

BEFORE THE OIL AND GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO

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COGCC

IN THE MATTER OF THE PROMULGATION)
AND ESTABLISHMENT OF FIELD RULES) CAUSE NO. 407
TO GOVERN OPERATIONS IN THE)
CODELL- NIOBRARA SPACED AREA,) Docket No.
WELD COUNTY, COLORADO)

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VERIFIED APPLICATION

BJORK LINDLEY LITTLE PC

COMES NOW, the Applicant Prima Oil & Gas Company ("Prima"), by and through its attorneys, Bjork Lindley Little PC, and respectfully petitions the Oil and Gas Conservation Commission of the State of Colorado as follows:

I

By virtue of certain Agreements covering Oil and Gas Leases Applicant Prima is an "Owner" within the meaning of section 34-60-103(7) of the Colorado Revised Statutes, of certain rights to acquire oil and gas leasehold interests in lands described as follows in all formations:

Township 6 North, Range 67 West, 6th P.M.
Section 34: W/2SW/4

containing 80.00 acres, more or less.

As such, Prima has the right to bring this Application pursuant to section 34-60-116 of the Colorado Revised Statutes and Rule 503.b.(2) of the Rules and Regulations of the Colorado Oil and Gas Conservation Commission.

II

This Commission in Cause No. 407 in Orders Nos. 407-1 *et seq.* (expressly referring to but not by way of limitation, Orders Nos. 407-1 and 407-10 established 80-acre drilling and spacing units for the production of oil and/or gas and associated hydrocarbons for the Codell and Niobrara formations underlying certain lands located in Weld County, Colorado, including the following described lands:

Township 6 North, Range 67 West, 6th P.M.
Section 34: All

Said Orders established drilling and spacing units consisting of 80 acres, more or less, being the E/2 and the W/2 or the N/2 and S/2 of a governmental quarter section, the unit to be designated by the operator upon drilling the first well in the quarter section. The permitted well is to be located in the center of either 40-acre tract within the unit with a tolerance of 200 feet in any direction. The operator shall have the option to drill an additional well on the undrilled 40-acre tract in each 80-acre drilling and spacing unit.

III

As operator of two wells proposed to be drilled within the Subject Lands, in accordance with the Commission's Orders, Prima has designated the W/2SW/4, Section 34, Township 5 North, Range 67 West as a drilling and spacing unit.

Prima had made offers to all owners and interested parties within the drilling unit to either purchase their interest or sign a Joint Operating Agreement and participate in the drilling of a well within the drilling unit. Although Prima has negotiated in good faith and sent numerous notices to other lease owners and interested parties, Prima has been unable to obtain agreement from all owners

and interested parties.

All owners and interested parties within the drilling unit are designated on Exhibit A attached hereto.

IV

Applicant believes that the granting of this Application is necessary for the prevention of waste, for the protection of correlative rights, to assure the efficient and orderly development of the Sussex and the Codell-Niobrara common source of supply, and to avoid the drilling of unnecessary wells.

V

Prima Oil respectfully request this Commission enter an order providing that:

A. All interest within the drilling unit comprised of the W/2SW/4 Section 34, Township 5 North, Range 67 West be pooled as to production from the Codell-Niobrara formations.

B. That the Pooling Order make provisions for the drilling of a well on the drilling unit, and for the operations thereof by Prima & Oil & Gas Company.

C. That the Pooling Order provide for the payment of the reasonable costs of the drilling and operation of the well, including a reasonable charge for supervision and storage, together with penalties as provided by statute.

D. That the Order determine the interest of each owner in the drilling unit, as provided on Exhibit B attached hereto, and provide that each consenting owner be entitled to receive production attributable to non-consenting owners, including penalties, in accordance with the provisions of section 34-60-116 of the Colorado Revised Statutes.

