

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

IN THE MATTER OF AN APPLICATION BY KERR-	)	
MCGEE OIL & GAS ONSHORE LP FOR AN ORDER	)	CAUSE NO. _____
POOLING ALL INTERESTS IN AN APPROXIMATE	)	
400-ACRE ESTABLISHED HORIZONTAL WELLBORE	)	DOCKET NO. <i>To be assigned</i>
SPACING UNIT LOCATED IN SECTIONS 1 AND 12,	)	
TOWNSHIP 2 NORTH, RANGE 66 WEST, 6 <sup>TH</sup> P.M. AND	)	
SECTIONS 6 AND 7, TOWNSHIP 2 NORTH, RANGE 65	)	
WEST, 6 <sup>TH</sup> P.M., FOR THE DEVELOPMENT/	)	
OPERATION OF THE NIOBRARA FORMATION,	)	
WATTENBERG FIELD, WELD COUNTY, COLORADO	)	

APPLICATION

Kerr-McGee Oil & Gas Onshore LP ("Kerr-McGee" or "Applicant"), by and through its attorneys, Beatty & Wozniak, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") for an order pooling all interests in the approximate 400-acre horizontal wellbore spacing unit established for portions of Sections 1 and 12, Township 2 North, Range 66 West, 6<sup>th</sup> P.M. and Sections 6 and 7, Township 2 North, Range 65 West, 6<sup>th</sup> P.M., for development and operation of the Niobrara Formation. In support of its Application, Applicant states and alleges as follows:

1. Applicant is a limited partnership formed under the laws of the State of Delaware; is a wholly owned subsidiary of Anadarko Petroleum Corporation; is duly authorized to conduct business in the State of Colorado; and is a registered operator in good standing with the Commission.

2. Applicant owns substantial leasehold interests in the below-listed lands:

Township 2 North, Range 66 West, 6<sup>th</sup> P.M.

Section 1: E $\frac{1}{2}$ E $\frac{1}{2}$

Section 12: NE $\frac{1}{4}$ NE $\frac{1}{4}$

Township 2 North, Range 65 West, 6<sup>th</sup> P.M.

Section 6: W $\frac{1}{2}$ W $\frac{1}{2}$

Section 7: NW $\frac{1}{4}$ NW $\frac{1}{4}$

Weld County, Colorado

These lands are hereinafter referred to as the "Application Lands" and depicted in Exhibit A attached hereto.

3. 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 recompleat 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. The Application Lands are subject to Rule 318A.

4. Pursuant to Rule 318A., Applicant designated an approximate 400-acre horizontal wellbore spacing unit, comprised of the Application Lands, for the Dolph 1N-1HZ well (API No. 05-123-39333) ("Well") for the production of oil, gas and associated hydrocarbons from Niobrara Formation. Applicant notified all owners in the proposed wellbore spacing unit pursuant to Rule 318A.e.(6). Applicant did not receive any objections to the establishment of the proposed wellbore spacing unit within the 30-day response period.

5. Acting pursuant to the applicable Colorado statutes and COGCC regulations, Applicant seeks an order pooling all interests, including, but not limited to, any nonconsenting interests and leased mineral interests, in the approximate 400-acre horizontal wellbore spacing unit established for the Application Lands for the development and operation of the Niobrara Formation.

6. Applicant requests that the pooling order entered as a result of this Application be made effective as of the date of this Application.

7. Further, Applicant requests that any nonconsenting interests with whom the Applicant has been unable to secure a lease or other agreement to participate in the drilling of the Well, are made subject to the cost recovery provisions of §34-60-116(7), C.R.S.

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

9. Applicant requests that relief granted under this Application should be effective on oral order by the Commission, and Applicant hereby agrees to be bound by said oral order.

10. That the names and addresses of the interested parties (persons who own any interest in the mineral estate of the tracts to be pooled, except owners of overriding royalty interest) according to the information and belief of the Applicant are set forth in Exhibit B attached hereto. The Applicant shall submit a certificate of service for the Application within the seven days as required by Rule 503.e.

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 approximate 400-acre horizontal wellbore spacing unit established for the Application Lands for the development and operation of the Niobrara Formation, with the pooling order made effective as of the date of this Application.

