

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

IN THE MATTER OF THE APPLICATION OF
EOG RESOURCES, INC. FOR AN ORDER TO
ESTABLISH TWELVE (12) APPROXIMATE
1280-ACRE DRILLING AND SPACING UNITS
WITH WELL LOCATION RULES FOR THE
CODELL FORMATION OF CERTAIN
DESCRIBED LANDS LOCATED IN
TOWNSHIPS 11 AND 12 NORTH, RANGE 63
WEST, AN UNNAMED FIELD, WELD
COUNTY, COLORADO

Cause No. 421

Docket No. 1412-SP-2201

AMENDED APPLICATION

EOG Resources, Inc. ("Applicant"), by and through its attorneys, Jost & Shelton Energy Group, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") for an order to establish twelve (12) approximate 1280-acre drilling and spacing units and authorize one (1) horizontal well in order to efficiently and economically recover the oil, gas and associated hydrocarbons within said 1280-acre drilling and spacing unit from the Codell Formation underlying the below-described lands. In support of its Application, Applicant states and alleges as follows:

1. Applicant 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 a majority of the leasehold interests or holds the right to operate on the lands described on Exhibit A attached hereto and incorporated by this reference herein (hereafter "Application Lands"). A reference map of the Application Lands is attached hereto.

3. Rule 318.a. of the Rules and Regulations of the Commission requires that, on unspaced lands, wells drilled in excess of 2,500 feet in depth be located not less than 600 feet from any lease line, and located not less than 1,200 feet from any other producible or drilling oil or gas well when drilling to the same common source of supply, unless authorized by order of the Commission upon hearing. The Application Lands are subject to Rule 318.a. for the Codell Formation. There are no specific Commission Orders applicable to the Codell Formation underlying the Application Lands.

4. The Codell Formation in this area is defined as the stratigraphic equivalent of the interval between 7593' and 7613' as found in the Bevo 4-36M (API No. 05-123-30585) well located in Township 12 North, Range 63 West, Weld County, Colorado. The Codell Formation is a common source of supply underlying the Application Lands.

5. The records of the Commission reflect that no wells have been drilled, are currently producing or previously produced from the Codell Formation on the Application Lands.

6. To promote efficient drainage within the Codell Formation of the Application Lands, to protect correlative rights and to avoid waste, the Commission should establish drilling and spacing units of approximately 1,280-acres as more particularly described in Exhibit A attached hereto and incorporated by reference herein.

7. That Applicant has drilled, tested and completed wells in the Codell Formation upon lands in close proximity to the Application Lands.

8. That 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 gas and associated hydrocarbon substances from the reservoirs. The unit of the size and shape specified above is not smaller than the maximum area that can be economically and efficiently drained by the proposed well in the unit.

9. That the Applicant is requesting to drill and complete one (1) well within each unit in order to efficiently and economically recover the oil, gas and associated hydrocarbons within each of the approximate 1280-acre drilling and spacing units set forth on Exhibit A, and that there will be no adverse effect on correlative rights of adjacent owners.

10. That the horizontal well may enter the target formation anywhere in the unit but the treated interval of each proposed horizontal well shall be no closer than 600 feet from the boundaries of the unit (regardless of the lease lines within the unit) and all horizontal wells shall be no closer than 150 feet from the treated interval of another well producing from the same source of supply within the unit, unless an exception is granted by the Director.

11. The undersigned certifies that copies of this Application will be served on each interested party within seven (7) days of the filing hereof, as required by Rule 503.e.

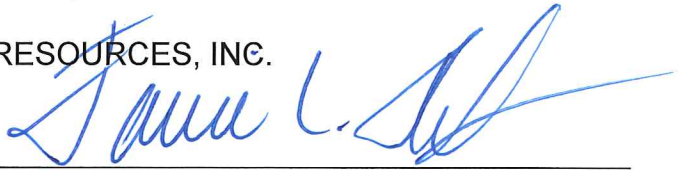
WHEREFORE, Applicant respectfully requests that this matter be set for hearing in December 2014, that notice be given as required by law, and that upon such hearing, the Commission enter its order consistent with Applicant's request as set forth above.

DATED: **November 18, 2014**

Respectfully submitted:

EOG RESOURCES, INC.

By:



Jamie L. Jost
Joseph M. Evers
Jost & Shelton Energy Group, P.C.
Attorneys for Applicant
1675 Larimer St., Suite 420
Denver, Colorado 80202
(720) 379-1812

Applicant's Address:
EOG Resources, Inc.
ATTN: Jason McLaren
1600 17th Street, Suite #1000N
Denver, Colorado 80202

Exhibit A – APPLICATION LANDS

LIST OF 1,280 ACRE DRILLING AND SPACING UNITS

WELD COUNTY, COLORADO

Township 11 North, Range 63 West, 6TH P.M. – DSU #1

Section 7: ALL

Section 18: ALL

Township 11 North, Range 63 West, 6TH P.M. – DSU #2

Section 8: ALL

Section 17: ALL

Township 12 North, Range 63 West, 6TH P.M. – DSU #3

Section 20: ALL

Section 29: ALL

Township 12 North, Range 63 West, 6TH P.M. – DSU #4

Section 21: ALL

Section 28: ALL

Township 12 North, Range 63 West, 6TH P.M. – DSU #5

Section 22: ALL

Section 27: ALL

Township 12 North, Range 63 West, 6TH P.M. – DSU #6

Section 23: ALL

Section 26: ALL

Township 12 North, Range 63 West, 6TH P.M. – DSU #7

Section 24: ALL

Section 25: ALL

Township 12 North, Range 63 West, 6TH P.M. – DSU #8

Section 31: ALL

Township 11 North, Range 63 West, 6TH P.M.

Section 6: ALL

Township 12 North, Range 63 West, 6TH P.M. – DSU #9

Section 32: ALL

Township 11 North, Range 63 West, 6TH P.M.

Section 5: ALL

Township 12 North, Range 63 West, 6TH P.M. – DSU #10
Section 33: ALL

Township 11 North, Range 63 West, 6TH P.M.
Section 4: ALL

Township 12 North, Range 63 West, 6TH P.M. – DSU #11
Section 34: ALL

Township 11 North, Range 63 West, 6TH P.M.
Section 3: ALL

Township 12 North, Range 63 West, 6TH P.M. – DSU #12
Section 36: ALL

Township 11 North, Range 63 West, 6TH P.M.
Section 1: ALL

VERIFICATION

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

Jason McLaren, Landman, with EOG Resources, Inc., 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.

EOG Resources, Inc.

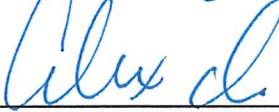


Jason McLaren
Landman

Subscribed and sworn to before me this 19th day of **November**, 2014, by Jason McLaren, Landman for EOG Resources, Inc.

