



west virginia department of environmental protection

Office of Oil and Gas
601 57th Street SE
Charleston, WV 25304
(304) 926-0450
(304) 926-0452 fax

Earl Ray Tomblin, Governor
Randy C. Huffman, Cabinet Secretary
www.dep.wv.gov

May 03, 2013

WELL WORK PERMIT

Horizontal 6A Well

This permit, API Well Number: 47-5101625, issued to NOBLE ENERGY, INC., is evidence of permission granted to perform the specified well work at the location described on the attached pages and located on the attached plat, subject to the provisions of Chapter 22 of the West Virginia Code of 1931, as amended, and all rules and regulations promulgated thereunder, and to all conditions and provisions outlined in the pages attached hereto. Notification shall be given by the operator to the Oil and Gas Inspector at least 24 hours prior to the construction of roads, locations, and/or pits for any permitted work. In addition, the well operator shall notify the same inspector 24 hours before any actual well work is commenced and prior to running and cementing casing. Spills or emergency discharges must be promptly reported by the operator to 1-800-642-3074 and to the Oil and Gas inspector.

Please be advised that form WR-35, Well Operators Report of Well Work is to be submitted to this office within 90 days completion of permitted well work, as should form WR-34 Discharge Monitoring Report within 30 days of discharge of pits, if applicable. Failure to abide by all statutory and regulatory provisions governing all duties and operations hereunder may result in suspension or revocation of this permit and, in addition, may result in civil and/or criminal penalties being imposed upon the operators.

In addition to the applicable requirements of this permit, and the statutes and rules governing oil and gas activity in WV, this permit may contain specific conditions which must be followed. Permit conditions are attached to this cover letter.

Per 35CSR-4-5.2.g this permit will expire in two (2) years from the issue date unless permitted well work is commenced. If there are any questions, please feel free to contact me at (304) 926-0499 ext. 1654.

James Martin
Chief

Operator's Well No: MNDS9AHS
Farm Name: CONSOLIDATION COAL COMPA
API Well Number: 47-5101625
Permit Type: Horizontal 6A Well
Date Issued: 05/03/2013

Promoting a healthy environment.

INSPECTORS PERMIT SUMMARY FORM

GPS YES [] NO []

DATE STARTED/LOCATION: _____ OPERATOR: NOBLE ENERGY, INC.
 DRILLING COMMENCED: _____ FARM: CONSOLIDATION COAL COMPANY
 TO DATE: _____ DEPTHS: _____ Well No: MNDS9AHS
 WATER DEPTHS: _____ COAL DEPTHS _____

QUESTIONS FOR THIS REPORT ARE IN ACCORDANCE OF WV CODE 22-6-30 AND REGULATIONS 35CSR 4-12.1 AND 35CSR 4-16 AND THE GENERAL WATER POLLUTION CONTROL PERMIT.

POINTS ARE TO BE GIVEN UP TO MAXIMUM AS SHOWN BASED ON PERFORMANCE.

1. DID OPERATOR GIVE PROPER NOTICE TO INSPECTOR BEFORE THE FOLLOWING:
 - A. CONSTRUCTION YES [] NO [] (2_PTS) (4_PTS) _____
 - B. DRILLING YES [] NO [] (2_PTS)
2. WAS THE TIMBER CUT, STACKED, AND BRUSH USED FOR SEDIMENT BARRIERS BEFORE DIRT WORK STARTED? YES [] NO [] (2_PTS) (4_PTS) _____
3. ARE ALL LOCATION AND/OR ROAD BANKS BEING SLOPED? YES [] NO [] (4_PTS) (4_PTS) _____
4. CONSTRUCTIONS:
WERE THE FOLLOWING SEDIMENT CONTROL STRUCTURES PROPERLY INSTALLED/MAINTAINED?
 - A. ROAD DITCHES (1)_ (2)_ (3)_ (4)_ (PTS) B. CROSS DRAINS (1)_ (2)_ (3)_ (4)_ (5)_ (PTS)
 - C. CULVERTS (1)_ (2)_ (3)_ (4)_ (5)_ (PTS) D. CREEK CROSSINGS (1)_ (2)_ (3)_ (PTS)
 - E. DIVERSION DITCHES (1)_ (2)_ (3)_ (PTS) F. BARRIERS (1)_ (2)_ (3)_ (PTS)
 - G. TEMPORARY SEEDING YES [] NO [] (10_PTS)

POINTS AVAILABLE FOR QUESTION 4: (33_PTS) _____

5. HAS TOP SOIL (IF ANY) BEEN STOCKED PILED? YES [] NO [] (2_PTS) (2_PTS) _____
6. IS THE PIT PROPERLY INSTALLED AND MAINTAINED? YES [] NO [] (9_PTS) (9_PTS) _____
7. RECLAMATION:
 - A. ROADWAY (1)_ (2)_ (3)_ (PTS) B. LOCATION (1)_ (2)_ (3)_ (PTS)
 - C. PITS (1)_ (2)_ (3)_ (PTS) D. PIPELINES (1)_ (2)_ (3)_ (PTS)
 - E. TANK DIKES (1)_ (2)_ (3)_ (PTS) F. API INSTALLED YES [] NO [] (3_PTS)
 - G. ADEQUATE SEEDING MATERIALS (1)_ (2)_ (3)_ (PTS)
 - H. WAS SEED BED ADEQUATE (1)_ (2)_ (3)_ (PTS)

POINTS AVAILABLE FOR QUESTION 7: (24_PTS) _____

8. WAS RECLAMATION COMPLETED WITHIN:
6 MTHS OF TD 6_PTS ONLY; 4 MTHS OF TD 12_PTS ONLY; 2 MTHS OF TD 19_PTS ONLY;

POINTS AVAILABLE FOR QUESTION 8: (19_PTS) _____

TOTAL MAXIMUM POSSIBLE SCORE OF 99.

TOTAL RECLAMATION SCORE: _____

DATE RELEASED

INSPECTOR'S SIGNATURE

PERMIT CONDITIONS

West Virginia Code § 22-6A-8(d) allows the Office of Oil and Gas to place specific conditions upon this permit. Permit conditions have the same effect as law. Failure to adhere to the specified permit conditions may result in enforcement action.

CONDITIONS

1. If the operator encounters an unanticipated void, or an anticipated void at an unanticipated depth, the operator shall notify the inspector within 24 hours. Modifications to the casing program may be necessary to comply with W. Va. Code § 22-6A-5a (12), which requires drilling to a minimum depth of thirty feet below the bottom of the void, and installing a minimum of twenty (20) feet of casing. Under no circumstance should the operator drill more than fifty (50) feet below the bottom of the void or install less than twenty (20) feet of casing below the bottom of the void.
2. When compacting fills, each lift before compaction shall not be more than 12 inches in height, and the fill material shall be within plus or minus 2% (unless soil test results show a greater range of moisture content is appropriate and 95% compaction can still be achieved) of the optimum moisture content as determined by the standard proctor density test, ASTM D698, Standard Test Method for Laboratory Compaction Characteristics of Soil Using Standard Effort. Each lift must meet 95 % compaction of the optimum density based on results from the standard proctor density test of the actual soils used in specific engineered fill sites. Each lift shall be tested for compaction, with a minimum of two tests per lift per acre of fill. All test results shall be maintained on site and available for review.
3. Operator shall install signage per § 22-6A-8g (6) (B) at all source water locations included in their approved water management plan within 24 hours of water management plan activation.
4. Oil and gas water supply wells will be registered with the Office of Oil and Gas and all such wells will be constructed and plugged in accordance with the standards of the Bureau for Public Health set forth in its Legislative rule entitled *Water Well Regulations*, 64 C.S.R. 19. Operator is to contact the Bureau of Public Health regarding permit requirements. In lieu of plugging, the operator may transfer the well to the surface owner upon agreement of the parties. All drinking water wells within fifteen hundred feet of the water supply well shall be flow tested by the operator upon request of the drinking well owner prior to operating the water supply well.
5. Pursuant to the requirements pertaining to the sampling of domestic water supply wells/springs the operator shall, no later than thirty (30) days after receipt of analytical data provide a written copy to the Chief and any of the users who may have requested such analyses.

