

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



IN THE MATTER OF THE **AMENDED**)
APPLICATION OF EXTRACTION OIL & GAS,)
LLC FOR AN ORDER ESTABLISHING AN)
APPROXIMATE **1300.14**-ACRE DRILLING AND)
SPACING UNIT AND ESTABLISHING WELL)
LOCATION RULES APPLICABLE TO THE)
DRILLING AND PRODUCING OF WELLS FROM)
THE CODELL FORMATION COVERING LANDS)
IN SECTIONS **13, 14, 23** AND **24**, TOWNSHIP)
12 NORTH, RANGE **61** WEST, **6TH** P.M., WELD)
COUNTY, COLORADO.)

Cause NO. 535

Docket NO. 1412-SP-2181

Intake NO. 39

AMENDED APPLICATION

Extraction Oil & Gas, LLC ("Applicant" or "Extraction"), by and through its attorneys, Welborn Sullivan Meck & Tooley, P.C., respectfully submits this **Amended** Application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order establishing an approximate **1300.14**-acre drilling and spacing unit and establishing well location rules applicable to the drilling of wells and producing of oil and gas from the Codell Formation covering certain lands in Weld County, Colorado. In support of its **Amended** Application, Applicant states as follows:

1. Applicant owns leasehold interests in the following lands ("Application Lands"):

Township 12 North, Range 61 West, 6th P.M.

Section 13: Lots 1-4 (approx. 15.41 acres)

Section 14: Lots 1 and 2 (approx. 4.73 acres)

Section 23: All

Section 24: All

A reference map of the Application Lands is attached hereto.

2. Rule 318.a. provides that a well drilled in excess of 2,500 feet in depth shall be located not less than 600 feet from any lease line, and shall be located not less than 1,200 feet from any other producible or drilling oil or gas well when drilling to the same source of supply, unless authorized by order of the Commission upon hearing. The Application Lands are subject to this Rule.

3. The Codell Formation is a common source of supply under the Application Lands.

4. The above-proposed drilling and spacing unit will allow efficient drainage of the Codell Formation, will prevent waste, will not adversely affect correlative rights, and will assure the greatest ultimate recovery of oil, gas and associated hydrocarbon substances from the Codell Formation. The proposed drilling and spacing unit is not smaller than the maximum area that can be economically and efficiently drained by the proposed wells in such drilling and spacing unit. Applicant further maintains that a well drilled in the above-proposed drilling and spacing unit will have no adverse effect on correlative rights of adjacent owners.

5. Applicant requests that the order authorize the drilling and completion of one (1) horizontal Codell well in the approximate **1300.14**-acre drilling and spacing unit described above, with the option to drill and complete up to four (4) wells in the drilling and spacing unit with the surface location to be located at a legal location in the above described drilling and spacing unit or on adjacent lands. Applicant further requests that the treated interval of each wellbore be no closer than 600 feet from the treated interval of any other wellbore producing from the Codell Formation, and no closer than 300 feet from a unit boundary unless such boundary abuts or corners lands for which the Commission has not at the time of the drilling permit application granted the right to locate the treated interval of the wellbore no closer than 300 feet from a unit boundary. If the Commission has not at the time of the drilling permit application granted to the owners of the adjacent or cornering lands the right to locate the treated interval of the wellbore no closer than 300 feet from a unit boundary, then the treated interval of the wellbore shall be located no closer than the distance permitted in the adjacent or cornering lands, without exception being granted by the Director.

6. Applicant requests authority to drill only those wells necessary to determine the well density which allows the most efficient drainage of the Codell Formation, prevents waste, does not adversely affect correlative rights, and assures the greatest ultimate recovery of oil, gas and associated hydrocarbon substances from the Codell Formation. The proposed drilling and spacing unit is not smaller than the maximum area that can be economically and efficiently drained by the proposed wells in such drilling and spacing unit. Applicant further maintains that wells drilled in the above-proposed drilling and spacing unit will have no adverse effect on correlative rights of adjacent owners.

