1000 Noble Energy Drive
Canonsburg, PA 15317-9504

Tel: 724-820-3000
Fax: 724-820-3098
www.nobleenergyinc.com

noble energy

November 10, 2015

Beverly D. McKeone,
West Virginia Department of Environmental Protection
Division of Air Quality
601 57th Street
Charleston, WV 25304-2345

Re: **Class I Administrative Update**
Registration G70-A26A
Facility ID No. 085-00035

Dear Ms. McKeone:

Noble Energy Inc. (Noble) plans to change equipment at the Pennsboro 1 Production Facility (PEN 1) as warranted by decline in production. This update reflects the removal of one (1) Caterpillar 3508B engine rated at 690 horsepower (hp), used for compression of flash gas associated with condensate stabilization. In lieu of the Caterpillar 3508B, Noble intends to install one (1) Caterpillar G3304NA engine rated at 95 hp to serve the same function in process, sized commensurate with the decline of production.

The replacement engine is equipped with an interlocked catalyst that is integral to the unit such that operation of the engine is precluded in the absence of a properly functioning catalyst. As such, the potential to emit has been calculated for this source based on post control values pursuant to 45 CSR 13 2.19a.

As the facility change constitutes a decrease in emissions pursuant to limitations outlined in 45 CSR 13 4.2.a.8, Noble hereby requests a Class I Administrative Update, detail enclosed.

Additionally, the replacement engine was manufactured on April 01, 1995 with no subsequent overhauls triggering reconstruction or modification provisions of New Source Performance Standards (NSPS). The initial engine was subject to NSPS and registered as such. The change of engines therefore does not add substantive control requirements.

If further information is required, please contact me at 724-820-3077 or clayton.murral@nblenergy.com.

Sincerely,

Clayton Murral
Senior Environmental Specialist
Noble Energy, Inc.

Enclosures

WEST VIRGINIA
DEPARTMENT OF ENVIRONMENTAL PROTECTION
DIVISION OF AIR QUALITY
601 57th Street, SE
Charleston, WV 25304
Phone: (304) 926-0475 · www.dep.wv.gov/daq

APPLICATION FOR GENERAL PERMIT REGISTRATION

CONSTRUCT, MODIFY, RELOCATE OR ADMINISTRATIVELY UPDATE A STATIONARY SOURCE OF AIR POLLUTANTS

☐ CONSTRUCTION ☐ MODIFICATION ☐ RELOCATION ☑ CLASS I ADMINISTRATVE UPDATE ☐ CLAS II ADMINISTRATVE UPDATE

CHECK WHICH TYPE OF GENERAL PERMIT REGISTRATION YOU ARE APPLYING FOR:

- ☐ G10-D – Coal Preparation and Handling
- ☐ G20-B– Hot Mix Asphalt
- ☐ G30-D – Natural Gas Compressor Stations
- ☐ G33-A – Spark Ignition Internal Combustion Engines
- ☐ G35-A – Natural Gas Compressor Stations (Flare/Glycol Dehydration Unit)
- ☐ G40-C – Nonmetallic Minerals Processing
- ☐ G50-B - Concrete Batch
- ☐ G60-C – Class II Emergency Generator
- ☐ G65-C – Class I Emergency Generator
- ☑ G70-A – Class II Oil and Natural Gas Production Facility

SECTION I. GENERAL INFORMATION

1. Name of Applicant (as registered with the WV Secretary of State's Office):	2. Federal Employer ID No. (FEIN):
Noble Energy, Inc	**73-0785597**

3. Applicant's mailing address:	4. Applicant's Physical Address
Clayton Murral **1000 Noble Energy Drive** **Canonsburg, PA 15317**	**1000 Noble Energy Drive** **Canonsburg, PA 15317**

5. If applicant is a subsidiary corporation, please provide the name of parent corporation:

6. WV BUSINESS REGISTRATION. Is the applicant a resident of the State of West Virginia? ☐ YES ☑ NO

- IF YES, provide a copy of the Certificate of Incorporation/ Organization / Limited Partnership (one page) including any name change amendments or other Business Registration Certificate as Attachment A.

- IF NO, provide a copy of the Certificate of Authority / Authority of LLC / Registration (one page) including any name change amendments or other Business Certificate as Attachment A.

