

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

IN THE MATTER OF THE APPLICATION OF)
BAYSWATER EXPLORATION & PRODUCTION,)
LLC FOR AN ORDER POOLING ALL)
INTERESTS IN THE NIOBRARA FORMATION)
IN A 320-ACRE WELLBORE SPACING UNIT)
LOCATED IN SECTION 28, TOWNSHIP 7)
NORTH, RANGE 64 WEST, 6TH P.M.,)
WATTENBERG FIELD, WELD COUNTY,)
COLORADO.)

Cause No. ____
Docket No. 1503XXXXX
Type: POOLING

APPLICATION

Bayswater Exploration & Production, LLC ("Bayswater" or "Applicant"), Operator No. 10261, by and through its attorneys, Welborn Sullivan Meck & Tooley, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission" or "COGCC") for an order pooling all interests in an approximate 320-acre wellbore spacing unit for the W $\frac{1}{2}$ E $\frac{1}{2}$ and E $\frac{1}{2}$ W $\frac{1}{2}$ of Section 28, Township 7 North, Range 64 West, 6th P.M., Weld County, Colorado for the development and production from the Niobrara Formation. In support thereof, the Applicant states as follows:

1. Applicant is a limited liability company duly authorized to conduct business in the State of Colorado.
2. Applicant owns a leasehold interest in the following lands ("Application Lands"):

Township 7 North, Range 64 West, 6th P.M.
Section 28: W $\frac{1}{2}$ E $\frac{1}{2}$, E $\frac{1}{2}$ W $\frac{1}{2}$

Weld County, Colorado.

A reference map of the Application Lands is attached hereto.

3. Rule 318A.a.(4)D. provides, in relevant part, that where a drilling and spacing unit does not exist for a horizontal well, the horizontal wellbore spacing unit shall be comprised of the governmental quarter-quarter sections in which the wellbore lateral penetrates the productive formation as well as any governmental quarter-quarter sections that are located less than four hundred sixty (460) feet from the portion of the wellbore lateral that penetrates the productive zone regardless of section or quarter section lines. Rule 318A.a.(4)D. further provides that a horizontal wellbore spacing unit may overlap portions of another horizontal wellbore spacing unit or other wellbore spacing unit designated in accordance with subsection a.(4)C.

D. 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,

WELBORN SULLIVAN MECK & TOOLEY, P.C.

By:  _____

Joseph C. Pierzchala
Chelsey J. Russell
Welborn Sullivan Meck & Tooley, P.C.
Attorneys for Applicant
1125 - 17th Street, Suite 2200
Denver, CO 80202
303-830-2500
jpierzchala@wsmtlaw.com
crussell@wsmtlaw.com

Applicant's Address:

730 Seventeenth Street, Suite 610
Denver, CO 80202
Attn: Blake Leavitt, DJ Basin Landman
Phone: 303-893-2503

VERIFICATION

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

Blake Leavitt, DJ Basin Landman with Bayswater Exploration & Production, 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.

BAYSWATER EXPLORATION &
PRODUCTION, LLC



Blake Leavitt, DJ Basin Landman

Subscribed and sworn to before me this 19 day of December, 2014 by Blake Leavitt, DJ Basin Landman for Bayswater Exploration & Production, LLC.

Witness my hand and official seal.





Notary Public
My Commission Expires: 3/27/2016

Exhibit A

W½E½ 28-T7N-R64W AND E/2W/2 28-T7N-R64W

MOJACK I-28HN WELL

320.41 ACRES, MORE OR LESS

UNLEASED MINERAL OWNERS: LOCATION OF TRACT

OMB Royalties II, LLC
410 17th Street, Suite 1150
Denver, CO 80202

NE/4 SECTION 28

BOB MCDONALD
90360 Shadows Drive
Springfield, Oregon 97478

NE/4 SECTION 28

RICK MCDONALD
90360 Shadows Drive
Springfield, Oregon 97478

NE/4 SECTION 28

NOLA KARI
90360 Shadows Drive
Springfield, Oregon 97478

NE/4 SECTION 28

LA VERLE LONDEN
5608 West Yucca Street
Glendale, Arizona 85304

SW/4 SECTION 28

LEASED MINERAL OWNERS:

