

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 THREE APPROXIMATE 633.871-ACRE ESTABLISHED )  
HORIZONTAL WELLBORE SPACING UNITS LOCATED IN ) DOCKET NO. *To be assigned*  
PORTIONS OF SECTION 18, TOWNSHIP 6 NORTH, RANGE )  
63 WEST, 6<sup>TH</sup> P.M. AND SECTION 13, TOWNSHIP 6 NORTH, )  
RANGE 64 WEST, 6<sup>TH</sup> P.M., FOR THE )  
DEVELOPMENT/OPERATION OF THE NIOBRARA )  
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 three approximate 633.871-acre horizontal wellbore spacing units established for portions of Section 18, Township 6 North, Range 63 West, 6<sup>th</sup> P.M. and Section 13, Township 6 North, Range 64 West, 6<sup>th</sup> P.M., for the development and operation of the Niobrara 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, 6<sup>th</sup> P.M.  
Section 18: S½

Township 6 North, Range 64 West, 6<sup>th</sup> P.M.  
Section 13: S½

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 633.871-acre horizontal wellbore spacing unit, comprised of the Application Lands, for the Colt A13-625 well (API No. Pending), for the production of oil, gas and associated hydrocarbons from the Niobrara 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. Pursuant to Rule 318A., Applicant also designated an approximate 633.871-acre horizontal wellbore spacing unit, comprised of the Application Lands, for the Colt A13-633 well (API No. Pending), for the production of oil, gas and associated hydrocarbons from the Niobrara 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.

6. Pursuant to Rule 318A., Applicant also designated an approximate 633.871-acre horizontal wellbore spacing unit, comprised of the Application Lands, for the Colt A13-635 well (API No. Pending), for the production of oil, gas and associated hydrocarbons from the Niobrara 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.

7. The Colt A13-625 well, the Colt A13-633 well, and the Colt A13-635 well are hereinafter referred to as the "Subject Wells."

8. 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 three approximate 633.871-acre horizontal wellbore spacing units established for the Application Lands, for the development and operation of the Niobrara Formation.

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

10. 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 Subject Wells, are made subject to the cost recovery provisions of §34-60-116(7), C.R.S.

11. 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.

12. 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.

13. 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 three approximate 633.871-acre horizontal wellbore spacing units established for the Application Lands, for the development and operation of the Niobrara 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 Subject Wells, 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 22<sup>nd</sup> 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 )  
 ) ss.  
CITY & COUNTY OF DENVER )

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

Subscribed and sworn to before me this 15<sup>th</sup> 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



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	29	28
26	25	30		

## 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.

Aluma Energy, LLC  
Attn: Mr. Avi Dan  
245 E. 54th Street, Suite 5M  
New York, NY 10022

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

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

Barnsville Exchange, LLC  
C/O Robin Meireis  
32687 County Road 59  
Gill, CO 80624

Bayswater Blenheim Holdings, LLC  
Attn: Ms. Pamela Kingery  
730 17th Street, Suite 610  
Denver, CO 80202

Bayswater Exploration & Production, LLC  
Attn: Ms. Pamela Kingery  
730 17th Street, Suite 610  
Denver, CO 80202

Bell Brothers, LLC  
P.O. Box 2  
Keenesburg, CO 80643

Centennial Mineral Holdings, LLC  
5950 Cedar Springs Rd, Suite 200  
Dallas, TX 75235

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

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

Dios del Mar Petroleum Company, Inc.  
P.O. Box 621128  
Littleton, CO 80163

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

Douglas H. and Jan L. Iwerks, JT  
30409 County Road 68  
Gill, CO 80624

Duane E. and Margaret Sue Henry, JT  
30157 County Road 68  
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

Fetzner Family Charitable Trust, Bank of America N.A,  
Trustee  
P.O. Box 844143  
Dallas, TX 75284

Fetzner Family Trust FBO Georgine K. May, Bank of  
America N.A., Trustee  
P.O. Box 844143  
Dallas, TX 75284

Fetzner Family Trust FBO Paul Roche, Bank of America  
N.A., Trustee  
P.O. Box 844143  
Dallas, TX 75284

Fetzner Family Trust FBO Tiffany Bevan, Bank of  
America N.A., Trustee  
P.O. Box 844143  
Dallas, TX 75284

Fetzner Family Trust FBO Toni Ann Bevan, Bank of  
America N.A., Trustee  
P.O. Box 844143  
Dallas, TX 75284

