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

IN THE MATTER OF THE APPLICATION OF ANADARKO E&P ONSHORE LLC FOR AN ORDER TO ESTABLISH AN APPROXIMATE 1305.34-ACRE DRILLING AND SPACING UNIT WITH WELL LOCATION RULES FOR THE CODELL AND NIOBRARA FORMATIONS IN SECTIONS 15, 22, AND 27, TOWNSHIP 12 NORTH, RANGE 64 WEST, 6TH P.M., AN UNNAMED FIELD, WELD COUNTY, COLORADO

Cause No.

Docket No.

APPLICATION

Anadarko E&P Onshore LLC (Operator No. 2800) ("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 an approximate 1305.34-acre drilling and spacing unit and authorize up to one (1) horizontal well in each of the Codell and Niobrara Formations in order to efficiently and economically recover the oil, gas and associated hydrocarbons within said 1305.34-acre drilling and spacing units from the Codell and Niobrara Formations underlying the below-described lands. In support of its Application, Applicant states and alleges as follows:

- 1. Anadarko E&P Onshore LLC 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 leasehold interests or holds the right to operate on the following lands (hereafter "Application Lands"):

Township 12 North, Range 64 West, 6th P.M.

Section 15: Lots 1-4 (approx. 25.34 acres)

Section 22: All Section 27: All

Weld County, Colorado.

A reference map of the Application Lands is attached hereto.

3. Rule 318.a. of the Rules and Regulations of the Oil and Gas Conservation 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. The Application Lands are subject to Rule 318.a. for the

Codell and Niobrara Formations. There are no specific Commission Orders applicable to the Codell or Niobrara Formations underlying the Application Lands.

- 4. The records of the Commission reflect that no wells have been drilled, are currently producing or previously produced from the Application Lands from the Codell or Niobrara Formations.
- 5. To promote efficient drainage within the Codell and Niobrara Formations of the Application Lands, to protect correlative rights and to avoid waste, the Commission should establish an approximate 1305.34-acre drilling and spacing unit for Sections 15, 22, and 27, Township 12 North, Range 64 West, 6th P.M.
- 6. That the above-proposed drilling and spacing unit will allow efficient drainage of the Codell and Niobrara Formations; 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 wells in the units.
- 7. That the Applicant is requesting to drill and complete up to one (1) horizontal well to each of the Codell and Niobrara Formations within the units in order to efficiently and economically recover the oil, gas and associated hydrocarbons within the an approximate 1305.34-acre drilling and spacing unit composed of Sections 15, 22, and 27, Township 12 North, Range 64 West, 6th P.M., and that there will be no adverse effect on correlative rights of adjacent owners.
- 8. That the horizontal wells may enter the target formations 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.
- 9. 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 at the next available opportunity, that notice be given as required by law, and that upon such hearing this Commission enter its order:

A. Establishing an approximate 1305.34-acre drilling and spacing unit for Sections 15, 22, and 27, Township 12 North, Range 64 West, 6th P.M., and allowing up to one (1) horizontal well to each of the Codell and Niobrara Formations in the unit in order to efficiently and economically develop and recover the oil, gas and associated hydrocarbons from of the Codell and Niobrara Formations in the unit.

- B. Providing that the horizontal wellbore may enter the target formations anywhere within the unit, but the treated interval any horizontal well shall be no closer than 600 feet from the boundaries of the unit and not less than 150 feet from the treated interval of another well within the unit unless an exception is granted by the Director.
- C. Finding that an approximate 1305.34-acre drilling and spacing unit for the development of the Codell and Niobrara Formations on the Application Lands will prevent waste, protect correlative rights, and maximize the efficient and economic production of the Codell and Niobrara Formations in Sections 15, 22, and 27, Township 12 North, Range 64 West, 6th P.M.
- 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 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 October 16th, 2014.

Respectfully submitted:

ANADARKO E&P ONSHORE LLC

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:
Anadarko E&P Onshore LLC
ATTN: Jason Rayburn
1099 18th Street, Suite 1800
Denver, Colorado 80202

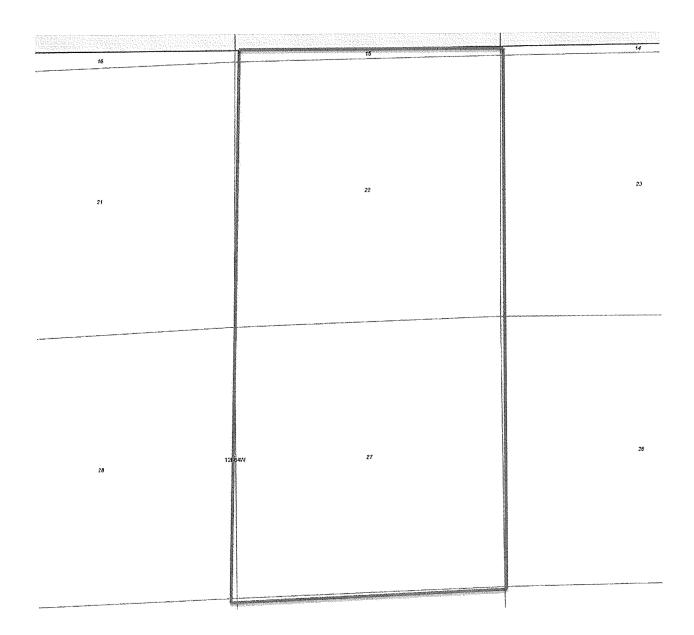
VERIFICATION

STATE OF COLORADO)
) ss. CITY AND COUNTY OF DENVER)
Jason Rayburn, Landman with Anadarko E&P Onshore LLC, 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.
ANADARKO E&P ONSHORE LLC
Jason Rayburn Landman
Subscribed and sworn to before me this Little day of October, 2014, by Jasor Rayburn, Landman for Anadarko E&P Onshore LLC.
Witness my hand and official seal.
My commission expires: 6/19/2018
MATT MARTIN NOTARY PUBLIC STATE OF COLORADO NOTARY ID 20144024535 MY COMMISSION EXPIRES 06/19/2018
NOTAN/ PINIC ***********************************

Notary Public

Reference Map Anadarko E&P Onshore LLC

Sections 15, 22, and 27, Township 12 North, Range 64 West, 6th P.M.



*North of Section 15 is Wyoming and there is no federal mineral ownership within Colorado on the map.

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AFFIDAVIT OF MAILING

STATE OF COLORADO)	
COUNTY OF DENVER)	SS.

Jamie L. Jost of lawful age, and being first duly sworn upon her oath, states and declares:

That she is the attorney for Anadarko E&P Onshore LLC, that on or before October 23, 2014, she caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A attached hereto.

Jamie L. Jost

Subscribed and sworn to before me this/6 day of October, 2014.

Witness my hand and official seal.

My commission expires:

Notary Public

DANIELLE E CARROLL Notary Public State of Colorado Notary ID 20134059312 My Commission Expires Sep 18, 2017

Exhibit A Interested Party List SP – Resolution 12-64-27-22CH

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

Covenant Energy, Inc. P.O. Box 4256 Wichita Falls, TX 76308

Mark T. Cox, IV 9 Glenbrook Circle East Richmond, VA 23229

Tom Schreiner Colorado Parks and Wildlife 6060 Broadway Denver, CO 80526

Ken Kuster Colorado Department of State Health and Environment 4300 Cherry Creek Drive South Denver, CO 80246-1530

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