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

IN THE MATTER OF AN APPLICATION BY CIRQUE RESOURCES LP FOR AN ORDER VACATING AN APPROXIMATE 640-ACRE DRILLING AND SPACING UNIT ESTABLISHED FOR SECTION 27, TOWNSHIP 11 NORTH, RANGE 67 WEST, 6TH P.M., AND ESTABLISHING AN APPROXIMATE 1,280-ACRE DRILLING AND SPACING UNIT FOR SECTIONS 22 AND 27, TOWNSHIP 11 NORTH, RANGE 67 WEST, 6TH P.M., FOR HORIZONTAL WELL DEVELOPMENT OF THE CODELL FORMATION, UNNAMED FIELD, WELD COUNTY, COLORADO	)	CAUSE NO. 535 DOCKET NO. *To be assigned*

APPLICATION

Cirque Resources LP ("Cirque" 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: **(1)** vacating the approximate 640-acre drilling and spacing unit established for Section 27, Township 11 North, Range 67 West, 6th P.M., for production of oil, gas and associated hydrocarbons from the Codell Formation; and **(2)** establishing an approximate 1,280-acre drilling and spacing unit for Sections 22 and 27, Township 11 North, Range 67 West, 6th P.M., and authorizing the drilling of up to four (4) horizontal wells within the proposed unit, for the production of oil, gas and associated hydrocarbons from the Codell Formation. In support of its Application, Applicant states and alleges as follows:

1. Applicant is a limited partnership duly authorized to conduct business in the State of Colorado, and has registered as an operator with the Commission.

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

Township 11 North, Range 67 West, 6th P.M.
Section 22: All
Section 27: All

These lands are hereinafter referred to as the "Application Lands." A map depicting the acreage comprising the Application Lands is attached hereto and marked as Exhibit A.

3. Rule 318.a. of the Commission Rules provides a well to be drilled 2,500 feet or greater 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 common source of supply, unless authorized by the Commission upon hearing. Section 22, Township 11 North, Range 67 West, 6th P.M. is subject to this Rule for the production of oil, gas and associated hydrocarbons from the Codell Formation.

Vacating the 640-acre Drilling Unit for Horizontal Well Development of the Codell Formation

4. On or about August 12, 2010, the Commission entered Order No. 535-2 which, among other things, established 640-acre drilling and spacing units for certain lands, including Section 27, Township 11 North, Range 67 West, 6th P.M., and approved one horizontal well for the Codell Formation and one horizontal well for the Niobrara Formation for each unit, with the permitted wells located no closer than 600 feet from the boundaries of the unit.

5. Applicant requests the Commission vacate the approximate 640-acre drilling and spacing unit previously established for Section 27, Township 11 North, Range 67 West, 6th P.M., for the production of oil, gas and associated hydrocarbons from the Codell Formation. This request is made to allow for horizontal well development of the Application Lands with horizontal wellbores with long laterals which will cross the section line between the Application Lands, leading to more economical and efficient recovery of the resources, while minimizing surface impacts, creating efficiencies for drilling and production, increasing the ultimate recovery of the reserves, preventing waste, and protecting correlative rights.

Establishment of a 1,280-acre Drilling Unit for Horizontal Well Development of the Codell Formation

6. Applicant requests the Commission establish the Application Lands as an approximate 1,280-acre drilling and spacing unit for the Codell Formation pursuant to Rule 503.b.(1) and §34-60-116(2), C.R.S. For the Application Lands, the proposed drilling unit is not smaller than the maximum area that can be economically and efficiently drained by the horizontal wells proposed to be drilled under this Application and completed in the Codell Formation.

7. Applicant requests it be authorized to drill and complete up to four (4) horizontal wells in the approximate 1,280-acre drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Codell Formation, as necessary to economically and efficiently recover resources, while minimizing surface impacts, creating efficiencies for drilling and production, increasing the ultimate recovery of the reserves, preventing waste, and protecting correlative rights.

8. Applicant states that, for any permitted wells to be drilled under this Application, the treated intervals of the wellbore should be not less than 300 feet from the proposed unit boundaries with an inter-well setback of not less than 660 feet from the treated interval of a well producing from the Codell Formation, without exception being granted by the Director.

* * *

9. Applicant states that any horizontal wells to be drilled under this Application will be drilled from the surface of the drilling unit, or on adjacent lands with consent of the landowner, without exception being granted by the Director.

10. 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.

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

12. That the names and addresses of the interested parties (owners within the proposed drilling unit and those owners of contiguous or cornering tracts which may be affected by the change in minimum setbacks) 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. Vacating the approximate 640-acre drilling and spacing unit established for Section 27, Township 11 North, Range 67 West, 6th P.M., for the production of oil, gas and associated hydrocarbons from the Codell Formation.

