

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

IN THE MATTER OF AN APPLICATION BY KERR-MCGEE OIL & GAS ONSHORE LP FOR AN ORDER POOLING ALL INTERESTS IN EIGHT APPROXIMATE 160-ACRE TO 320-ACRE DESIGNATED HORIZONTAL WELLBORE SPACING UNITS ESTABLISHED FOR CERTAIN PORTIONS OF SECTION 9, TOWNSHIP 1 NORTH, RANGE 65 WEST, 6<sup>TH</sup> P.M., FOR THE DEVELOPMENT/OPERATION OF THE CODELL AND NIOBRARA FORMATIONS, WATTENBERG FIELD, WELD COUNTY, COLORADO

CAUSE NO. 407

DOCKET NO. *To be assigned*

**APPLICATION**

Kerr-McGee Oil & Gas Onshore LP, Operator No. 47120 ("Kerr-McGee" 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 eight approximate 160-acre to 320-acre horizontal wellbore spacing units established for certain portions of Section 9, Township 1 North, Range 65 West, 6<sup>th</sup> P.M., for the development and operation of the Codell and Niobrara Formations. In support of its Application, Applicant states and alleges as follows:

1. Applicant is a limited partnership formed under the laws of the State of Delaware; is a wholly owned subsidiary of Anadarko Petroleum Corporation; is duly authorized to conduct business in the State of Colorado; and is a registered operator in good standing with the Commission.

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

Township 1 North, Range 65 West, 6<sup>th</sup> P.M.

Section 9: W $\frac{1}{2}$

Wellbore Spacing Unit ("WSU") Nos. 1 through 5

Township 1 North, Range 65 West, 6<sup>th</sup> P.M.

Section 9: E $\frac{1}{2}$  W $\frac{1}{2}$

WSU No. 6

Township 1 North, Range 65 West, 6<sup>th</sup> P.M.

Section 9: E $\frac{1}{2}$  W $\frac{1}{2}$ , W $\frac{1}{2}$  E $\frac{1}{2}$

WSU Nos. 7 and 8

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 eight approximate 160-acre to 320-acre horizontal wellbore spacing units, comprised of the Application Lands, for the below-described wells, for the production of oil, gas and associated hydrocarbons from the Codell and Niobrara Formations. Applicant notified all owners in the proposed wellbore spacing units pursuant to Rule 318A.e.(5). Applicant did not receive objections to the establishment of the proposed horizontal wellbore spacing units within the 30-day response period:

- a. Bat 29N1-9HZ Well (API No. Pending) – Niobrara Formation – WSU No. 1;
- b. Bat 29N2-9HZ Well (API No. Pending) – Niobrara Formation – WSU No. 2;
- c. Bat 29C-9HZ Well (API No. Pending) – Codell Formation – WSU No. 3;
- d. Bat 3N1-9HZ Well (API No. Pending) – Niobrara Formation – WSU No. 4;
- e. Bat 4C-9HZ Well (API No. Pending) – Codell Formation – WSU No. 5;
- f. Bat 3N2-9HZ Well (API No. Pending) – Niobrara Formation – WSU No. 6;
- g. Bat 28C-9HZ Well (API No. Pending) – Codell Formation – WSU No. 7; and
- h. Bat 28N-9HZ Well (API No. Pending) – Niobrara Formation – WSU No. 8.

These wells are hereinafter referred to as the "Subject Wells."

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 each of WSU Nos. 1-8 established for the Application Lands, for the development and operation of the Codell and Niobrara Formations.

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 each of the Subject Wells, are made subject to the cost recovery provisions of §34-60-116(7), C.R.S., effective as of the earlier of the date of the Application, or the date the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of each of the Subject Wells.

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 each of WSU Nos. 1-8 established for the Application Lands, for the development and operation of the Codell and Niobrara Formations, 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 each 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, effective as of the earlier of the date of the Application, or the date the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of each of the Subject Wells.

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

DATED this 18<sup>th</sup> day of March, 2015.

Respectfully submitted,

**KERR-MCGEE OIL & GAS ONSHORE LP**

By:   
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Jillian Fulcher  
Beatty & Wozniak, P.C.  
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Address of Applicant  
Kerr-McGee Oil & Gas Onshore LP  
ATTN: Tom Yaley  
1099 18<sup>th</sup> Street, Suite 1800  
Denver, Colorado 80202

VERIFICATION

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

Tom Yaley, Landman with Kerr-McGee Oil & Gas Onshore LP, 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.

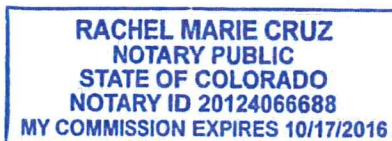
KERR-MCGEE OIL & GAS ONSHORE LP

Tom Yaley  
Tom Yaley

Subscribed and sworn to before me this 17<sup>th</sup> day of March, 2015, by Tom Yaley, Landman for Kerr-McGee Oil & Gas Onshore LP.

