

**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 480-ACRE DESIGNATED  
WELLBORE SPACING UNIT IN SECTIONS 22,  
23 AND 24, TOWNSHIP 3 NORTH, RANGE 68  
WEST, 6TH P.M., FOR THE NIOBRARA  
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 480-acre wellbore spacing unit for the drilling of the Reynolds Cattle Company 32N-23HZ Well, (API No. Pending) ("Well") for the development of the Niobrara Formation on the following described lands:

Township 3 North, Range 68 West, 6<sup>th</sup> P.M.

Section 22: SE $\frac{1}{4}$ NE $\frac{1}{4}$ , NE $\frac{1}{4}$ SE $\frac{1}{4}$

Section 23: S $\frac{1}{2}$ N $\frac{1}{2}$ , N $\frac{1}{2}$ S $\frac{1}{2}$

Section 24: SW $\frac{1}{4}$ NW $\frac{1}{4}$ , NW $\frac{1}{4}$ SW $\frac{1}{4}$

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 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 the drilling of horizontal wells.

5. Applicant designated the 480-acre Wellbore Spacing Unit, as defined below, for the production of oil, gas, and associated hydrocarbons from the Niobrara Formation pursuant to Rule 318A. and notified the appropriate parties under Rule 318A.

6. Applicant, pursuant to the provisions of C.R.S. § 34-60-116(6), hereby requests an order to pool all interests in the Application Lands in the Niobrara Formation underlying the following approximate 480-acre designated wellbore spacing unit:

Township 3 North, Range 68 West, 6<sup>th</sup> P.M.

Section 22: SE $\frac{1}{4}$ NE $\frac{1}{4}$ , NE $\frac{1}{4}$ SE $\frac{1}{4}$

Section 23: S $\frac{1}{2}$ N $\frac{1}{2}$ , N $\frac{1}{2}$ S $\frac{1}{2}$

Section 24: SW $\frac{1}{4}$ NW $\frac{1}{4}$ , NW $\frac{1}{4}$ SW $\frac{1}{4}$

(hereafter "Wellbore Spacing Unit").

7. Applicant requests that the Commission's pooling order be made effective as of the date of this Application.

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.

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 Niobrara Formation.

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. All interests in the Wellbore Spacing Unit are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(6), to develop the Niobrara Formation in the Wellbore Spacing Unit comprising the Application Lands.

B. 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 April 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: February 27, 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: Jamie Sullivan

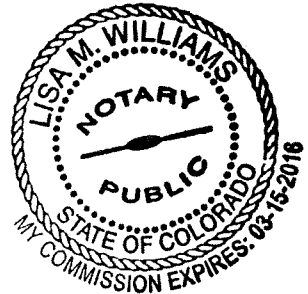
1099 18<sup>th</sup> Street, Suite 1800

Denver, CO 80202

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

  
Nancy McDonald  
Staff Landman – DJ Basin  
Kerr-McGee Oil & Gas Onshore LP


John F. Williams Notary Public



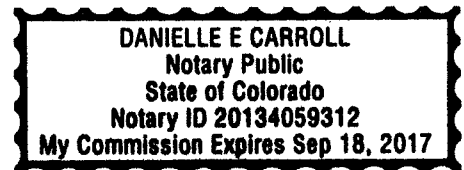
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DOCKET NO.

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

  
Jamie L. Jost

My commission expires: 9/18/19  
Vanille Carroll  
 Notary Public



## Exhibit A

Kerr-McGee Oil & Gas Onshore LP  
1099 18<sup>th</sup> Street, Suite 1800  
Denver, CO 80202

Donald C. Hilgers Revocable Living  
Trust dated 8/31/04  
2322 S. Rogers #20  
Mesa, AZ 85202

Donald C. Hilgers  
2322 S. Rogers #20  
Mesa, AZ 85202

Colorado Department of Transportation  
Property Leasing Mgr: DAVID FOX  
4201 East Arkansas Ave., Room 212  
Denver, CO 80222

Jim H. McKinstry Trust U/A dated  
October 25, 1979  
3750 Weld County Road 32  
Mead, CO 80542

Lynda L. McKinstry Trust U/A dated  
6/14/01  
3750 Weld County Road 32  
Mead, CO 80542

Longmont United Hospital Foundation  
P.O. Box 1159  
Longmont, CO 80502

Zeek Partnership, LLLP  
P.O. Box 189  
Mead, CO 80452

Realty Income Corporation  
600 La Terraza Blvd  
Escondido, CA 92025

Devisee(s) of the Estate of Theodore J.  
Rademacher  
c/o Louis J. Rademacher  
13184 WCR 13  
Longmont, CO 80501

Louis J. and Frances J. Rademacher,  
Trustees of the Rademacher Living  
Trust dated 3-3-1994  
13184 WCR 13  
Longmont, CO 80501

Rademacher Trust LLC  
P.O. Box 978  
Longmont, CO 80502-0978

Rosemary Ann Ames  
7075 Brigadoon Drive  
Longmont, CO 80503

Edward C. and Magdalen Rademacher  
Living Trust dtd 5-19-1993  
2439 Eagleview Circle  
Longmont, CO 80504