SECTION II. FACILITY INFORMATION

7. Type of plant or facility (stationary source) to be constructed, modified, relocated or administratively updated (e.g., coal preparation plant, primary crusher, etc.):	8a. Standard Industrial Classification (SIC) code:	8b. North American Industry Classification System (NAICS) code:
Oil and Gas Production Facility	**1311**	**211111**

9. DAQ Plant ID No. (for existing facilities only):	10. List all current 45CSR13 and other General Permit numbers associated with this process (for existing facilities only):
085-00035	**G70-A026A**

A: PRIMARY OPERATING SITE INFORMATION

11A. Facility name of primary operating site:	12A. Address of primary operating site:
Pennsboro 1 Production Facility	Mailing: Physical: **See Section 14A**

13A. Does the applicant own, lease, have an option to buy, or otherwise have control of the proposed site? ☑YES ☐NO

- IF **YES**, please explain: Lease

- IF **NO**, YOU ARE NOT ELIGIBLE FOR A PERMIT FOR THIS SOURCE.

14A. - For **Modifications or Administrative Updates** at an existing facility, please provide directions to the present location of the facility from the nearest state road;
- For Construction or Relocation permits, please provide directions to the proposed new site location from the nearest state road. Include a **MAP as Attachment F.**

From WV 2 south make a left onto WV 180 south of New Martinsville, follow WV 180 and travel approximately 7.4 miles to the intersection of WV 180 and WV 18, make a left onto WV 18 and travel approximately 17.6 miles to the intersection of WV 18 and WV 74, make a right onto WV 74 and follow it into Ritchie County for approximately 7.8 miles to CR 6 (Bonds Creek Road), make a right onto Bonds Creek Road and travel 2.5 miles to lease road on the right.

15A. Nearest city or town:	16A. County	17A. UTM Coordinates
Pennsboro	**Ritchie County**	Northing (KM): **4353.96** Easting (KM): **500.62** Zone: **17**

18A. Briefly describe the proposed new operation or change (s) to the facility:	19A. Latitude & Longitude Coordinates (NAD83, Decimal Degrees to 5 digits):
Replace flash gas compressor to accommodate decline in production of wells.	Latitude: **39.33494** Longitude: **-80.99283**

B: 1st ALTERNATE OPERATING SITE INFORMATION (only available for G20, G40, & G50 General Permits)

11B. Name of 1st alternate operating site:	12B. Address of 1st alternate operating site:
	Mailing: Physical:

13B. Does the applicant own, lease, have an option to buy, or otherwise have control of the proposed site? ☐YES ☐NO

- IF **YES**, please explain:

- IF **NO**, YOU ARE NOT ELIGIBLE FOR A PERMIT FOR THIS SOURCE.

14B. - For **Modifications or Administrative Updates** at an existing facility, please provide directions to the present location of the facility from the nearest state road; - For Construction or Relocation permits, please provide directions to the proposed new site location from the nearest state road. Include a **MAP as Attachment F.**

15B. Nearest city or town:	16B. County	17B. UTM Coordinates Northing (KM): Easting (KM): Zone:
18B. Briefly describe the proposed new operation or change (s) to the facility:		19B. Latitude & Longitude Coordinates (NAD83, Decimal Degrees to 5 digits): Latitude: Longitude:

C: 2nd ALTERNATE OPERATING SITE INFORMATION (only available for G20, G40, & G50 General Permits)

11C. Name of 1st alternate operating site:	12C. Address of 1st alternate operating site: Mailing: _____ Physical: _____
13C. Does the applicant own, lease, have an option to buy, or otherwise have control of the proposed site? ☐YES ☐NO - IF **YES**, please explain: _____ - IF **NO**, YOU ARE NOT ELIGIBLE FOR A PERMIT FOR THIS SOURCE.	
14C. - For **Modifications or Administrative Updates** at an existing facility, please provide directions to the present location of the facility from the nearest state road; - For Construction or Relocation permits, please provide directions to the proposed new site location from the nearest state road. Include a **MAP as Attachment F.**	

15C. Nearest city or town:	16C. County	17C. UTM Coordinates Northing (KM): Easting (KM): Zone:
18C. Briefly describe the proposed new operation or change (s) to the facility:		19C. Latitude & Longitude Coordinates (NAD83, Decimal Degrees to 5 digits): Latitude: Longitude:

20. Provide the date of anticipated installation or change:	21. Date of anticipated Start-up if registration is granted:
11/16/2015	**11/16/2015**
If this is an after the fact permit application, provide the date upon which the proposed change did happen: / /	

22. Provide maximum projected Operating Schedule of activity/activities outlined in this application if other than 8760 hours/year. (Note: anything other than 24/7/52 may result in a restriction to the facility's operation).

