

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

IN THE MATTER OF THE APPLICATION OF
KERR-MCGEE OIL & GAS ONSHORE LP FOR
AN ORDER TO POOL ALL INTERESTS IN AN
APPROXIMATE 720-ACRE DESIGNATED
WELLBORE SPACING UNIT IN SECTIONS 13,
14 AND 15, TOWNSHIP 3 NORTH, RANGE 68
WEST, 6TH P.M., FOR THE CODELL
FORMATION, WATTENBERG FIELD, WELD
COUNTY, COLORADO

CAUSE NO.

DOCKET NO.

APPLICATION

COMES NOW Kerr-McGee Oil & Gas Onshore LP ("Applicant"), by its attorneys, Jost & Shelton Energy Group, P.C., and makes this application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order to pool all interests within an approximate 720-acre wellbore spacing unit for the drilling of the Kerbs 32C-14HZ Well, (API No. 05-123-38184) ("Well") for the development of the Codell Formation on the following described lands:

Township 3 North, Range 68 West, 6th P.M.

Section 13: S $\frac{1}{2}$ N $\frac{1}{2}$, N $\frac{1}{2}$ S $\frac{1}{2}$

Section 14: S $\frac{1}{2}$ N $\frac{1}{2}$, N $\frac{1}{2}$ S $\frac{1}{2}$

Section 15: SE $\frac{1}{4}$ NE $\frac{1}{4}$, NE $\frac{1}{4}$ SE $\frac{1}{4}$

Weld County, Colorado (hereinafter "Application Lands").

In support thereof, 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 February 19, 1992, the Commission entered Order No. 407-87 (amended August 20, 1993), which among other things, established 80-acre drilling and spacing units for the production of oil and/or gas from the Niobrara Formation underlying certain lands, with the permitted well locations in accordance with the provisions of Order No. 407-1 and allowed downhole commingling of production from the Codell and Niobrara Formations.

4. On April 27, 1998, the Commission adopted Rule 318A, which, among other things, allowed certain drilling locations to be utilized to drill or twin a well,

deepen a well or recomplete a well and to commingle any or all of the Cretaceous Age Formations from the base of the Dakota Formation to the surface. On December 5, 2005, Rule 318A was amended to allow interior infill and boundary wells to be drilled and wellbore spacing units to be established. On August 8, 2011, Rule 318A was again amended to, among other things, address drilling of horizontal wells.

5. Applicant designated the 720-acre wellbore spacing unit, as defined below, for the production of oil, gas, and associated hydrocarbons from the Codell Formation pursuant to Rule 318A. and notified the appropriate parties under Rule 318A.

6. Applicant, pursuant to Commission Rule 530 and/or the provisions of C.R.S. § 34-60-116 (6) and (7), hereby requests an order to pool all interests, including but not limited to, any nonconsenting interests, in the Application Lands in the Codell Formation underlying the following approximate 720-acre designated wellbore spacing unit:

Township 3 North, Range 68 West, 6th P.M.

Section 13: S $\frac{1}{2}$ N $\frac{1}{2}$, N $\frac{1}{2}$ S $\frac{1}{2}$

Section 14: S $\frac{1}{2}$ N $\frac{1}{2}$, N $\frac{1}{2}$ S $\frac{1}{2}$

Section 15: SE $\frac{1}{4}$ NE $\frac{1}{4}$, NE $\frac{1}{4}$ SE $\frac{1}{4}$

(hereafter "Wellbore Spacing Unit").

7. 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 the costs specified in C.R.S. § 34-60-116(7)(b) are first incurred for the drilling of the Well to the Codell Formation on the Application Lands.

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), and that at least thirty (30) days prior to the hearing on this matter, each such interest owner not already leased or voluntarily pooled will be offered the opportunity to lease, or to participate in the drilling of the Well, and will be provided with the information required by Rule 530 as applicable. 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 Wellbore Spacing Unit should be pooled for the orderly development of the Codell 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 Application Lands and the Wellbore Spacing Unit for the development of the Codell 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) are first incurred for the drilling of the Well in the Wellbore Spacing Unit to the Codell Formation on the Application Lands.

