

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

IN THE MATTER OF THE APPLICATION OF  
NOBLE ENERGY, INC. FOR AN ORDER TO  
POOL ALL INTERESTS IN FOUR  
APPROXIMATE 297-ACRE WELLBORE  
SPACING UNITS ESTABLISHED FOR  
PORTIONS OF SECTION 19, TOWNSHIP 6  
NORTH, RANGE 64 WEST, 6TH P.M. AND  
SECTION 24, TOWNSHIP 6 NORTH, RANGE 65  
WEST, 6TH P.M., FOR THE NIOBRARA OR  
CODELL FORMATION, WATTENBERG FIELD,  
WELD COUNTY, COLORADO

CAUSE NO.

DOCKET NO.

**APPLICATION**

COMES NOW Noble Energy, Inc. ("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 four (4) approximate 297-acre designated wellbore spacing units ("DWSU") for the drilling of the Mackinaw A19-79HNC well (API No. 05-123-38146) in DWSU No. 1, the Mackinaw A19-79HNA well (API No. 05-123-38147) in DWSU No. 2, the Storis E24-72-1HN well (API No. 05-123-38145) in DWSU No. 3, and the Storis E24-72-1HC well (API No. 05-123-38149) in DWSU No. 4 ("Wells") for the development of the Niobrara or Codell Formation on the following described lands:

<u>Township 6 North, Range 64 West, 6<sup>th</sup> P.M.</u> Section 19: W $\frac{1}{2}$ W $\frac{1}{2}$	DWSU No. 1 (Niobrara)
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<u>Township 6 North, Range 65 West, 6<sup>th</sup> P.M.</u> Section 24: E $\frac{1}{2}$ E $\frac{1}{2}$	
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<u>Township 6 North, Range 64 West, 6<sup>th</sup> P.M.</u> Section 19: W $\frac{1}{2}$ W $\frac{1}{2}$	DWSU No. 2 (Niobrara)
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<u>Township 6 North, Range 65 West, 6<sup>th</sup> P.M.</u> Section 24: E $\frac{1}{2}$ E $\frac{1}{2}$	
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<u>Township 6 North, Range 64 West, 6<sup>th</sup> P.M.</u> Section 19: W $\frac{1}{2}$ W $\frac{1}{2}$	DWSU No. 3 (Niobrara)
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<u>Township 6 North, Range 65 West, 6<sup>th</sup> P.M.</u> Section 24: E $\frac{1}{2}$ E $\frac{1}{2}$	
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Township 6 North, Range 64 West, 6<sup>th</sup> P.M.  
Section 19: W $\frac{1}{2}$ W $\frac{1}{2}$

DWSU No. 4  
(Codell)

Township 6 North, Range 65 West, 6<sup>th</sup> P.M.  
Section 24: E $\frac{1}{2}$ E $\frac{1}{2}$

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. On May 16, 2011, the Commission entered Order No. 407-422, which, among other things, pooled all nonconsenting interests in a designated 160-acre wellbore spacing unit for the SW $\frac{1}{4}$  NE $\frac{1}{4}$ , SE $\frac{1}{4}$  NW $\frac{1}{4}$ , NE $\frac{1}{4}$  SW $\frac{1}{4}$ , and NW $\frac{1}{4}$  SE $\frac{1}{4}$  of Section 19, Township 6 North, Range 64 West, 6th P.M. (to accommodate the Roth #25-19 Well), retroactive to the earliest date costs are incurred for the well, for the development and operation of the Codell and Niobrara Formations. Order No. 407-422 does not affect this Application.
6. On May 16, 2011, the Commission entered Order No. 407-425, which, among other things, pooled all nonconsenting interests in a designated 160-acre wellbore spacing unit for the SE $\frac{1}{4}$  of Section 19, Township 6 North, Range 64 West, 6th P.M. (to accommodate the Winter #20-19 Well), effective as of the earliest date costs are incurred for the well as allowed by C.R.S. § 34-60-116(7), or the date of the

application, whichever is earlier, for the development and operation of the Codell and Niobrara Formations. Order No. 407-425 does not affect this Application.