B. Providing that the nonconsenting 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

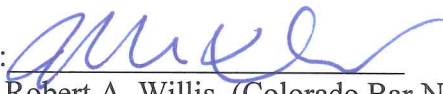
Well, are pooled by operation of statute, pursuant to §34-60-116(6) & (7), C.R.S., and made subject to the cost recovery provisions thereof.

C. For such other findings and orders as the Commission may deem proper or advisable in the premises.

DATED this 28 day of May, 2014.

Respectfully submitted,

**KERR-MCGEE OIL & GAS ONSHORE LP**

By:   
Robert A. Willis (Colorado Bar No. 26038)  
Jillian Fulcher (Colorado Bar No. 45010)  
Beatty & Wozniak, P.C.  
Attorneys for Applicant  
216 16th Street, Suite 1100  
Denver, Colorado 80202  
(303) 407-4499  
rwillis@bwenergylaw.com  
jfulcher@bwenergylaw.com

Address of Applicant

Kerr-McGee Oil & Gas Onshore LP  
ATTN: Dave Sullivan  
1099 18<sup>th</sup> Street, Suite 1800  
Denver, Colorado 80202

VERIFICATION

STATE OF COLORADO

)

) ss.

CITY & COUNTY OF DENVER

)

Dave Sullivan, Landman for Kerr-McGee Oil & Gas Onshore LP, 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.

KERR-MCGEE OIL & GAS ONSHORE LP

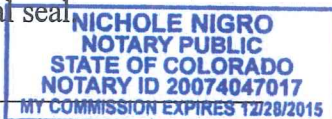


\_\_\_\_\_  
Dave Sullivan

Subscribed and sworn to before me this 21 day of May, 2014, by Dave Sullivan, Landman for Kerr-McGee Oil & Gas Onshore LP.

Witness my hand and official seal

My commission expires: \_\_\_\_\_





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

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OPERATION OF THE NIOBRARA FORMATION, )  
WATTENBERG FIELD, WELD COUNTY, COLORADO )

AFFIDAVIT OF MAILING

STATE OF COLORADO )  
 )ss.  
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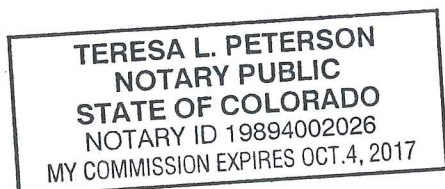
Jennifer Pittenger, of lawful age, and being first duly sworn upon her oath, states and declares:

That she is a Legal Assistant at Beatty & Wozniak, P.C., attorneys for Kerr-McGee Oil & Gas Onshore LP, and on or before June 4<sup>th</sup>, 2014, caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit B to the Application.

  
Jennifer Pittenger

Subscribed and sworn to before me this 28<sup>th</sup> day of May, 2014.

Witness my hand and official seal.



