

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

IN THE MATTER OF THE APPLICATION OF
PDC ENERGY, INC. FOR AN ORDER TO
POOL ALL INTERESTS IN AN APPROXIMATE
320-ACRE DESIGNATED WELLBORE
SPACING UNIT IN SECTION 1, TOWNSHIP 6
NORTH, RANGE 67 WEST, 6TH P.M., FOR
THE NIOBRARA FORMATION, WATTENBERG
FIELD, WELD COUNTY, COLORADO

CAUSE NO.

DOCKET NO.

APPLICATION

COMES NOW PDC 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 an approximate 320-acre wellbore spacing unit for the drilling of the Simonsen 1Q-241 Well, (API No. 05-123-35912) ("Well") for the development of the Niobrara Formation on the following described lands:

Township 6 North, Range 67 West, 6th P.M.
Section 1: W $\frac{1}{2}$ E $\frac{1}{2}$, E $\frac{1}{2}$ W $\frac{1}{2}$

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. Applicant designated the 320-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 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 Niobrara Formation underlying the following approximate 320-acre designated wellbore spacing unit:

Township 6 North, Range 67 West, 6th P.M.
Section 1: W $\frac{1}{2}$ E $\frac{1}{2}$, E $\frac{1}{2}$ W $\frac{1}{2}$

(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 Niobrara 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 Niobrara 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 Niobrara 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 Niobrara 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 Niobrara 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 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:

PDC Energy, Inc.

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:

PDC Energy, Inc.

ATTN: Marie McCord

1775 Sherman Street, Suite 3000

Denver, CO 80203

VERIFICATION

STATE OF COLORADO

)

) SS.

CITY AND COUNTY OF DENVER

)

John Krattenmaker, of lawful age, being first duly sworn upon oath, deposes and says that he is Senior Regional Landman for PDC Energy, 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.

John Krattenmaker
Senior Regional Landman
PDC Energy, Inc.

Subscribed and sworn to before me this 24th day of February 2014.

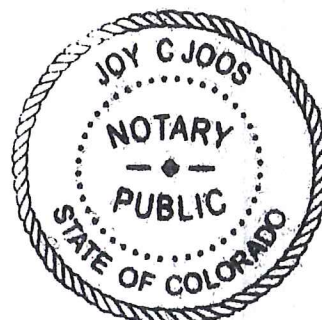
Witness my hand and official seal.

[SEAL]

My commission expires: 2-23-2015

Jay C. Joss

Notary Public



My Commission Expires 02/23/2015

IN THE MATTER OF THE APPLICATION OF
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FIELD, WELD COUNTY, COLORADO

DOCKET NO.

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


Jamie L. Jost

Subscribed and sworn to before me this 27th day of February 2014.

Witness my hand and official seal.

[SEAL]

My commission expires: 9/18/17


Notary Public

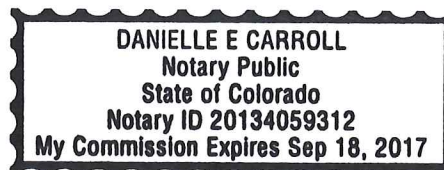


EXHIBIT A

Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, CO 80203

Bayswater Blenheim
Holdings II, LLC
730 17th Street, Suite 610
Denver, CO 80202

Bayswater Exploration
& Production, LLC
730 17th Street, Suite 610
Denver, CO 80202

Ping-Hui Kao & Sue Lan Kao
3946 Gemstone Lane
Johnstown, CO 80534

Julie Lynne Blaine
Rex Brian Blaine
1226 Baldrige Drive
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James P & Annette Bornhoff
11319 CR 72
Eaton, CO 80615

Simcad Resources LLC
Harlan Simonsen Reg Agent
35540 County Road 25
Eaton, CO 80615

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Harlan Simonsen Reg Agent
35540 County Road 25
Eaton, CO 80615

Marleen Dotson
60180 Crater Rd
Bend, OR 97702

Elizabeth E Sivers Rev Trust
Dennis W Sivers Trustee
18028 Westminster Drive
Lake Oswego, OR 97034-8502

Elmira Martin Cudney Trust
dated July 13, 1994
9654 Brook Hill Lane
Lone Tree, CO 80124-5545

Julie Ann Martin
2940 East Temple Ct
Gilbert, AZ 85296-8617

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18509 WCR 86
Ault, CO 80610

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Johnson Living Trust
Richard & Rebecca Johnson Trustee
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Patrice Klickna, JT
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Corey Family Trust
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Brenda L Whitecotton Liv TR
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Trent Verquer
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BevJac Enterprises LLC
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