B. Establishing an approximate 1,280-acre drilling and spacing unit for the Application Lands, and authorizing the drilling of up to four (4) horizontal wells within the proposed unit, for the production of oil, gas and associated hydrocarbons from the Codell Formation, with the treated intervals of the wellbore of any permitted wells to be located not less than 300 feet from the outer boundary of the proposed unit and an inter-well setback of not less than 660 feet from the treated interval of any well being drilled or producing from the Codell Formation, without exception being granted by the Director.

C. Requiring that any permitted wells to be drilled under this Application should be drilled from the surface of the drilling unit, or on adjacent lands with consent of the landowner, without exception being granted by the Director.

D. Providing that relief granted under this Application be effective on oral order by the Commission, relying on the Applicant's desire to be bound by said oral order.

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

DATED this 16th day of October, 2014.

Respectfully submitted,

CIRQUE RESOURCES LP

By: _____

Robert A. Willis (Colorado Bar No. 26308)
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

Applicant's Address:
Cirque Resources LP
Mark Seligman, Landman
475 17th Street, Suite 1600
Denver, CO 80202

VERIFICATION

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

Mark Seligman, Landman for Cirque Resources 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.

CIRQUE RESOURCES LP

Mark Seligman

Subscribed and sworn to before me this 14 day of October, 2014, by Mark Seligman, Landman for Cirque Resources LP.

Witness my hand and official seal.

My commission expires: July 21 2018

Malea Broyles
Notary Public

MALEA BROYLES
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20144028444
MY COMMISSION EXPIRES JULY 21, 2018