Hours per day	**24**	Days per week	**7**	Weeks per year	**52**	Percentage of Operation	**100**

SECTION III. ATTACHMENTS AND SUPPORTING DOCUMENTS

23. Include a check payable to WVDEP – Division of Air Quality with the appropriate application fee (per 45CSR22 and 45CSR13).

24. Include a Table of Contents as the first page of your application package.

All of the required forms and additional information can be found under the Permitting Section (General Permits) of DAQ's website, or requested by phone.

25. Please check all attachments included with this permit application. Please refer to the appropriate reference document for an explanation of the attachments listed below.

- ☐ ATTACHMENT A : CURRENT BUSINESS CERTIFICATE
- ☐ ATTACHMENT B: PROCESS DESCRIPTION
- ☐ ATTACHMENT C: DESCRIPTION OF FUGITIVE EMISSIONS
- ☐ ATTACHMENT D: PROCESS FLOW DIAGRAM
- ☐ ATTACHMENT E: PLOT PLAN
- ☐ ATTACHMENT F: AREA MAP
- ☐ ATTACHMENT G: EQUIPMENT DATA SHEETS AND REGISTRATION SECTION APPLICABILITY FORM
- ☐ ATTACHMENT H: AIR POLLUTION CONTROL DEVICE SHEETS
- ☑ ATTACHMENT I: EMISSIONS CALCULATIONS
- ☐ ATTACHMENT J: CLASS I LEGAL ADVERTISEMENT
- ☐ ATTACHMENT K: ELECTRONIC SUBMITTAL
- ☐ ATTACHMENT L: GENERAL PERMIT REGISTRATION APPLICATION FEE
- ☐ ATTACHMENT M: SITING CRITERIA WAIVER
- ☐ ATTACHMENT N: MATERIAL SAFETY DATA SHEETS (MSDS)
- ☐ ATTACHMENT O: EMISSIONS SUMMARY SHEETS
- ☑ OTHER SUPPORTING DOCUMENTATION NOT DESCRIBED ABOVE (Equipment Drawings, Aggregation Discussion, etc.)

Please mail an original and two copies of the complete General Permit Registration Application with the signature(s) to the DAQ Permitting Section, at the address shown on the front page of this application. Please DO NOT fax permit applications. For questions regarding applications or West Virginia Air Pollution Rules and Regulations, please refer to the website shown on the front page of the application or call the phone number also provided on the front page of the application.

SECTION IV. CERTIFICATION OF INFORMATION

This General Permit Registration Application shall be signed below by a Responsible Official. A Responsible Official is a President, Vice President, Secretary, Treasurer, General Partner, General Manager, a member of a Board of Directors, or Owner, depending on business structure. A business may certify an Authorized Representative who shall have authority to bind the Corporation, Partnership, Limited Liability Company, Association, Joint Venture or Sole Proprietorship. Required records of daily throughput, hours of operation and maintenance, general correspondence, Emission Inventory, Certified Emission Statement, compliance certifications and all required notifications must be signed by a Responsible Official or an Authorized Representative. If a business wishes to certify an Authorized Representative, the official agreement below shall be checked off and the appropriate names and signatures entered. Any administratively incomplete or improperly signed or unsigned Registration Application will be returned to the applicant.