7. The names and addresses of the interested parties according to the information and belief of the Applicant are set forth in Amended Exhibit A attached hereto and made a part hereof, and the undersigned certifies that copies of the original **Amended** Application shall be served on each interested party 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 consistent with Applicant's proposals as set forth above.

Dated this 14th day of November, 2014

Respectfully submitted,
WELBORN SULLIVAN MECK & TOOLEY, P.C.

By: 

Joseph C. Pierzchala
Stephen J. Sullivan
Welborn Sullivan Meck & Tooley, P.C.
Attorneys for Applicant
1125 - 17th Street, Suite 2200
Denver, CO 80202
303-830-2500

Applicant's Address:

1888 Sherman Street, Suite 200
Denver, CO 80203

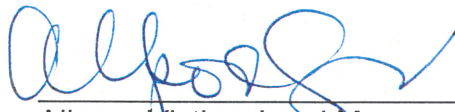
Attn: Allyson Vistica, Land Manager
Phone: 720-382-5228

VERIFICATION

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

Allyson Vistica, Land Manager with Extraction Oil & Gas, LLC, upon oath deposes and says that she has read the foregoing **Amended** Application and that the statements contained therein are true to the best of her knowledge, information and belief.

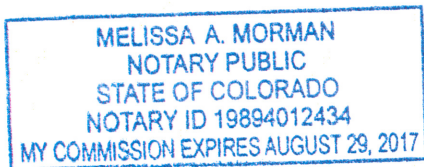
EXTRACTION OIL & GAS, LLC

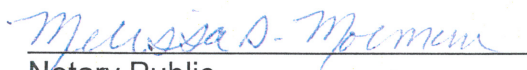


Allyson Vistica, Land Manager

Subscribed and sworn to before me this 13th day of November, 2014 by Allyson Vistica, Land Manager for Extraction Oil & Gas, LLC.

Witness my hand and official seal.





Notary Public

My Commission Expires: 8/29/2017

AMENDED EXHIBIT A

INTERESTED PARTIES

Terry's Legacy, LLC
c/o Leo Jessen Wyobraska, Inc.
P.O. Box 1140,
Scottsbluff, NE 69363

Barbara J. Kross
6933 Sedgwick Drive
Fort Collins, CO 80525-7056

Noble Energy
1625 Broadway, Suite 2000
Denver, CO 80202-4720

Canyon Oil and Gas, LLC
6301 Aspen Ridge Court
Fort Collins, CO 80524

Leo Jessen Wyobraska, Inc.
P.O. Box 1140
Scottsbluff, NE 69363

Rex Energy Rockies, LLC
c/o James Mowry
Throne Law Office
P.O. Box 1056
Sheridan, WY 82801

Kent Kuster
Oil & Gas Consultant Coordinator
CDPHE
4300 Cherry Creek Drive South
Denver, CO 80246-1500