Green Oil Energy, LLC  
Attn: Mr. Avi Dan  
245 E 54th Street, Suite 5M  
New York, NY 10022

Howard A. Cook  
277 Lake Drive  
Onalaska, TX 77360

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

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

John Wade Stamison  
801 Morado Drive  
Casper, WY 82609

Kevin E. Roche  
7123 Corliss Way  
Ivergrove Heights, MN 55076

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

Malu Lani Oil & Gas Company  
P.O. Box 621128  
Littleton, CO 80162

Michael P. Roche  
3517 Florida Ave N  
Crystal, MN 55427

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

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

Ronald J. and Maralyn J. Stallbaumer, JT  
33042 County Road 61 ½  
Gill, CO 80624

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

Henry Lapp, Jr. and Nancy Blackman Lapp, JT  
33790 County Road 59  
Gill, CO 80624

Jack J. Lapp  
29301 HWY 392  
Gill, CO 80624

James A. Cook  
277 Lake Drive  
Onalaska, TX 77360

John D. Roche  
7405 Melody Drive  
Fridley, MN 55432

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

Laura E. Lofgren  
33499 HWY 392  
Gill, CO 80624

Loretta G. Lofgren  
33499 HWY 392  
Gill, CO 80624

Merle G. Schauland  
33150 County Road 61 ¾  
Gill, CO 80624

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

Parry Earl Peppler  
33429 Faith Lane  
Eaton, CO 80615

Rigoberto Lozoya  
33304 County Road 61 ¾  
Gill, CO 80624

Shoreline Energy Holdings II, Inc.  
Attn: Ms. Jan Boydol  
500, 500 – 4th Avenue S.W.  
Calgary, Alberta, Canada T2P 2V6

The Department of Highways,  
State of Colorado  
Attn: Alicia Clemons  
15285 S. Golden Road, Bldg 47  
Golden, CO 80401

Virginia K. Davis  
303 Lee Street  
Briggsdale, CO 80611

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

The Toni A. Bevan 2006 Trust  
11887 Caminito De Las Missiones  
San Diego, CA 92128

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

WYOTEX Oil Company  
P.O. Box 280969  
Lakewood, CO 80228



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

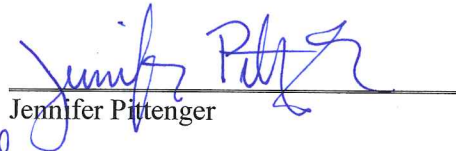
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COLORADO )

AFFIDAVIT OF MAILING

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

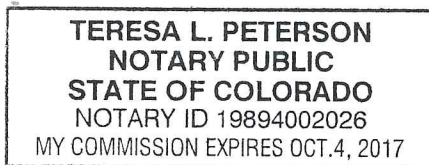
Jennifer Pittenger, of lawful age, and being first duly sworn upon her oath, states and declares:

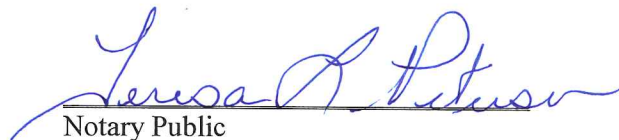
That she is a Legal Assistant at Beatty & Wozniak, P.C., attorneys for Noble Energy, Inc., and on or before December 29, 2014, caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit B to the Application.

  
Jennifer Pittenger

Subscribed and sworn to before me this 22<sup>nd</sup> day of December, 2014.

Witness my hand and official seal.



  
Teresa L. Peterson  
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 NIOBRARA FORMATION, ) DOCKET NO. 150300093  
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

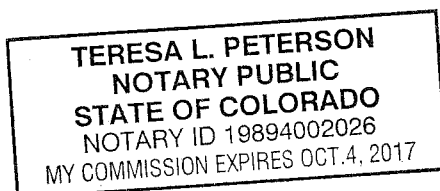
Kevin M. Connors LLC  
870 S Emerson St  
Denver, CO 80209

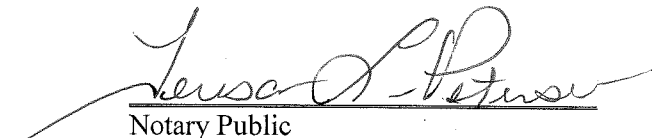
Grayrock Minerals LLC  
5950 Cedar Springs Road, Suite 200  
Dallas, TX 75235

  
Jennifer Pittenger

Subscribed and sworn to before me this 5<sup>th</sup> day of February, 2015.

Witness my hand and official seal.



  
Notary Public