FOR A CORPORATION (domestic or foreign)

☑ I certify that I am a President, Vice President, Secretary, Treasurer or in charge of a principal business function of the corporation

FOR A PARTNERSHIP

☐ I certify that I am a General Partner

FOR A LIMITED LIABILITY COMPANY

☐ I certify that I am a General Partner or General Manager

FOR AN ASSOCIATION

☐ I certify that I am the President or a member of the Board of Directors

FOR A JOINT VENTURE

☐ I certify that I am the President, General Partner or General Manager

FOR A SOLE PROPRIETORSHIP

☐ I certify that I am the Owner and Proprietor

☐ I hereby certify that _____ is an Authorized Representative and in that capacity shall represent the interest of the business (e.g., Corporation, Partnership, Limited Liability Company, Association Joint Venture or Sole Proprietorship) and may obligate and legally bind the business. If the business changes its Authorized Representative, a Responsible Official shall notify the Director of the Office of Air Quality immediately, and/or,

I hereby certify that all information contained in this General Permit Registration Application and any supporting documents

Signature (Please use blue ink) _____ Responsible Official — Date: 10/1/15

Name & Title (Please print or type) RJ Moses — Operations Manager — Marcellus Business Unit

Signature (Please use blue ink) _____ Authorized Representative (if applicable) — Date

Applicant's Name Noble Energy, Inc

Phone & Fax (724) 820-3001 — Phone — Fax

Email rj.moses@nblenergy.com cc: clayton.murral@nblenergy.com

Noble Energy, Inc; Pennsboro 2 Production Facility
Engine Detail Sheet

Original Engine

Emission Unit Number	3S-ENG1		
Equipment ID		Source Location	Zone:
Source Description	690 hp CAT G3508B	Horizontal:	
Engine Usage	LP Separator VRU	Vertical:	
Engine Make	Caterpillar	Potential operation	8760 hr/yr
Engine Model	G3508B		
Serial Number			
Manufacture Date			
NSPS Applicability		Potential fuel usage	35.94 MMscf/yr
Engine Configuration	4 cycle, lean burn		
Emission Controls	Oxidation Catalyst		
ISO Rating	690 BHP	Stack ID	3S-ENG1
Site Rating	BHP		
Fuel Heating Value	1220 Btu/scf		
Heat Rate	5.01 MMBtu/hr		
Engine Heat Rate	7254 Btu/hp-hr		

Potential Emissions

Pollutant	Emission Factor (lb/MMBtu)	Emission Factor (g/hp-hr)	Nominal Rating (hp)	Hrs of Operation (hrs/yr)	Estimated Emissions (lb/hr)	Estimated Emissions (tpy)	Source of Emission Factor
NOx		1.00	690	8760	1.52	6.66	Mfr Factors
CO		2.00	690	8760	3.04	13.33	Mfr Factors
VOC[2]		0.70	690	8760	1.06	4.66	Mfr Factors
CO2	110		690	8760	550.58	2411.53	AP-42 Ch. 3.2, table 3.2-3
SOx	5.88E-04		690	8760	0.00	0.01	AP-42 Ch. 3.2, table 3.2-3
PM	9.50E-03		690	8760	0.05	0.21	AP-42 Ch. 3.2, table 3.2-3
PM10	9.50E-03		690	8760	0.05	0.21	AP-42 Ch. 3.2, table 3.2-3
Formaldehyde	2.05E-02		690	8760	0.26	1.16	Mfr Factors
Benzene	1.58E-03		690	8760	0.01	0.03	AP-42 Ch. 3.2, table 3.2-3
Toluene	5.58E-04		690	8760	0.00	0.01	AP-42 Ch. 3.2, table 3.2-3
Ethylbenzene	2.48E-05		690	8760	0.00	0.00	AP-42 Ch. 3.2, table 3.2-3
Xylene	1.95E-04		690	8760	0.00	0.00	AP-42 Ch. 3.2, table 3.2-3
CH_4	0.23		690	8760	1.15	5.04	API[1]
CO2e					579.3588	2537.59	

[1]API Compendium of Greenhouse Gas Emissions Methodoligies for the Oil and Natural Gas Industry, Table 4-9
[2]Includes total hydrocarbons
Notes

