

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 640-ACRE WELLBORE SPACING UNIT )  
LOCATED IN SECTIONS 28 AND 33, )  
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 640-acre wellbore spacing unit for the E½ of Section 28 and the E½ of Section 33, 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: E½

Section 33: E½

Weld County, Colorado.

A reference map of the Application Lands is attached hereto.

1. 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.

2. Applicant drilled the Mojack M-28HN well (API# 05-123-39833), spud on or about October 25, 2014. The above-described horizontal well is designed to test and produce gas and associated hydrocarbons from the Niobrara Formation underlying the Application Lands.

3. Pursuant to the relevant provisions of Section 34-60-116(6) & (7), C.R.S., and COGCC Rule 530, Applicant seeks an order pooling all interests in the Application Lands for the development and operation of the Niobrara Formation.

4. Applicant certifies that, at least 35 days prior to the date of the scheduled protest deadline for this Application, each owner which Applicant was able to locate, not already leased or voluntarily pooled, will be provided with the well proposal and information required by Rule 530 and tendered a reasonable offer to lease (if an unleased mineral owner), or participate and bear costs associated with the drilling and completion of the Mojack M-28HN well.

5. Applicant requests that a pooling order be entered as a result of this Application and that it be made effective as of the earlier of the date of this Application, or the date costs specified in Section 34-60-116(7)(b)(II), C.R.S., are first incurred for the drilling of the Mojack M-28HN well.

6. The granting of this Application would be in accord with the Oil and Gas Conservation Act, found at Section 34-60-101, *et seq.*, C.R.S., and Commission rules.

7. The names and addresses of the interested parties (persons who own an interest in the mineral estate of the tracts to be pooled, except owners of overriding royalty interest) are attached hereto and marked Exhibit A. Applicant certifies that copies of this Application will be served on all locatable interested parties within seven (7) days of the date hereof, as required by Commission Rule 507.b(2), and that at least thirty-five (35) days prior to the date of the scheduled protest deadline for this Application, each such owner not already leased or voluntarily pooled will be offered the opportunity to lease, or to participate in the drilling of the respective wells, and will be provided with the information required by Rule 530.

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 the Application Lands for the development and operation of the Niobrara Formation.

B. Providing that the pooling order is made effective as of the date of this Application, or the date that the costs specified in Section 34-60-116(7)(b)(II), C.R.S., are first incurred for the drilling of the Mojack M-28HN well on the Application Lands, whichever is earlier.

C. 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 authorized well, are

pooled by operation of statute, pursuant to Section 34-60-116(7), C.R.S., and made subject to the cost recovery provisions thereof.

D. 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,

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](mailto:jpierzchala@wsmtlaw.com)  
[crussell@wsmtlaw.com](mailto: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 )

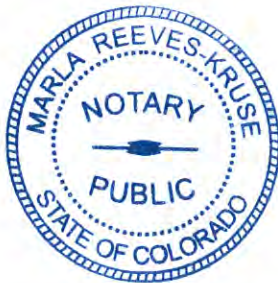
Blake Leavitt, DJ Basin Landman with Bayswater Exploration & Production, LLC, upon oath deposes and says that he has read the foregoing Application and that the statements contained therein are true to the best of his knowledge, information and belief.

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**

**E½ SECTION 28-T7N-R64W and E½ SECTION 33-T7N-R64W**

**MOJACK M-28HN WELL**

**639.90 ACRES, MORE OR LESS**

<b><u>UNLEASED MINERAL OWNERS:</u></b>	<b><u>LOCATION OF TRACT</u></b>
OMB Royalties II, LLC 410 17 <sup>th</sup> 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
<b><u>LEASED MINERAL OWNERS:</u></b>	
Weld County, Colorado P.O. Box 758 Greeley, CO 80631	Wallace Roy MacKenzie 20188 Klyne Street Corona, CA 92881
Anadarko E&P Onshore LLC 1099 18 <sup>th</sup> Street Denver, CO 80202	Linda Pfannenstiel 13931 East Marina Drive, Unit 602 Aurora, CO 80014
Donna MacKenzie Williams Fountainhead Blvd #C Grand Junction, CO 81505	La Verle Londen 5608 West Yucca Street Glendale, AZ 85304
Beverly A. Schell and Donald J. Schell 2505 17 <sup>th</sup> Ave. Greeley, CO 80631	John Foster 16 Grassmere Horley, UK RH6 9UG
Lois Steiner 5107 Shady Dell Trail Knoxville, TN 37914	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 18<sup>th</sup> 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 45<sup>th</sup> Avenue  
Greeley, CO 80634

Randy McDonald  
3102 17<sup>th</sup> 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, Kevin Rich and Amy Rich  
28050 CR 53  
Eaton, CO 80615

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

**WORKING INTEREST OWNERS:**

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Bayswater Blenheim Holdings, LLC  
Bayswater Exploration & Production, LLC  
Bayswater Blenheim Holdings II, LLC  
730 17<sup>th</sup> Street Street, Suite 610  
Denver, CO 80202

Noble Energy, Inc.  
1625 Broadway  
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 54<sup>th</sup> Street, Suite 5M  
New York, NY 10022

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

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

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AFFIDAVIT OF MAILING

STATE OF COLORADO §  
CITY AND COUNTY OF DENVER §

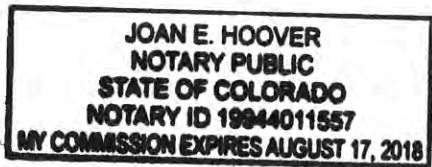
I, Joseph C. Pierzchala, of lawful age, and being first duly sworn upon my oath, state and declare:


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 22, 2014.