Witness my hand and official seal.

My commission expires: June 11, 2019

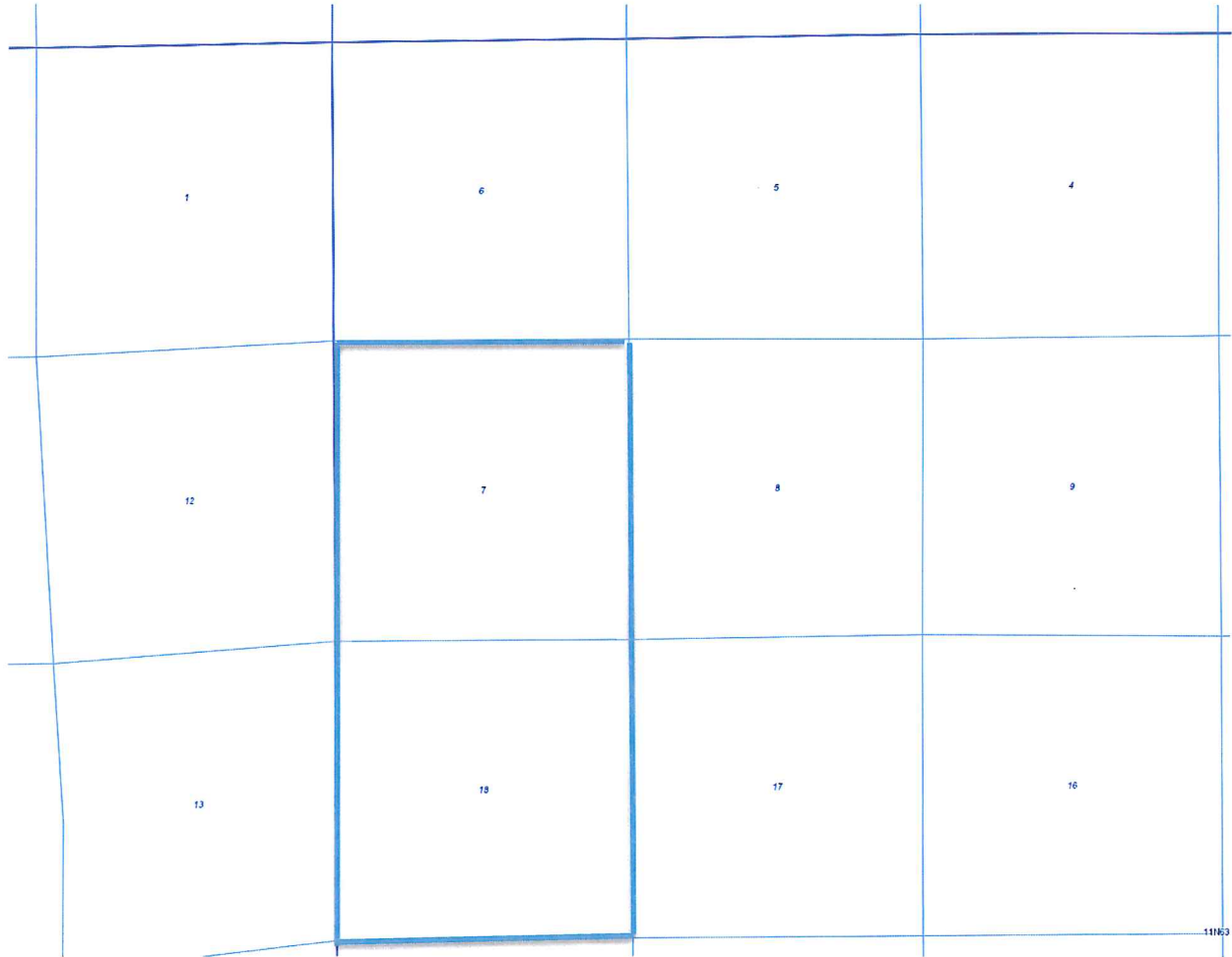


Notary Public

ALEXANDRA KAY IVES NOTARY PUBLIC STATE OF COLORADO NOTARY ID 20144023239 COMMISSION EXPIRES JUN. 11, 2018

Reference Map
EOG Resources, Inc.

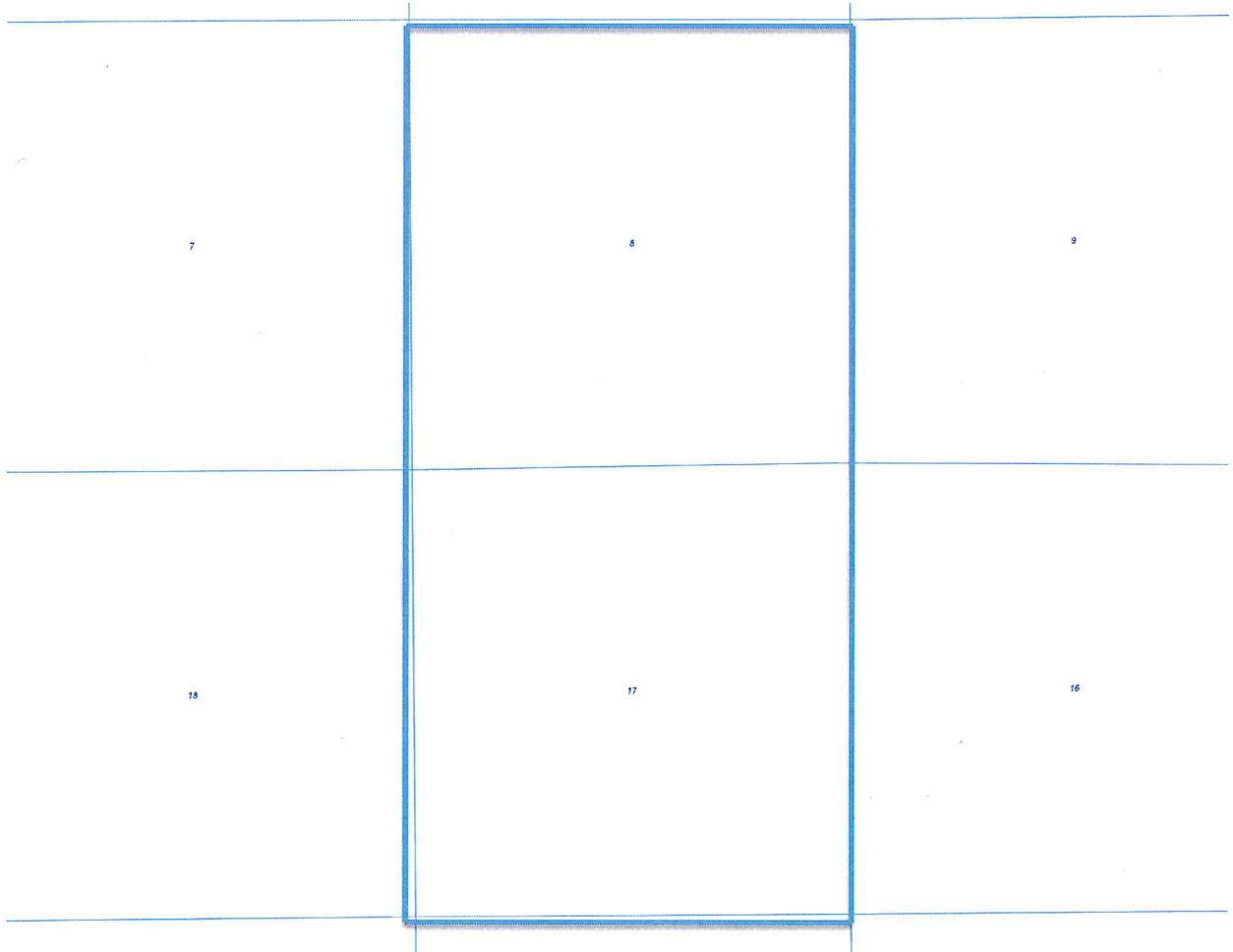
Sections 7 and 18, Township 11 North, Range 63 West, 6th P.M. – DSU #1