7. On May 16, 2011, the Commission entered Order No. 407-426, which, among other things, pooled all nonconsenting interests in a designated approximate 160-acre wellbore spacing unit for the SW $\frac{1}{4}$  of Section 19, Township 6 North, Range 64 West, 6th P.M. (to accommodate the Roth #19-19 Well), effective as of the earliest date costs are incurred for the well as allowed by C.R.S. § 34-60-116(7), or the date of the application, whichever is earlier, for the development and operation of the Codell and Niobrara Formations. Order No. 407-426 does not affect this Application.

8. On May 16, 2011, the Commission entered Order No. 407-427, which, among other things, pooled all nonconsenting interests in a designated approximate 160-acre wellbore spacing unit for the S $\frac{1}{2}$  NE $\frac{1}{4}$  and N $\frac{1}{2}$  SE $\frac{1}{4}$  of Section 19, Township 6 North, Range 64 West, 6th P.M. (to accommodate the Winter #24-19 Well), effective as of the earliest date costs are incurred for the well as allowed by C.R.S. § 34-60-116(7), or the date of the application, whichever is earlier, for the development and operation of the Codell and Niobrara Formations. Order No. 407-427 does not affect this Application.

9. On May 16, 2011, the Commission entered Order No. 407-428, which, among other things, pooled all nonconsenting interests in a designated approximate 160-acre wellbore spacing unit for the E $\frac{1}{2}$  SW $\frac{1}{4}$  and W $\frac{1}{2}$  SE $\frac{1}{4}$  of Section 19, Township 6 North, Range 64 West, 6th P.M. (to accommodate the Roth #23-19 Well), effective as of the earliest date costs are incurred for the well as allowed by C.R.S. § 34-60-116(7), or the date of the application, whichever is earlier, for the development and operation of the Codell and Niobrara Formations. Order No. 407-428 does not affect this Application.

10. On August 8, 2011, the Commission entered Order No. 407-462, which, among other things, established an approximate 320-acre wellbore spacing unit for the W $\frac{1}{2}$  of Section 24, Township 6 North, Range 65 West, 6th P.M., and approve one horizontal well within the unit, for the production of oil and gas, and associated hydrocarbons from the Niobrara Formation. Order No. 407-462 does not affect this Application.

11. Applicant designated the four (4) approximate 297-acre wellbore spacing units, as defined below, for the production of oil, gas, and associated hydrocarbons from the Niobrara or Codell Formation pursuant to Rule 318A. and notified the appropriate parties under Rule 318A.

12. 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 within DWSU No. 1, including but not limited to, any nonconsenting interests, in the Application Lands in the Niobrara Formation underlying the following approximate 297-acre wellbore spacing unit:

Township 6 North, Range 64 West, 6<sup>th</sup> P.M.  
Section 19:  $W\frac{1}{2}W\frac{1}{2}$

Township 6 North, Range 65 West, 6<sup>th</sup> P.M.  
Section 24:  $E\frac{1}{2}E\frac{1}{2}$

(hereafter "Designated Wellbore Spacing Unit No. 1").

13. 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 within DWSU No. 2, including but not limited to, any nonconsenting interests, in the Application Lands in the Niobrara Formation underlying the following approximate 297-acres wellbore spacing unit:

Township 6 North, Range 64 West, 6<sup>th</sup> P.M.  
Section 19:  $W\frac{1}{2}W\frac{1}{2}$

Township 6 North, Range 65 West, 6<sup>th</sup> P.M.  
Section 24:  $E\frac{1}{2}E\frac{1}{2}$

(hereafter "Designated Wellbore Spacing Unit No. 2").

14. 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 within DWSU No. 3, including but not limited to, any nonconsenting interests, in the Application Lands in the Niobrara Formation underlying the following approximate 297-acres wellbore spacing unit:

Township 6 North, Range 64 West, 6<sup>th</sup> P.M.  
Section 19:  $W\frac{1}{2}W\frac{1}{2}$

Township 6 North, Range 65 West, 6<sup>th</sup> P.M.  
Section 24:  $E\frac{1}{2}E\frac{1}{2}$

(hereafter "Designated Wellbore Spacing Unit No. 3").

15. 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 within DWSU No. 4, including but not limited to, any nonconsenting interests, in the Application Lands in the Codell Formation underlying the following approximate 297-acre wellbore spacing unit:

Township 6 North, Range 64 West, 6<sup>th</sup> P.M.  
Section 19:  $W\frac{1}{2}W\frac{1}{2}$

Township 6 North, Range 65 West, 6<sup>th</sup> P.M.  
Section 24: E½E½

(hereafter "Designated Wellbore Spacing Unit No. 4").

