

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

IN THE MATTER OF THE APPLICATION OF)
CATAMOUNT ENERGY PARTNERS LLC FOR)
AN ORDER POOLING NONCONSENTING)
INTERESTS IN THE FRUITLAND COAL)
SEAMS COVERING CERTAIN LANDS IN)
SECTION 3 OF TOWNSHIP 32 NORTH,)
RANGE 6 WEST, N.M.P.M., LA PLATA)
COUNTY, COLORADO.)

Cause No. 112

Docket No. _____

Intake No. _____

APPLICATION

Catamount Energy Partners LLC ("Catamount" or "Applicant"), by and through its attorneys, Welborn Sullivan Meck & Tooley, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission" or "COGCC") for an order pooling all interests in an approximate 320-acre drilling and spacing unit established in the E½ of Section 3, Township 32 North, Range 6 West, N.M.P.M., La Plata County, Colorado for the development and production from the Fruitland coal seams. In support thereof, the Applicant states as follows:

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado.

2. Applicant owns a leasehold interest in the following lands ("Application Lands"):

Township 32 North, Range 6 West, N.M.P.M.
Section 3: E½

La Plata County, Colorado.

A reference map of the Application Lands is attached hereto.

1. On June 17, 1988, the Commission issued Order No. 112-60, which established 320-acre drilling and spacing units for production of gas from the Fruitland coal seams, with the permitted well to be located no closer than 990 feet to any outer boundary of the unit, nor closer than 130 feet to any interior quarter section line. The Application Lands are subject to this Order.

2. On July 11, 2000, the Commission issued Order No. 112-157, which allowed an optional second Fruitland coal seam well to be drilled in each 320-acre drilling and spacing unit with such additional well located no closer than 990 feet to any outer boundary of the unit, nor

closer than 130 feet to any interior quarter section line. The Application Lands are subject to this Order.

3. On July 10, 2006, the Commission issued Order No. 112-190, which allowed up to four wells to be drilled in each 320-acre drilling and spacing unit subject to the Order for the production of gas from the Fruitland coal seams, with the permitted wells to be located no closer than 660 feet from the unit boundary, with no interior section line setback. The Order further requires the surface location of each well to be located on a common or expanded pad with the existing wells and that the wells drilled pursuant to this Order must comply with the provisions of the MOU between BP America Production Company and La Plata County. The Application Lands are subject to this Order.

4. Applicant plans to drill the Carpenter 33-6-3 #1S Well, with an anticipated spud date in August 2014, in the NW $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 3, Township 32 North, Range 6 West, N.M.P.M., La Plata County, Colorado with a surface location of 2,386 feet FSL and 1,763 feet FEL in the NW $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 3, and a bottomhole location of 2,620 feet FSL and 660 feet FEL in the NE $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 3, Township 32 North, Range 6 West, N.M.P.M. The above described directional well is designed to test and produce gas and associated substances from the Fruitland coal seams underlying the Application Lands.

5. Pursuant to the relevant provisions of Section 34-60-116(6) & (7), C.R.S., and COGCC Rule 530, Applicant seeks an order pooling all interests in the Application Lands for the development and operation of the Fruitland coal seams.

6. Applicant certifies that, at least 30 days prior to the date of the scheduled protest deadline for this Application, each owner which Applicant was able to locate, not already leased or voluntarily pooled, will be provided with the well proposal and information required by Rule 530 and tendered a reasonable offer to lease (if an unleased mineral owner), or participate and bear costs associated with the drilling and completion of the Carpenter 33-6-3 Well.

7. Applicant requests that a pooling order be entered as a result of this Application and that it be made effective as of the earlier of the date of this Application, or the date costs specified in Section 34-60-116(7)(b)(II), C.R.S., are first incurred for the drilling of the Carpenter 33-6-3 Well.

8. The granting of this Application is in accord with the Oil and Gas Conservation Act, found at Section 34-60-101, *et seq.*, C.R.S., and the Commission Rules.

9. The names and addresses of the interested parties (persons who own an interest in the mineral estate of the tracts to be pooled, except owners of overriding royalty interest) are attached hereto and marked Exhibit A. Applicant certifies that copies of this Application will be served on all locatable interested parties within seven (7) days of the date hereof, as required by Commission Rule 507.b(2), and that at least thirty (30) days prior to the hearing on this matter, each such owner not already leased or voluntarily pooled will be offered the opportunity to lease, or to participate in the drilling of the respective wells, and will be provided with the information required by Rule 530.