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
W.VA. CODE §22-6A - WELL WORK PERMIT APPLICATION

1) Well Operator: Noble Energy, Inc. 494501907 Marshall Franklin Powhatan Point
Operator ID County District Quadrangle

2) Operator's Well Number: MNDS 9 AHS Well Pad Name: MNDS 9

3 Elevation, current ground: 1221.03 Elevation, proposed post-construction: 1232.55

4) Well Type: (a) Gas Oil
Other
(b) If Gas: Shallow Deep
Horizontal

5) Existing Pad? Yes or No: YES(currently being built)

6) Proposed Target Formation(s), Depth(s), Anticipated Thicknesses and Associated Pressure(s):
Target - Marcellus, Depth - 6327', Thickness - 46', Pressure - 2912#

7) Proposed Total Vertical Depth: 6327'

8) Formation at Total Vertical Depth: Marcellus

9) Proposed Total Measured Depth: 17004'

10) Approximate Fresh Water Strata Depths: 756'

11) Method to Determine Fresh Water Depth: Offset well data - Seneca Technology data base

12) Approximate Saltwater Depths: 1718'

13) Approximate Coal Seam Depths: Sewickley 667.4 - 670.7 and Pittsburgh - 756.9 - 762.8 We will be drilling into a Pillar

14) Approximate Depth to Possible Void (coal mine, karst, other): We will be drilling into a Pillar *See attached MSHA letter

15) Does land contain coal seams tributary or adjacent to, active mine? Yes - Mc Elroy Mine

16) Describe proposed well work: Drill the vertical depth to the Marcellus at an estimated total vertical depth of approximately 6,327 feet.
Drill Horizontal leg - stimulate and produce the Marcellus Formation.
If we should encounter an unanticipated void we will install casing at a minimum of 20' below the void but not more than 50' below the void, set a basket and grout to surface.

17) Describe fracturing/stimulating methods in detail:
The stimulation will be multiple stages divided over the lateral length of the well. Stage spacing is dependent upon engineering design. Slickwater fracturing technique will be utilized on each stage using sand, water, and chemicals.

18) Total area to be disturbed, including roads, stockpile area, pits, etc, (acres): 19.2 acres

19) Area to be disturbed for well pad only, less access road (acres): 10.0 acres (no access road using private CONSOL road)

MAILED
12/19/2009



DRILLING WELL PLAN
MND-9A-HS
Macellus Shale Horizontal
Marshall County, WV

Ground Elevation		1213'		MND-9A SHL (Lat/Long)		(487488.053N, 1638476.814E) (NAD27)			
Azm		324°		MND-9A LP (Lat/Long)		(486859.149N, 1636584.349E) (NAD27)			
WELLBORE DIAGRAM		MND-9A BHL (Lat/Long)		(494566.945N, 1631187.294E) (NAD27)					
HOLE	CASING	GEOLOGY	MD	TVD	MUD	CEMENT	CENTRALIZERS	CONDITIONING	COMMENTS
26	20" 52# LS	Conductor	40	40	AIR	To Surface	NA	Ensure the hole is clean at TD.	Conductor casing = 0.25" wall thickness
17 1/2	13 3/8" 54.5# J-55 BTC	Sewickly Coal Seam	673	673	AIR	15.6 ppg Type 1 + 2% CaCl, 0.25# Lost Circ 20% Excess Yield = 1.18	Bow Spring on first 2 joints then every third joint to 100' from surface	Fill with KCl water once drilled to TD. Once casing is at setting depth, circulate a minimum of one hole volume prior to pumping cement.	Conductor casing = 0.25" wall thickness Surface casing = 0.380" wall thickness Burst=2730 psi
		Pittsburgh Coal	763	763					
		Base of Freshwater	756	756					
		Int. Casing	906	906					
12 3/8	9-5/8" 36# J-55 LTC	Weir Sand	2451	2451	AIR	15.6ppg Class A +0.4% Ret, 0.15% Disp, 0.2% AntiFoam, 0.125#/sk Lost Circ 30% Excess Yield=1.19 To Surface	Bow spring centralizers every third joint to 100' feet from surface.	Fill with KCl water once drilled to TD. Once casing is at setting depth, circulate a minimum of one hole volume prior to pumping cement.	Intermediate casing = 0.352" wall thickness Burst=3520 psi
		Berea Sand	2644	2644					
		Gordon	2877	2877					
		Speechley	3607	3607					
		Int. Casing	3725	3725					
8.75" Vertical		Java		5086	8.0ppg - 9.0ppg SOBM	14.8ppg Class A 25:75:0 System +2.6% Cement extender, 0.7% Fluid Loss additive, 0.45% high temp retarder, 0.2% friction reducer	Rigid Bow Spring every third joint from KOP to TOC		
		Angola		5294					
8.75" Curve	5-1/2" 20# HCP-110 TXP BTC	Rheinstreet		5859	12.0ppg-12.5ppg SOBM	15% Excess Yield=1.27 TOC >= 200' above 9.625" shoe	Rigid Bow Spring every joint to KOP	Once at TD, circulate at max allowable pump rate for at least 6x bottoms up. Once on bottom with casing, circulate a minimum of one hole volume prior to pumping cement.	Production casing = 0.361" wall thickness Burst=12640 psi Note:Actual centralizer schedules may be changed due to hole conditions
		Sonyea		6156					
		Cashaqua		6175					
		Middlesex		6182					
		West River		6227					
		Burkett		6271					
		Tully Limestone		6298					
		Hamilton		6307					
8.75" - 8.5" Lateral		Marcellus		6327	12.0ppg-12.5ppg SOBM				
		TD	17004	6600					
		Onondaga		6391					

8.75 / 8.5 Hole - Cemented Long String
 5-1/2" 20# HCP-110 TXP BTC

+/-9410 ft Lateral

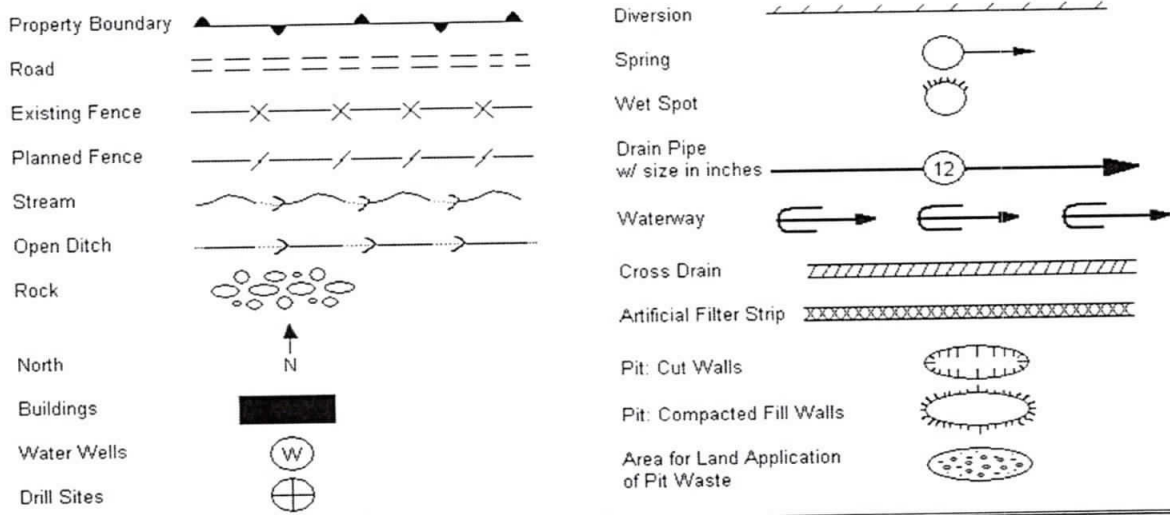
TD @ +/-6600 TVD
 +/-17004 MD

X=centralizers

MAR 22 2013

WW-9
Rev. 1/12

API No. 47 - 051 - 01625
Operator's Well No. MNDS 9 AHS



Proposed Revegetation Treatment: Acres Disturbed 19.2 Prevegetation pH _____

Lime 2 to 3 tons Tons/acre or to correct to pH _____

Fertilizer (10-20-20 or equivalent) 500 lbs/acre (500 lbs minimum)

Mulch hay or straw at 2 tons Tons/acre

Seed Mixtures

Seed Type	Area I lbs/acre	Seed Type	Area II lbs/acre
Tall Fescue	40	Tall Fescue	40
Ladino Clover	5	Ladino Clover	5

Attach:
Drawing(s) of road, location, pit and proposed area for land application.

Photocopied section of involved 7.5' topographic sheet.