  
Notary Public

T2N, R66W & T2N, R65W

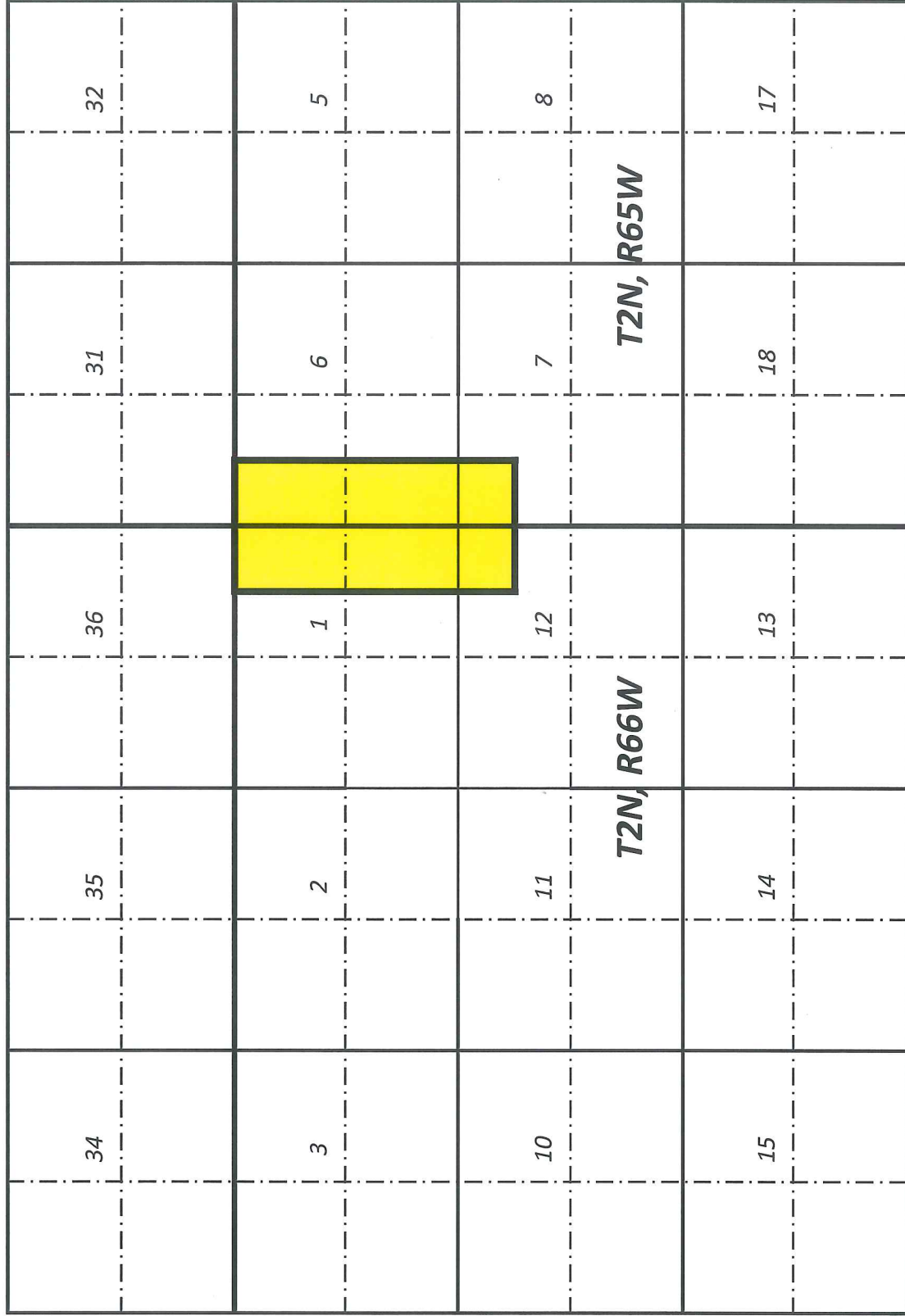
Weld County

**Exhibit A**

Application Map



Application lands -



## EXHIBIT B

### INTERESTED PARTIES

The names and addresses of the interested parties (persons who own any interest in the mineral estate of the tracts to be pooled, except owners of overriding royalty interest) according to the information and belief of the Applicant are set forth in this Exhibit B.

Bennett K. Rehder & Donna J. Rehder, Trustees of  
the Bennett & Donna Rehder Living Trust  
8114 South Zephyr Way  
Littleton, CO 80128

Dennis L. Cook  
10567 Weld County Road 37  
Fort Lupton, CO 80621

Noble Energy, Inc.  
1625 Broadway, Suite 2000  
Denver, CO 80202

Connie D. Duran  
653 Rose Dr.  
Brighton, CO 80601

Anadarko E&P Onshore, LLC  
1099 18<sup>th</sup> Street, Suite 1200  
Denver, CO 80202

James E. Cook  
Seneca Rd  
Elkins, WV 26241

Estate of Lorraine Cook, Deceased  
9916 Sierra Vista Road  
Longmont, CO 80504

Marjorie A. Zimbelman  
949 CR 67  
Keenesburg, CO 80643

Carol Jean Cook  
851 South Sixth Avenue  
Brighton, CO 80601

Nancy J. Strassburg  
3192 E Southern St.  
Brighton, CO 80601

Conrad Cook, Dennis L. Cook, and  
Connie D. Duran, Joint Tenants  
10587 WCR 37  
Ft. Lupton, CO 80621

Kerr-McGee Oil & Gas Onshore LP  
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Denver, CO 80217-3779