

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

IN THE MATTER OF AN APPLICATION BY  
EXTRACTION OIL & GAS LLC FOR AN ORDER  
POOLING ALL INTERESTS IN THREE  
APPROXIMATE 640-ACRE DESIGNATED  
HORIZONTAL WELLBORE SPACING UNITS  
ESTABLISHED FOR SECTIONS 8 AND 9,  
TOWNSHIP 7 NORTH, RANGE 66 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**

Extraction Oil & Gas LLC, Operator No. 10459, ("Extraction" 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 ("Commission") for an order pooling all interests in three approximate 640-acre horizontal wellbore spacing units established for certain portions of Sections 8 and 9, Township 7 North, Range 66 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 liability 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 7 North, Range 66 West, 6<sup>th</sup> P.M.

Section 8: S $\frac{1}{2}$  N $\frac{1}{2}$ , N $\frac{1}{2}$  S $\frac{1}{2}$

Section 9: S $\frac{1}{2}$  N $\frac{1}{2}$ , N $\frac{1}{2}$  S $\frac{1}{2}$

Wellbore Spacing Unit ("WSU") Nos. 1-3  
640 acres, more or less, 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 three approximate 640-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 or 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. Thornton #1 Well (API No. 05-123-40272) – Niobrara Formation – WSU #1;
- b. Thornton #2 Well (API No. 05-123-40255) – Niobrara Formation – WSU #2;  
and
- c. Thornton #3 Well (API No. 05-123-40257) – Codell Formation – WSU #3.

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 WSU Nos. 1-3, 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 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 WSU Nos. 1-3 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 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 14 day of May, 2015.

Respectfully submitted,

**EXTRACTION OIL & GAS LLC**

By: 

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Jillian Fulcher  
Beatty & Wozniak, P.C.  
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jparrot@bwenergyllc.com  
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Address of Applicant  
Extraction Oil & Gas LLC  
ATTN: Destenie McMillen  
1888 Sherman Street, Suite 200  
Denver, Colorado 80203

VERIFICATION

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

Destenie McMillen, Senior Landman for Extraction Oil & Gas LLC, upon oath deposes and says that she has read the foregoing Application and that the statements contained therein are true to the best of her knowledge, information and belief.

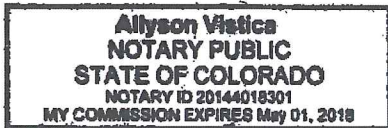
EXTRACTION OIL & GAS LLC

  
\_\_\_\_\_  
Destenie McMillen

Subscribed and sworn to before me this 14<sup>th</sup> day of May, 2015, by Destenie McMillen, Senior Landman for Extraction Oil & Gas LLC.

Witness my hand and official seal.