Plan Approved by: [Signature]
Comments: _____

Title: Oil and Gas Inspector Date: 2-13-13

Field Reviewed? Yes No

Received
Office of Oil & Gas
FEB 19 2013

SI-01625



Site Safety Plan

Noble Energy, Inc.
Moundsville 9 AHS

January 2013: Version 1

For Submission to
West Virginia Department of Environmental Protection,
Office of Oil and Gas

Noble Energy, Inc.
Appalachia Offices
333 Technology Drive, Suite 116
Canonsburg, PA 15317-9504

Received
Office of Oil & Gas

FEB 19 2013

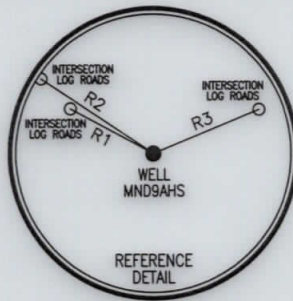
DAN
2-13-13

CYRIL
2-13-13

Well is located on topo map 737 feet south of Latitude: 39° 50' 00"

Well is located on topo map 10,492 feet west of Longitude: 80° 45' 00"

SURFACE HOLE LOCATION (SHL)	APPROX. LANDING POINT	BOTTOM HOLE LOCATION (BHL)
UTM 17-NAD83 N:4409065.125 E:518215.041	UTM 17-NAD83 N:4408863.88 E:517641.68	UTM 17-NAD83 N:4411184.58 E:515958.21
NAD27, WV NORTH N:487488.053 E:1638476.814	NAD27, WV NORTH N:486859.149 E:1636584.349	NAD27, WV NORTH N:494566.945 E:1631187.294



LEGEND

- TOPO MAP POINT
- WELL
- ALL ARE POINTS UNLESS OTHERWISE NOTED.
- WATER SOURCE
- MINERAL TRACT BOUNDARY
- PARCEL LINES
- WELL REFERENCE
- PROPOSED HORIZONTAL WELL
- ROAD
- STREAM CENTER LINE

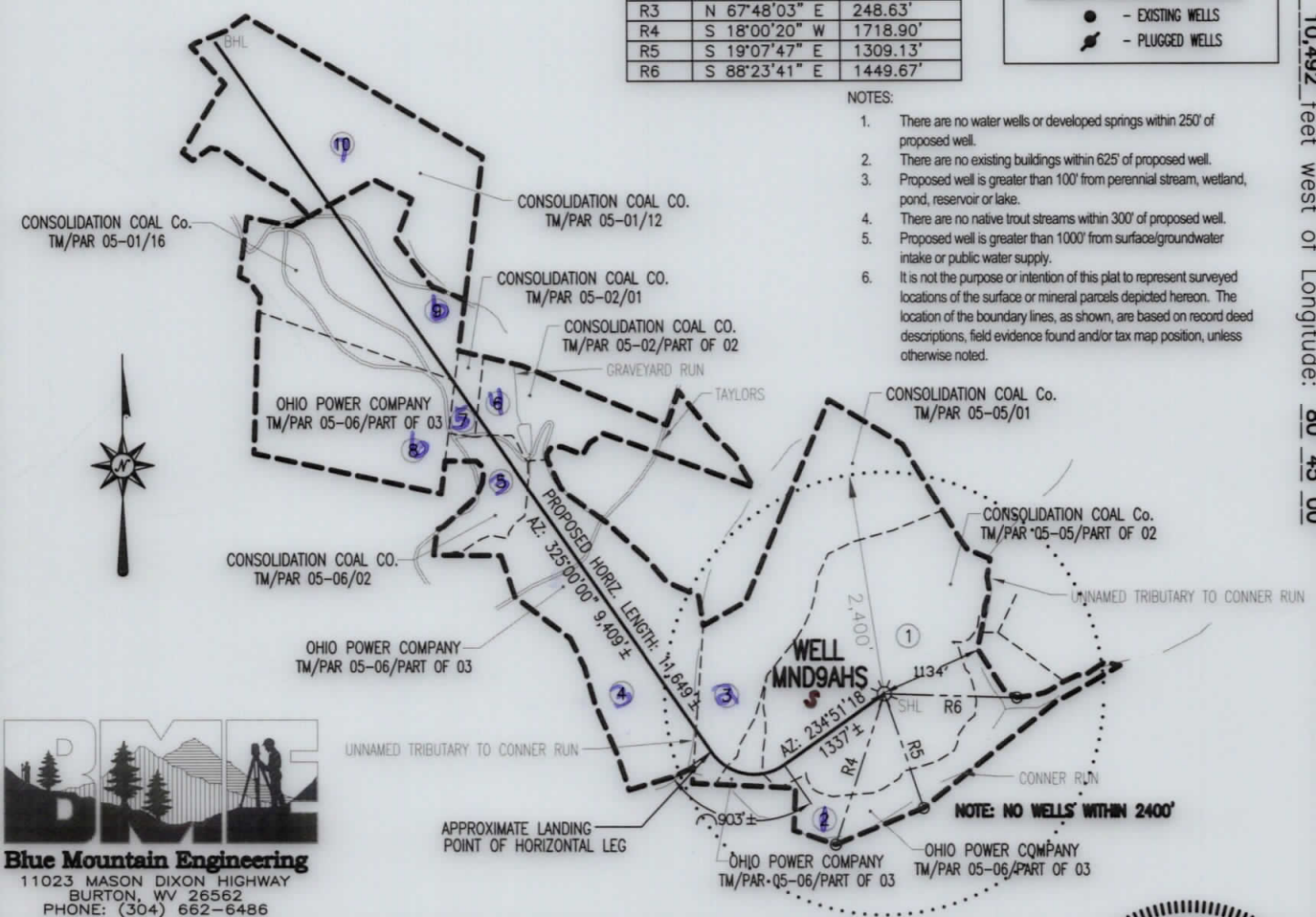
WELLS WITHIN 2,400'

- EXISTING WELLS
- PLUGGED WELLS

LINE	BEARING	DISTANCE
R1	N 61°43'25" W	204.67'
R2	N 56°24'22" W	292.26'
R3	N 67°48'03" E	248.63'
R4	S 18°00'20" W	1718.90'
R5	S 19°07'47" E	1309.13'
R6	S 88°23'41" E	1449.67'

NOTES:

- There are no water wells or developed springs within 250' of proposed well.
- There are no existing buildings within 625' of proposed well.
- Proposed well is greater than 100' from perennial stream, wetland, pond, reservoir or lake.
- There are no native trout streams within 300' of proposed well.
- Proposed well is greater than 1000' from surface/groundwater intake or public water supply.
- It is not the purpose or intention of this plat to represent surveyed locations of the surface or mineral parcels depicted hereon. The location of the boundary lines, as shown, are based on record deed descriptions, field evidence found and/or tax map position, unless otherwise noted.



Blue Mountain Engineering
11023 MASON DIXON HIGHWAY
BURTON, WV 26562
PHONE: (304) 662-6486

FILE #: MND9AHS
DRAWING #: MND9AHS
SCALE: 1" = 2000'
MINIMUM DEGREE OF ACCURACY: 1/2500
PROVEN SOURCE OF ELEVATION: U.S.G.S. MONUMENT THOMAS 1498.81'

I, THE UNDERSIGNED, HEREBY CERTIFY THAT THIS PLAT IS CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF AND SHOWS ALL THE INFORMATION REQUIRED BY LAW AND THE REGULATIONS ISSUED AND PRESCRIBED BY THE DEPARTMENT OF ENVIRONMENTAL PROTECTION.

Signed:

R.P.E.: _____ L.L.S.: P.S. No. 2000

GEORGE D. SIX
LICENSED
No. 2000
STATE OF WEST VIRGINIA
PROFESSIONAL SURVEYOR

PLACE SEAL HERE

(+) DENOTES LOCATION OF WELL ON UNITED STATES TOPOGRAPHIC MAPS WVDEP
OFFICE OF OIL & GAS
601 57TH STREET
CHARLESTON, WV 25304