Teresa M. Applehans  
11335 Franklin Street  
Denver, CO 80233

Rita M. Regnier  
1325 11<sup>th</sup> Ave.  
Longmont, CO 80501

Helen P. Wadle  
9631 Majestic Drive  
Longmont, CO 80504

Theodore A. Rademacher  
10227 Echo Circle  
Longmont, CO 80504

Robert M. Rademacher  
13774 E I-25 Frontage Road  
Longmont, CO 80504

Josephine E. Warren  
12795 Columbine Drive  
Longmont, CO 80504

Heirs of Pearl M. Nauman  
Nauman Family LLC  
5660 Dudley Street  
Arvada, CO 80002

PBR Properties Joint Venture  
P.O. Box 2802  
Midland, TX 79702

Colorado Land Services, LLC  
1051-D West Highway 34  
Loveland, CO 80537

Kings Court Properties, LLLP  
224 Mulligan Lake Drive  
Mead, CO 80542

Jay Swanson Residuary Trust  
Jeffery W. Rankin, Successor Trustee  
900 Rockmead Drive, Unit 102  
Kingwood, TX 77339

Gilbert C. Swanson, Jr. and  
Nancy L. Swanson  
300 Riverview Court  
Longmont, CO 80501

Gilbert C. Swanson Testamentary Trust  
c/o Farmers National, Co-Agent  
P. O. Box 3480  
Omaha, NE 68103-0480

LN Real Estate LLC  
801 Second Avenue, Ste # 1300  
Seattle, WA 98104

Garage Storage II, LLC  
4075 Camelot Cir Unit 200  
Longmont, CO 80504

Robert M., Janice M. and  
Theodore A. Rademacher  
13774 E I-25 Frontage Road  
Longmont, CO 80504

The Reynolds Cattle Co.  
P.O. Box 675  
Longmont, CO 80502

The Leeper Family Revocable Trust  
7290 Magnolia Street  
Commerce City, CO 80022

Barbara M. White  
549 Longhurst Place  
Brighton, CO 80601  
Esther K. Offen  
P.O. Box 706  
Eagle, CO 81631

Zundel, LLC  
2510 White Wing Road  
Johnstown, CO 80534

John E. White  
2032 Meadow Vale Road  
Longmont, CO 80504

4064 Camelot, LLC  
c/o Bruce E. Miller  
HC 62, Box 61  
Raton, NM 87740

Apollo, LLC  
c/o Anton Dworak  
P. O. Box 978  
Longmont, CO 80501

Kristine Bowyer  
1651 Doppler Street  
Strasburg, CO 80136



Kim Scaff  
21931 East Ridge Trail Circle  
Aurora, CO 80016

Investors Independent Trust Company  
Trustee of George S. Reynolds Marital  
Trust  
P.O. Box 8052  
Boulder, CO 80306-8052

Guaranty Bank and Trust Company  
Trustee of George S. Reynolds Marital  
Trust  
1331 17<sup>th</sup> Street, Suite 345  
Denver, CO 80202

Anadarko E&P Onshore LLC  
1018 18<sup>th</sup> Street, Suite 1800  
Denver, CO 80202

Benson Farms, LLC  
c/o William B. Woods  
530 Holyoke Court  
Fort Collins, CO 80525-7022

Centennial Mineral Holdings, LLC  
5950 Cedar Springs Rd, Suite 200  
Dallas, TX 75235

Marcia L. Green Trust  
1049 Harrison Avenue  
Loveland, Colorado 80537

Sharyl J. Harston Revocable Trust  
c/o 4725 S. Monaco Street, Suite 205  
Denver, CO 80237

Woods Family Trust  
c/o 4725 S. Monaco Street, Suite 205  
Denver, CO 80237

Gary Woods Family Trust  
c/o 4725 S. Monaco Street, Suite 205  
Denver, CO 80237

Maxica Group, LLC  
6788 Harvest Road  
Boulder, CO 80301

HP-Farms Royalty, LLC  
6850 TPC Drive, Suite 202  
McKinney, TX 75070

William B. Preston Living Trust U/A  
08/26/97  
William B. and Linda L. Preston,  
Trustees  
11904 Arbor Street, Suite 200  
Omaha, NE 68114

Two Sisters, LLC  
1712 Pioneer Avenue, Suite 470  
Cheyenne, WY 82001

Next Energy, LLC  
c/o The Fleischaker Companies  
100 Broadway, Suite 2460  
Oklahoma City, OK 73102

R.L. Zinn et al #2, Ltd.  
3400 Bissonnet, Suite 250  
Houston, TX 77005

Peyton Energy, LP  
6850 TPC Drive, Suite 202  
McKinney, TX 75070

Kleimor Energy, LLC  
8451 East Oregon Place  
Denver, CO 80231

Sidney Moran  
18 Hudson Circle  
Houston, TX 77024

Jasmine Moran Children's Museum  
Foundation, Inc.  
P.O. Box 1828  
Seminole, OK 74818-1828

Harvey Katz and Mireille Katz, JTROS  
5161 San Felipe, Suite 2325  
Houston, TX 77056

AW et al  
c/o Alan Woodbury  
4641 Wild Indigo, #441  
Houston, TX 77027

Wattenberg III, LP  
150 Filbert Avenue #4  
Sausalito, CA 94965

Sealark Investments, LLC  
4900 Woodway Drive, Suite 800  
Houston, TX 77056

Flower South Beach, LLC  
c/o Emerald Development Managers LP  
909 Third Avenue  
New York, NY 10022

Madant Energy, LLC  
P.O. Box 100728  
Denver, CO 80250