16. 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 Mackinaw A19-79HNC well (API No. 05-123-38146) in DWSU No. 1, the Mackinaw A19-79HNA well (API No. 05-123-38147) in DWSU No. 2, the Storis E24-72-1HN well (API No. 05-123-38145) in DWSU No. 3, and the Storis E24-72-1HC well (API No. 05-123-38149) in DWSU No. 4, to the Niobrara or Codell Formation on the Application Lands.

17. 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.

18. That in order to prevent waste and to protect correlative rights, all interests in the Designated Wellbore Spacing Units should be pooled for the orderly development of the Niobrara or 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 four (4) approximate 297-acre designated wellbore spacing units established on Application Lands for the development of the Niobrara or 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 Mackinaw A19-79HNC well (API No. 05-123-38146) in DWSU No. 1, the Mackinaw A19-79HNA well (API No. 05-123-38147) in DWSU No. 2, the Storis E24-72-1HN well (API No. 05-123-38145) in DWSU No. 3, and the Storis E24-72-1HC well (API No. 05-123-38149) in DWSU No. 4, to the Niobrara or 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 Wells 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 Wells drilled to

develop the Niobrara or Codell Formation in the Designated Wellbore Spacing Units 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.

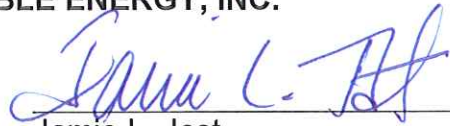
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Dated: January 29, 2014.

Respectfully submitted:

**NOBLE ENERGY, INC.**

By:

A handwritten signature in blue ink, appearing to read "Jamie L. Jost", written over a horizontal line.

Jamie L. Jost

Joseph M. Evers

Jost & Shelton Energy Group, P.C.

Attorneys for Applicant

1675 Larimer Street, Suite 420

Denver, Colorado 80202

(720) 379-1812

Applicant's Address:

Noble Energy, Inc.

ATTN: Stuart Sutter

1625 Broadway, Suite 2200

Denver, CO 80202

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

Joseph H. Lorenzo  
Attorney-In-Fact  
Noble Energy, Inc.

Subscribed and sworn to before me this 29th day of January 2014.

JESSE NICOLE SCHMIDT  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 20144002537  
MY COMMISSION EXPIRES JANUARY 21, 2018

Jesse Schmidt



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IN THE MATTER OF THE APPLICATION OF  
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WEST, 6TH P.M., FOR THE NIOBRARA OR  
CODELL FORMATION, WATTENBERG FIELD,  
WELD COUNTY, COLORADO

CAUSE NO.

DOCKET NO.

**AFFIDAVIT OF MAILING**

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

I, Jamie Jost of lawful age, and being first duly sworn upon my oath, state and declare that I am the attorney for Noble Energy Inc., and that on or before the 29 day of January, 2014, I 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.

  
\_\_\_\_\_  
Jamie L. Jost

Subscribed and sworn to before me on this 29 day of January, 2014.

Witness my hand and official seal.

My commission expires: 9/18/17.



  
\_\_\_\_\_  
Notary Public

## EXHIBIT A

Harriett J. Anderson  
23279 WCR 66  
Greeley CO, 80631

Gayle A. Miller Living Trust  
751 E. Bonneville Way  
Tooele, UT 84074-3431

Kathy A. Jackson Trust  
720 Chief Cliff Drive  
Dayton, MT 59914

Gerald Lee Roth  
32100 WCR 49  
Greeley, CO 80631

Janet Marie Roth  
32100 WCR 49  
Greeley, CO 80631

Carolyn Jo Ehn  
7644 East Bullard  
Colvis, CA 93612

Cecilia M. Eckhardt  
P.O. Box 160  
Pierce, CO 80650

Anne Marie Schnorr  
2927 17th Street Road  
Greeley, CO 80631

Estate of Warren A. Miller  
No address found.