DATE: MARCH 6, 2013
OPERATOR'S WELL #: MND9AHS
API WELL #: 47 51 01625 H6A
STATE COUNTY PERMIT

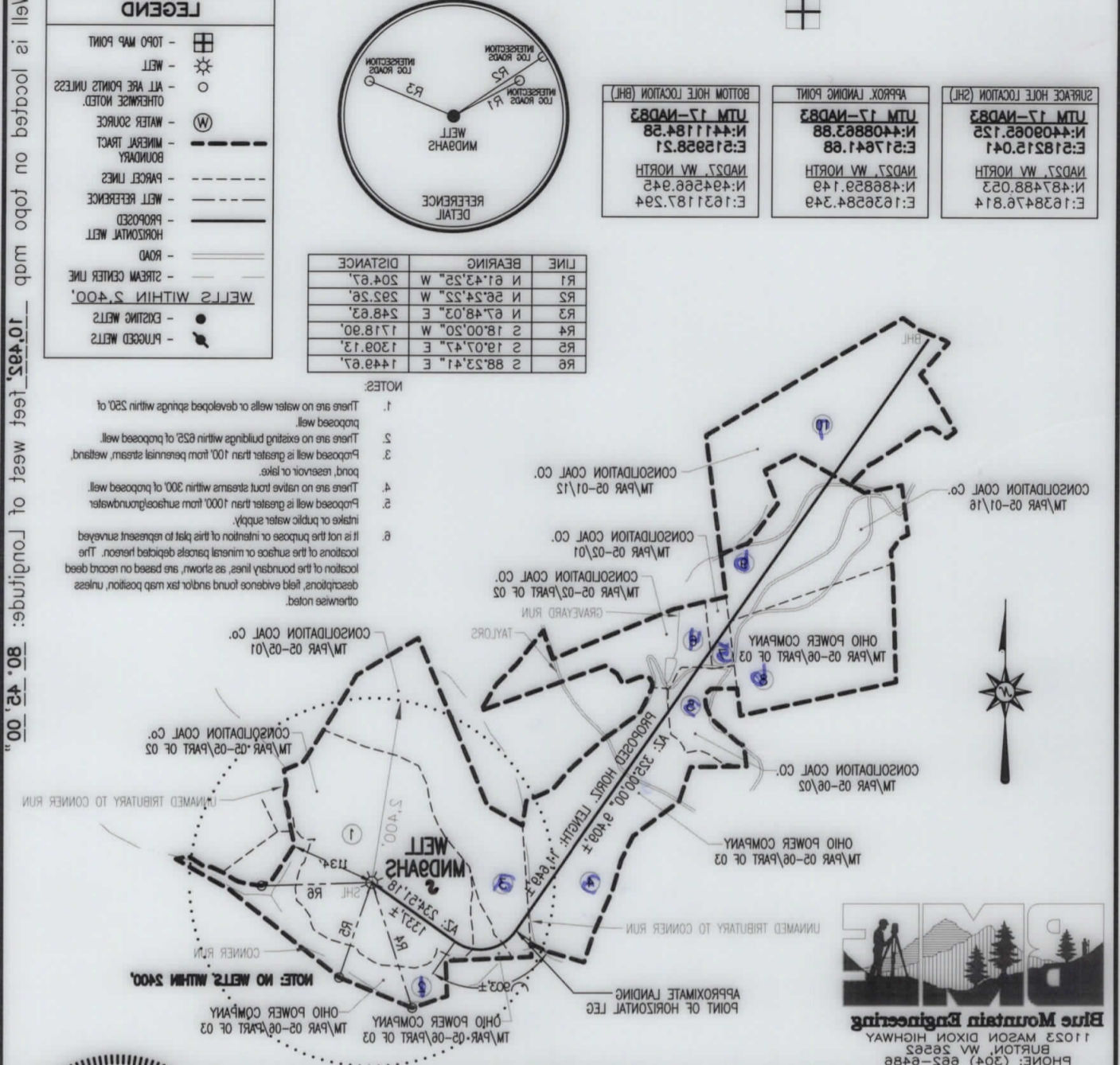
Well Type: Oil Waste Disposal Production Deep
 Gas Liquid Injection Storage Shallow

WATERSHED: CONNER RUN ELEVATION: 1232.55'
COUNTY/DISTRICT: MARSHALL / FRANKLIN QUADRANGLE: POWATAN POINT, WV-OH 7.5'
SURFACE OWNER: CONSOLIDATION COAL COMPANY ACREAGE: 123.244±
OIL & GAS ROYALTY OWNER: SEE ATTACHED WW-6A1 ACREAGE: 640.066±

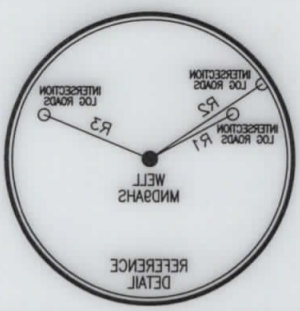
DRILL CONVERT DRILL DEEPER REDRILL FRACTURE OR STIMULATE
PLUG OFF OLD FORMATION PERFORATE NEW FORMATION PLUG & ABANDON
CLEAN OUT & REPLUG OTHER CHANGE (SPECIFY): _____

TARGET FORMATION: MARCELLUS ESTIMATED DEPTH: TVD: 6,600'± TMD: 17,004'±
WELL OPERATOR NOBLE ENERGY INC. DESIGNATED AGENT STEVEN M. GREEN
Address 333 TECHNOLOGY DRIVE Address 500 VIRGINIA STREET EAST, UNITED CENTER SUITE 1001
City CANONSBURG State PA Zip Code 15317 City CHARLESTON State WV Zip Code 25301

Well is located on top map 737 feet south of latitude: 39.50.00



UTM 17-NAD83	APPROX. LANDING POINT	SURFACE HOLE LOCATION (SHL)
E: 212528.21 N: 441184.58	E: 217641.68 N: 440863.88	E: 218212.041 N: 440965.125
NAD27 WV NORTH E: 1631187.294 N: 494566.945	NAD27 WV NORTH E: 163584.349 N: 48889.149	NAD27 WV NORTH E: 1638476.814 N: 487488.053



LINE	BEARING	DISTANCE
R1	N 61.43.25" W	204.67'
R2	N 56.24.22" W	292.26'
R3	N 67.48.03" E	248.63'
R4	S 18.00.20" W	171.890'
R5	S 19.07.47" E	1309.13'
R6	S 88.23.41" E	1449.67'

LEGEND

- TOPO MAP POINT
- WELL
- LAT. ARE POINTS UNLESS OTHERWISE NOTED.
- WATER SOURCE
- MINERAL TRACT BOUNDARY
- PARCEL LINES
- WELL REFERENCE
- PROPOSED HORIZONTAL WELL
- ROAD
- STREAM CENTER LINE
- WELLS WITHIN 2400'
- EXISTING WELLS
- PLUGGED WELLS

NOTES:

- There are no water wells or developed springs within 250' of proposed well.
- There are no existing buildings within 625' of proposed well.
- Proposed well is greater than 100' from perennial streams, wetland, pond, reservoir or lake.
- There are no native trout streams within 300' of proposed well.
- Proposed well is greater than 1000' from subsurface groundwater intakes or public water supply.
- It is not the purpose or intention of this plat to represent surveyed locations of the boundaries or mineral parcels depicted hereon. The location of the boundaries, as shown, are based on record deeds, sections, field evidence and/or tax map position, unless otherwise noted.



I, THE UNDERSIGNED, HEREBY CERTIFY THAT THIS PLAT IS CORRECT TO THE BEST OF MY KNOWLEDGE AND BELIEF AND SHOWS ALL THE INFORMATION REQUIRED BY LAW AND THE REGULATIONS ISSUED AND PRESCRIBED BY THE DEPARTMENT OF ENVIRONMENTAL PROTECTION.

Signed: *[Signature]*

R.P.E.: _____
L.L.S.: P.S. No. 2000

FILE #: MINDAHS
DRAWING #: MINDAHS
SCALE: 1" = 2000'
MINIMUM DEGREE OF ACCURACY: 1/2500
PROVEN SOURCE: U.S.G.S. MONUMENT THOMAS 148.81'
OF ELEVATION: _____

DATE: MARCH 6, 2013

OPERATOR'S WELL #: MINDAHS

API WELL #: 47

STATE COUNTY PERMIT

WATERSHED: CONNER RUN

WELL TYPE: Gas Liquid Injection Oil Waste Disposal

Production Storage Deep Shallow

TARGET FORMATION: MARCELLUS ESTIMATED DEPTH: V.D: 6'00" ± T.M.D: 17'00" ±

CLEAN OUT & REPLUG OTHER CHANGE (SPECIFY):

PLUG OFF OLD FORMATION PERFORATE NEW FORMATION PLUG & ABANDON

DRILL CONVERT DRILL DEEPER REDRILL FRACTURE OR STIMULATE

OIL & GAS ROYALTY OWNER: SEE ATTACHED WW-6A1

SURFACE OWNER: CONSOLIDATION COAL COMPANY

COUNTY/DISTRICT: MARSHALL / FRANKLIN

QUADRANGLE: POWHATAN POINT, WW-OH 7.5'

ELEVATION: 1232.25'

WELL OPERATOR: NOBLE ENERGY INC. DESIGNATED AGENT: STEVEN M. GREEN

Address: 333 TECHNOLOGY DRIVE CHARLESTON, WV 25301

City: CANNONSURG State: PA Zip Code: 15217



Well is located on top map 737 feet south of latitude: 39.50.00

WW-6AC
(1/12)