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 Well are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(6) and (7), and made subject to the cost recovery provisions thereof with respect to the Well drilled to develop the Codell Formation in the Wellbore Spacing Unit comprising the Application Lands.

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

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in March 2014, that notice be given as required by law, and that upon such hearing, the Commission enter its order consistent with Applicant's request as set forth above.

Dated: January 16, 2014.

Respectfully submitted:

Kerr-McGee Oil & Gas Onshore LP

By: 

Jamie L. Jost

Joseph M. Evers

Jost & Shelton Energy Group, P.C.

Attorneys for Applicant

1675 Larimer St., Suite 1400

Denver, Colorado 80202

(720) 379-1812

Applicant's Address:

Kerr-McGee Oil & Gas Onshore LP

ATTN: Kristel Castro

1099 18th Street, Suite 1800

Denver, CO 80202

STATE OF COLORADO

)

) ss.

CITY AND COUNTY OF DENVER

)

[Signature]

Dave Sullivan
Senior Landman
Kerr-McGee Oil & Gas Onshore LP

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Subscribed and sworn to before me this 16th day of January 2014.

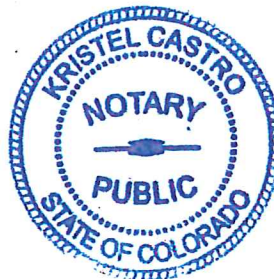
Witness my hand and official seal.

[SEAL]

My commission expires: 2/4/2015

Kristi Castro


Notary Public



IN THE MATTER OF THE APPLICATION OF
KERR-MCGEE OIL & GAS ONSHORE LP FOR
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WELLBORE SPACING UNIT IN SECTIONS 13,
14 AND 15, TOWNSHIP 3 NORTH, RANGE 68
WEST, 6TH P.M., FOR THE CODELL
FORMATION, WATTENBERG FIELD, WELD
COUNTY, COLORADO

DOCKET NO.

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


Jamie L. Jost

DANIELLE E CARROLL
Notary Public
State of Colorado
Notary ID 20134059312
My Commission Expires Sep 18, 2017

My commission expires: 9/18/17

Vanessa Carroll
Notary Public

EXHIBIT A

BURCH FAMILY, LLLP
8234 CR #28
PLATTEVILLE, CO 80651

AGNES M. HOUSEMAN
4523 WELD CR #32
LONGMONT CO 80504

JAMES C. DOCHEFF, JR AND
KRISTIE J. DOCHEFF
1441 Weld County Road 28,
Longmont, CO 80504

KERR-MCGEE OIL AND GAS
ONSHORE LP
1099 18th Street, Suite 1800
Denver, CO 80202

Anadarko E&P Company LP
1099 18th Street, Suite 1800
Denver, CO 80202

Public Service Company of Colorado
1800 Larimer Street, Suite 1400,
Denver, Colorado 80202

The Corporation of the Presiding Bishop
of the Church of Jesus Christ of Latter
Day Saints
50 E NORTH TEMPLE ST,
SALT LAKE CITY, UT 84150

Jack Stotts for life, with remainder to
Rick C. Stotts
PO BOX 782553,
WICHITA, KS 67278

Irene Reichert
20542 COUNTY ROAD 363,
JULESBURG, CO 80737

Lesser Interests, LLC
731 GRAND AVE, #148,
PLATTEVILLE, CO 80651

LeRoy E. Lowery for life, with remainder
to Wayne L. Lowery and Patricia M.
Werkmeister as tenants in common
5434 WINSTON DRIVE,
LAS VEGAS, NV 89103