Replacement Engine

Emission Unit Number	3S-ENG1		
Equipment ID		Source Location Zone:	
Source Description	96 hp CAT G3304NA	Horizontal:	
Engine Usage	LP Separator VRU	Vertical:	
Engine Make	Caterpillar	Potential operation	8760 hr/yr
Engine Model	3304 NA		
Serial Number			
Manufacture Date			
NSPS Applicability		Potential fuel usage	5.06 MMscf/yr
Engine Configuration	4 cycle, rich burn		
Emission Controls	NSCR with interlock		
ISO Rating	95 BHP	Stack ID	3S-ENG1
Site Rating	92 BHP		
Fuel Heating Value	1220 Btu/scf		
Heat Rate	0.70 MMBtu/hr		
Engine Heat Rate	7418 Btu/hp-hr		

Potential Emissions

Pollutant	Emission Factor		Nominal Rating	Hrs of Operation	Estimated Emissions		Source of Emission Factor
	(lb/MMBtu)	(g/hp-hr)	(hp)	(hrs/yr)	(lb/hr)	(tpy)	
NOx		1.51	92	8760	0.31	1.34	Mfr Factors
CO		3.03	92	8760	0.61	2.69	Mfr Factors
VOC[2]		1.05	92	8760	0.21	0.93	Mfr Factors
CO2	110		92	8760	77.52	339.53	AP-42 Ch. 3.2, table 3.2-3
SOx	5.88E-04		92	8760	0.00	0.00	AP-42 Ch. 3.2, table 3.2-3
PM	9.50E-03		92	8760	0.01	0.03	AP-42 Ch. 3.2, table 3.2-3
PM10	9.50E-03		92	8760	0.01	0.03	AP-42 Ch. 3.2, table 3.2-3
Formaldehyde	2.70E-01		92	8760	0.00	0.00	Mfr Factors
Benzene	1.58E-03		92	8760	0.00	0.00	AP-42 Ch. 3.2, table 3.2-3
Toluene	5.58E-04		92	8760	0.00	0.00	AP-42 Ch. 3.2, table 3.2-3
Ethylbenzene	2.48E-05		92	8760	0.00	0.00	AP-42 Ch. 3.2, table 3.2-3
Xylene	1.95E-04		92	8760	0.00	0.00	AP-42 Ch. 3.2, table 3.2-3
CH_4	0.23		92	8760	0.16	0.71	API[1]
CO_2e						357.28	

[1]API Compendium of Greenhouse Gas Emissions Methodoligies for the Oil and Natural Gas Industry, Table 4-9

[2]Includes total hydrocarbons

Notes

Initial Engine
690 hp CAT G3508B
Potential Emissions

Pollutant	Estimated Emissions (lb/hr)	(tpy)
NOx	1.52	6.66
CO	3.04	13.33
VOC	1.06	4.66
CO2	550.58	2411.53
SOx	0.00	0.01
PM	0.05	0.21
PM10	0.05	0.21
Formaldehyde	0.26	1.16
Benzene	0.01	0.03
Toluene	0.00	0.01
Ethylbenzene	0.00	0.00
Xylene	0.00	0.00
CH4	1.15	5.04
CO2e		2537.592

Replacement Engine
96 hp CAT G3304NA
Potential Emissions

Pollutant	Estimated Emissions (lb/hr)	(tpy)
NOx	0.31	1.34
CO	0.61	2.69
VOC	0.21	0.93
CO2	77.52	339.53
SOx	0.00	0.00
PM	0.01	0.03
PM10	0.01	0.03
Formaldehyde	0.00	0.00
Benzene	0.00	0.00
Toluene	0.00	0.00
Ethylbenzene	0.00	0.00
Xylene	0.00	0.00
CH4	0.16	0.71
CO2e		357.277399

Change in Emissions

Pollutant	(tpy)
NOx	-5.321364291
CO	-10.63384484
VOC	-3.731173626
CO2	-2072.00
SOx	-0.01
PM	-0.18
PM10	-0.18
Formaldehyde	-1.16
Benzene	-0.03
Toluene	-0.01
Ethylbenzene	0.00
Xylene	0.00
CH4	-4.33
CO2e	-2180.31

20150916T164633DLS

EICS Emissions Performance Specification Summary

Engine Data

Engine Manufacturer:	Caterpillar
Model Number:	G3304 NA, 4-stroke-cycle
Power Output:	92 bhp
Load:	100%
Rated Speed:	1800 RPM
Type of Fuel:	Natural Gas @ 8131 BTU/bhp-hr (LHV)
Exhaust Flow Rate (Wet):	437 ft^3/min
Exhaust Temperature:	1094°F
Engine Data Source Information:	Caterpillar, Gas Engine Pro Software Version 5.04.01, G3304, Gas Compression Application Ref. Data Set DM5262-06-001, Printed 16Sep2015 (Attached)