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE CERTIFICATION

Date of Notice Certification: 1/31/2013

API No. 47- 051 - 01625
Operator's Well No. MNDS 9 AHS
Well Pad Name: MNDS 9

Notice has been given:

Pursuant to the provisions in West Virginia Code § 22-6A, the Operator has provided the required parties with the Notice Forms listed below for the tract of land as follows:

State:	<u>West Virginia</u>	UTM NAD 83	Eastings:	<u>518215.041</u>
County:	<u>Marshall</u>		Northing:	<u>4409065.125</u>
District:	<u>Franklin</u>	Public Road Access:		<u>Fish Creek Road</u>
Quadrangle:	<u>Powhatan Point</u>	Generally used farm name:		<u>Consol</u>
Watershed:	<u>Connor Run</u>			

Pursuant to West Virginia Code § 22-6A-7(b), every permit application filed under this section shall be on a form as may be prescribed by the secretary, shall be verified and shall contain the following information: (14) A certification from the operator that (i) it has provided the owners of the surface described in subdivisions (1), (2) and (4), subsection (b), section ten of this article, the information required by subsections (b) and (c), section sixteen of this article; (ii) that the requirement was deemed satisfied as a result of giving the surface owner notice of entry to survey pursuant to subsection (a), section ten of this article six-a; or (iii) the notice requirements of subsection (b), section sixteen of this article were waived in writing by the surface owner; and Pursuant to West Virginia Code § 22-6A-11(b), the applicant shall tender proof of and certify to the secretary that the notice requirements of section ten of this article have been completed by the applicant.

<p>Pursuant to West Virginia Code § 22-6A, the Operator has attached proof to this Notice Certification that the Operator has properly served the required parties with the following:</p> <p>*PLEASE CHECK ALL THAT APPLY</p> <p><input type="checkbox"/> 1. NOTICE OF SEISMIC ACTIVITY or <input checked="" type="checkbox"/> NOTICE NOT REQUIRED BECAUSE NO SEISMIC ACTIVITY WAS CONDUCTED</p> <p><input type="checkbox"/> 2. NOTICE OF ENTRY FOR PLAT SURVEY or <input checked="" type="checkbox"/> NO PLAT SURVEY WAS CONDUCTED</p> <p><input checked="" type="checkbox"/> 3. NOTICE OF INTENT TO DRILL or <input type="checkbox"/> NOTICE NOT REQUIRED BECAUSE NOTICE OF ENTRY FOR PLAT SURVEY WAS CONDUCTED or</p> <p><input type="checkbox"/> WRITTEN WAIVER BY SURFACE OWNER (PLEASE ATTACH)</p> <p><input checked="" type="checkbox"/> 4. NOTICE OF PLANNED OPERATION</p> <p><input checked="" type="checkbox"/> 5. PUBLIC NOTICE</p> <p><input checked="" type="checkbox"/> 6. NOTICE OF APPLICATION</p>	<p style="text-align: center;">OOG OFFICE USE ONLY</p> <p><input type="checkbox"/> RECEIVED/ NOT REQUIRED</p> <p><input type="checkbox"/> RECEIVED</p> <p><input checked="" type="checkbox"/> RECEIVED/ NOT REQUIRED</p> <p><input checked="" type="checkbox"/> RECEIVED</p> <p><input checked="" type="checkbox"/> RECEIVED</p> <p><input checked="" type="checkbox"/> RECEIVED</p>
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Required Attachments:

The Operator shall attach to this Notice Certification Form all Notice Forms and Certifications of Notice that have been provided to the required parties and/or any associated written waivers. For the Public Notice, the operator shall attach a copy of the Class II Legal Advertisement with publication date verification or the associated Affidavit of Publication. The attached Notice Forms and Certifications of Notice shall serve as proof that the required parties have been noticed as required under West Virginia Code § 22-6A. Pursuant to West Virginia Code § 22-6A-11(b), the Certification of Notice to the person may be made by affidavit of personal service, the return receipt card or other postal receipt for certified mailing.

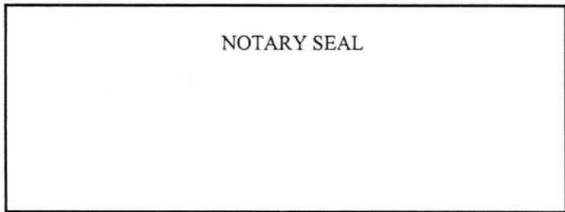
Office of Oil & Gas
FEB 19 2013

WW-6AC
(1/12)

Certification of Notice is hereby given:

THEREFORE, I Laura Adkins, have read and understand the notice requirements within West Virginia Code § 22-6A. I certify that as required under West Virginia Code § 22-6A, I have served the attached copies of the Notice Forms, identified above, to the required parties through personal service, by registered mail or by any method of delivery that requires a receipt or signature confirmation. I certify under penalty of law that I have personally examined and am familiar with the information submitted in this Notice Certification and all attachments, and that based on my inquiry of those individuals immediately responsible for obtaining the information, I believe that the information is true, accurate and complete. I am aware that there are significant penalties for submitting false information, including the possibility of fine and imprisonment.

Well Operator:	<u>Noble Energy, Inc.</u>	Address:	<u>333 Technology Drive, Suite 116</u>
By:	<u>Laura Adkins</u> <i>Laura L. Adkins</i>		<u>Canonsburg, PA 15317</u>
Its:	<u>Regulatory Analyst</u>	Facsimile:	<u>724-820-3098</u>
Telephone:	<u>724-820-3061</u>	Email:	<u>ladkins@nobleenergyinc.com</u>



Subscribed and sworn before me this 4th day of February.

Maria A. Yanni Notary Public

My Commission Expires _____

COMMONWEALTH OF PENNSYLVANIA
Notarial Seal
Maria A. Yanni, Notary Public
Cecil Twp., Washington County
My Commission Expires May 10, 2015
MEMBER, PENNSYLVANIA ASSOCIATION OF NOTARIES

Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at deprivacyofficer@wv.gov.

Received
Office of Oil & Gas
FEB 19 2013

WW-6A
(1-12)

API NO. 47-051 - 01625
OPERATOR WELL NO. MNDS 9 AHS
Well Pad Name: MNDS 9

STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE OF APPLICATION

Notice Time Requirement: notice shall be provided no later than the **filing date of permit application.**
Date of Notice: 2/19/13 **Date Permit Application Filed:** 2/19/13 ✓

Notice of:

- PERMIT FOR ANY WELL WORK CERTIFICATE OF APPROVAL FOR THE CONSTRUCTION OF AN IMPOUNDMENT OR PIT

Delivery method pursuant to West Virginia Code § 22-6A-10(b)

- PERSONAL SERVICE REGISTERED MAIL METHOD OF DELIVERY THAT REQUIRES A RECEIPT OR SIGNATURE CONFIRMATION

Pursuant to W. Va. Code § 22-6A-10(b), no later than the filing date of the application, the applicant for a permit for any well work or for a certificate of approval for the construction of an impoundment or pit as required by this article shall deliver, by personal service or by registered mail or by any method of delivery that requires a receipt or signature confirmation, copies of the application, the erosion and sediment control plan required by section seven of this article, and the well plat to each of the following persons: (1) The owners of record of the surface of the tract on which the well is or is proposed to be located; (2) The owners of record of the surface tract or tracts overlying the oil and gas leasehold being developed by the proposed well work, if the surface tract is to be used for roads or other land disturbance as described in the erosion and sediment control plan submitted pursuant to subsection (c), section seven of this article; (3) The coal owner, operator or lessee, in the event the tract of land on which the well proposed to be drilled is located [sic] is known to be underlain by one or more coal seams; (4) The owners of record of the surface tract or tracts overlying the oil and gas leasehold being developed by the proposed well work, if the surface tract is to be used for the placement, construction, enlargement, alteration, repair, removal or abandonment of any impoundment or pit as described in section nine of this article; (5) Any surface owner or water purveyor who is known to the applicant to have a water well, spring or water supply source located within one thousand five hundred feet of the center of the well pad which is used to provide water for consumption by humans or domestic animals; and (6) The operator of any natural gas storage field within which the proposed well work activity is to take place. (c)(1) If more than three tenants in common or other co-owners of interests described in subsection (b) of this section hold interests in the lands, the applicant may serve the documents required upon the person described in the records of the sheriff required to be maintained pursuant to section eight, article one, chapter eleven-a of this code. (2) Notwithstanding any provision of this article to the contrary, notice to a lien holder is not notice to a landowner, unless the lien holder is the landowner.