Raymond Lesser
P O BOX 1955,
AMARILLO, TX 79105

SEKICH & ECHEVERRIA COMPANY
4315 HIGHWAY 66,
LONGMONT, CO 80504

COLORADO MINERAL RESOURCES,
LLC
Registered Agent: Richard O. Campbell
270 St. Paul Street, Suite 200,
Denver, CO 80206

Herman Miller and Mary Margaret Miller,
JT
c/o: Jerry Scott Miller
4624 Stockwood Dr.,
Fort Worth, TX 76135

Herman Miller and Mary Margaret Miller,
JT
c/o: Charles Robert Miller, JR
6612 Victoria Ave.,
North Richland, TX 76180

Anita M. Dones
5364 COUNTY ROAD 46,
JOHNSTOWN, CO 80534

Wade W. Dones and Brenda A. Dones,
JT
5368 COUNTY ROAD 46,
JOHNSTOWN, CO 80534

Baldomero Melendez and Bartola
Melendez, JT
4520 WELD COUNTY ROAD 34,
PLATTEVILLE, CO 80651

Mary J. Just
4564 WELD COUNTY ROAD 34,
PLATTEVILLE, CO 80651

David A. Mattox and Nellie N. Gibson,
JT
8360 W. 48th Ave.,
Wheat Ridge, CO 80033

Public Service Company of Colorado
1800 Larimer Street, Suite 1400,
Denver, Colorado 80202

Jeffrey A. Weber, TC
PO BOX 1181,
ELIZABETH, CO 80107

Deborah A. Weber, TC
PO BOX 2,
ELBERT, CO 80106

Neng X. Vue and May C. Vue, JT
4529 WELD COUNTY ROAD 32,
LONGMONT, CO 80504

Rocky Mountain Assets Investment,
LLC
Registered Agent: James Birdsall
444 Mountain Avenue,
Berthoud, CO 80513

Mary Louise Walsh, Trustee of the Mary
Louise Walsh Trust Agreement dated
September 1, 1998, restated March 15,
2011
1610 MANOR DRIVE,
CASPER, WY 82609

Helen P. Richardson, Trustee of the
Helen P. Richardson Survivors Trust
created and dated December 3, 1991 as
amended
36 RIN CONADA CIRCLE,
BELMONT, CA 94002

Blue Sky Dairy, LLC
1441 Weld County Road 28,
Longmont, CO 80504

William D. Nygren
641 S DOWNING STREET,
DENVER, CO 80209

Thomas C. Nygren
2547 WEST 109TH AVENUE,
WESTMINSTER, CO 80234

Charles C. Nygen
PO BOX 806,
NIWOT, CO 80544

Mary Helen Mynatt
1108 WESTRIDGE DRIVE,
LOVELAND, CO 80537

The Department of Highways, State of
Colorado
4201 EAST ARKANSAS,
DENVER, CO 80222

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

IN THE MATTER OF THE APPLICATION OF) CAUSE NO. 407
KERR-MCGEE OIL & GAS ONSHORE LP FOR)
AN ORDER TO POOL ALL INTERESTS IN AN) DOCKET NO. 1403-UP-76
APPROXIMATE 720-ACRE DESIGNATED)
WELLBORE SPACING UNIT IN SECTIONS 13, 14)
AND 15, TOWNSHIP 3 NORTH, RANGE 68)
WEST, 6TH P.M., FOR THE CODELL)
FORMATION, WATTENBERG FIELD, WELD)
COUNTY, COLORADO)


SUPPLEMENTAL AFFIDAVIT OF MAILING

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

Joseph M. Evers of lawful age, and being first duly sworn upon his oath, states and declares:

That he is an attorney for Kerr McGee Oil & Gas Onshore, LP and on or before the 24th day of February 2014, caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the party listed below.

Dorothy I. Burch
4225 CR # 32
Mead, CO 80542



Joseph M. Evers

Subscribed and sworn to before me February 24, 2014.

Witness my hand and official seal.

My commission expires: 9/18/17.





Notary Public