

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)
240.356-ACRE DESIGNATED HORIZONTAL) DOCKET NO. *To be assigned*
WELLBORE SPACING UNIT LOCATED IN SECTIONS)
25 AND 26, TOWNSHIP 3 NORTH, RANGE 68 WEST,)
6TH P.M. AND SECTION 30, TOWNSHIP 3 NORTH,)
RANGE 67 WEST, 6TH 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 an approximate 240.356-acre horizontal wellbore spacing unit established for portions of Sections 25 and 26, Township 3 North, Range 68 West, 6th P.M. and Section 30, Township 3 North, Range 67 West, 6th 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 3 North, Range 68 West, 6th P.M.

Section 25: S $\frac{1}{2}$ N $\frac{1}{2}$

Section 26: SE $\frac{1}{4}$ NE $\frac{1}{4}$

Township 3 North, Range 67 West, 6th P.M.

Section 30: SW $\frac{1}{4}$ 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 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. The Application Lands are subject to Rule 318A.

4. Pursuant to Rule 318A., Applicant designated an approximate 240.356-acre horizontal wellbore spacing unit, comprised of the Application Lands, for the Barefoot 31N-25HZ well (API No. 05-123-39229) ("Well") for the production of oil, gas and associated hydrocarbons from the 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 an approximate 240.356-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 an approximate 240.356-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 29 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

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jfulcher@bwenergylaw.com

Address of Applicant

Kerr-McGee Oil & Gas Onshore LP

ATTN: Anita Munkres

1099 18th Street, Suite 1800

Denver, Colorado 80202

VERIFICATION

STATE OF COLORADO

)

) ss.

CITY & COUNTY OF DENVER

)

Jim Grant, Staff 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

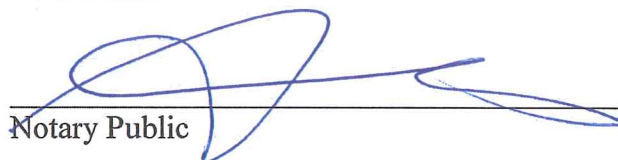


Jim Grant

Subscribed and sworn to before me this 29th day of May, 2014, by Jim Grant, Staff Landman for Kerr-McGee Oil & Gas Onshore LP.

Witness my hand and official seal.

My commission expires: 8/8/2015



Notary Public



T3N, R67W & T3N, R68W

Weld County

Exhibit A

Application Map



Application lands -

15	14	13	18	17
	T3N, R68W		T3N, R67W	
22	23	24	19	20
27	26	25	30	29
34	35	36	30	31

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.

KERR-MCGEE OIL & GAS ONSHORE
1099 18TH STREET, SUITE 1800
DENVER, CO 80202

JILL FULCHER
BEATTY & WOZNIAK, P.C.
216 16TH STREET, SUITE 1100
DENVER, CO 80202

GREGORY C. SEYMOUR AND JUDITH ANN
SEYMOUR
13654 WELD COUNTY ROAD 13
LONGMONT, CO 80504

PEPPLER FARMS LLC
4493 WELD COUNTY ROAD 36
PLATTEVILLE, CO 80651

ANN MARIE MUHME
6315 NATURITA TRAIL
COLORADO SPRINGS, CO 80922

JARROD ALLEN MUHME
4234 CHARLESTON DR
COLORADO SPRINGS, CO 80916

CARMA BAYSHORE LLC
188 INVERNESS DR W, SUITE 150
ENGLEWOOD, CO 80112

WAGNER FAMILY FARM LLP
13600 WELD COUNTY ROAD 11
LONGMONT, CO 80504

BERNICE L. BONDE
2018 RIDGEVIEW DRIVE
LONGMONT, CO 80504

JUNE A. DOLAN
2800 DESERT ZINNIA LANE
LAS VEGAS, NV 89135

DAVID R. HEIL
13977 COUNTY ROAD 5
LONGMONT, CO 80504

MICHAEL H. WAGNER
3499 PARK RIDGE RD
MAHTOWA, MN 55707

JOYCE LYNN WAGNER-KNIGHT
12811 SW 35TH ST
TOPEKA, KS 66614

TIMOTHY S. HEIL
PO BOX 173
LA BARGE, WY 83123

JAMIE MARIE HEIL
2248 10TH AVENUE
LONGMONT, CO 80501

TIMOTHY S. HEIL, TRUSTEE OF THE TRUST
FOR TONI RANAE HEIL, CREATED BY THE
LAST WILL AND TESTAMENT OF DOROTHY A.
HEIL DATED APRIL 20, 2004
13496 N. WARFIELD CIRCLE
MARANA, AZ 85658

TIMOTHY S. HEIL, TRUSTEE OF THE TRUST
FOR ASHLEY MARIE HEIL, CREATED BY THE
LAST WILL AND TESTAMENT OF THE
DOROTHY A. HEIL DATED APRIL 20, 2004
PO BOX 173
LA BARGE, WY 83123

CHRISTOPHER J. WAGNER
13600 WELD COUNTY ROAD 11
LONGMONT, CO 80504

DOUTHIT MINERALS, LLC
4886 STATE HWY 66
LONGMONT, CO 80504

THE GLEN S. DOUTHIT IRREVOCABLE
MARITAL TRUST
4886 HIGHWAY 66
LONGMONT, CO 80504

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)ss.
CITY AND COUNTY OF DENVER)

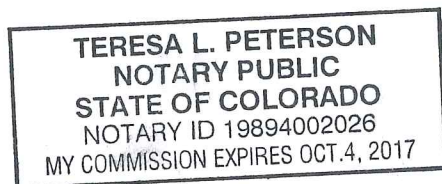
Jennifer Pittenger, of lawful age, and being first duly sworn upon her oath, states and declares:

That she is a Legal Assistant at Beatty & Wozniak, P.C., attorneys for Kerr-McGee Oil & Gas Onshore LP, and on or before June 5th, 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 29th day of May, 2014.

Witness my hand and official seal.




Notary Public