

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

| | | |
|--|---|-------------------------|
| IN THE MATTER OF THE APPLICATION OF WARD |) | |
| PETROLEUM CORPORATION FOR AN ORDER TO |) | |
| SUBJECT ALL NONCONSENTING INTERESTS TO |) | |
| THE COST RECOVERY PROVISIONS OF C.R.S. |) | |
| 34-60-116(7) FOR ADDITIONAL WELLS IN A |) | |
| 640-ACRE DRILLING AND SPACING UNIT FOR THE |) | |
| CODELL AND NIOBRARA FORMATIONS, |) | CAUSE NO. 407 |
| WATTENBERG FIELD, IN SECTION 14, TOWNSHIP |) | |
| 1 SOUTH, RANGE 67 WEST, ADAMS COUNTY, |) | DOCKET NO. 1504-UP-____ |
| COLORADO |) | |

VERIFIED APPLICATION

COMES NOW, Ward Petroleum Corporation, ("Ward" or "Applicant") by its attorneys, Lohf Shaiman Jacobs Hyman & Feiger PC, and submits its Application to the Oil and Gas Conservation Commission of the State of Colorado, for an order to subject all nonconsenting interests to the cost recovery provisions of C.R.S. §34-60-116(7) for the drilling of Additional Wells in an approximate 640-acre drilling and spacing unit for production of oil, gas and associated hydrocarbons from the Codell and Niobrara Formations in certain lands in the Wattenberg Field, Adams County, Colorado, and in support states as follows:

1. Applicant is duly authorized to conduct business in the State of Colorado and is a registered operator with the Commission, Operator No.10359.

2. Applicant owns leasehold interests in the following described lands in Adams County, Colorado, containing approximately 640-acres (hereinafter, the "Application Lands"):

Township 1 South, Range 67 West, 6th P.M.
Section 14

3. On June 17, 2014, the Commission issued Order 407-1038, which, among other things, established the Application Lands as an approximate 640-acre drilling and spacing unit for production of oil, gas and assorted hydrocarbons from horizontal wells to the Codell and Niobrara Formations.

4. On June 17, 2014, the Commissioner entered Order No. 407-1076 which, among other things, pooled all interests in the unit; and subjected all nonconsenting interests to the cost recovery penalties provided by C.R.S. §34-60-116(7) for the Todd Creek Farms #14-4-4HN and the Todd Creek Farms #14-4-3HC wells (the "Initial Wells").

5. Applicant now proposes to drill the SHL Ward Riverdale #14-4-12HC and the SHL Ward Riverdale #14-4-11HN wells (the "Additional Wells") in the unit for production of oil, gas and assorted hydrocarbons from the Codell and Niobrara Formations, respectively.

6. The names and addresses of those persons who own any interest in the mineral estate in the Application Lands, exclusive of overriding royalty interests, according to the information and belief of the Applicant as of the date of this Application, are set forth on **Exhibit A**. Copies of this Application shall be served on all such owners within seven (7) days of the date of this Application, as required by Commission Rule 503.e.

7. At least thirty (30) days prior to the hearing on this Application, the Applicant will have sent all owners who have not previously consented to lease or otherwise participate in the drilling and completion of the Additional Wells, an Authority for Expenditures (AFE) and/or supporting documents which contain all information required by Commission Rule 530.b., and in case of unleased mineral owners, an offer to lease which is reasonable based on the factors listed in Commission Rule 530.c.

8. Applicant anticipates that one or more of such owners will refuse or fail to respond to such offer to lease and/or to participate in the drilling, completion and operation of such Additional Wells, and shall be deemed non-consenting parties under Commission Rule 530.b and c.

9. An order of the Commission subjecting all nonconsenting interests to the cost recovery provisions of C.R.S. §34-60-116(7) for the drilling of the Additional Wells to the Codell and Niobrara Formations shall therefore be necessary in order to afford each owner of an interest in the unit the opportunity to recover and receive its just and equitable share of the oil and/or gas underlying the unit.

10. The granting of the requested order would not be prejudicial to the owners in the unit and would protect correlative rights.

