

**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
160-ACRE DESIGNATED WELLBORE
SPACING UNIT IN SECTIONS 10 AND 15,
TOWNSHIP 4 NORTH, RANGE 67 WEST, 6TH
P.M., FOR THE CODELL-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 160-acre designated Wellbore Spacing Unit, as defined below, for the drilling of the Purvis 10TD Well, (API No. 05-123-32473) ("Well") for the development of the Codell-Niobrara Formation on the following described lands:

Township 4 North, Range 67 West, 6th P.M.

Section 10: S $\frac{1}{2}$ SE $\frac{1}{4}$

Section 15: N $\frac{1}{2}$ NE $\frac{1}{4}$

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 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. On June 17, 2014, the Commission entered Order No. 407-1062, which is not available for public review at the time of this filing.

6. Applicant designated the 160-acre Wellbore Spacing Unit, as defined below, for the production of oil, gas, and associated hydrocarbons from the Codell-Niobrara Formation pursuant to Rule 318A and notified the appropriate parties under Rule 318A.

7. 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 Codell-Niobrara Formation underlying the following approximate 160-acre designated Wellbore Spacing Unit:

Township 4 North, Range 67 West, 6th P.M.

Section 10: S½SE¼

Section 15: N½NE¼

(throughout as "Wellbore Spacing Unit").

8. 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 Codell-Niobrara Formation on the Application Lands.

9. 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.

10. 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-Codell 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 designated Wellbore Spacing Unit for the development of the Codell-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 designated Wellbore Spacing Unit to the Codell-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 Codell-Niobrara Formation in the designated 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 September 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: July 17th, 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: Joshua B. Wagner

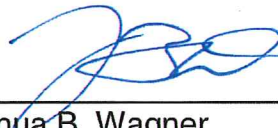
1775 Sherman Street, Suite 3000

Denver, CO 80203

VERIFICATION

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

Joshua B. Wagner, of lawful age, being first duly sworn upon oath, deposes and says that he is a 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.

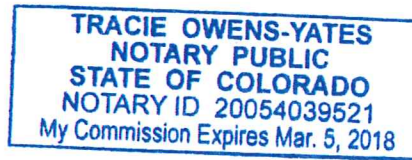


Joshua B. Wagner
Regional Landman
PDC Energy, Inc.

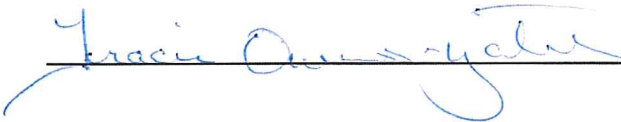
Subscribed and sworn to before me this 17th day of July 2014.

Witness my hand and official seal.

[SEAL]



My commission expires: 3/5/2018



Notary Public

IN THE MATTER OF THE APPLICATION OF
PDC ENERGY, INC. FOR AN ORDER TO
POOL ALL INTERESTS IN AN APPROXIMATE
160-ACRE DESIGNATED WELLBORE
SPACING UNIT IN SECTIONS 10 AND 15,
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P.M., FOR THE CODELL-NIOBRARA
FORMATION, WATTENBERG 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 14th day of July 2014.

[SEAL]

My commission expires: 06/16/2018

Charlotte James

Notary Public

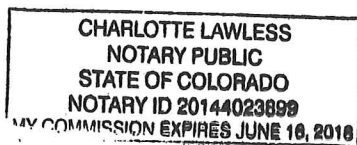


Exhibit A
Purvis 10TD

PDC Energy
1775 Sherman Street, Suite 3000
Denver, CO 80202

Kerr McGee Oil & Gas Onshore L.P.
P.O. Box 730875
Dallas, TX 75373

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St. Charles, MO 63301

Gregory J. Buntten
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R. Dean Burchett & Lovena Burchett
C/O Dean Burchett
Eric Equities, Inc.
2021 E. 4th Street,
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Santa Ana, CA 92705

Cimarron Petroleum Corporation
P.O. Box 2768
Amarillo, TX 79105

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1630 Chadwick Place
Blue Bell, PA 19422