Nita Kay Moser  
32864 WCR 49  
Greeley, CO 80631

Mary Lou Weber  
1205 Tanglewood  
Windsor, CO 80550

Dee Ann Lee  
1519 45th Ave.  
Greeley, CO 80634

Patti Jean Welfare  
32864 WCR 49  
Greeley, CO 80631

Anadarko E&P Company LP  
1675 Broadway  
Denver, CO 80202

Kerr-McGee Oil & Gas Onshore LP  
1201 Lake Robbins Dr.  
The Woodlands, TX 80202

Patricia P. Freel  
P.O. Box 341809  
Austin, TX 78734-0031

Jack L. Schreiber  
2155 Glenfair Drive  
Greeley, CO 80631

Wilbert Wiedeman  
1207 42nd Avenue  
Greeley, CO 80634

Ed Holloway, aka Edward A. Holloway  
P.O. Box 310  
Greeley, CO 80632

Karen A. Holloway  
3822 W. 11th Street, Unit 8  
Greeley, CO 80634

Synergy Resources Corporation  
20203 Highway 60  
Platteville, CO 80651

Sunshine Valley Petroleum Corporation  
950 Stafford  
Casper, WY 82609

Pro-Active Investments, Inc.  
4734 South Clayton Court  
Englewood, CO 80113

Meagher Oil & Gas Properties, Inc.  
P.O. Box 4782  
Englewood, CO 80155-4782

Michael D. Zeitlin Grantor Trust  
4181 S. Quebec Street  
Denver, CO 80237

PDC Energy, Inc.  
1775 Sherman Street, Suite 3000  
Denver, CO 80203

Wilman Investments, Inc.  
1207 42nd Avenue  
Greeley, CO 80634

Nicholas D. Francis  
6600 W. 20th Street, Unit 12  
Greeley, CO 80634

Ronald W. Bonnett and Warrena  
Bonnett  
6048 East Briarwood Circle  
Englewood, CO 80112

Osborne Partnership  
P.O. Box 606  
Johnstown, CO 80534

Dave Johnson  
P.O. Box 1864  
Garden City, KS 67846

Kenneth E. Graves and Betty Jean  
Graves  
14983 Longbranch Road  
Odessa, MO 64076-7186

Richard A. Dettwiler  
No address found.

Verle B. Lewton  
Rt. #1  
Otis, CO 80743

Richard Lewton  
33415 C.R. #33  
Otis, CO 80743

Charles V. Kline and Nadine C. Kline  
3750 W. 81<sup>st</sup> Place  
Westminister, CO 80031

Klausner Brothers  
44410 WCR 61/2  
Roggen, CO 80652

Wallace C. Fisher and Bobbi D. Fisher  
No address found.

Tori Ferrante and Ann L. Ferrante  
1140 Merlin Court  
Alamo, CA 94507

Dorothy L. Boulter  
6861 Rosewood Drive  
Colorado Springs, CO 80918

Isabell N. Henik  
47566 CR E  
Yuma, CO 80759

Rowlett Dairy Queen, Inc.  
No address found.

LAP, Inc. c/o Edwin G. Perlmutter,  
15125 Foothill Rd.  
Golden, CO 80401

Robert S. Calvert  
5350 E. 52nd Ave.  
Commerce City, CO 80203

Donald W. Parsons  
6380 S. Coventry Ln. W.  
Littleton, CO 80123

Norman G. Curtright and Cynthia S.  
Curtright  
10926 E. Crestline Circle  
Englewood, CO 80111

Robert L. Barron  
1350 Lawrence #7-B  
Denver, CO 80204

Donald S. Walters and Patsy L. Walters  
No address found.

Arthur I. Davis Trust  
678 Grant  
Denver, CO 80203

John H. Staiano and Kathryn M. Staiano  
5195 S. Kenton Way  
Englewood, CO 80111

Thomas M. Graves  
5450 Victor Street  
Sedalia, CO 80135

Triple K  
1751 C.R. 83  
Roggen, CO 80652

Estate of William Boulter  
24500 C.R. 49  
Greeley, CO 80631

Boulter LLC  
20491 C.R. 49  
LaSalle, CO 80645

Buel Walters, Diane Oliberos & Susan  
Blanchard  
3642 Boulder Highway, Space 458  
Las Vegas, NV 89121

Lynn Sando  
No address found.

Joe D. Sando  
6416 E. Tufts Avenue  
Englewood, CO 80111

Francella P. Montoya  
No address found.

Lenny L. Lucero  
No address found.

Dell T. Beans  
1557 S. Lima Court  
Aurora, CO 80645

William E. Scaff, Jr.  
21931 E. Ridge Trail Circle  
Aurora, CO 80016

Kenneth L. Huck  
4523 S. Robb Street  
Littleton, CO 80127