11. The requested order should be effective as of the date of this Application, or the date that costs specified by C.R.S. §34-60-116(7)(b) are first incurred by Applicant for the drilling of either of the Additional Wells, whichever is first in time.

WHEREFORE, the Applicant respectfully requests this matter be set for hearing, notice be given as required by law, and upon such hearing this Commission enter its order to subject all nonconsenting interests in the unit to the cost recovery provisions of C.R.S. §34-60-116(7) for the drilling of the Additional Wells, under such terms as are fair, reasonable and required by law.

Dated: February 2, 2015

LOHF SHAIMAN JACOBS HYMAN & FEIGER PC

Address of Applicant:

Ward Petroleum Corporation
215 West Oak Street, Suite 1000
Fort Collins, CO 80521

By: 

J. Michael Morgan #7279
Justin M. Plaskov #45053
950 South Cherry Street, Suite 900
Denver, CO 80246
(303) 753-9000; (303) 753-9997 (fax)
mmorgan@lohfshaiman.com

VERIFICATION

STATE OF COLORADO)
) ss.
COUNTY OF LARIMER)

The undersigned, of lawful age, having been first sworn upon his oath, deposes and states that:

1. He is a landman for the Applicant, Ward Petroleum Corporation and maintains his office at 215 West Oak Street, Suite 1000, Fort Collins, CO 80521
2. He has read the within Application, is familiar with the facts set forth therein, and states that said facts are true and correct to the best of his knowledge, information and belief.

Further Affiant sayeth not.

Kent C. Craig
Kent C. Craig

Subscribed and sworn to before me this 30 day of January, 2015.

Witness my hand and official seal.

My commission expires: 03/08/2016

Ryan J. Ragan
Notary Public



EXHIBIT "A"

**TO VERIFIED APPLICATION OF WARD PETROLEUM CORPORATION
TO SUBJECT NONCONSENTING OWNERS TO COST RECOVERY PROVISIONS**

Applicant:

Ward Petroleum Corporation
215 West Oak Street, Suite 1000
Fort Collins, CO 80521

Applicant's Attorney:

J. Michael Morgan, Esq.
Lohf Shaiman Jacobs Hyman & Feiger PC
950 South Cherry Street, Suite 900
Denver, CO 80246

Local Government Designee:

Gordon Stevens, Construction Manager
Adams County Public Works
4430 South Adams County Parkway
Brighton CO 80601-8218

Unleased Mineral Owners:

The City of Brighton
500 South 4th
Brighton CO 80601

Greg McAlexander
14400 Riverdale Road
Brighton CO 80602

DC White Inc.
14050 Country Hills Drive
Brighton CO 80601

Alice Wiggett
1365 Brighton Drive
Brighton CO 80601

S.U.S. Brighton Inc.
21931 E Ridge Trail Circle
Aurora CO 80016

County of Adams
450 S 4th Avenue
Brighton CO 80601

Jenna Cherie Lopez
15171 Riverdale Road
Brighton CO 80602

Steven M & Pamela K Nunn
15160 Riverdale Road
Brighton CO 80602

Aggregate Resources LLC
4330 W 37th Avenue
Denver CO 80212

Estate of E Calvert
c/o Robert S. Calvert
5350 E 52nd Avenue
Commerce City CO 80022

Thomas & Janice Cronholm
15151 Riverdale Road
Brighton CO 80602

Al Krogh Angus Inc
3801 E 64th Avenue
Commerce City CO 80022

City of Thornton
9500 Civic Center Drive
Thornton CO 80229

Working Interest Owners:

BH Energy LLC
14405 W Colfax Avenue #298
Lakewood CO 80401

Kerr-McGee Oil & Gas Onshore
1099 18th Street #1800
Denver, CO 80202

Synergy Resources Corporation
Attn: Ron Morgenstern
20203 Highway 60
Platteville, CO 80651

Devon Energy Corporation
333 W. Sheridan Avenue
Oklahoma City OK 73102

Great Western Oil & Gas LLC
1801 Broadway #500
Denver, CO 80202

Leased Mineral Owners:

