

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

IN THE MATTER OF AN APPLICATION BY NOBLE)
ENERGY, INC. FOR AN ORDER POOLING ALL INTERESTS) CAUSE NO. 407
IN AN APPROXIMATE 235.371-ACRE ESTABLISHED)
HORIZONTAL WELLBORE SPACING UNIT LOCATED IN) DOCKET NO. *To be assigned*
PORTIONS OF SECTION 18, TOWNSHIP 6 NORTH, RANGE)
63 WEST, 6TH P.M. AND SECTION 13, TOWNSHIP 6 NORTH,)
RANGE 64 WEST, 6TH P.M., FOR THE)
DEVELOPMENT/OPERATION OF THE CODELL)
FORMATION, WATTENBERG FIELD, WELD COUNTY,)
COLORADO)

APPLICATION

Noble Energy, Inc., Operator No. 100322, ("Noble Energy" 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 pooling all interests in an approximate 235.371-acre horizontal wellbore spacing unit established for portions of Section 18, Township 6 North, Range 63 West, 6th P.M. and Section 13, Township 6 North, Range 64 West, 6th P.M., for the development and operation of the Codell Formation. In support of its Application, Applicant states and alleges as follows:

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

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

Township 6 North, Range 63 West, 6th P.M.
Section 18: N $\frac{1}{2}$ S $\frac{1}{2}$

Township 6 North, Range 64 West, 6th P.M.
Section 13: N $\frac{1}{2}$ SE $\frac{1}{4}$

Weld County, Colorado

These lands are hereinafter referred to as the "Application Lands" and depicted in Exhibit A attached hereto.

3. 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. The Application Lands are subject to Rule 318A.

4. Pursuant to Rule 318A., Applicant designated an approximate 235.371-acre horizontal wellbore spacing unit, comprised of the Application Lands, for the Colt A13-638 well (API No. Pending) ("Well"), for the production of oil, gas and associated hydrocarbons from the Codell Formation. Applicant notified all owners in the proposed wellbore spacing unit pursuant to Rule 318A.e.(5). Applicant did not receive objections to the establishment of the proposed horizontal wellbore spacing unit within the 30-day response period.

5. Acting pursuant to the relevant provisions of §34-60-116(6) & (7), C.R.S., and Rule 530., Applicant seeks an order pooling all interests, including, but not limited to, any nonconsenting interests,

in an approximate 235.371-acre horizontal wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation.

6. Applicant requests that the pooling order entered as a result of this Application be made effective as of the date of this Application.

7. Further, Applicant requests 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 made subject to the cost recovery provisions of §34-60-116(7), C.R.S.

8. 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.

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

10. That the names and addresses of the interested parties (persons who own any interest in the mineral estate of the tracts to be pooled, except owners of overriding royalty interest) 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. Pooling all interests in an approximate 235.371-acre horizontal wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation, with the pooling order made effective as of the date of this Application.


B. 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 §34-60-116(6) & (7), C.R.S., and made subject to the cost recovery provisions thereof.

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

DATED this 22nd day of December, 2014.

Respectfully submitted,

NOBLE ENERGY, INC.

By: 
Michael J. Wozniak
Jillian Fulcher
Beatty & Wozniak, P.C.
Attorneys for Applicant
216 16th Street, Suite 1100
Denver, Colorado 80202
(303) 407-4499
mwozniak@bwenergylaw.com
jfulcher@bwenergylaw.com

Address of Applicant

Noble Energy, Inc.
Anna Hudson, Staff Landman
1625 Broadway, Suite 2200
Denver, Colorado 80202

VERIFICATION

STATE OF COLORADO
CITY & COUNTY OF DENVER

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) ss.
)

Charles A. Snure, Land Manager for Noble Energy, 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.

NOBLE ENERGY, INC.

Charles A. Snure
Charles A. Snure

Subscribed and sworn to before me this 15th day of December, 2014, by Charles A. Snure, Land Manager for Noble Energy, Inc.

Witness my hand and official seal.

My commission expires: May 26, 2018



Dolores Spresser
Notary Public

Section 18, T6N, R63W and Section 13, T6N,

R64W

Weld County

Exhibit A

Application Map



Application Lands -

11	12	7	8	9
14	13	18	17	16
T6N, R64W		T6N, R63W	20	21
23	24	19		
26	25	30	29	28

EXHIBIT B

INTERESTED PARTIES

The names and addresses of the interested parties (persons who own any interest in the mineral estate of the tracts to be pooled, except owners of overriding royalty interest) according to the information and belief of the Applicant are set forth in this Exhibit B.