My commission expires: May 1, 2018



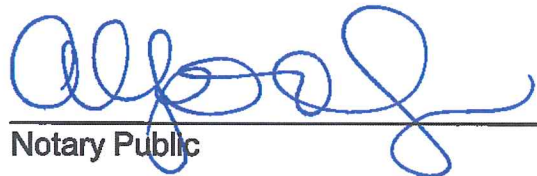
  
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Notary Public

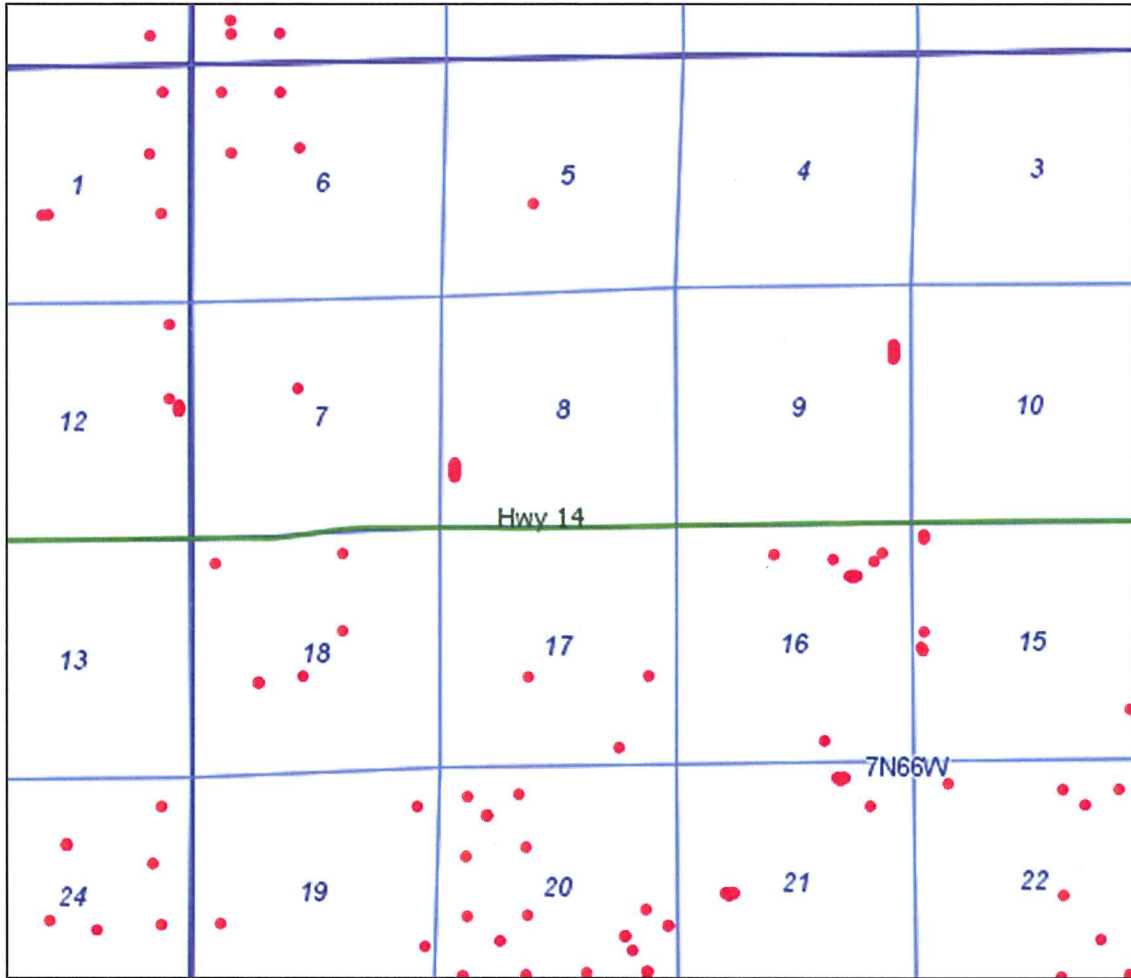
Exhibit A

Reference Map for Pooling Application

Township 7 North, Range 66 West, 6<sup>th</sup> P.M.

Section 8: S $\frac{1}{2}$  N $\frac{1}{2}$ , N $\frac{1}{2}$  S $\frac{1}{2}$

Section 9: S $\frac{1}{2}$  N $\frac{1}{2}$ , N $\frac{1}{2}$  S $\frac{1}{2}$



## 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.

Joyce Wykert Weber  
P.O. Box 1314  
Ault, CO 80610

Double J. Farms & Feeding Inc.  
13789 Hwy 14  
Ault, CO 80610

City of Thornton  
9500 Civic Center Drive  
Thornton, CO 80229

Lindia Kay Brown  
409 3rd Street  
P.O. Box 362  
Kersey, CO 80644

Sylvia Mae Kaldahl, Trustee of the Sylvia  
Mae Kaldahl Revocable Trust  
369 Bending Branch Lane  
Miamisburg, OH 45342

LaDonna J. Moore  
307 Lincoln Ave.  
Lutherville, MD 21093

Richard D. Simmons  
2738 Greggin Drive  
Roanoke, VA 24012

Michael K. Freeman, AIF for Mary  
Baiaomonte  
41818 WCR 25  
Ault, CO 80610

Donald Q. Whitedge and  
Patsy L. Whitedge  
1838 15th Street  
Penrose, CO 81240

Donald Q. Whitedge and Patsy L.  
Whitedge, Co-Trustees of the Whitedge  
Revocable Living Trust, dated  
June 9, 2005  
1838 15th Street  
Penrose, CO 81240