*There are no federally owned minerals within the map.

Reference Map
EOG Resources, Inc.

Sections 8 and 17, Township 11 North, Range 63 West, 6th P.M. – DSU #2



*There are no federally owned minerals within the map.

Reference Map
EOG Resources, Inc.

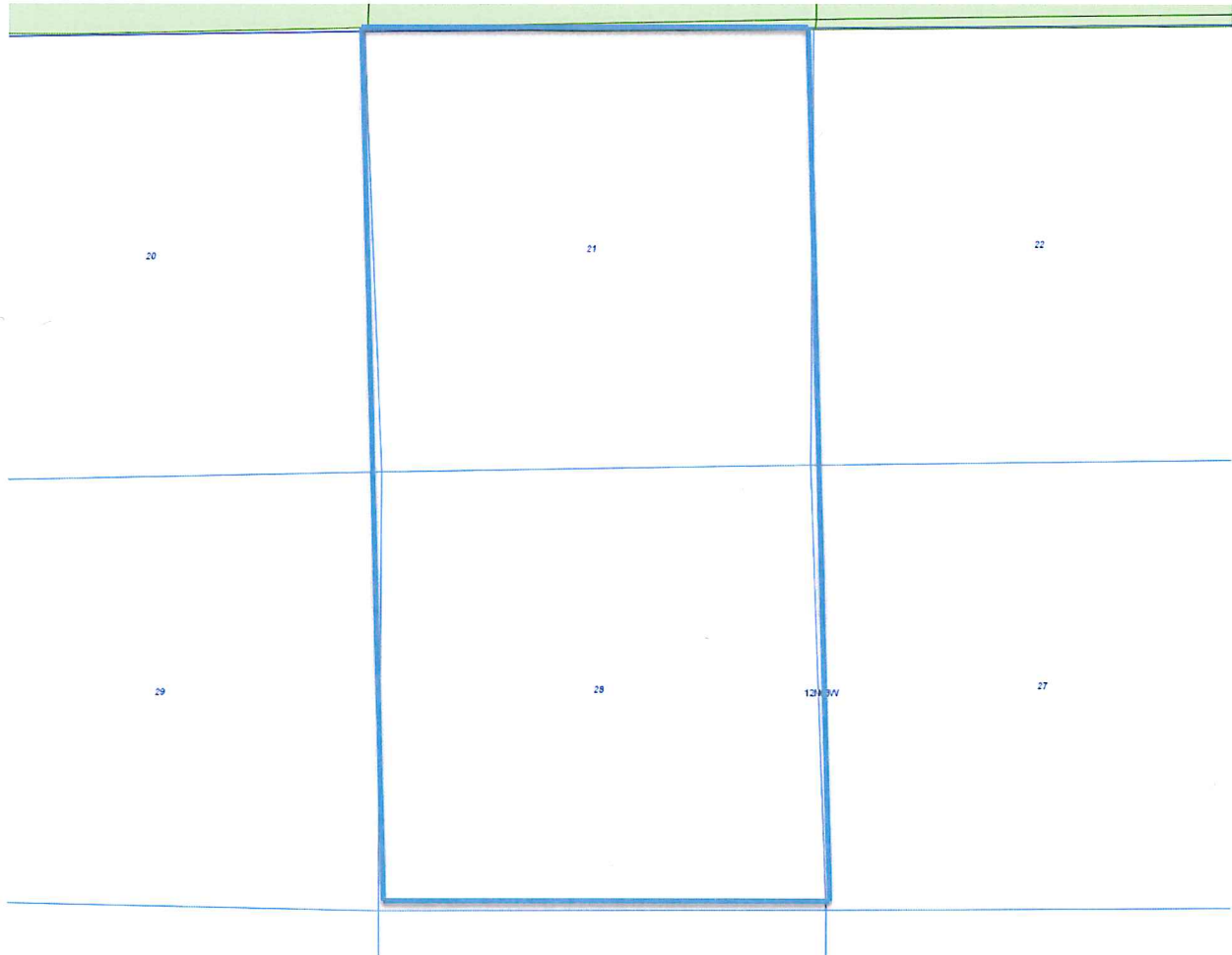
Sections 20 and 29, Township 12 North, Range 63 West, 6th P.M. – DSU #3



*There are no federally owned minerals within the map.

Reference Map
EOG Resources, Inc.

