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February 9, 2017

Colorado Oil and Gas Conservation Commission
The Chancery Building
1120 Lincoln Street, Suite 801
Denver, CO 80203
Attn: Mr. Matt Lepore, Director

RE: **Request to the Director for 318A.a Exception Location (Outside 318A Drilling Window)**
Request to the Director for 318A.c Twinning Location Exception
Wells on Pad location:

J32-10 Pad: Fairweather J31-665 – Ref. Well (Doc # 401205145), Fairweather J31-660 (Doc # 401205146), Fairweather J31-655 (Doc # 401205148), Fairweather J31-650 (Doc # 401205149), Fairweather J31-645 (Doc # 401205150), Fairweather J31-640 (Doc # 401205153), Fairweather J32-665 (Doc # 401205154), Fairweather J32-660 (Doc # 401205156), Fairweather J32-655 (Doc # 401205157), Fairweather J32-650 (Doc # 401205158), Fairweather J32-645 (Doc # 401205159), Fairweather J32-640 (Doc # 401205160)

Section 32: NW/4SE/4 Township 5 North, Range 66 West, 6th P.M.
Weld County, Colorado

Dear Director:

The surface location of NEI's proposed well(s) has been staked outside of the 318A.a drilling window, Per surface owner request. The location is being permitted as an exception location. NEI has obtained written permission contained in a Surface Use Agreement, from the surface owner.

Under the Revised Rule 318A.c any new twinning well is to be located within 50' of an existing well. The surface location of NEI's proposed well(s) has been staked greater than 50' from the nearest oil and gas well. Noble has obtained permission, contained in a Surface Use Agreement, from the surface owner, which is attached. Requirements 7, 8, and 9 within the COGCC Form 2 Attachment Guidance for Exception Location Requests are captured within the attached waiver.

Thank you for your attention to the enclosed. Noble respectfully requests that the COGCC review the enclosed information and approve the requested exception location waivers and Application for Permit to Drill the captioned well(s).

Respectfully,

Justin Garrett
Regulatory Analyst II
Noble Energy Inc.