NSCR Catalytic Converter Details

Murphy Part Number:	E2379011
Material:	Stainless Steel
Diameter:	9.5"
Overall Length:	24"
Inlet Pipe Size & Connection:	5" FF Flange, 125/150# ANSI standard bolt pattern
Outlet Pipe Size & Connection:	5" FF Flange, 125/150# ANSI standard bolt pattern
Weight: (± 2 lbs.)	43 lbs +/- 2 lbs
System Pressure Loss (estimated):	6.0 inches of WC (Fresh)
Exhaust Temperature Limits:	
Inlet Min:	750°F
Inlet Max:	1250°F
Lubrication Oil Requirements:	0.5 wt% sulfated ash or less

EICS Catalyst Emissions Calculations			
	Raw Engine Emissions[1, 2]	Targeted Outlet Emissions[3]	
	g/bhp-hr	g/bhp-hr	TPY
NOx	13.34	1.51	1.34
CO	13.34	3.03	2.69
NMNEHC	0.45	1.05	0.93
HCHO	0.27	0.25	0.22
Oxygen %	0.5	—	—

[1] As provided by the Engine Data Source Information above: Calculated with LHV fuel quality of 1,027 BTU/

[2] Raw engine out emissions may vary with different fuel quality.

[3] The Murphy EICS product line is an Engine Integrated Control System offered for specific engine models. When operated with the optional emission package (which includes a Murphy catalyst), the system is designed to keep the engine at or below the above targeted outlet emissions. Components and equipment must be in proper operating condition in accordance with accepted standards.

Prepared by: Darrell Schmitt
Technical Sales Manager, Emissions and Ignition Controls
Murphy (by Enovation Controls)

EXTERRAN

Sep 14, 2015

Dennis Matto
Exterran
4477 Gleason Road
Lakewood, NY 14750

Exterran
QHSE and Operations Services
16666 Northchase Drive
Houston, Texas 77060 U.S.A.

Main 281.836.7000
Fax 281.836.8161
www.exterran.com

Re: Engine Pedigree for Exterran Compressor Unit 11994, Engine Serial Number 37Y02756

In order to better assist your company with any of its state and federal permitting needs, Exterran submits the following information in regards to the engine of the above-referenced compressor unit, which Exterran is currently utilizing to provide your company contract compression services. This letter should provide information necessary to answer questions pertaining to, but not limited to, the New Source Performance Standards (NSPS) for Stationary Spark Ignition Internal Combustion Engines, Subpart JJJJ. This information is current as of Sep 14, 2015.

Engine Make:	CATERPILLAR
Engine Model:	G3304NA
Engine Serial Number:	37Y02756
Engine Type:	4 Stroke RB
Engine Category:	Existing
Engine Subcategory:	Non Certified
Engine NSPS Status*:	Exempt
Exemption Justification*:	No overhauls since 6/12/06
Engine Speed:	1800.00
OEM Rated HP:	95.00
Engine Manufacture Date:	Apr 01, 1995
Customer:	N/A
Business Unit:	N/A
Exterran Unit Number:	11994
Customer Lease Name:	N/A

Please contact Kyle Poycker with any questions at or kyle.poycker@exterran.com.

* The "Engine NSPS Status" and "Exemption Justification" entries herein are based on Exterran's present knowledge of the engine in question and its reading of U.S. EPA's regulations and guidance pursuant to 40 C.F.R. Part 60, Subpart JJJJ. Any change in law or in the federal, state, or local interpretation of existing law could result in this engine being subject to additional or different legal requirements. These conclusions are Exterran's and are not offered as legal opinions or advice to your company. Additionally, any reconstruction or modification respecting this engine (as those terms are defined in the applicable regulations) could result in the applicability of Subpart JJJJ or other legal requirements to this engine and create legal compliance responsibilities for your company.