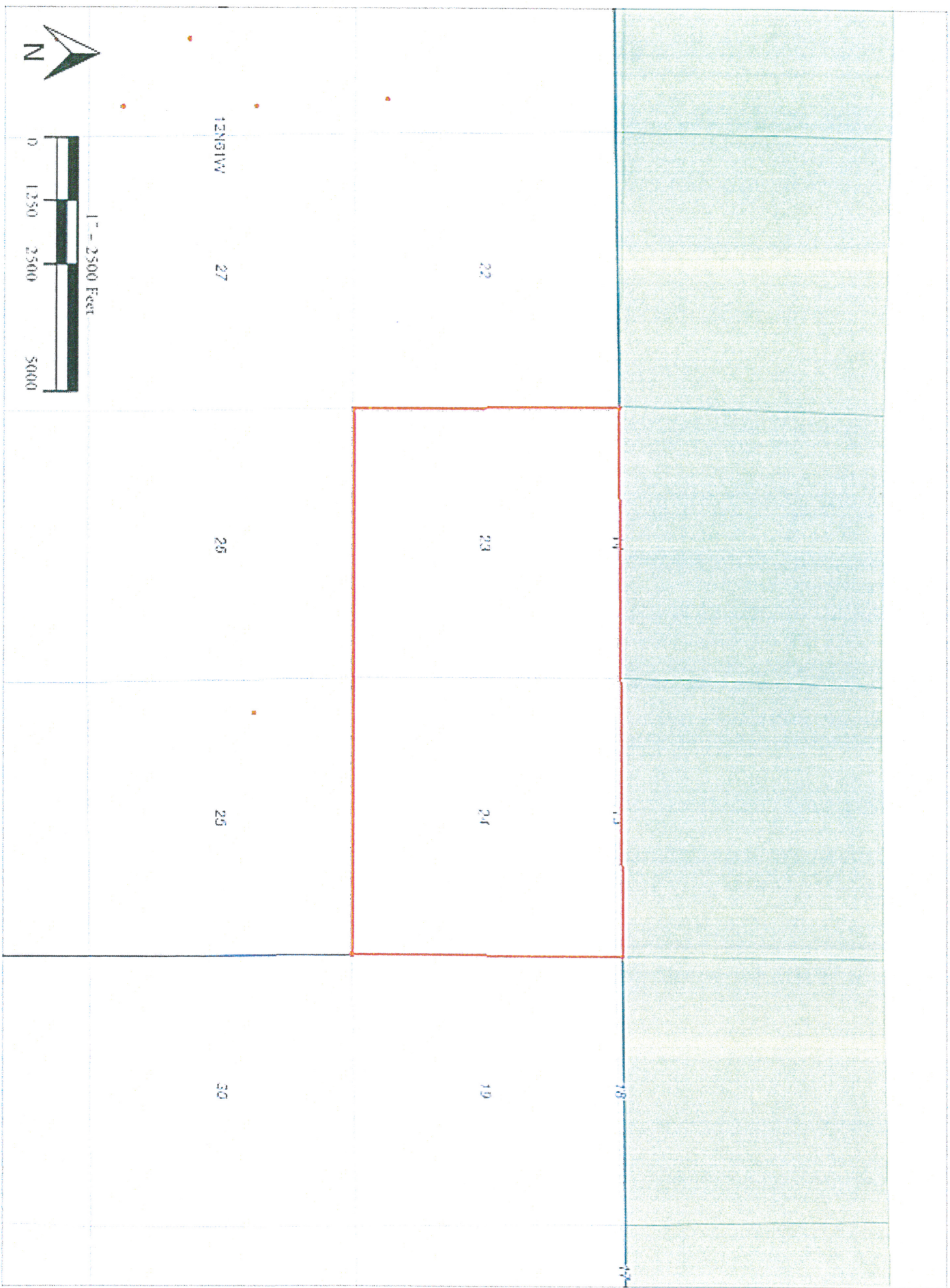
Tom Schreiner
Northeast Region Office
Energy Liaison – Colorado Parks and Wildlife
6060 Broadway
Denver, CO 80216

Tom Parko
Weld County
1555 North 17th Street
Greeley, CO 80631

Anadarko Land Corporation
P.O. Box 173779
Denver, CO 80217

John L. Mims
301 Perhealth Drive
Aberdeen, NC 28315

Application Lands - Sections 13, 14, 23, & 24, T12N, R61W, 6th P.M.



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AMENDED AFFIDAVIT OF MAILING

STATE OF COLORADO §
CITY AND COUNTY OF DENVER §

I, Joseph C. Pierzchala, of lawful age, and being first duly sworn upon my oath, state and declare:

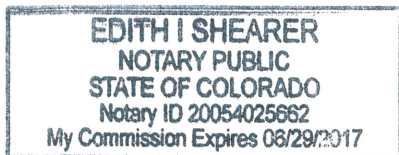
That I am the attorney for Extraction Oil & Gas, LLC and that on or before 11/14, 2014, I caused a copy of the attached **Amended** Application to be deposited in the United States mail, postage prepaid, addressed to the parties on the Amended Exhibit A to the **Amended** Application.




Joseph C. Pierzchala

Subscribed and sworn to before me 11/14, 2014.

Witness my hand and official seal.





Notary Public
My commission expires: 06/29/2017