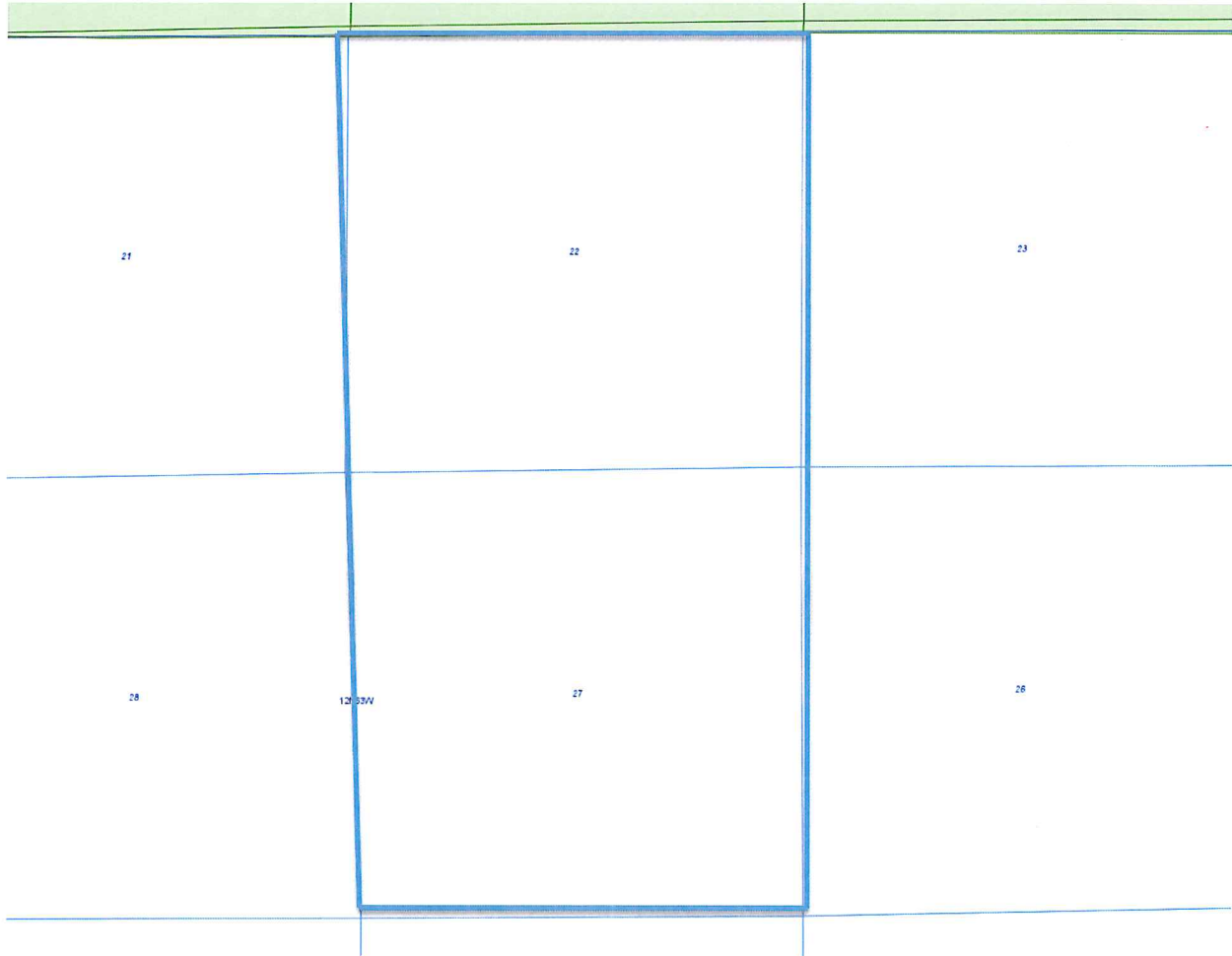
Sections 21 and 28, Township 12 North, Range 63 West, 6th P.M. – DSU #4



*There are no federally owned minerals within the map.

Reference Map
EOG Resources, Inc.

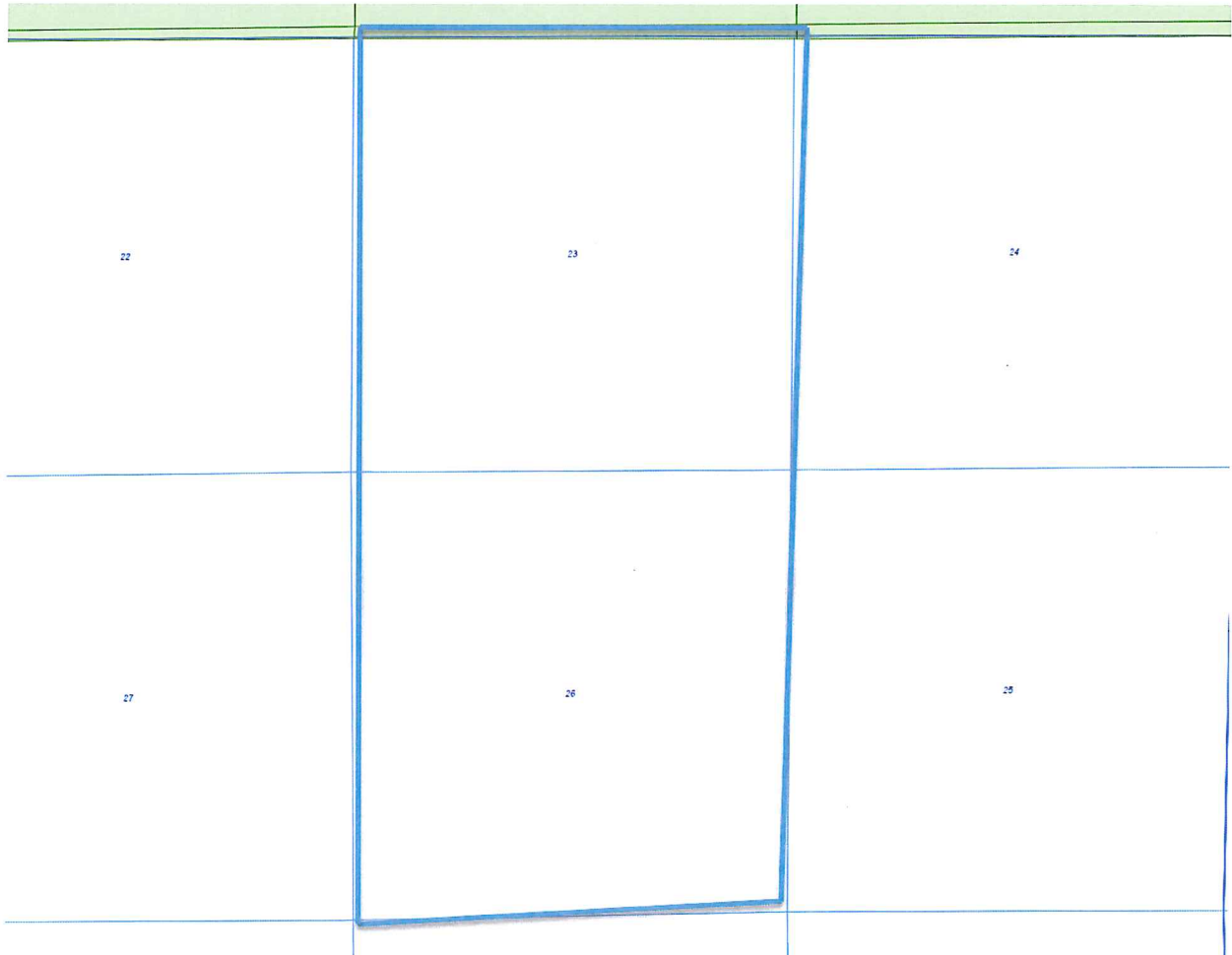
Sections 22 and 27, Township 12 North, Range 63 West, 6th P.M. – DSU #5



*There are no federally owned minerals within the map.