Application Lands -

Sections 22 and 27, T11N, R67W
Weld County, Colorado

Exhibit A
Application Map

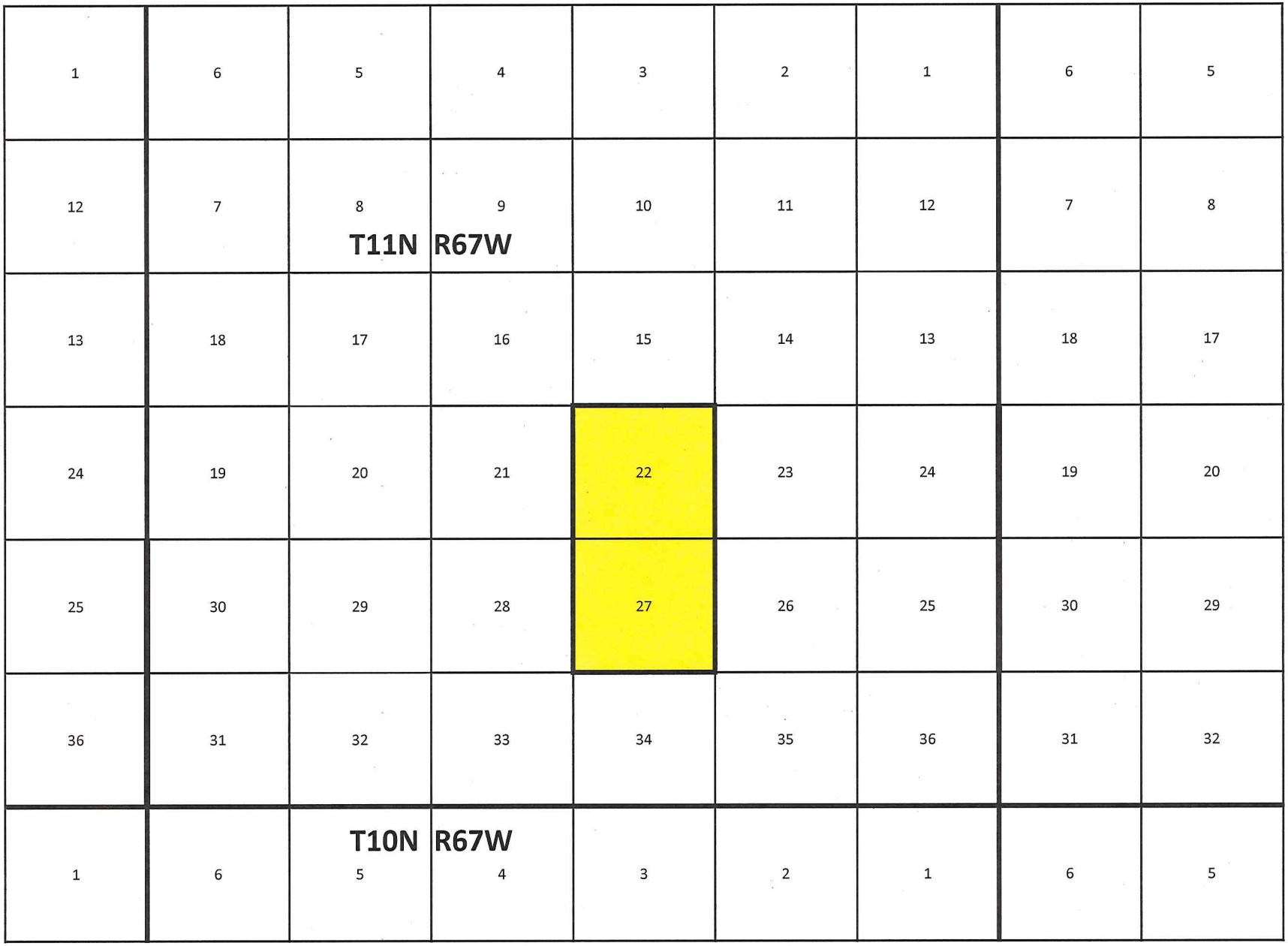

EXHIBIT B

INTERESTED PARTIES

The names and addresses of the interested parties (owners within Sections 22 and 27, Township 11 North, Range 67 West, 6th P.M., and those owners of contiguous or cornering tracts which may be affected by the change in minimum setbacks) according to the information and belief of the Applicant are set forth in this Exhibit B.

Cirque Resources LP
475 17th Street, Suite 1600
Denver, CO 80202

Robert A. Willis
Beatty & Wozniak, P.C.
216 16th Street, Suite 1100
Denver, Colorado 80202

Cirque Brennsee, LLC
475 17th Street
Suite 1600
Denver, CO 80202

Noble Energy, Inc.
1625 Broadway
Suite 2200
Denver, CO 80202

BMT O & G Co., LLC
201 Main Street
Suite 2700
Fort Worth, TX 76102

Keystone O & G Co., LLC
201 Main Street
Suite 2700
Fort Worth, TX 76102

LMBI O & G Co., LLC
201 Main Street
Suite 2700
Fort Worth, TX 76102

SRBI O & G Co., LLC
201 Main Street
Suite 2700
Fort Worth, TX 76102

Thru Line O & G Co., LLC
201 Main Street
Suite 3100
Fort Worth, TX 76102

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

McCombs Energy, LTD
5599 San Felipe
Suite 1200
Houston, TX 77056

OOGC America, Inc.
BOX 4705 N 25
Beijing, China 100010CN

Rubicon Oil & Gas II, LP
508 W. Wall Avenue
Suite 500
Midland, TX 79701

Anadarko Petroleum Corporation
1099 18th Street
Suite 1800
Denver, CO 80202

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

State of Colorado, acting by and through the State Board of Land Commissioners
1127 Sherman Street
Suite 300
Denver, CO 80203

Sharon Rae Mosness, aka Sharon Mosness
9961 Stevenson Avenue
Carr, CO 80612

Fay R. Johnson
3600 Malone Road South
Hernando, MS 38632

Raymond Bradley Hays
9303 County Road 124
Carr, CO 80612

Carolyn B. Miller
101 Eagle Nest Lane
Laramie, WY 82070

James E. Morrison, Jr., aka James E. Morrison
4590 East Yellowstone
Evansville, WY 82636

Dee A. Boskovich and Scott N. Boskovich
61066 County Road 19.5
Carr, CO 80612

Eugene R. Morrison
681 Bates Avenue
Englewood, CO 80110

Danny L. Moore
238 Carroll Avenue
Cheyenne, WY 82009

Eva A. Moore
805 East 6th Street
Cheyenne, WY 82007

Joella Mae Smith
227 Highway 85
Cheyenne, WY 82007

Wanda J. Moore
P. O. Box 124
Whitney, NE 69367

Marvin Mosness, aka Marvin D. Mosness
9285 Stevenson Avenue
Carr, CO 80612

Nannie L. Gray
c/o Maurice F. Meysenburg
1561 Via Los Altos
La Habra, CA 90631

David S. MacAlpine, Sr.
2865 Galleon Drive
Pebble Beach, CA 93953

The heirs or devisees of Julia Wilke Damm, deceased: Dorothy J. Brown and
Frederick A. Damm
3419 Hampton Drive
Fort Collins, CO 80525

Donnal W. Hintergardt and Willa M. Hintergardt
61183 County Road 19.5
Carr, CO 80612