Notice is hereby provided to:

SURFACE OWNER(s)
Name: Consolidation Coal Company ✓
Address: 1000 Consol Energy Drive
Canonsburg, PA 15317

Name: _____
Address: _____

SURFACE OWNER(s) (Road and/or Other Disturbance)

Name: _____
Address: _____

Name: _____
Address: _____

SURFACE OWNER(s) (Impoundments/Pits)

Name: _____
Address: _____

COAL OWNER OR LESSEE
Name: Consolidation Coal Company ✓
Address: 1000 Consol Energy Drive
Canonsburg, PA 15317

COAL OPERATOR
Name: Consolidation Coal Company ✓
Address: 1000 Consol Energy Drive
Canonsburg, PA 15317

WATER PURVEYOR(s)
Name: none
Address: _____

OPERATOR OF ANY NATURAL GAS STORAGE FIELD
Name: _____
Address: _____

*Please attach additional forms if necessary

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Office of Oil & Gas
FEB 19 2013

WW-6A
(1-12)

API NO. 47-051 -
OPERATOR WELL NO. MNDS 9 AHS
Well Pad Name: MNDS 9

Notice is hereby given:

Pursuant to West Virginia Code § 22-6A-10(b), notice is hereby given that the undersigned well operator has applied for a permit for well work or for a certificate of approval for the construction of an impoundment or pit.

This Notice Shall Include:

Pursuant to W. Va. Code § 22-6A-10(b), this notice shall include: (1) copies of the application; (2) the erosion and sediment control plan required by section seven of this article; and (3) the well plat.

Pursuant to W. Va. Code § 22-6A-10(f), this notice shall also include: (1) a statement of the time limits for filing written comments; (2) who may file written comments; (3) the name and address of the secretary for the purpose of filing the comments and obtaining additional information; and (4) a statement that the persons may request, at the time of submitting written comments, notice of the permit decision and a list of persons qualified to test water.

Additional information related to horizontal drilling may be obtained from the Secretary, at the WV Department of Environmental Protection headquarters, located at 601 57th Street, SE, Charleston, WV 25304 (304-926-0450) or by visiting www.dep.wv.gov/oil-and-gas/pages/default.aspx.

Water Well Testing:

Pursuant to West Virginia Code § 22-6A-10(d), notification shall be made, with respect to surface landowners identified in subsection (b) or water purveyors identified in subdivision (5), subsection (b) of this section, of the opportunity for testing their water well.

Water Testing Laboratories:

Pursuant to West Virginia Code § 22-6A-10(i), persons entitled to notice pursuant to subsection (b) of this section may contact the department to ascertain the names and locations of water testing laboratories in the subject area capable and qualified to test water supplies in accordance with standard accepted methods. In compiling that list of names the department shall consult with the state Bureau for Public Health and local health departments.

Well Location Restrictions

Pursuant to W. Va. Code § 22-6A-12, Wells may not be drilled within two hundred fifty feet measured horizontally from any existing water well or developed spring used for human or domestic animal consumption. The center of well pads may not be located within six hundred twenty-five feet of an occupied dwelling structure, or a building two thousand five hundred square feet or larger used to house or shelter dairy cattle or poultry husbandry. This limitation is applicable to those wells, developed springs, dwellings or agricultural buildings that existed on the date a notice to the surface owner of planned entry for surveying or staking as provided in section ten of this article or a notice of intent to drill a horizontal well as provided in subsection (b), section sixteen of this article was provided, whichever occurs first, and to any dwelling under construction prior to that date. This limitation may be waived by written consent of the surface owner transmitted to the department and recorded in the real property records maintained by the clerk of the county commission for the county in which such property is located. Furthermore, the well operator may be granted a variance by the secretary from these distance restrictions upon submission of a plan which identifies the sufficient measures, facilities or practices to be employed during well site construction, drilling and operations. The variance, if granted, shall include terms and conditions the department requires to ensure the safety and protection of affected persons and property. The terms and conditions may include insurance, bonding and indemnification, as well as technical requirements. (b) No well pad may be prepared or well drilled within one hundred feet measured horizontally from any perennial stream, natural or artificial lake, pond or reservoir, or a wetland, or within three hundred feet of a naturally reproducing trout stream. No well pad may be located within one thousand feet of a surface or ground water intake of a public water supply. The distance from the public water supply as identified by the department shall be measured as follows: (1) For a surface water intake on a lake or reservoir, the distance shall be measured from the boundary of the lake or reservoir. (2) For a surface water intake on a flowing stream, the distance shall be measured from a semicircular radius extending upstream of the surface water intake. (3) For a groundwater source, the distance shall be measured from the wellhead or spring. The department may, in its discretion, waive these distance restrictions upon submission of a plan identifying sufficient measures, facilities or practices to be employed during well site construction, drilling and operations to protect the waters of the state. A waiver, if granted, shall impose any permit conditions as the secretary considers necessary. (c) Notwithstanding the foregoing provisions of this section, nothing contained in this section prevents an operator from conducting the activities permitted or authorized by a Clean Water Act Section 404 permit or other approval from the United States Army Corps of Engineers within any waters of the state or within the restricted areas referenced in this section. (d) The well location restrictions set forth in this section shall not apply to any well on a multiple well pad if at least one of the wells was permitted prior to the effective date of this article. (e) The secretary shall, by December 31, 2012, report to the Legislature on the noise, light, dust and volatile organic compounds generated by the drilling of horizontal wells as they relate to the well location restrictions regarding occupied dwelling structures pursuant to this section. Upon a finding, if any, by the secretary that the well location restrictions regarding occupied dwelling structures are inadequate or otherwise require alteration to address the items examined in the study required by this subsection, the secretary shall have the authority to propose for promulgation legislative rules establishing guidelines and procedures regarding reasonable levels of noise, light, dust and volatile organic compounds relating to drilling horizontal wells, including reasonable means of mitigating such factors, if necessary.

WW-6A
(1-12)

API NO. 47-051 - _____
OPERATOR WELL NO. MNDS 9 AHS
Well Pad Name: MNDS 9

Written Comment:

Pursuant to West Virginia Code § 22-6A-11(a), all persons described in subsection (b), section ten of this article may file written comments with the secretary as to the location or construction of the applicant's proposed well work within thirty days after the application is filed with the secretary. All persons described in West Virginia Code § 22-6A-10(b) may file written comments as to the location or construction of the applicant's proposed well work to the Secretary at:

Chief, Office of Oil and Gas
Department of Environmental Protection
601 57th St. SE
Charleston, WV 25304
(304) 926-0450

Such persons may request, at the time of submitting written comments, notice of the permit decision and a list of persons qualified to test water. **NOTE: YOU ARE NOT REQUIRED TO FILE ANY COMMENT.**

Time Limits and Methods for Filing Comments.

The law requires these materials to be served on or before the date the operator files its Application. You have **THIRTY (30) DAYS** after the filing date to file your comments. Comments must be filed in person or received in the mail by the Chief's office by the time stated above. You may call the Chief's office to be sure of the date. Check with your postmaster to ensure adequate delivery time or to arrange special expedited handling. If you have been contacted by the well operator and you have signed a "voluntary statement of no objection" to the planned work described in these materials, then the permit may be issued at any time.

Pursuant to West Virginia Code § 22-6A-11(c)(2), Any objections of the affected coal operators and coal seam owners and lessees shall be addressed through the processes and procedures that exist under sections fifteen, seventeen and forty, article six of this chapter, as applicable and as incorporated into this article by section five of this article. The written comments filed by the parties entitled to notice under subdivisions (1), (2), (4), (5) and (6), subsection (b), section ten of this article shall be considered by the secretary in the permit issuance process, but the parties are not entitled to participate in the processes and proceedings that exist under sections fifteen, seventeen or forty, article six of this chapter, as applicable and as incorporated into this article by section five of this article.

Comment Requirements

Your comments must be in writing and include your name, address and telephone number, the well operator's name and well number and the approximate location of the proposed well site including district and county from the application. You may add other documents, such as sketches, maps or photographs to support your comments.

Permit Denial or Condition

The Chief has the power to deny or condition a well work permit. Pursuant to West Virginia Code § 22-6A-8(d), the permit may not be issued or be conditioned, including conditions with respect to the location of the well and access roads prior to issuance if the director determines that:

- (1) The proposed well work will constitute a hazard to the safety of persons;
- (2) The plan for soil erosion and sediment control is not adequate or effective;
- (3) Damage would occur to publicly owned lands or resources; or
- (4) The proposed well work fails to protect fresh water sources or supplies.