VI

Attached hereto as Exhibit A are the names and addresses of all interested parties as defined by the statutes and the rules of this Commission who own interests and are entitled to receive notice within the area affected by this Application. Attached hereto as Exhibit B are the names and proportionate interest of the parties affected by this Application.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing by the Commission; that notice thereof be given as required by law; and that upon such hearing this Commission issue its order granting this Application as requested herein. Applicant further requests that the Commission in its order grant such other provisions as the Commission may find to be necessary or desirable in the cause.

DATED this 17th day of November, 2003.

Respectfully submitted,

BJORK LINDLEY LITTLE PC

Peter A. Bjork
Robert C. Mathes
1600 Stout Street, Suite 1400
Denver, Colorado 80203
303-892-1400

Applicant's Address:

Prima Oil & Gas Company
1099 18th Street
Suite 400
Denver, CO 80202

VERIFICATION

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

Carol Myers upon oath, deposes and says that she is a Landman with of Applicant; that she has read the foregoing Verified Application before the Oil and Gas Conservation Commission of the State of Colorado, and states that the matters therein are true to the best of her knowledge and belief.

Carol Myers
Carol Myers

Subscribed to and sworn to before me this 17th day of November, 2003, by Carol Myers as Landman of Prima Oil & Gas Company.

My Commission expires: 11/17/06

D. Cruickshank
Notary Public

Address: 1000 17th Street, Suite 400
Denver, CO 80202

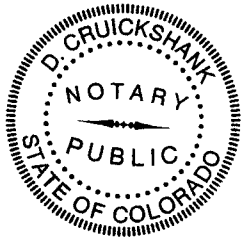


EXHIBIT A

Township 6 North, Range 67 West, 6th P.M.
Section 34: W/2SW/4

Jess A. Anderson and Helen Anderson
29774 State Highway 257
Windsor, CO 80550

Robert R. Anderson and Alma E. Anderson
29774 State Highway 257
Windsor, CO 80550

A. Joyce Carter
22022 6th Avenue South, #208
Des Moines, WA 98198-6254

E. Beverly Dubin, a/k/a Eileen Beverly Dubin
P.O. Box 215
Bolinas, CA 94924

Edna L. Goddard
511 S. Francis Street
Picher, OK 74360

Eastman Kodak Company
9952 Easman Park Dr
Windsor, CO 80551-1580

Theodore Koolstra & Marion Ann Koolstra
RR 1, Box 33
Kimball, NE 69145

Daniel B. Laufer
4250 West 5740 South
Kearns, UT 84118

Gene A. Morey, a/k/a Gene Arthur Morey
301 10th Street
Windsor, CO 80550

C. Thomas Morey, a/k/a Thomas Clifford Morey
1116 3rd Street
Windsor, CO 80550

Peggy E. Pitsenbarger
2725 Diericx Drive
Mountain View, CA 94040

Hyla Ree Sloane
5380 E. Sanford Circle
Englewood, CO 80110

Town of Windsor
Attention:
301 Walnut Street
Windsor, CO 80550

Weld County, Colorado, by and through its
Board of County Commissioners
Weld County Centennial Center
915 10th Street
Greeley, CO 80631

EXHIBIT B

Oil and Gas Leasehold Interest as to:

Township 6 North, Range 67 West, 6th P.M.
Section 34: W/2SW/4

Working Interest

Prima Oil & Gas Company

Unleased Mineral Owners

Jess A. Anderson and Helen Anderson,
husband and wife

Robert R. Anderson and Alma E. Anderson,
husband and wife

Town of Windsor

Royalty Interest

A. Joyce Carter

E. Beverly Dubin, a/k/a Eileen Beverly Dubin

Edna L. Goddard

Eastman Kodak Company

Theodore Koolstra and Marion Ann Koolstra,
joint tenants

Daniel B. Laufer, a/k/a Daniel Bruce Laufer

Gene A. Morey, a/k/a Gene Arthur Morey

C. Thomas Morey, a/k/a Thomas Clifford Morey

Peggy E. Pitsenbarger

Prima Oil & Gas Company

Hyla Ree Sloane

Weld County, Colorado, by and through
its Board of County Commissioners