Reference Map
EOG Resources, Inc.

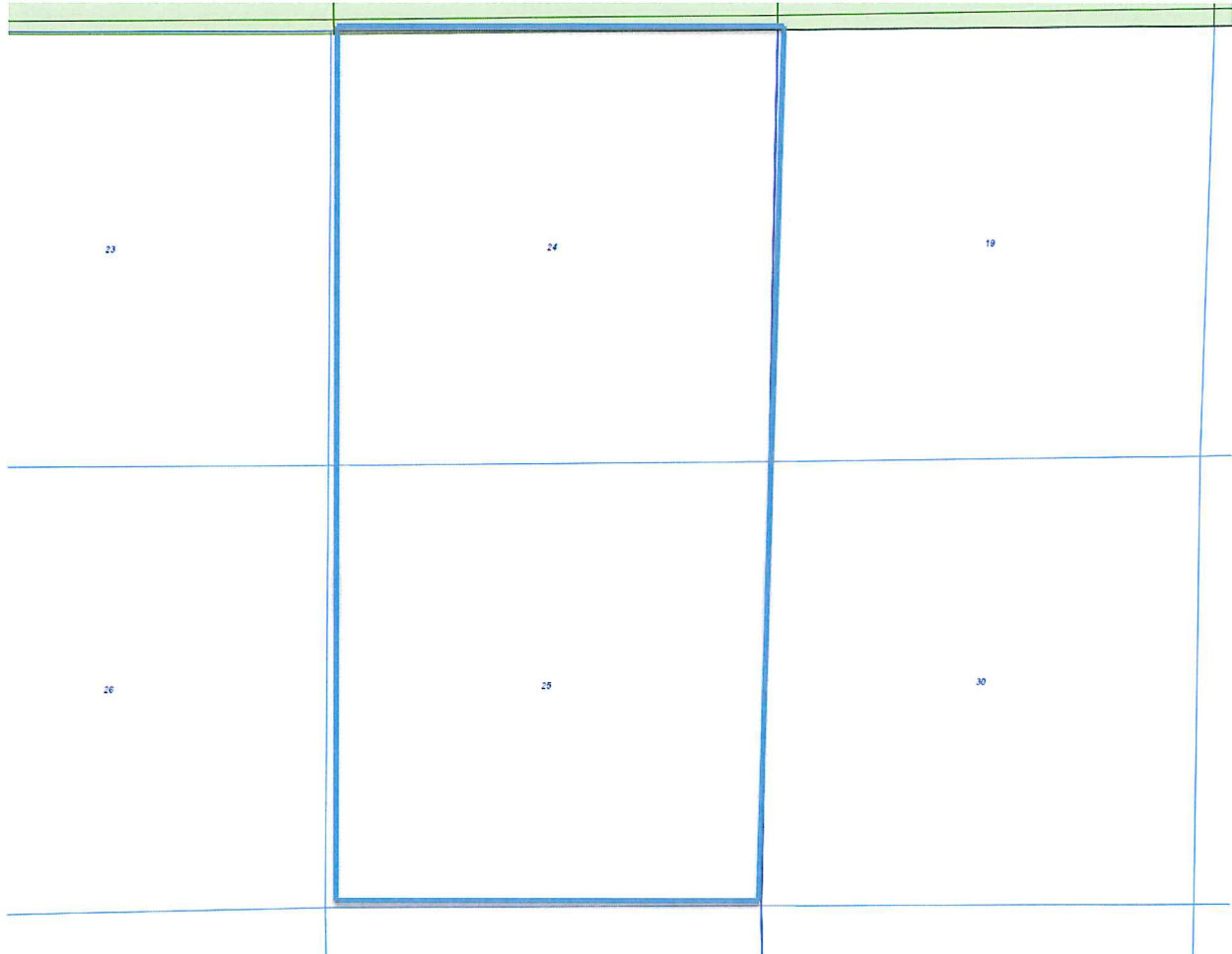
Sections 23 and 26, Township 12 North, Range 63 West, 6th P.M. – DSU #6



*There are no federally owned minerals within the map.

Reference Map
EOG Resources, Inc.

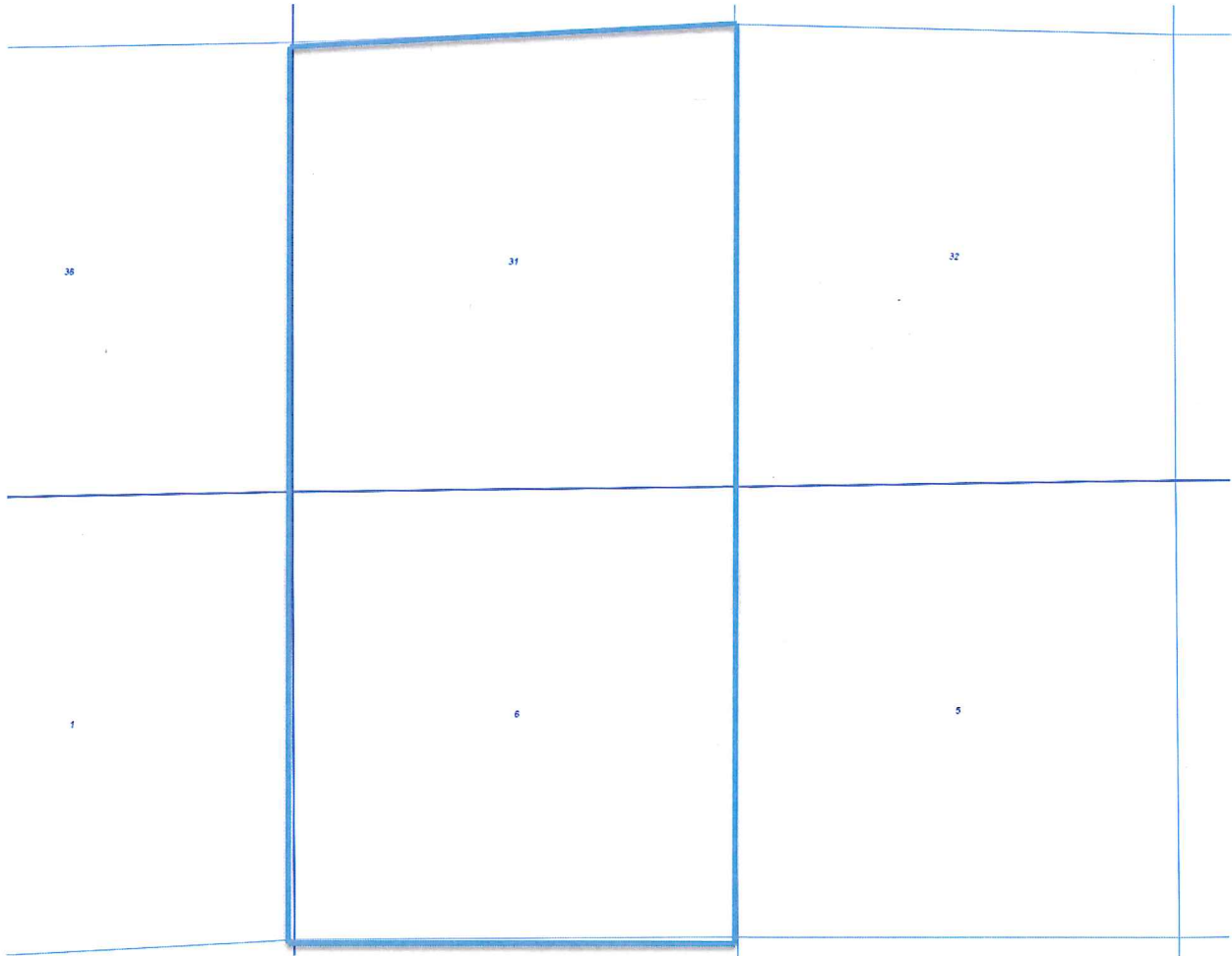
Sections 24 and 25, Township 12 North, Range 63 West, 6th P.M. – DSU #7