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

A. Pooling all interests in the Application Lands for the development and operation of the Fruitland coal seams.

B. Providing that the pooling order is made effective as of the date of this Application, or the date that the costs specified in Section 34-60-116(7)(b)(II), C.R.S., are first incurred for the drilling of the Applicant's proposed Fruitland coal seams well on the Application Lands, whichever is earlier.

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 Section 34-60-116(7), C.R.S., 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 the premises.

Dated this 29th day of May, 2014.

Respectfully submitted,

WELBORN SULLIVAN MECK & TOOLEY, P.C.

By: Stephen J. Sullivan

Stephen J. Sullivan
Chelsey J. Russell
Welborn Sullivan Meck & Tooley, P.C.
Attorney for Applicant
1125 - 17th Street, Suite 2200
Denver, CO 80202
303-830-2500
ssullivan@wsmtlaw.com
crussell@wsmtlaw.com

Applicant's Address:

1801 Broadway, Suite 1000
Denver, CO 80202
Attn: Jared Rush, Senior Landman
Phone: 720-484-2354

VERIFICATION

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

Jared Rush, Senior Landman with Catamount Energy Partners LLC, upon oath deposes and says that he has read the foregoing Application and that the statements contained therein are true to the best of his knowledge, information and belief.

CATAMOUNT ENERGY PARTNERS LLC



Jared Rush, Senior Landman

Subscribed and sworn to before me this 29 day of May, 2014 by Jared Rush, Senior Landman for Catamount Energy Partners LLC.

Witness my hand and official seal.



Notary Public
My Commission Expires: 3/27/18

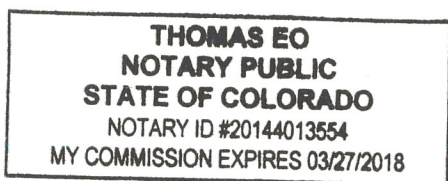


Exhibit A

LEASED MINERAL OWNERS

David F. Stiling, Jr.
130 La Patera Drive
Camarillo, CA

Glen E. Brown
4540 Greene Avenue NW
Albuquerque, NM 87114

Leta Sauer
306 36th Street
Durango, CO 81301

Diane Shaline
371 Lower Road
Durango, CO 81303

Larry D. Sprague
900 County Road 331
Ignacio, CO 81137

Kevin Brown
541 NW 172nd Place
Edmond, OK 73012

Janet Lee Aitken
2151 West 3rd Avenue
Durango, CO 81301

Patrick M. Kerrigan and Elayne
Kerrigan,
as Joint Tenants
3531 County Road 973
Ignacio, CO 81137

James Carpenter
3020 County Road 988
Ignacio, CO 81137

Larry D. Sprague and Bonnie M.
Sprague,
as Joint Tenants
900 County Road 331
Ignacio, CO 81137

Carl D. Brown
5721 Tee Drive
Farmington, NM 87402

Mark Brown
29008 Highway 160
Durango, CO 81301

Helen Lulela Mieir
404 Broad Street
Oxford, NC 27565

Eva Jeanne Spencer
6109 Highway 64
Bloomfield, NM 87413

Charles Roy Brown
720 Rustic Road
Durango, CO 81301

LEASEHOLD OWNERS

Amoco Production Company
P.O. Box 800
Denver, CO 80202

Catamount Energy Partners LLC
1801 Broadway, Suite 1000
Denver, CO 80212

BP America Production Company
501 Westlake Park Boulevard
Houston, TX 77079

Catamount Energy Partners LLC Reference Map



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COVERING CERTAIN LANDS IN SECTION 3)
OF TOWNSHIP 32 NORTH, RANGE 6 WEST,)
N.M.P.M., LA PLATA COUNTY, COLORADO.)

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AFFIDAVIT OF MAILING

STATE OF COLORADO §
CITY AND COUNTY OF DENVER §

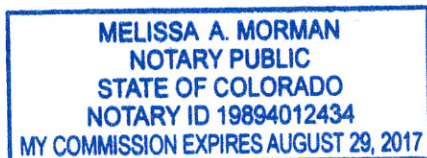
I, Chelsey J. Russell, of lawful age, and being first duly sworn upon my oath, state and declare:

That I am the attorney for Catamount Energy Partners LLC and that on or before June 4, 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.

Chelsey J. Russell
Chelsey J. Russell

Subscribed and sworn to before me June 4, 2014.

Witness my hand and official seal.



Melissa A. Morman
Notary Public
My commission expires: 8/29/2017