Anadarko Land Corporation
Attn: Geoffrey Storm
1099 18th Street, Suite 1800
Denver, CO 80202

Barbara L. Bruntz
1730 34th Avenue
Greeley, CO 80634

Danny and Teresa Orcutt, JT
33497 HWY 392
Gill, CO 80624

Day Mobile Homes
3016 S. Greeley Highway
Cheyenne, WY 82007

Donald L. and Deana M. Lutze, JT
33505 County Road 61 ¾
Gill, CO 80624

Ed Cook Rental, LLC
277 Lake Drive
Onalaska, TX 77360

Eric T. and MaryAnn Cothren, JT
33284 County Road 61 ½
Gill, CO 80624

Fred G. Donoho
30170 County Road 68 ½
Gill, CO 80624

Howard A. Cook
277 Lake Drive
Onalaska, TX 77360

Jacqueline K. Larson
33091 County Road 61 ½
Gill, CO 80624

James A. Cook
277 Lake Drive
Onalaska, TX 77360

Jayna K. Donoho
30170 County Road 68 ½
Gill, CO 80624

John Wade Stamison
801 Morado Drive
Casper, WY 82609

Judith W. Sporka
7131 N. Longview Ave
Milwaukee, WI 53209

Laura E. Lofgren
33499 HWY 392
Gill, CO 80624

Lelyn D. Larson
33091 County Road 61 ½
Gill, CO 80624

Loretta G. Lofgren
33499 HWY 392
Gill, CO 80624

Noble Energy WyCo, LLC
Attn: Anna Hudson
1625 Broadway, Suite 2200
Denver, CO 80202

Noble Energy, Inc.
Attn: Anna Hudson
1625 Broadway, Suite 2200
Denver, CO 80202

Parry Earl Peppler
33429 Faith Lane
Eaton, CO 80615

Richard A. and Melissa R. Symonds, JT
33402 County Road 61 ¾
Gill, CO 80624

Rigoberto Lozoya
33304 County Road 61 ¾
Gill, CO 80624

Virginia K. Davis
303 Lee Street
Briggsdale, CO 80611

Virginia Hurd Smith
52 Squire Hill Road
New Milford, CT 06776

Weld County Board of Commissioners of the State of
Colorado
915 10th Street
Greeley, CO 80632

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

IN THE MATTER OF AN APPLICATION BY NOBLE)
ENERGY, INC. FOR AN ORDER POOLING ALL INTERESTS) CAUSE NO. 407
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COLORADO)

AFFIDAVIT OF MAILING

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

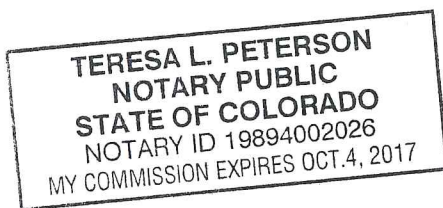
Jennifer Pittenger, of lawful age, and being first duly sworn upon her oath, states and declares:

That she is a Legal Assistant at Beatty & Wozniak, P.C., attorneys for Noble Energy, Inc., and on or before December 29, 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 29th day of December, 2014.

Witness my hand and official seal.




Notary Public

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

IN THE MATTER OF THE PROMULGATION AND) CAUSE NO. 407
ESTABLISHMENT OF FIELD RULES TO GOVERN)
OPERATIONS FOR THE CODELL FORMATION,) DOCKET NO. 150300091
WATTENBERG FIELD, WELD COUNTY,)
COLORADO) TYPE: POOLING

SUPPLEMENTAL 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 Noble Energy, Inc., and on or before February 5, 2015, caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed below:

AK Resources, LLC
P.O. Box 6975
Denver, CO 80206

Naviatas Infinitas, LLC
19 Old Town Square, Suite 238
Fort Collins, CO 80524

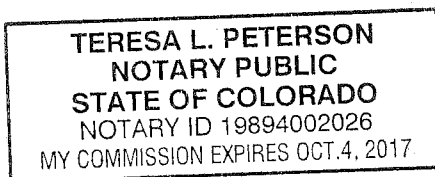
Kevin M. Connors LLC
870 S Emerson St
Denver, CO 80209

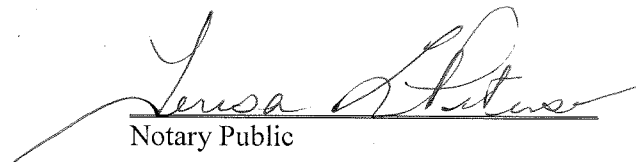
Grayrock Minerals LLC
5950 Cedar Springs Road, Suite 200
Dallas, TX 75235


Jennifer Pittenger

Subscribed and sworn to before me this 5th day of February, 2015.

Witness my hand and official seal.




Notary Public