Tru Grit Inc
14405 Colfax Ave #298
Lakewood CO 80401

Nauman Family LLC
5660 Dudley Street
Arvada CO 80002

Cathy J Ader and Marvin M. Ader
14911 Riverdale Road
Brighton CO 80602

Beverly G Ader
PO Box 17
Commerce City CO 80037

Lawrence & Carolyn Gallegos
14831 Riverdale Road
Brighton CO 80601

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IN THE MATTER OF THE APPLICATION OF WARD)
PETROLEUM CORPORATION FOR AN ORDER TO)
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34-60-116(7) FOR ADDITIONAL WELLS IN A)
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1 SOUTH, RANGE 67 WEST, ADAMS COUNTY,) DOCKET NO. 1504-UP-____
COLORADO)

AFFIDAVIT OF MAILING

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

J. Michael Morgan, of lawful age and being first duly sworn upon his oath, states and declares:

That he is the attorney for Ward Petroleum Corporation in the above-captioned matter. On February 9th, 2015, he caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on the attached **Exhibit A**.

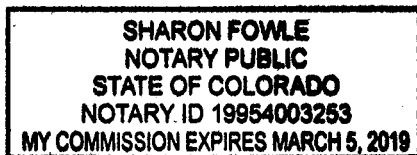



J. Michael Morgan

Subscribed and sworn to before me this 9th day of February, 2015.

Witness my hand and official seal.

My commission expires: _____





Notary Public

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THE STATE OF COLORADO**

IN THE MATTER OF THE APPLICATION OF WARD)
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1 SOUTH, RANGE 67 WEST, ADAMS COUNTY,) DOCKET NO. 1504-UP-194
COLORADO)

SUPPLEMENTAL AFFIDAVIT OF MAILING

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

J. Michael Morgan, of lawful age and being first duly sworn upon his oath, states and declares:

That he is the attorney for Ward Petroleum Corporation in the above-captioned matter. On February 11, 2015, he caused a copy of the Verified Application in this matter to be deposited in the United States Mail, postage prepaid, addressed to the additional parties listed on the attached **Exhibit A**.

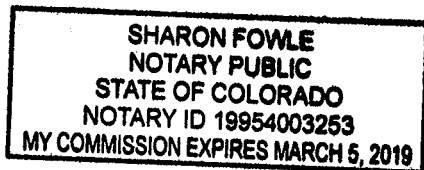


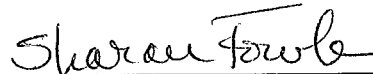
J. Michael Morgan

Subscribed and sworn to before me this 11th day of February, 2015.

Witness my hand and official seal.

My commission expires: _____





Notary Public

SUPPLEMENTAL EXHIBIT "A"

**TO VERIFIED APPLICATION OF WARD PETROLEUM CORPORATION
TO SUBJECT NONCONSENTING OWNERS TO COST RECOVERY PROVISIONS**

Unleased Mineral Owners:

Cathy J Ader and Marvin M Ader
14911 Riverdale Road
Brighton CO 80602

Lawrence & Carolyn Gallegos
14831 Riverdale Road
Brighton CO 80601

Robert S. Calvert
5350 E 52nd Avenue
Commerce City CO 80022

Working Interest Owners:

WEP Operating Co, LLC
PO Box 1187
Enid OK 73702

Martin Exploration Management Company
4501 W 127th Street, Ste. C
Alsip IL 60803

Noble Energy Inc.
1625 Broadway
Denver CO 80202

Grizzly Petroleum Company, LLC
1700 Broadway, Ste. 650
Denver CO 80290

Leased Mineral Owners:

Aggregate Resources LLC
4330 W 37th Avenue
Denver CO 80212

Phoebe J Watts
1203 Royal Adelaide Drive
College Station TX 77845

Thomas & Janice Cronholm
15151 Riverdale Road
Brighton, CO 80602

David R. Watts
Crystal M Watts
424 S Main Street
Boerne TX 78006

City of Brighton
500 S 4th Avenue
Brighton CO 80601