EXTERRAN PARTNERS

SCHEDULE 'A' TO MASTER COMPRESSION SERVICES AGREEMENT

Company: Noble Energy Inc.
Attention: Robert Olech

Date: 6/30/2015
Quote # 92625/180258
Acct. Mgr. Dennis Matto

In accordance with your request, we are pleased to offer the herein described Services (as defined below) on the Pennsboro #1 lease in Ritchie County, WV (describe to the extent possible, including at minimum county/parish and state) ("Site"). Services may commence at the Site approximately 5 weeks from date of execution of this Schedule, but Contractor's obligation is subject to credit approval and prior commitments.

In reliance on your specifications as to the operating conditions set forth below, we will compress the natural gas tendered to us at the Site up to the volume and the discharge pressure specified ("Services"). *Our ability to deliver the Services depends on your satisfaction of the operating conditions and responsibilities set forth herein.*

SUCTION PRESSURE	PSIG	25	
DISCHARGE PRESSURE	PSIG	550	
VOLUMETRIC FLOW OUT*	MMSCFD	.700	
INTAKE TEMPERATURE	°F	70	
	SPECIFIC	GRAVITY	.72
	ALTITUDE	FT	1500
H_2S	Process Gas	(PPM)	0**
H_2S	Fuel Gas	(PPM)	0***
AMBIENT	TEMP.	°F	100

* ***This volume is guaranteed ±3% dependent on accuracy of operating conditions listed above.***
** ***H_2S process gas content equal to or greater than 100 PPM triggers the applicability of Contractor's "High H_2S Process Gas Content Schedule."***
*** ***H_2S fuel gas content limits are addressed on Page 2 of this Schedule.***

SERVICE FEE is [redacted] per month, plus Taxes, for a minimum of [redacted] months guaranteed ("Minimum Term"). The Service fee shall be payable monthly **in advance at EXLP Operating LLC's ("Contractor") Houston office**, commencing from the earlier of the date of mobilization of the Services to the Site or [redacted] days after the date Contractor notifies Company that the Services are available for mobilization to the Site. Subsequent to the Minimum Term, the term of this Schedule shall continue on a year to year basis until terminated by either Party upon [redacted] days advanced written notice. The Service fee reflected above will automatically increase by three percent [redacted] on each anniversary date of the billing start date, unless this Schedule is terminated pursuant to the provisions herein. Contractor's obligation to provide the Services shall cease upon the effective date of termination, but the Service fee shall continue to be assessed until the later of expiration of such [redacted] days or the completion of demobilization if delayed or prevented in any way, in whole or in part, by Company. This quote is valid for a period of [redacted] days. Please check with Contractor prior to ordering after thirty [redacted] has expired.

This Schedule incorporates by reference the Master Compression Services Agreement or equivalent master agreement described below and as qualified hereinafter (the "Master Agreement"), and shall be deemed an individual agreement between the Parties for the Services. If the Master Agreement is between parties other than successors in interest of the Parties to this Schedule, the Parties ratify the Master Agreement in its form existing as of the date first shown above, and as may be modified from time to time by Contractor and Company. If the Master Agreement covers the provision of services in addition to the Services and/or the provision of goods, only those portions of the Master Agreement applicable to the Services and those expressly applicable to all goods and services, including the Services, are incorporated herein. Unless defined herein, terms have the meanings set forth in the Master Agreement.

Site-specific optional equipment: at an additional $ /month.
Description of Site-specific optional equipment: The converter, integral to this unit, will result in an emissions output of 1.51lb/hr, 6.65 tpy NOx; 3.03lb/hr, 13.32 tpy CO; 1.05 lb/hr, 4.65 tpy VOC; and 0.25 lb/hr, 1.15 try Formaldehyde. The converter will include en ARFC with interlock designed in such a way as to not allow operation of the engine without operation of the catalytic converter in accordance with 45 CSR 13 2.19a.".

Master Agreement Date:	1/1/2006		
Master Agreement Name:	Master Compression Services Agreement		
Master Agreement Company Name:	**Noble Energy, Inc.**		
Master Agreement Contractor Name:	**EXLP Operating LLC**		
Freight charges for mobilization to the Site from:	Fort Worth, TX	**Paid for by**	Customer
Freight charges for demobilization from the Site to:	Yukon, OK	**Paid for by**	Customer