

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

IN THE MATTER OF THE APPLICATION OF	)	
CONTINENTAL RESOURCES, INC., FOR AN	)	
ORDER ALLOWING UP TO TWO	)	Cause No.
HORIZONTAL WELLS IN A 1,280-ACRE	)	
DRILLING AND SPACING UNIT FOR THE	)	Docket No.
NIOBRARA FORMATION IN SECTIONS 26	)	
AND 35, TOWNSHIP 8 NORTH, RANGE 62	)	
WEST IN WELD COUNTY, COLORADO	)	

APPLICATION

Continental Resources, Inc. ("Applicant"), by and through its attorneys, Beatty & Wozniak, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") for an order authorizing up to two horizontal wells in the following-described 1,280-acre drilling and spacing unit:

Township 8 North, Range 62 West, 6<sup>th</sup> P.M.

Section 26: All

Section 35: All

Weld County, Colorado (together the "Application Lands"),

and further providing that the treated interval of each horizontal wellbore may be separated by a minimum of 600 feet for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

In support of its Application, Applicant states and alleges as follows:

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado and is an operator in good standing with the Commission.
2. Applicant owns substantial leasehold interests in the Application Lands.
3. On April 4, 2011, the Commission entered Order No. 535-8, which, among other things, established a 1,280-acre drilling and spacing units for certain lands, including the Application Lands, and allowed the drilling of one horizontal well within each drilling and spacing unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.
4. Applicant requests that up to two horizontal wells be authorized for production of oil, gas and associated hydrocarbons from the Niobrara Formation in the Application Lands.

5. In accordance with Rule 318, Applicant will locate and drill the wells so that the treated interval of the horizontal wells is no closer than 600 feet from the boundaries of the units. Applicant requests that the 1,200 foot internal wellbore setback of Rule 318 be relaxed so that the treated interval of the horizontal wells may be separated by a minimum of 600 feet.

6. Applicant asserts that additional wells are necessary to prevent waste, protect correlative rights, and to assure the maximum efficient recovery of oil, gas and associated hydrocarbons from the Niobrara Formation on the Application Lands.

7. The undersigned certifies that copies of this Application shall be served on each interested party within 7 days as required by Rule 503.e.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing, notice be given as required by law and that upon such hearing this Commission enter its order:

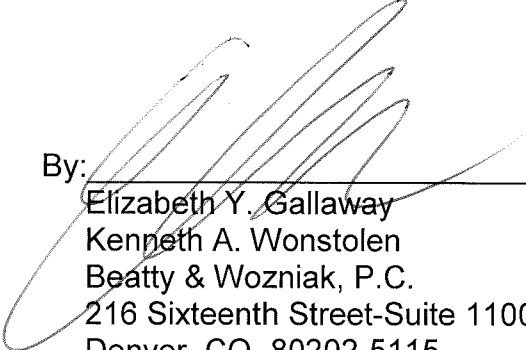
A. Authorizing up to two horizontal wells in the Application Lands for production of oil, gas and associated hydrocarbons from the Niobrara Formation.

B. Providing that said wells shall be located and drilled so that the treated interval of the wellbores are no closer than 600 feet from the boundaries of the unit and are separated by a minimum of 600 feet.

C. For such other findings and orders as the Commission may deem proper or advisable in the matter.

Dated: April 18, 2012

By:


  
Elizabeth Y. Gallaway  
Kenneth A. Wonstolen  
Beatty & Wozniak, P.C.  
216 Sixteenth Street-Suite 1100  
Denver, CO 80202-5115

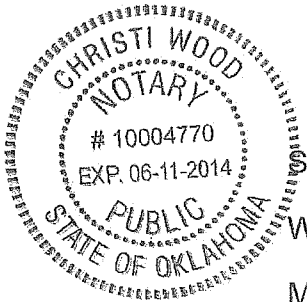
Address of Applicant  
Continental Resources, Inc.  
ATTN: Matthew Callaway  
20 N. Broadway  
PO Box 269091  
Oklahoma City, OK 73126

VERIFICATION

STATE OF OKLAHOMA                    )  
  )  
COUNTY OF OKLAHOMA                )       ss.

Matthew D. Callaway, of lawful age, being first duly sworn upon oath, deposes and says that he is Northern Region Landman for Continental Resources, Inc. and that he has read the foregoing Application and that the matters therein contained are true to the best of his knowledge, information and belief.

  
Matthew D. Callaway



Subscribed and sworn to before me this 18<sup>th</sup> day of April, 2013

Witness my hand and official seal.

My commission expires: 6/11/2014

  
Notary Public: Christi Wood

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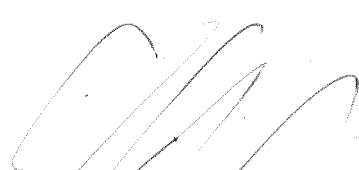
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WEST IN WELD COUNTY, COLORADO )

AFFIDAVIT OF MAILING

STATE OF COLORADO )  
 ) ss.  
CITY AND COUNTY OF DENVER )

Elizabeth Y. Gallaway, of lawful age, and being first duly sworn upon her oath, states and declares:

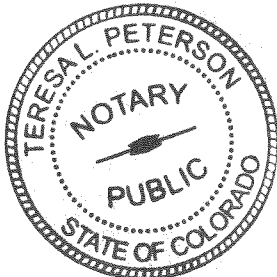
That she is an attorney for Continental Resources, Inc., that on or before April 29, 2013, she caused a copy of the above-captioned Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on the Notice List attached hereto.

  
Elizabeth Y. Gallaway

Subscribed and sworn to before me April 22, 2013.

Witness my hand and official seal.

My commission expires: 10-04-13.



  
Notary Public

## Notice List

### Interested Parties

Grindstone Resources, LLC  
5228 Lonetree Drive  
Loveland, CO 80537

Flatiron Energy Company  
6666 Gunpark Drive, Suite 200  
Boulder, CO 80301

John S. Gibson Production, LLC  
PO Box 842  
Ft. Morgan, CO 80701

EOG Resources, Inc.  
600 17th Street, Suite 1000N  
Denver, CO 80202

Margueite Freeman Rev. Trust,  
Marguerite Freeman, Trustee  
46001 CR 83  
Briggsdale, CO 80611

David Bauer  
Weld County  
1111 H Street  
Greeley, CO 80632

Michael Warren, Energy Liaison  
Colorado Parks and Wildlife  
Northwest Regional Office  
711 Independent Avenue  
Grand Junction, CO 81505

Kent Kuster  
Oil & Gas Consultant Coordinator  
Colorado Department of  
Public Health & Environment  
4300 Cherry Creek Drive South  
Denver, CO 80246-1530