Witness my hand and official seal.

My commission expires: 10/17/2016



Rachel Marie Cruz  
Notary Public

IN THE MATTER OF AN APPLICATION BY KERR-MCGEE OIL & GAS ONSHORE LP FOR AN ORDER POOLING · ALL INTERESTS IN EIGHT APPROXIMATE 160-ACRE TO 320-ACRE DESIGNATED HORIZONTAL WELLBORE SPACING UNITS ESTABLISHED FOR CERTAIN PORTIONS OF SECTION 9, TOWNSHIP 1 NORTH, RANGE 65 WEST, 6<sup>TH</sup> P.M., FOR THE DEVELOPMENT/OPERATION OF THE CODELL AND NIOBRARA FORMATIONS, WATTENBERG FIELD, WELD COUNTY, COLORADO

DOCKET NO. *To be assigned*

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

That she is a Legal Assistant at Beatty & Wozniak, P.C., attorneys for Kerr-McGee Oil & Gas Onshore LP, and on or before March 25, 2015, 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 18<sup>th</sup> day of March, 2015.

**TERESA L. PETERSON**  
**NOTARY PUBLIC**  
**STATE OF COLORADO**  
NOTARY ID 19894002026  
MY COMMISSION EXPIRES OCT.4, 2017

Leesa L. Peters  
Notary Public

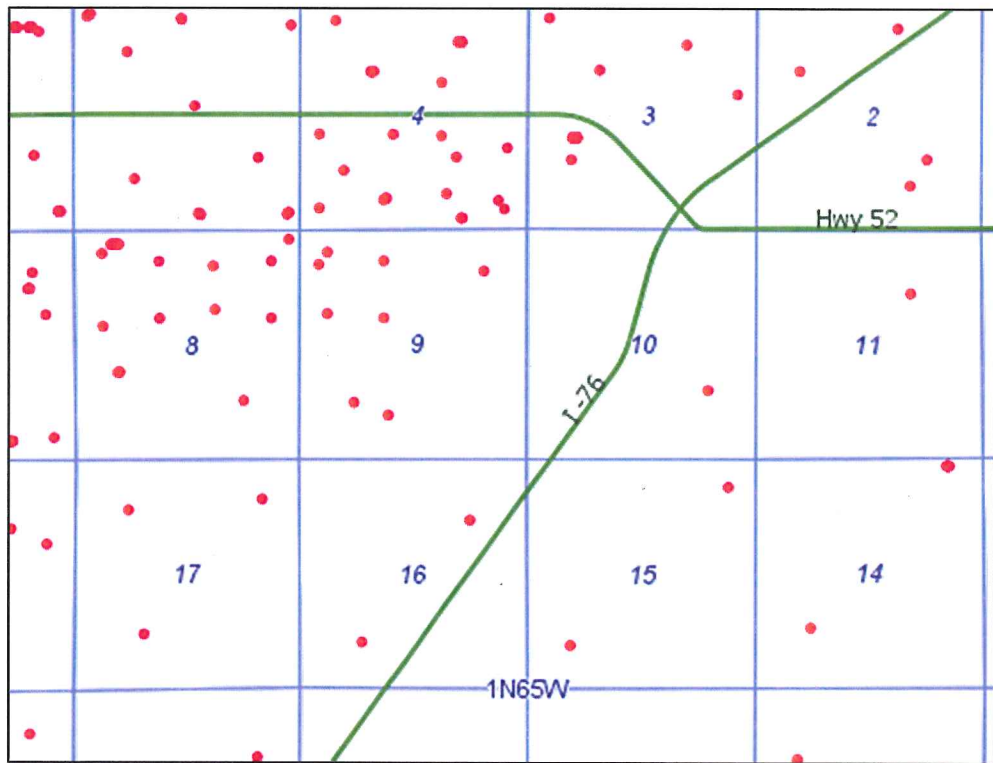
## Exhibit A

### Reference Map for Pooling Application

Section 9 ( $W\frac{1}{2}$ ), Township 1 North, Range 65 West, 6<sup>th</sup> P.M. (WSU Nos. 1-5)

Section 9 ( $E\frac{1}{2} W\frac{1}{2}$ ), Township 1 North, Range 65 West, 6<sup>th</sup> P.M. (WSU No. 6)

Section 9 ( $E\frac{1}{2} W\frac{1}{2}$ ,  $W\frac{1}{2} E\frac{1}{2}$ ), Township 1 North, Range 65 West, 6<sup>th</sup> P.M. (WSU Nos. 7-8)



## 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.

Kerr-McGee Oil & Gas Onshore LP  
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Denver CO 80202

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Denver CO 80206

D&V Minerals, LLC  
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Wiggins CO 80654

BB Resources, LLC  
1860 Blake Street  
Denver CO 80202

Scott Mineral Partners, LLC  
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