*There are no federally owned minerals within the map.

Reference Map
EOG Resources, Inc.

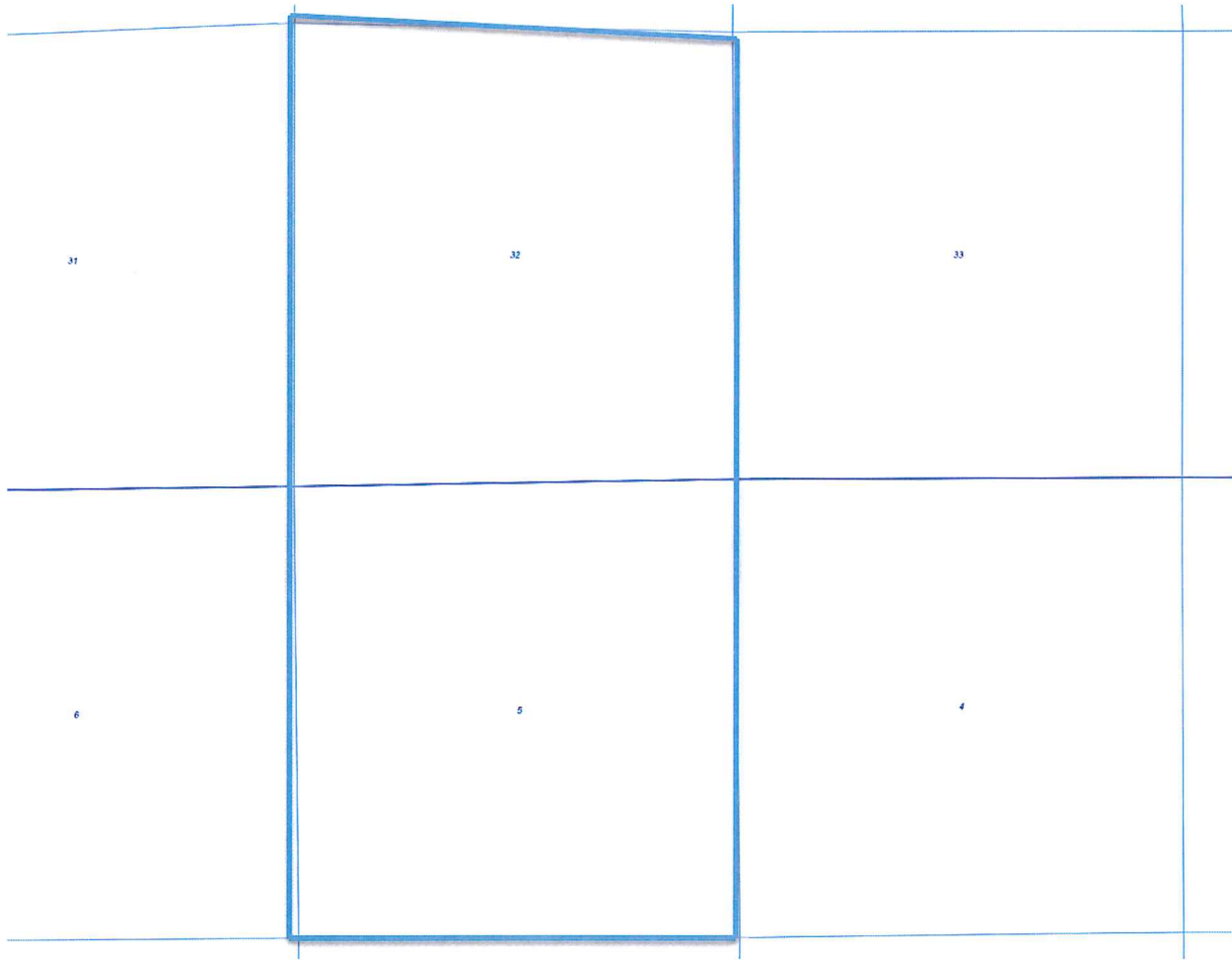
Section 31, Township 12 North, Range 63 West, 6th P.M. – DSU #8
Section 6, Township 11 North, Range 63 West, 6th P.M.



*There are no federally owned minerals within the map.

Reference Map
EOG Resources, Inc.