Witness my hand and official seal.

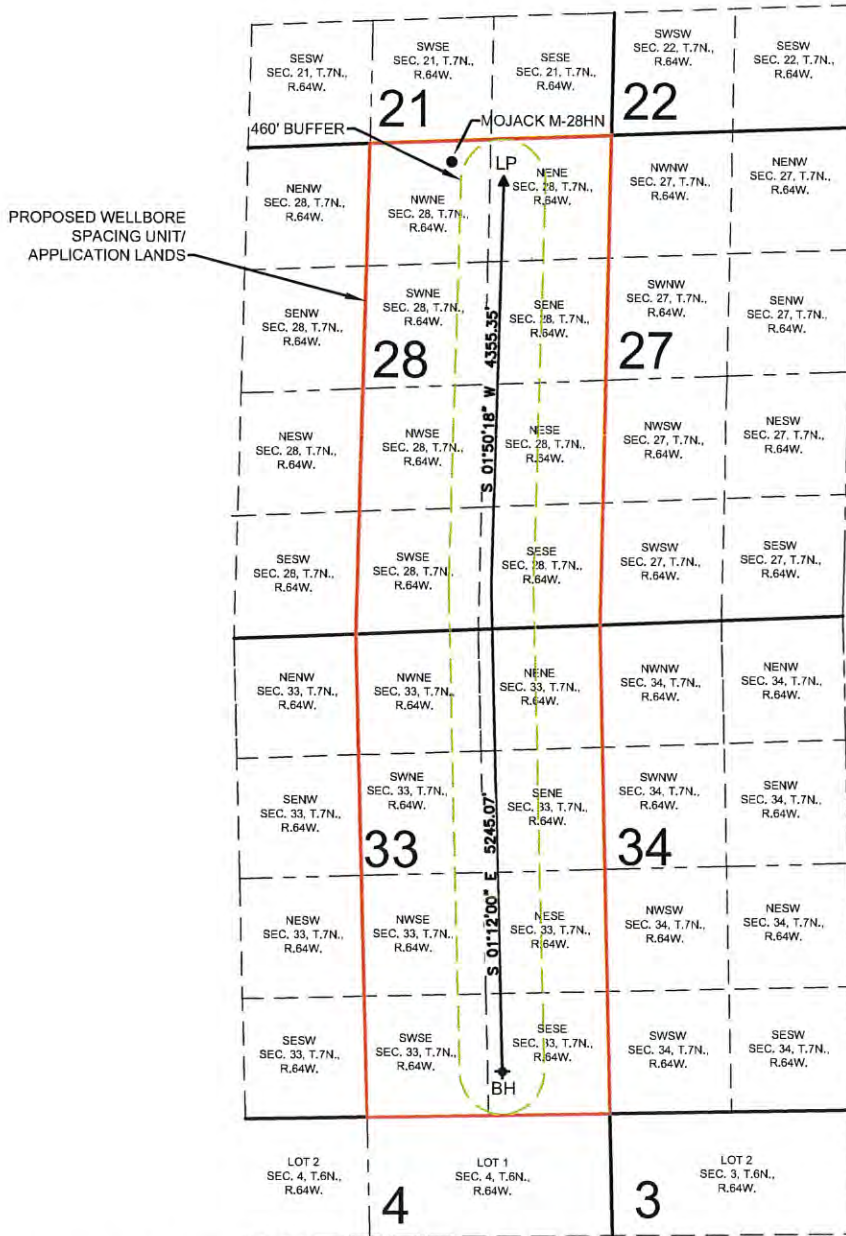


  
\_\_\_\_\_  
Notary Public  
My commission expires: 8/17/2018



# PROPOSED SPACING UNIT/APPLICATION LANDS

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



WELL **MOJACK M-28HN** TO BE LOCATED 230' FNL AND 1734' FEL, SEC. 28, T7N, R64W

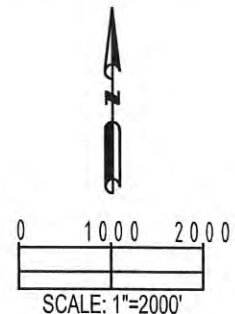
### LEGEND


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

SURFACE LOCATION  
 GROUND ELEVATION= 4900'  
 NAD83  
 LATITUDE= 40.550683°  
 LONGITUDE= 104.551433°

LANDING POINT LOCATION  
 NAD83  
 LATITUDE= 40.550075°  
 LONGITUDE= 104.549406°

BOTTOM HOLE LOCATION  
 NAD83  
 LATITUDE= 40.523735°  
 LONGITUDE= 104.549884°



PREPARED BY:  Petroleum Field Services, LLC 7535 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. WELD COUNTY, COLORADO
	DRAWING DATE: 12-09-14	
BY: KAD	CHECKED: MDCA	