

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

IN THE MATTER OF THE APPLICATION OF D.J.)
SIMMONS, INC. FOR AN ORDER POOLING ALL)
INTERESTS IN AN APPROXIMATE 187.94-ACRE)
DRILLING AND SPACING UNIT LOCATED IN THE)
N½ OF SECTION 22, TOWNSHIP 39 NORTH,)
RANGE 20 WEST, N.M.P.M., FOR THE DESERT)
CREEK FORMATION, PAPOOSE CANYON FIELD,)
DOLORES COUNTY, COLORADO.)

Cause No. _____

Docket No. _____

APPLICATION

COMES NOW D.J. Simmons, Inc. (referred to herein as "Applicant"), by and through its undersigned attorneys, makes application to the Colorado Oil and Gas Conservation Commission ("Commission"), for an order to pool all interests within an approximate 187.94-acre drilling and spacing unit for the Stateline 22-2 Well ("Well") (API No. to be assigned when Application for Permit to Drill is filed) to produce from the Desert Creek Formation located in the following described lands:

Township 39 North, Range 20 West, N.M.P.M.
Section 22: N½

Dolores County, Colorado (hereafter "Application Lands").

In support thereof, the Applicant states and alleges as follows:

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado, and is a registered operator in good-standing with the Commission.
2. Applicant owns certain leasehold interests in the Application Lands.
3. On July 15, 1985, the Commission entered Order No. 231-6, which among other things extended the spaced area of the Papoose Canyon Field as established by Order No. 231-2 by the addition of four (4) drilling and spacing units including an approximate 187.94-acre drilling and spacing unit for the N½ of Section 22, Township 39 North, Range 20 West, N.M.P.M. for the production of oil and associated hydrocarbons from the Desert Creek Formation with the permitted well to be located no closer than 990 feet from the boundaries of the quarter section.
4. On April 21, 1986, the Commission entered Order No. 231-8, which again extended the spaced area of the Papoose Canyon Field as established by Order No. 231-2 subject to the provisions of Order No. 231-2 and No. 231-6. The order did not affect the drilling and spacing unit established for the Application Lands.
5. Applicant, pursuant to Commission Rule 530 and pursuant to the provisions of C.R.S. §§ 34-60-116 (6) and (7), seeks an order to pool all interests, including but not limited to nonconsenting interests, in the Application Lands for the development of the Desert Creek Formation underlying the following approximate 187.94-acre drilling and spacing unit:

Township 39 North, Range 20 West, N.M.P.M.
Section 22: N½

(referred to herein as the "Drilling and Spacing Unit").

6. Applicant requests that the Commission's pooling order be made effective as of the earlier of the date of this Application, or the date that any of the costs specified in C.R.S. § 34-60-116(7)(b)(II) were first incurred for the drilling of the Well.

7. Applicant, at least thirty (30) days prior to the hearing on this matter, will have made attempts to lease or secure voluntary participation of all the record owners in the drilling and spacing unit comprised of the Application Lands by the distribution of AFE's, requests for participation, offers to lease and/or any other documents as are necessary to effect the drilling of the Well pursuant to Rule 530.

8. Applicant certifies that copies of this Application will be served on all persons owning an interest in the mineral estate of the tracts to be pooled within seven (7) days of the date hereof, as required by Rule 507.b(2). The list of such interested parties is attached hereto as Exhibit A.

9. That in order to prevent waste and to protect correlative rights, all interests in the Drilling and Spacing Unit should be pooled for the orderly development of the Desert Creek Formation, including any nonconsenting interests therein.

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

A. Pooling all interests in the Drilling and Spacing Unit for the development of the Desert Creek Formation.

B. Providing that the Commission's pooling order is made effective as of the earlier of the date of this Application, or the date that any of the costs specified in C.R.S. § 34-60-116(7)(b)(II) were first incurred for the drilling of the first of the Well.

C. Providing that the interests of any owners with whom the Applicant has been unable to secure a lease or other agreement to participate in the drilling of the authorized Well are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(7), and made subject to the cost recovery provisions thereof.

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

DATED this 25th day of November, 2013.

Respectfully submitted:

D.J. SIMMONS, INC.

By: _____

Michael J. Wozniak

Gregory J. Nibert Jr.

Beatty & Wozniak, P.C.