Linda L. Davidson
5940 Cedarsong Lane
Bellingham, WA 98226

L. G. Everist, Inc.
P. O. Box 5829
Sioux Falls, SD 57117

Viva M. Long, fka Viva Myrtle Morrison
308 West Idaho
Cheyenne, WY 82009

David E. Moore
5101 Ten Sleep Drive
Cheyenne, WY 82009

Harry E. Moore, aka H. E. Moore
3532 Hayes Avenue
Cheyenne, WY 82001

The heirs and devisees of David J. Clark and Ruby M. Clark (1948 Reservation), appears deceased
No Address Found of Record

Arvid R. DePorter
14503 County Road 108
Nunn, CO 80648

Mark A. Wagner
9198 Stevenson Avenue
Carr, CO 80612

Shen A. Gruber
P. O. Box 327
Wellington, CO 80549

Mary Ann Hefferman
9226 Gray Avenue
Carr, CO 80612

Helen L. Harris
2717 Arrow Highway
Space 79
LaVerne, CA 91750

Randy J. Nelson
2305 Jefferson Street
Duluth, MN 55812

Donald G. Dubitz
RR 1 Basha
Alberta, Canada TBO OHO

Muriel Kay Shaffer
9114 Stevenson Avenue
Carr, CO 80612

Jean W. Thompson
1847 Valley View Lane
Fort Collins, CO 80524

Katheryn L. Duffy
c/o Carolyn Brown
1002 Briar Court
Cheyenne, WY 82007

Alice C. Hoffner
2214 20th Avenue
Greeley, CO 80631

Dennis Meister
P. O. Box 22
Carr, CO 80612

Beverly Joder Collier
4240 North Del Ciervo Place
Tucson, AZ 85750

Vinton R. Morey
435 Westhill Drive
Berthoud, CO 80513

Dale T. VanLoo
P. O. Box 30
Carr, CO 80612

Terri R. Gibbons
9379 Paden Avenue
Carr, CO 80612

Karl H. Braun and Cheryl L. Braun
9378 Gray Avenue
Carr, CO 80612

James S. McWilliams Trustee of The James S. McWilliams Trust
6730 Ridgeline Drive
Timnath, CO 80547

Larry A. Calvin
6 Lakvue Heights Drive
Oroville, WA 98844

Carolyn Brown
c/o Carolyn Brown 1002 Briar Court
Cheyenne, WY 82007

Sharon Keeler
c/o Carolyn Brown 1002 Briar Court
Cheyenne, WY 82007

Jeanine M. Seilbach
2214 20th Avenue
Greeley, CO 80631

John Meister, Trustee of the Carla H. Meister Revocable Trust
19254 Rexville Grange Road
Mount Vernon, WA 98273

Brian N. Fletcher and Anna Fletcher
5214 Road 47
Torrington, CO 82240

Linda M. Lacock
9531 Stevenson Avenue
Carr, CO 80612

Carr Community Church, a Colorado
non-profit corporation
c/o Robin Hays
9303 County Road 124
Carr, CO 80612

Evangeline K. Puhl
349 Roosevelt Avenue
Nunn, CO 80648

William N. Heiss and Susan E. Heiss, Trustees
under the BSH Trust, dated October 25, 1999, for
the benefit of Susan E. Heiss
P. O. Box 2944
Casper, WY 82602