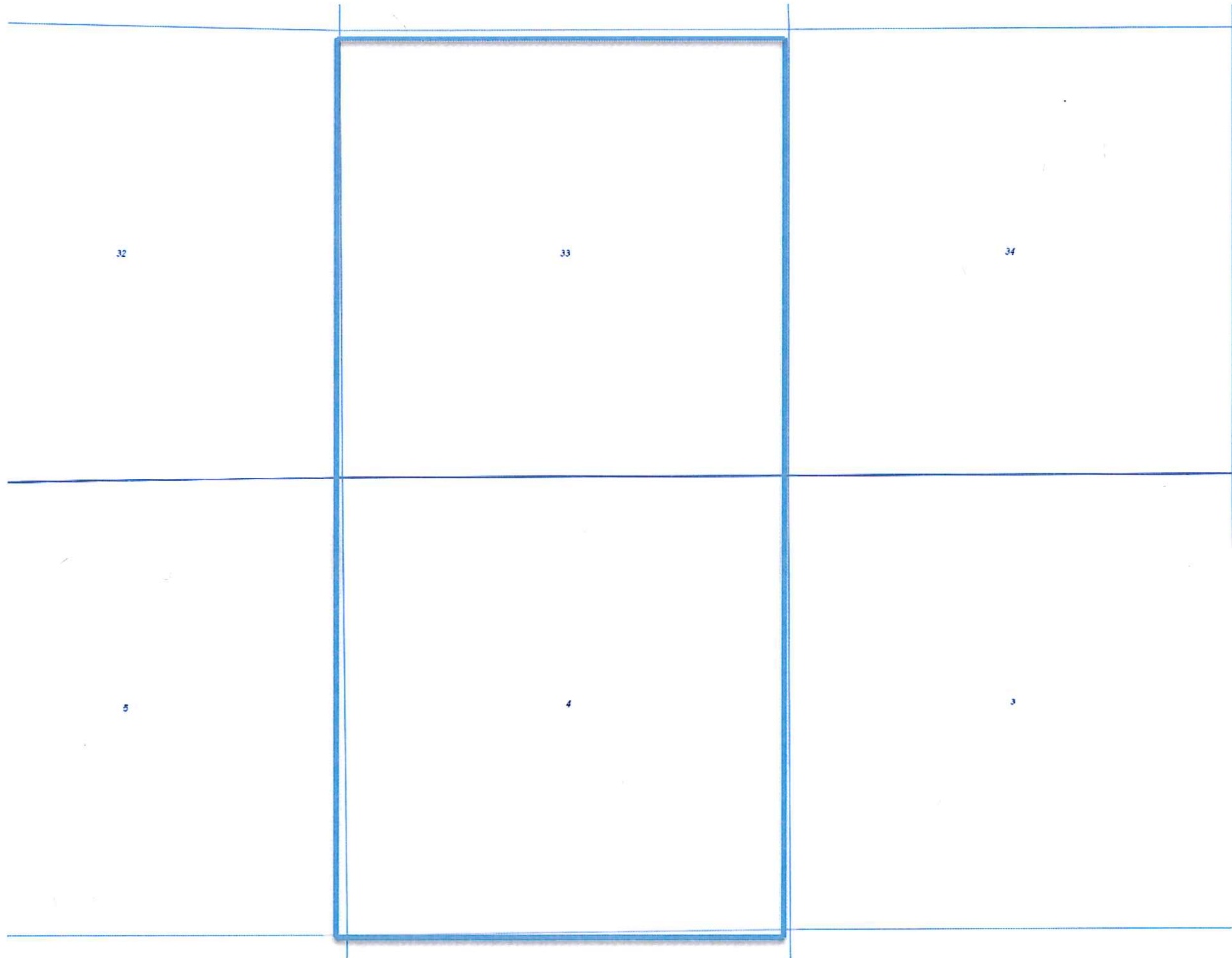
Section 32, Township 12 North, Range 63 West, 6th P.M. – DSU #9
Section 5, Township 11 North, Range 63 West, 6th P.M.



*There are no federally owned minerals within the map.

Reference Map
EOG Resources, Inc.

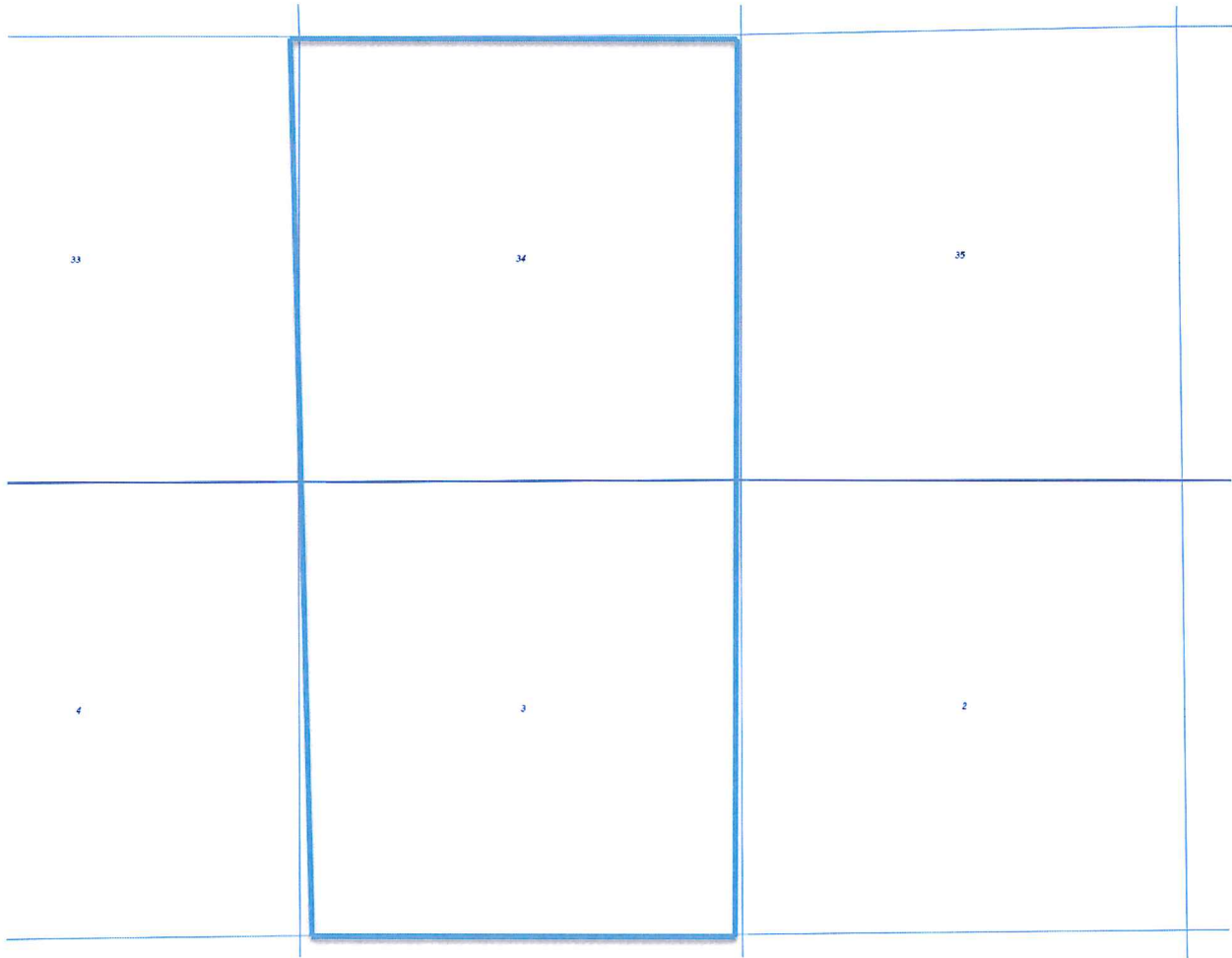
Section 33, Township 12 North, Range 63 West, 6th P.M. – DSU #10
Section 4, Township 11 North, Range 63 West, 6th P.M.