Louanne Dontanville  
236 North Beachwood Drive  
Burbank, CA 91506

Heirs or Devisees of Beverly Helen  
Vossberg Lair  
Edgemont, SD 57725

Ronald Fred Brinkman  
1607 Reservoir Road  
Greeley, CO 80631

Shirley Ann Hirsch  
39477 Hill Top Circle  
Ault, CO 80610

Dennis Leroy Vossberg  
H-1054  
Budapest, Szabadsag Ter. 12,  
Hungary

Tammy K. Hollinger  
3532 Bonna Villa Dr.  
Rapid City, SD 57701

Jennifer Hart  
821 Montgomery St.  
Custer, SD 57930

Janice Eileen White  
P.O. Box 6543  
Hilo, HI 96720

Phyllis E. Jenkins  
1078 Virginia Road  
Cheyenne, WY 82009

Kelly S. Chapel a/k/a Kelly Chapel  
78 Pageant Street  
Belen, NM 87002

Catherine P. Torres  
a/k/a Cathy Torres  
7 B Jerome  
Los Lunas, NM 87031

Mickey C. Chapel, a/k/a Mick Chapel  
P.O. Box 291  
Quemado, NM 87829

Renie Thompson  
P.O. Box 160  
Tjeras, NM 87059

Betty Jo Bauman, Trustee Under The  
Betty Jo Bauman Living Trust dated  
July 28, 2006  
15660 SW Alderbrook Circle  
Tigard, OR 97224

Jean T. Carr, Trustee of The Jean T.  
Carr Family Trust Under Amendment  
and Restatement of Trust dated  
March 7, 2007  
5025 Birch Creek Drive  
South Ogden, UT 84403

Matthew Hideo Trenholme  
a/k/a Mathew Trenholme  
6707 Thornwood, Apt 20  
San Diego, CA 92111

Sarah Reiko Trenholme  
a/k/a Sarah Trenholme  
Flat 1G Bayne Street  
Stirling, Scotland FK8 1PG

Lyle Jenkuro Trenholme  
a/k/a Lyle Trenholme  
10357 Reserve Drive, Apt. 204  
San Diego, CA 92127

Imago Enterprises, Inc.  
140 Palmer Drive  
Fort Collins, CO 80525

Wallace Bruce Melton  
a/k/a Bruce Melton  
3100 Kauffman Avenue  
Vancouver, WA 98660

Monika Moseley  
a/k/a Monika Melton, Trustee  
1430 Oak Circle  
Healdsburg, CA 95448

Gary Stull  
4834 Smoke Rise Road  
Casper, WY 82604

Jeannene M. Page  
1931 14th Street  
Greeley, CO 80631

Dean S. Ehn  
6470 Firerock Court  
Boulder, CO 80301

Double Eagle Energy Rockies, LLC  
1401 Ballinger Street, Suite 203  
Fort Worth, TX 76102

Monna S. Canaday  
5506 West 24th Street  
Greeley, CO 80634

OOGC America LLC  
9805 Katy Freeway, Suite 500  
Houston, TX 77024

Dee A. Benson, Trustee of the Dale N.  
Benson Trust dated May 1, 2006  
40928 WCR 27  
Ault, CO 80610

Susan Elizabeth Mead Living Revocable  
Trust Dated February 20, 2014  
245 Hill Street  
Steamboat Springs, CO 80487

Joseph Mark Melton  
P.O. Box 1929  
Healdsburg, CA 95448

Charles C. Hohn  
12430 Niwot Road  
Longmont, CO 80504-8413

Grace D. Hill  
10624 Zephyr Lane  
Olympia, WA 98512-9372

Dorothy H. Stewart  
2623 Reservoir Road  
Greeley, CO 80634

Donald L. Hughes and Kathleen E. Hughes  
40129 Weld County Road 31  
Ault, CO 80610

Heirs or devisees of Margaret Melton Hohn  
965 Sleeping Child Road  
Hamilton, MT 59840  
(1989 Address)

DJ Resources, LLC  
1600 Broadway, Suite 1960  
Denver, CO 8020

Tami K. Spaulding  
P.O. Box 100  
Pierce, CO 80650

Whitefish Partners, LLC  
40928 WCR 27  
Ault, CO 80610

Ulo G. Melton a/k/a Geoff Melton  
3440 NW 57th Street  
Seattle, WA 98107

Gail Paulson  
4818 E. Kentucky Circle  
Denver, CO 80246

Jean Anne Conrow  
3700 S. Westport Ave. #1382  
Sioux Falls, SD 57106

Colder Weather LLC  
4789 County Road 24 3/4  
Firestone, CO 80504

Dennis C. Ehn  
215 Cypress Street  
Newton Centre, MA 02459

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

Eleanor Jean Biggs  
32549 W. Street Hwy ZZ  
New Hampton, MO 64471

Anadarko E&P Onshore, LLC  
1099 18th Street, Suite 1800  
Denver, CO 80202

Bradley R. Baird  
1386 South 6<sup>th</sup> Avenue  
Yuma, AZ 85364