Mark Dwyer
1704 63rd Avenue NE, #V
Salem, OR 97305

Alan Thornhill
61515 4th Street
Carr, CO 80612

Clint A. DePorter
12609 County Road 120
Carr, CO 80612

Keith Wiese
1770 Tabeguacho Mountain
Loveland, CO 80538

Larry L. Walston and Alice Walston
9575 McGuire Avenue
Carr, CO 80612

Robert A. Seefried
P. O. Box 46
Carr, CO 80612

Marvin L. Fenwick and Mary K. Fenwick
9379 McGuire Avenue
Carr, CO 80612

Linda M. Newman
61815 5th Street
Carr, CO 80612

Randi Barnes
9495 Warner Avenue
Carr, CO 80612

Larry L. Lorentzen
P. O. Box 1122
Wellington, CO 80549

Jose Lopez Hernandez
128-1/2 East 12th Street
Loveland, CO 80537

Robert L. Hixon
9379 Paden Avenue
Carr, CO 80612

Anthony F. Vollack
10610 West 74th Place
Arvada, CO 80005

David B. Reynolds
P. O. Box 642
LaPorte, CO 80535

Margaret L. Wigfield
c/o Patrick G. Williams
9391 County Road 126
Carr, CO 80612

Sheryl Manz
c/o Kamicar
674 South Flamingo Court
Denver, CO 80246

Brian James Staat
c/o Albert L. Lowe
3520 North Logan Avenue
Loveland, CO 80538

Loren Chambers
56341 County Road 21
Carr, CO 80612

Christine A. Schneider
P. O. Box 26
Carr, CO 80612

Timothy Scruggs
9571 Gray Avenue
Carr, CO 80612

Belinda Sue Reeves
5251 East County Road 58
Fort Collins, CO 80524

Jeremy M. Fox and Sheila L. Fox
9368 Stevenson Avenue
Carr, CO 80612

Roxanne R. Cook and Larry D. Cook
9348 Paden Avenue
Carr, CO 80612

Kenneth G. Gunter and Jayne J. Gunter
P. O. Box 55
Carr, CO 80612

Frank Surber
P. O. Box 430
Glenwood, IA 51534

Kevin L. Newman
9548 McGuire Avenue
Carr, CO 80612

Tracy Lynn Nygren
9417 Roosevelt Avenue
Carr, CO 80612

Marilee Susan Heiss
c/o Marilee Susan Wehde
13654 Xavier Lane, Suite 101
Broomfield, CO 80023

Willa M. Hintergardt and Donnal W. Hintergardt
61183 County Road 19.5
Carr, CO 80612

H. M. Seagondollar and Zelda E. Seagondollar
c/o Gabrielle Ransdell
P. O. Box 2662
Apple Valley, CO 92307

Douglas James Mayer
9575 Warner Avenue
Carr, CO 80612

The heirs or devisees of
Wilbur L. Thomas, deceased
3254 Weld County Road 20
Longmont, CO 80501

Dack, LLC, a Colorado limited liability company
8510 County Road 69
Keenesburg, CO 80643

Barbar A. Beichley, David G. Beichley and
Matthew G. Aesoph
9348 Gray Avenue
Carr, CO 80612

Thomas Mitchell
c/o Lecia C. Jimenez 3119 Lusk Place
Cheyenne, WY 82009

Allen Clark and Elsie Clark
9348 McGuire Avenue
Carr, CO 80612

Matthew L. Staat
61539 County Road 19.5
Carr, CO 80612

Roy Yeabsley
701 Anacapa Street
Santa Barbara, CA 93101

Clifford L. Moore and Marcia R. Slatter
9348 Stevenson Avenue
Carr, CO 80612

Coral Rose Fessenden
826 Elm Street
Pueblo, CO 81004

Richard E. Lewis
9848 Stevenson Avenue
Carr, CO 80612

James W. Johnson
9349 McGuire Avenue
Carr, CO 80612

Gail Manz, aka Cail Manz
c/o Gail Jacobs
20166 Aintree Court
Parker, CO 80138

Ronald P. Jones and Jo Ann Jones
9284 County Road 126
Carr, CO 80612

John R. Clinton
121 Dartmouth Trail, Apt. 307
Fort Collins, CO 80525

Marjorie J. Thomas
7900 Weld County Road 120
Carr, CO 80612

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

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

Victoria L. Garvin
61630 4th Street
Carr, CO 80612

Edgar J. Bartholomew and Beth M. Bartholomew
9517 Roosevelt Avenue
Carr, CO 80612

Ross A. DePorter and Janna L. DePorter
61447 2nd Street
Carr, CO 80612

Daniel J. Clinton
121 Dartmouth Trail Apt. 307
Fort Collins, CO 80525

Lincoln Energy LLC
1800 Glenarm Pl. Suite 703
Denver, CO 80202

Randy B. Lehr, Trustee of the Victor Lehr Trust,
dated 6/12/1996
Rural Route 1, Box 98
Texhoma, OK 73949

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

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

IN THE MATTER OF AN APPLICATION BY CIRQUE RESOURCES LP FOR AN ORDER VACATING AN APPROXIMATE 640-ACRE DRILLING AND SPACING UNIT ESTABLISHED FOR SECTION 27, TOWNSHIP 11 NORTH, RANGE 67 WEST, 6TH P.M., AND ESTABLISHING AN APPROXIMATE 1,280-ACRE DRILLING AND SPACING UNIT FOR SECTIONS 22 AND 27, TOWNSHIP 11 NORTH, RANGE 67 WEST, 6TH P.M., FOR HORIZONTAL WELL DEVELOPMENT OF THE CODELL FORMATION, UNNAMED FIELD, WELD COUNTY, COLORADO	)	CAUSE NO. 535 DOCKET NO. *To be assigned*

AFFIDAVIT OF MAILING

STATE OF COLORADO)
)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 Cirque Resources LP, and on or before October 23, 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 16th day of October, 2014.

Witness my hand and official seal.

TERESA L. PETERSON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 19894002026
MY COMMISSION EXPIRES OCT.4, 2017

Notary Public