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Reference Map
EOG Resources, Inc.

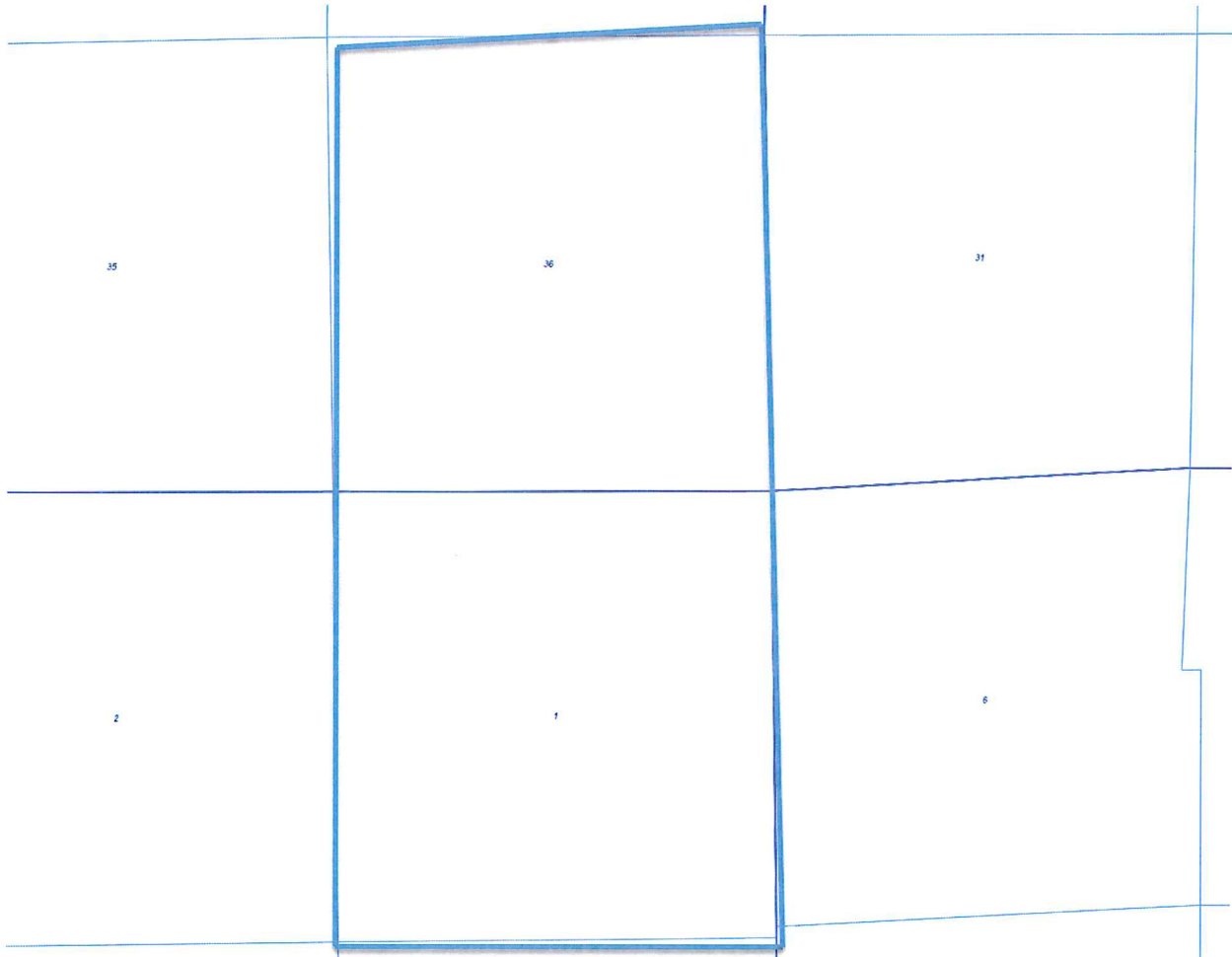
Section 34, Township 12 North, Range 63 West, 6th P.M. – DSU #11
Section 3, Township 11 North, Range 63 West, 6th P.M.



*There are no federally owned minerals within the map.

Reference Map
EOG Resources, Inc.

Section 36, Township 12 North, Range 63 West, 6th P.M. – DSU #12
Section 1, Township 11 North, Range 63 West, 6th P.M.



*There are no federally owned minerals within the map.

Exhibit B
Interested Party List

EOG Resources, Inc.
600 17th Street, Suite 1000N
Denver, CO 80202

Anadarko E&P Company, LP
PO Box 1330
Houston, TX 77251-1330

Chesapeake Exploration, LLC
PO Box 18496
Oklahoma City, OK 73154

The Lutheran Home
530 South 26th Street
Omaha, NB 68105

Sonya J. McFall
2170 Pacific Street
Gering, NB 69341

Bill Barrett Corporation
1099 18th Street, Suite 2300
Denver, CO 80202

Susan F. Breeden
2702 19th Street Drive, #17
Greeley, CO 80634

Heirs of John E. Faris,
who appear to be George E. Faris
Address Unknown

McElvain Energy Fund 2010, LLC
1050 17th Street, Suite 1800
Denver, CO 80265

Heirs of Vera M. Faris Christensen,
who appear to be Eldon Christensen,
Vernon Christensen,
and Karen Christensen
Address Unknown

Heirs of Jack E. Lacy,
who appear to be Reno Lacy
Address Unknown

Sundance Energy, Inc.
633 17th Street, Suite 1950
Denver, CO 80202

Heirs of Glen Faris
Address Unknown
Wellington, CO

School District No. 85
Weld County
C/O Colorado State Board of Education
201 East Colfax Avenue
Denver, CO 80203

Cox Ranches LLC
PO Box 47
Cheyenne, WY 82003-0047

Bold Resources, LLC
6615 W. Rowland Avenue
Littleton, CO 80128

Noble Energy, Inc.
1625 Broadway, Ste. 2200
Denver, CO 80202-4725

Chesapeake Exploration, LLC
PO Box 18496
Oklahoma City, OK 73154

OOGC America, Inc.
11700 Katy Freeway, Suite 280
Houston, TX 77079

EOG Resources, Inc.
PO Box 4362
Houston, TX 77210-4362

Karen R. Haley Revocable Trust
Karen R. Haley, Trustee
5685 South Bellaire Court
Greenwood Village, CO 80121

Cox Ranches Partnership I
PO Box 47
Cheyenne, WY 82003-0047

Audrey Tibbetts,
formerly Audrey Beckley
PO Box 296
Jamestown, CA 95327

Kent Kuster
Colorado Department of Public Health &
Environment
4300 Cherry Creek Drive South
Denver, CO 80246-1530

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

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