Milliken Vista Development
1043 Eagle Drive
Loveland, CO 80537-8060

Christopher M Pitts Sr &
Rebecca EH Pitts, joint tenants
837 South Ursula Ct
Milliken, CO 80543

Town of Milliken
1101 Broad Street
Milliken, CO 80543

Griffith Family Trust 11/17/08
Jerry A & Judy F Griffith Trustee
672 County Road 1175
Mountain Home, AR 72653

William F Griffith
566 Walnut Hill Lane
Marshall, TX 75670

Michael E Griffith
441 N 2480 W
Hurricane, UT 84737

Cheryl Lynn Garner
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Greeley, CO 80634

Roger Allen Frank
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Milliken, CO 80543

Gary Dean Frank
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Johnstown, CO 80534-9222

Ronald Lee Frank
18426 County Line Road 15
Johnstown, CO 80534

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Milliken, CO 80543

James C Brownlee
164 Juneberry St
Milliken, CO 80534

Kurt Rollin
264 Juneberry Street
Milliken, CO 80543

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147 Lilac Street
Milliken, CO 80543

Benjamin J & Carly E Theis, joint tenants
107 West Lilac Street
Milliken, CO 80543

Chad C & Rebecca M Martin, joint tenants
127 West Lilac Street
Milliken, CO 80543

Christian & Denise Pruett, joint tenants
4858 North Bearlily Way
Castle Rock, CO 80109

Christopher S Beebe &
Toniel M Smith, joint tenants
875 Lilac Street
Milliken, CO 80543

Christopher W Timm
961 South Rachel Ave
Milliken, CO 80543

Dale & Phyllis C Marttilla, joint tenants
1001 Rachel Ct
Milliken, CO 80543

Daniel W Dunston
1000 Rachel Ct
Milliken, CO 80543

Diana Mendoza Batista &
Oscar Osorio Aleman, joint tenants
870 South Rachel Avenue
Milliken, CO 80543

Douglas L & Amy L Taylor, joint tenants
975 South Lilac Street
Milliken, CO 80543

Edwin G & Brandy D Dale, joint tenants
897 South Ursula Ct
Milliken, CO 80543

Eli Gardner
914 South Lilac Ct
Milliken, CO 80543

Daniel J Scheuering
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Milliken, CO 80543

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Milliken, CO 80543

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Mooresville, NC 28117-4366

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Milliken, CO 80543

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Milliken, CO 80543

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Glen R Salo Trustee
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Kevin L & Tammie J Heuer, joint tenants
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Alicia C DeRivera, joint tenants
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Milliken, CO 80543

Marion K Sparks
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Milliken, CO 80543

Mark A Rioux
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Johnstown, CO 80534

Mark S & Sharon E Nalpo, joint tenants
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Milliken, CO 80543

Mary Kaye Hines &
Terry M Leonhart, joint tenants
941 South Rachel Ave
Milliken, CO 80543

Matthew & Coleen Campbell, joint tenants
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Milliken, CO 80543

Melissa A & Rufus Gilliam
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Milliken, CO 80543

Michael Chadd Vratil
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Milliken, CO 80543

Michael D & Vanessa L Genau, joint tenants
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Nathaniel & Heather N Olson, joint tenants
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Milliken, CO 80543

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Milliken, CO 80543

Robert R Bellew
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Milliken, CO 80543

Rebecca A Fisher
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Milliken, CO 80543

Scott A & Toni M Ditsworth, joint tenants
964 Lilac Court
Milliken, CO 80543

Steven & Rosalie Ann Duffer, joint tenants
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Lois S Schultz, joint tenants
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Brian L & Laura L Snider
2739 County Road 29
Fort Lupton, CO 80621-8318

Purvis Properties LLC
c/o Pat Soden
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Aurora, CO 80044-0919

Anadarko E&P Onshore LLC
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Denver, CO 80202

Anadarko/Kerr-McGee
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Denver, CO 80202