

**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 AN APPROXIMATE  
320-ACRE DESIGNATED HORIZONTAL WELLBORE  
SPACING UNIT ESTABLISHED FOR SECTIONS 8  
AND 9, TOWNSHIP 7 NORTH, RANGE 66 WEST, 6<sup>TH</sup>  
P.M., FOR THE DEVELOPMENT/OPERATION OF  
THE NIOBRARA FORMATION, 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 an approximate 320-acre horizontal wellbore spacing unit 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 Niobrara Formation. 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<sup>1</sup>/<sub>2</sub> S<sup>1</sup>/<sub>2</sub>

Section 9: S<sup>1</sup>/<sub>2</sub> S<sup>1</sup>/<sub>2</sub>

Wellbore Spacing Unit ("WSU") No. 1  
320 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 an approximate 320-acre horizontal wellbore spacing unit, comprised of the Application Lands, for the below-described well, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. Applicant notified all owners in the proposed wellbore spacing unit pursuant to Rule 318A.e.(5). Applicant did not receive objections to the establishment of the proposed horizontal wellbore spacing unit within the 30-day response period:

a. Thornton #10 Well (API No. 05-123-40258) – Niobrara Formation – WSU #1.

This well is hereinafter referred to as the “Subject Well.”

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 No. 1, established for the Application Lands, for the development and operation of the Niobrara Formation.

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 Well, 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 the Subject Well.

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 No. 1 established for the Application Lands, for the development and operation of the Niobrara Formation, 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 Well, 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 the Subject Well.

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:   
James Parrot  
Jillian Fulcher  
Beatty & Wozniak, P.C.  
Attorneys for Applicant  
216 16th Street, Suite 1100  
Denver, Colorado 80202  
(303) 407-4499  
jparrot@bwenergyllc.com  
jfulcher@bwenergyllc.com

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 )

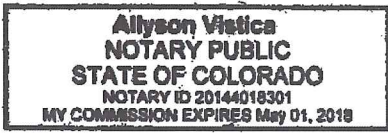
Destenie McMillen, Senior Landman for Extraction Oil & Gas LLC, upon oath deposes and says that she has read the foregoing Application and that the statements contained therein are true to the best of her knowledge, information and belief.