Weld County, Colorado
P.O. Box 758
Greeley, CO 80631

Beverly A. Schell and Donald J. Schell
2505 17th Ave.
Greeley, CO 80631

Donna MacKenzie Williams
Fountainhead Blvd #C
Grand Junction, CO 81505

Lois Steiner
5107 Shady Dell Trail
Knoxville, TN 37914

Wallace Roy MacKenzie
20188 Klyne Street
Corona, CA 92881

Linda Pfannenstiel
13931 East Marina Drive, Unit 602
Aurora, CO 80014

La Verle Londen
5608 West Yucca Street
Glendale, AZ 85304

John Foster
16 Grassmere
Horley, UK RH6 9UG

James Foster
5925 Taylor Draper Cove
Austin, TX 78759

Jennifer Foster
7501 Creston Lane
Austin, TX 78752

Cary A. Kincade
525 Jefferson St.
Pueblo, CO 81004

Charles Dewey Warren
2405 Baystone Court
Colorado Springs, CO 80921

Robbie Mae Warren
2319 West 18th Street
Greeley, CO 80634

Bessie M. Dewey
1326 Country Club Road
Fort Collins, CO 80524

Fred James Warren
4271 King Street
Denver, CO 80211

Laura Lee (Carney) Elliott
619 South Patterson Ave.
Springfield, MO 65802

James Dean Carney
9242 Grey Cliff Drive
Germantown, TN 38139

Michael E. Potter
5705 Westbound 40 Highway
Blue Springs, MO 64015

Martha Brown Crouch
115 Northview Placwe
Windsor, MO 65360

Raymond G. Dewey, Jr.
1011 Cottonwood Place NW
Albuquerque, NM 87107

David E. Dewey
P.O. Box 126
Kersey, CO 80644

Mojack Interests, LLLP
Monte C. Faulk
38375 CR 55
Eaton, CO 80615

Richard Hime
5 Briargate Place
Pueblo, CO 81001

Linda A. Mitchell
719 Paseo Dorado
Pueblo West, CO 81007

Helen L. Cook
2124 Kechter Road
Fort Collins, CO 80528

Leland L. McDonald
431 Topeka Avenue
Leavenworth, KS 66048

Mary Gayle McDonald
2228 Dunbar Court
Longmont, CO 80501

Terry J. McDonald
83100 Bradford Road
Creswell, OR 97426

Lori McDonald Petersen
2920 45th Avenue
Greeley, CO 80634

Randy McDonald
3102 17th Avenue #3
Greeley, CO 80631

Ted McDonald
851 W. Mulberry Street
Louisville, CO 80027

Darene (Maloit) Wisecup
3634 Coffee Lane
Santa Rosa, CA 95403

Paula J. Mitchell
325 Brentwood
Pueblo, CO 81008

Bert L. Dewey
230 Cheyenne
Eaton, CO 80615

Tim McDonald
4554 Ivy Street
Springfield, OR 97478

Vicky Mangan
5286 S. Jamaica Way
Englewood, CO 80111

JLW Investment, LLC
351 Glencoe Street
Denver, CO 80220

NG Resources, LLC
9896 Clairton Way
Highlands Ranch, CO 80126

Old West Tours
110 E. Center Street
PMB 1989
Madison, SD 57042-2908

Ronald Rich, Ruth M. Rich
Kevin Rich and Amy Rich
28050 CR 53
Eaton, CO 80615

Nancy Kern
P.O. Box 496
Gilcrest, CO 80623

Stephen P. and Audrey Gabel
P.O. Box 717
Galeton, CO 806722

Mildred Lucille Herbst
1919 68th Avenue #C230
Greeley, CO

Elnora L. Fox, Trustee of the Elnora
L. Fox Revocable Living Trust
107 North Alexander
Farmington, MO 63640

Beverly A. Schell and Donald J. Schell
2505 17th Avenue
Greeley, CO 80631

Donna Williams
Fountainhead Blvd #C
Grand Junction, CO 81505

Jairod Allen Estreich
207 Ft. Worth Avenue
Cleburne, TX 76031

Tyler Taggart-Nira
3004 S. Louise Avenue, Apt. #302
Sioux Falls, SD 57106

Joel Taggart-Nira
312 E. 6th
Gregory, SD 57533

Ezra "Butch" Marsh and Donna Marsh Royalty
P.O. Box 306
Herrick, SD 57538

Mary Vance
1307 Swainson Road
Eaton, CO 80615

Marlene Richter
37013 WCR 57
Eaton, CO 80615

David E. Dewey
P.O. Box 126
Kersey, CO 80644

Catherine Kuhlman
3220 County road 531
Burleson, TX 76028

Russell E. and Bonnie J. Heppner
37808 CR 53
Eaton, CO 80615

Timothy R. Robel Revocable Trust and
Leanne R. Robel Revocable Trust
6525 West 26th Street
Greeley, CO 80634

Keith Kammerzell & Melodie
Kammerzell
26401 CR 76
Eaton, CO 80516

Daniel J. Overton
26493 CR 76
Eaton, CO 80615

Joan Taggart
312 E. 6th Street
Gregory, SD 57533

WORKING INTEREST OWNERS:

Bayswater Blenheim Holdings, LLC AND
Bayswater Exploration & Production, LLC
730 17th Street Street, Suite 610
Denver, CO 80202

Lincoln Energy LLC
P.O. Box 6975
Denver, CO 80206

WYOTEX Oil Company
Box 280969
Lakewood, CO 80228-0969

Dios Del Mar Petroleum, LLC
P.O. Box 621128
Littleton, CO 80162

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

Green Oil Energy, LLC
245 East 54th Street, Suite 5M
New York, NY 10022

Aluma Energy, LLC
245 East 54th Street, Suite 5M
New York, NY 10022

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

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AFFIDAVIT OF MAILING

STATE OF COLORADO §
§
CITY AND COUNTY OF DENVER §

I, Joseph C. Pierzchala, of lawful age, and being first duly sworn upon my oath, state and declare:

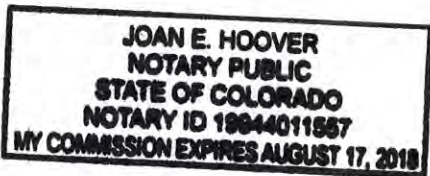
That I am the attorney for Bayswater Exploration & Production, LLC and that on or before December 29, 2014, I caused a copy of the attached Application to be deposited in the United States mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.




Joseph C. Pierzchala

Subscribed and sworn to before me December 29th, 2014.

Witness my hand and official seal.

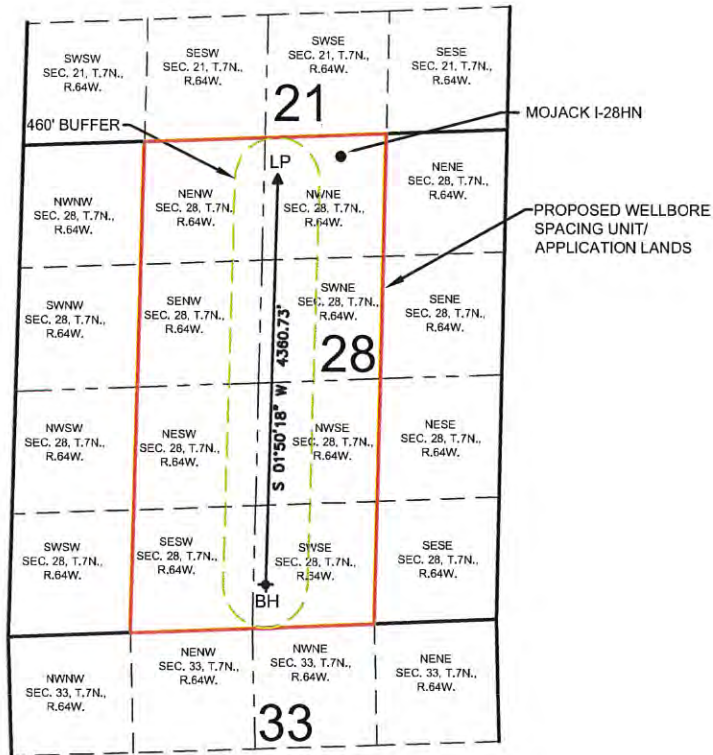




Notary Public
My commission expires: 8/17/2018

PROPOSED SPACING UNIT/APPLICATION LANDS

SECTION 28, TOWNSHIP 7 NORTH, RANGE 64 WEST, 6TH P.M.



WELL **MOJACK I-28HN** TO BE LOCATED 230' FNL AND 1806' FEL, SEC. 28, T7N, R64W

SURFACE LOCATION

GROUND ELEVATION= 4899'
 NAD83
 LATITUDE= 40.550679°
 LONGITUDE= 104.551692°

LANDING POINT LOCATION

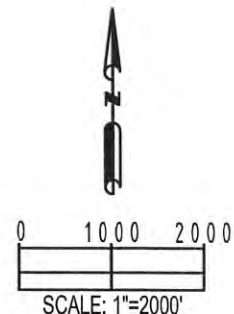
NAD83
 LATITUDE= 40.549988°
 LONGITUDE= 104.554166°


BOTTOM HOLE LOCATION

NAD83
 LATITUDE= 40.538029°
 LONGITUDE= 104.554836°

LEGEND

- = PROPOSED WELL LP = LANDING POINT
- ▲ = LANDING POINT BH = BOTTOM HOLE
- ◆ = BOTTOM HOLE



PREPARED BY:  Petroleum Field Services, LLC 7335 Hilltop Circle Denver, CO 80221	FIELD DATE: 02-05-14	SURFACE LOCATION: NW 1/4 NE 1/4, SEC. 28, T7N, R64W, 6TH P.M.	
	DRAWING DATE: 12-09-14	BY: KAD	CHECKED: MDCA