A permit may also be denied under West Virginia Code § 22-6A-7(k), the secretary shall deny the issuance of a permit if the secretary determines that the applicant has committed a substantial violation of a previously issued permit for a horizontal well, including the applicable erosion and sediment control plan associated with the previously issued permit, or a substantial violation of one or more of the rules promulgated under this article, and in each instance has failed to abate or seek review of the violation within the time prescribed by the secretary pursuant to the provisions of subdivisions (1) and (2), subsection (a), section five of this article and the rules promulgated hereunder, which time may not be unreasonable.

Pursuant to West Virginia Code § 22-6A-10(g), any person entitled to submit written comments to the secretary pursuant to subsection (a), section eleven of this article, shall also be entitled to receive from the secretary a copy of the permit as issued or a copy of the order modifying or denying the permit if the person requests receipt of them as a part of the written comments submitted concerning the permit application. Such persons may request, at the time of submitting written comments, notice of the permit decision and a list of persons qualified to test water.

Received
Office of Oil & Gas
FEB 19 2013

WW-6A
(1-12)

API NO. 47-051 - _____
OPERATOR WELL NO. MNDS 9 AHS _____
Well Pad Name: MNDS 9 _____

Notice is hereby given by:

Well Operator: Noble Energy, Inc.
Telephone: 724-820-3061
Email: ladkins@nobleenergyinc.com

Address: 333 Technology Drive, Suite 116
Canonsburg, PA 15317
Facsimile: 724-820-3098

Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at depprivacyofficer@wv.gov.

Laura L. Adkins

Received
Office of Oil & Gas
FEB 19 2013

51-21625

WW-6A5
(1/12)

Operator Well No. MNDS 9 AHS

**STATE OF WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION, OFFICE OF OIL AND GAS
NOTICE OF PLANNED OPERATION**

Notice Time Requirement: notice shall be provided no later than the filing date of permit application.

Date of Notice: 2/6 ✓ **Date Permit Application Filed:** _____

Delivery method pursuant to West Virginia Code § 22-6A-16(c)

- CERTIFIED MAIL HAND
- RETURN RECEIPT REQUESTED DELIVERY

Pursuant to W. Va. Code § 22-6A-16(c), no later than the date for filing the permit application, an operator shall, by certified mail return receipt requested or hand delivery, give the surface owner whose land will be used for the drilling of a horizontal well notice of the planned operation. The notice required by this subsection shall include: (1) A copy of this code section; (2) The information required to be provided by subsection (b), section ten of this article to a surface owner whose land will be used in conjunction with the drilling of a horizontal well; and (3) A proposed surface use and compensation agreement containing an offer of compensation for damages to the surface affected by oil and gas operations to the extent the damages are compensable under article six-b of this chapter. (d) The notices required by this section shall be given to the surface owner at the address listed in the records of the sheriff at the time of notice.

Notice is hereby provided to the SURFACE OWNER(s)

(at the address listed in the records of the sheriff at the time of notice):

Name: Consolidation Coal Company
Address: 1000 Consol Energy Drive
Canonsburg, PA 15317

Name: _____
Address: _____

Notice is hereby given:

Pursuant to West Virginia Code § 22-6A-16(c), notice is hereby given that the undersigned well operator has developed a planned operation on the surface owner's land for the purpose of drilling a horizontal well on the tract of land as follows:

State: <u>West Virginia</u>	UTM NAD 83	Easting: <u>518215.041</u>	
County: <u>Marshall</u>		Northing: <u>4409065.125</u>	
District: <u>Franklin</u>	Public Road Access: <u>Fish Creek Road</u>		
Quadrangle: <u>Powhatan Point</u>	Generally used farm name: <u>Consol</u>		
Watershed: <u>Connor Run</u>			

This Notice Shall Include:

Pursuant to West Virginia Code § 22-6A-16(c), this notice shall include: (1) A copy of this code section; (2) The information required to be provided by W. Va. Code § 22-6A-10(b) to a surface owner whose land will be used in conjunction with the drilling of a horizontal well; and (3) A proposed surface use and compensation agreement containing an offer of compensation for damages to the surface affected by oil and gas operations to the extent the damages are compensable under article six-b of this chapter. Additional information related to horizontal drilling may be obtained from the Secretary, at the WV Department of Environmental Protection headquarters, located at 601 57th Street, SE, Charleston, WV 25304 (304-926-0450) or by visiting www.dep.wv.gov/oil-and-gas/pages/default.aspx.

Well Operator: Noble Energy, Inc.
Telephone: 724-820-3061
Email: ladkins@nobleenergyinc.com

Address: 333 Technology Drive, Suite 116
Canonsburg, PA 15317
Facsimile: 724-820-3098

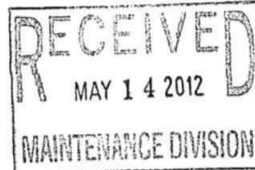
Oil and Gas Privacy Notice:

The Office of Oil and Gas processes your personal information, such as name, address and telephone number, as part of our regulatory duties. Your personal information may be disclosed to other State agencies or third parties in the normal course of business or as needed to comply with statutory or regulatory requirements, including Freedom of Information Act requests. Our office will appropriately secure your personal information. If you have any questions about our use or your personal information, please contact DEP's Chief Privacy Officer at depprivacyofficer@wv.gov.

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Office of Oil & Gas
FEB 19 2013

SI-01625

**OIL AND GAS ROAD
STATEWIDE BONDING AGREEMENT**



THIS AGREEMENT, executed in duplicate, made and entered into this 2 day of May, 2012, by and between the **WEST VIRGINIA DEPARTMENT OF TRANSPORTATION, DIVISION OF HIGHWAYS**, hereinafter called "**DEPARTMENT**," and Noble Energy, Inc, a Delaware, company, hereinafter called "**COMPANY**."

WITNESSETH:

WHEREAS, Company has horizontal gas well drilling operations in certain areas of West Virginia; and

WHEREAS, the Department believes that the frequent and repetitive use of certain sections of highways in the State by Company, its contractors, agents, independent contractors or suppliers of drilling materials or drilling equipment, and employees contributes to increased wear and tear to public roads in the state road system in the State, including local roads ("State Owned Roads"); and,

WHEREAS, the Department and Company have entered into this Agreement to satisfy the requirements of the Department's policy entitled "Oil & Gas Road Policy" dated January 3, 2012, as issued by Paul A. Mattox, Jr., Secretary of Transportation / Commissioner of Highways, and any subsequent related policies, hereinafter called "Policy", a copy of which is made a part of this Bonding Agreement and is identified as Attachment 1.

NOW, THEREFORE, for and in consideration of the mutual agreements hereinafter set forth, the parties agree as follows:

I. For purposes of this Bonding Agreement, "Project Transportation Usage" of the Company shall be understood to mean use of one or more State Owned Roads for the delivery and removal of drilling materials and drilling equipment at the site or location of one or more of Company's horizontal gas well pad locations. To the extent reasonably practical, prior to commencing use of a State Owned Road for Project Transportation Usage after January 1, 2011, the Company shall submit to the Department a section or sections of current official WVDOH County Highway maps identifying the exact location of the proposed project and the State Owned Roads that the Company will utilize for the Project Transportation Usage.

II. Company and Department shall within 14 days of the Company's submittal, agree to a list of these sections of State Owned Roads, hereinafter called "Project Roads List", to be utilized for each of Company's projects, identified by route number and milepost; at a time to be mutually agreed to by the parties prior to initial commencement of Project Transportation Usage of a particular State Owned Road on a Project Roads List, the Company and Department will jointly review the condition of the roads and bridges on the Project Roads List. The Department will document the road type and surface condition and general right-of-way width of each section of road on the Project Road List. Either party may supplement this documentation with photographs, video or other evidence of the present condition of the road surface, shoulders, ditches, culverts, bridges or other structures or appurtenances of roads on the Project Road List, as well as approaches to the roads, utility facilities located within or along the right-of-way, or any other condition, including third-party activities, that may affect the duties and responsibilities of the parties under this Agreement. A copy of any such documentation must be made and provided to the other party within ten business days after the joint review of the roads on the Project Roads List.

III. Department shall issue a Project Agreement or Project Permit, as appropriate, to Company to use State Owned Roads and may include any minor or major improvements required of Company prior to, during or after Project with the assignment of responsibilities of both parties prior to, during and after the operator has completed well fracturing.