Attorneys for Applicant

216 16th Street, Suite 1100

Denver, Colorado 80202

Applicant's Address:

D.J. Simmons, Inc.

c/o Walter S. Parks

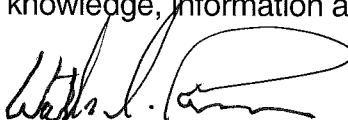
1009 Ridgway Place, Suite 200

Farmington, NM 87401

VERIFICATION

STATE OF New Mexico)
) ss.
COUNTY OF San Juan)

Walter Parks, of lawful age, being first duly sworn upon oath, deposes and says that he is a Senior Landman for D.J. Simmons, 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.



Walter Parks, Senior Landman
D.J. Simmons, Inc.

Subscribed and sworn to before this 19 day of November, 2013.

Witness my hand and official seal.

[SEAL]

My commission expires: 6/17/15

Mary A. Tsosie
Notary Public

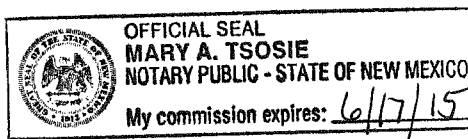


EXHIBIT A
Interested Parties

DJ SIMMONS COMPANY LIMITED
PARTNERSHIP
1009 Ridgeway Pl
Farmington, NM 87401

KIMMERIDGE FOUR CORNERS, LLC
40 Worth Street, 10th Floor
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BILL BARRETT CORPORATION
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Denver, CO 80202

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11335 Minor Drive
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12840 SW 31st
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501 S. Hollbrook St
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SYBIL CHAPLIN (A PROTECTED
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Springfield, OH 45505

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FREDERICK GAKLE AND MARLENE
GAKLE
1810 Sara Rd
Beatrice, NE 68310-2522

GAKLE LIVING TRUST 3/25/1994
GLADYS F. GAKLE, TRUSTEE
950 S. Meridian Rd, Space #1 Apache
Junction, AZ 85120-8400

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Sabetha, KS 66534-2646

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Morrill, KS 66515-9439

DENNIS MANCHE
1558 290TH ST
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BETTY JO ROKEY
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GEORGE STEPHEN WYMORE
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ADDRESS UNKNOWN

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BARBARA KOLLENKARK
PO Box 595
Dove Creek, CO 81325

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WOODS TRUSTEES of the RON AND
RUTH WOODS FAMILY TRUST
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c/o RON POSEY
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Ignacio, CO 81137

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WAYNE EDGAR WRIGHT
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Twin Falls, ID 83301

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Ennice, NC 28623

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Burnsville, NC 28714

MARY COX
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BARBARA SUE MILLER
INDEPENDENT EXECUTRIX FOR THE
ESTATE OF GRADY H. ROGERS,
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Boulder, CO 80301

WILLIAM COBURN
7380 Windsor Dr
Boulder, CO 80301

MARY VIRGINIA HALL (DECEASED)
NO KNOWN ADDRESS OR HEIRS

JOHN JUDSON ROGERS & EDNA
MAE ROGERS REVOCABLE LIVING
TRUST (BOTH DECEASED)
c/o KELLY ROGERS
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Casa Grande, AZ 85193

JARRED ROGERS AND LESLIE W.
ROGERS
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West Valley City, UT 84120

AUBREY ROGERS (DECEASED)
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Canyon Lake TX 78133-2642

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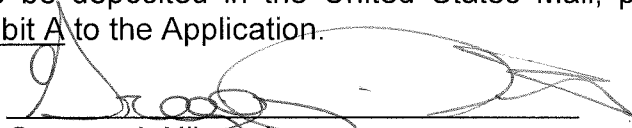
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AFFIDAVIT OF MAILING

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

Gregory J. Nibert Jr. of lawful age, and being first duly sworn upon his oath, states and declares:

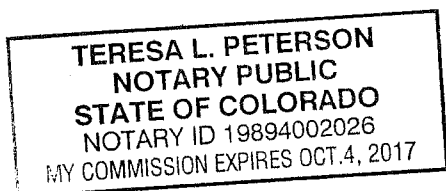
That he is an attorney for D.J. Simmons, Inc. and that on or before December 2, 2013, he caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.

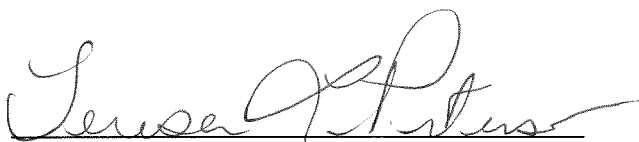


Gregory J. Nibert Jr.

Subscribed and sworn to before me on November 25, 2013.

Witness my hand and official seal.





Notary Public