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IV. In the Project Agreement/Project Permit, the Department shall not require the use of State Owned Roads other than the roads proposed by Company unless the Department has safety concerns as to the Company's proposed roads. A failure to agree on roads that may otherwise be lawfully used for a particular Project Transportation Usage shall result in the designation of the State Owned Roads proposed by Company, with milepost determinations as designated by Department. This Agreement shall only cover portions of State Owned Roads designated on the Project Roads List.

V. For the duration of Company's Project Transportation Usage of the Stated Owned Roads on the Project Roads List, whether by the Company, its contractors (while working on behalf of Company), agents, independent contractors or suppliers of drilling materials or drilling equipment, or employees, the Company agrees to pay for all reasonable maintenance and repair costs incurred by the Department to repair areas of the State Owned Roads included in the Project Roads List that were directly damaged by Company's Project Transportation Usage, as determined to be reasonably necessary and appropriate by the Department. The Department shall keep a record of all labor performed by Department employees and contractors for such maintenance and repairs and shall send an invoice for the same to Company.

VI. Company shall be responsible for the cost of all maintenance and repairs reasonably necessary to put the existing roadways, bridges and appurtenances on the Project Roads List utilized for the Project Transportation Usage in the condition that existed immediately prior to the Project Transportation Usage. Company shall not be required to pay for maintenance or repairs to put any areas of such roadways, bridges and appurtenances on the Project Roads List in a condition better than the condition that existed immediately prior to the Project Transportation Usage. Company shall also not be required to pay for maintenance or repairs to any areas of these roadways, bridges or appurtenances on the Project Roads List that are not actually utilized for the Project Transportation Usage or for damage not caused by Project Transportation Usage.

VII. Company shall notify the Department in writing of Company's final completion of Project Transportation Usage for particular roadways, bridges and appurtenances on the Project Roads List. Within fourteen days after its receipt of written notification of the completion of the Project Transportation Usage for all roads on a Project Roads List, the Department will review the condition of the roadways, bridges and appurtenances on the Project Roads List actually utilized for the Project Transportation Usage and advise Company of any final repairs reasonably necessary to leave these roads, bridges and appurtenances in a condition reasonably deemed by Department to be equal to their condition prior to commencement of Project Transportation Usage; and, upon completion of all such final repairs by or on behalf of Company and acceptance by Department, the Company shall be released from all further liability for maintenance or repairs to roads, bridges, or appurtenances on said Project Roads List. Any maintenance or repair work under the Project Agreement/Project Permit for roads, bridges or appurtenances on the Project Roads List may be performed by a contractor directly chosen by the Company as approved by the Department, the Department's workforce, or a private contractor hired by the Department through the public bid process in accordance with state law, all of which work shall be subject to the standards and specifications of the Department.

VIII. In order to ensure performance of Company's performance and payment obligations under this Bonding Agreement, the Company shall post a corporate surety bond, hereinafter called "**Master Bond**", with the Department named as the beneficiary, which form of bond shall be subject to the consent of the Department, not to be unreasonably withheld. The amount and form of the bond shall be in accordance with the Policy as set forth above. However, the amount of the Master Bond does not limit the amount of claims that may be made by the Department against the Company under this Bonding Agreement. The Company shall provide the Master Bond to the Department within one (1) month after the execution of this Bonding Agreement. The Master Bond shall secure the good faith performance of all payment obligations of Company under the terms of this Bonding Agreement respecting the roads, bridges and appurtenances on the Project Roads List for each Project Transportation Usage undertaken by the Company, and shall remain in effect until termination of this Agreement. Company shall not be obligated to provide any other bonds, sureties, or other guarantees of performance to the Department for Company's use of State Owned Roads, except as required in this Agreement.

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STATE OF TEXAS
OFFICE OF OIL & GAS

IX. Company shall maintain Commercial General Liability Insurance in the amount of two million dollars, with a minimum coverage of one million dollars per occurrence, for personal injury or death to persons, or for property damage, resulting from Company's Project Transportation Usage and shall present evidence of such insurance to Department upon request.

X. Company's usage of State Owned Roads under the Project Agreement/Project Permit shall comply with all applicable Federal, State and local laws and regulations including, but not limited to, to the extent applicable, the National Environmental Policy Act, Section 404 of the Clean Water Act, Section 106 of the National Historic Preservation Act, Rare, Threatened and Endangered Species Act, Section 401 Water Quality Certification, and hazardous waste requirements. Further, upon reasonable written request of Department, Company shall furnish Department with acceptable documentation of such compliance which is in the possession of the Company.

XI. Company shall defend, indemnify and hold Department harmless from and against any and all losses, damage, and liability, and from all claims for damages on account of or by reason of bodily injury, including death, which may be sustained, or claimed to be sustained, by any person or persons, including employees of Department, and from and against any and all claims, losses or liabilities for damages to property, arising out of the negligent or willful acts or omissions of Company, its agents, independent contractors and suppliers of drilling materials or drilling equipment, employees and contractors, in the performance of all Project Transportation Usage activities undertaken pursuant to this Agreement (collectively, "claims"). The Company shall not be responsible to indemnify, defend or hold harmless Department for any claims caused by the negligent or willful acts or omissions of the Department or its agents, employees and contractors or third parties not performing work at the direction of Company or delivering drilling equipment or drilling materials, including water, for use by or for company.

XII. If a provision of this Agreement is or becomes illegal, invalid or unenforceable in any jurisdiction, that shall not affect the validity or enforceability of any other provision of this Agreement; or the validity or enforceability in other jurisdictions of that or any other provision of this Agreement.

XIII. Department shall give Company a minimum of thirty days written notice of default under the terms of this Bonding Agreement and the opportunity to cure this default during such thirty-day period. If a default is not cured to the satisfaction of Department, or provision acceptable to Department is not made for a cure, Department may then elect to terminate this Bonding Agreement in whole or in part, and may in addition exercise its rights under the Master Bond or seek any other lawful relief available. Company may terminate this Bonding Agreement upon thirty days written notice to Department for any reason. In the event Company terminates this Agreement for any reason, it shall be liable for the repair and maintenance costs set forth above for prior Project Transportation Usage.

XIV. Nothing herein shall be construed to mean that Company shall have any jurisdiction or control over any public roads in the state road system.

XV. Company, its contractors, agents, employees and suppliers shall at all times be subject to applicable provisions of state and federal law, including without limitation laws requiring operation of vehicles in accordance with legal size and weight restrictions and posted weight limits. Oversize/overweight permits for vehicle or loads not otherwise conforming with law must be obtained in accordance with law; Department agrees to work in good faith with Company to review and grant (where authorized by law) such permits in a timely manner upon request by Company.

XVI. This Bonding Agreement shall be construed and enforced in accordance with the laws of the State of West Virginia, as they may be amended.

XVII. This Bonding Agreement shall be binding upon the successors and assigns of each party hereto.

IN WITNESS WHEREOF, the parties hereto have caused this Bonding Agreement to

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be executed by their duly authorized officers effective as of the date first above written.

**WEST VIRGINIA DEPARTMENT OF
TRANSPORTATION,
DIVISION OF HIGHWAYS**

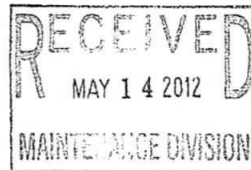
Doreen Barner
Witness

By: *Robert A. Murphy*
State Highway Engineer

Mark Miller
Witness

By: *Robert Ovitz*
Robert Ovitz
Title: Senior Operations Manager

(To be executed in duplicate)



APPROVED AS TO FORM THIS
29th DAY OF May 20 12
[Signature]
ATTORNEY LEGAL DIVISION
WEST VIRGINIA DIVISION
OF HIGHWAYS

Received
Office of Oil & Gas
FEB 19 2013

CONSTRUCTION AND EROSION & SEDIMENT CONTROL PLANS

MND9HS WELL SITE

MARSHALL COUNTY,
WEST VIRGINIA

FOR NOBLE ENERGY INC



APPROVED
WVDEP OOG
JAY 9/21/12



PROJECT NO. 1216013
SUBMITTED: APRIL 10, 2012
REVISED: SEPTEMBER 18, 2012

DIEFFENBAUCH & HRITZ

QUANTITY	TITLE
1	TITLE SHEET
1	GENERAL NOTES
1	EXISTING SITE PLAN
1	PROPOSED SITE PLAN
1	ACCESS ROAD PROFILE
1	SOILS PLAN
1	SITE RESTORATION PLAN
1	TYPICAL SECTIONS
1	E&S DETAIL SHEET
1	QUANTITY SUMMARY