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



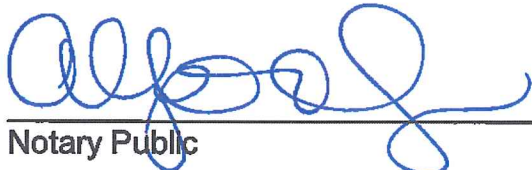
  
Notary Public

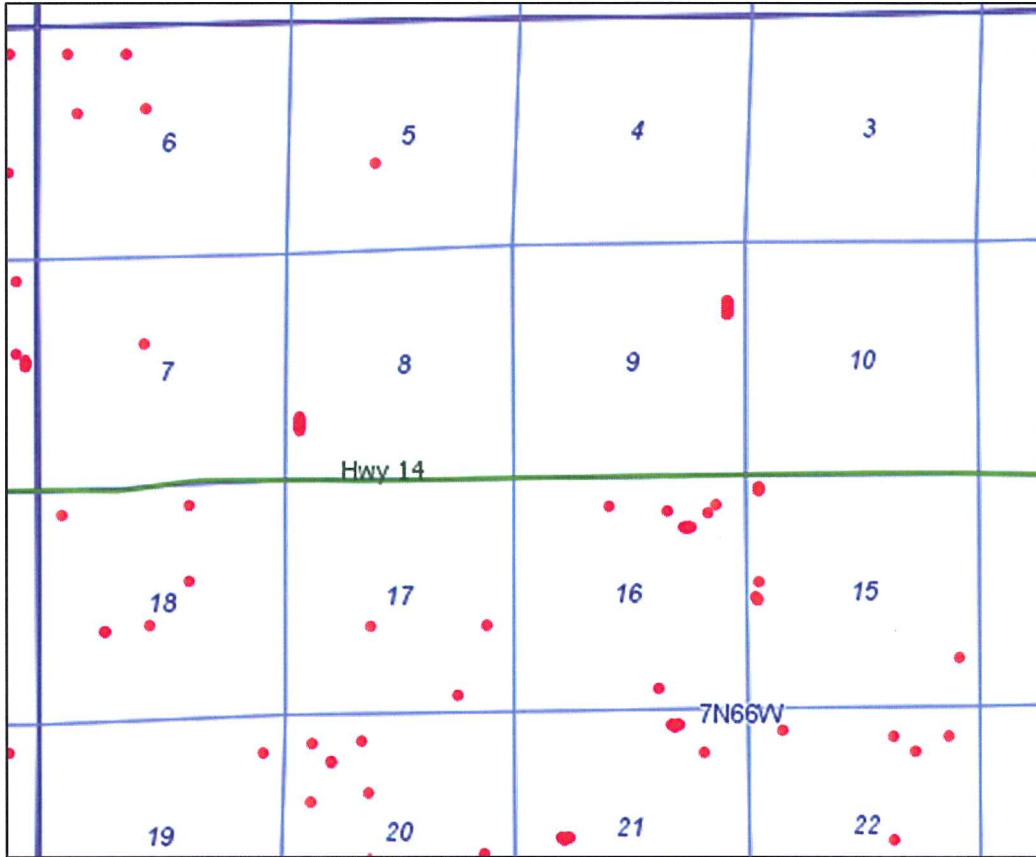
Exhibit A

Reference Map for Pooling Application

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

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

Section 9: S $\frac{1}{2}$  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 and Feeding, Inc.  
13789 Hwy 14  
Ault, CO 80610

City of Thornton  
9500 Civic Center Drive  
Thornton, CO 80229

Duane L. Brown and Geraldine J. Brown  
13707 State Highway 14  
Ault, CO 80610

Patsy Lee Whittedge and  
Donald Q. Whittedge  
1838 15th Street  
Penrose, CO 81240

Donald Q. Whittedge and Patsy L.  
Whittedge Revocable Living Trust under  
date of 6/9/2006  
1838 15th Street  
Penrose, CO 81240

Louanne Dontanville  
236 North Beachwood Dr.  
Burbank, CA 91506

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

Ronald Fred Brinkman  
1607 Reservoir Road  
Greeley, CO 80631

Shirley Ann Hirsch  
39477 Hill Top Circle  
Ault, CO 80610

Heirs or Devises of Beverly Helen  
Vossberg Lair, deceased  
Edgemont, SD 57735

Dennis Leroy Vossberg  
H-1054 Budapest  
Szabadsaq 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  
78 Pageant Street  
Belen, NM 87002

Catherine P. Torres  
7B Jerome  
Los Lunas, NM 87031

Mickey C. 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  
7/28/2006  
15660 SW Alderbrook Circle  
Tigard, OR 97224

Jean T. Carr, Trustee of The Jean T. Carr  
Family Trust Under Amended and  
Restatement of Trust  
dated 3/7/2007  
5025 Burch Creek Circle  
South Ogden, UT 84403

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

Matthew Hideo Trenholme  
6707 Thornwood, Apt. 20  
San Diego, CA 92111

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

Joann L. Firestien  
13149 Hwy 14  
Ault, CO 80610

Charles C. Hohn  
12340 Niwot Road  
Longmont, CO 80504

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

Gary Stull  
4834 Smoke Rise Road  
Casper, WY 82604

Grace D. Hill  
10624 Zephyr Lane  
Olympia, WA 98512

Ulo Geoffrey Melton  
3440 NW 57th Street  
Seattle, WA

Wallace Bruce Melton  
3100 Kauffman Avenue  
Vancouver, WA 98660

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

Gail Paulson  
4818 E. Kentucky Circle  
Denver, CO 80246

Monika Melton, Trustee  
1430 Oak Circle  
Healdsburg, CA 95448

Colder Weather LLC  
100 South University Blvd., Unit 7  
Denver, CO 80209

Jeannene Page  
1931 14th Street  
Greeley, CO 80631

Dorothy H. Stewart  
2623 Reservoir Road  
Greeley, CO 80634

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

Dean S. Ehn  
6470 Firerock Court  
Boulder, CO 80301

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

Sheila Ash  
14943 Highway 14  
Ault, CO 80610

Q.T. Endeavors, LLC  
301 North Shields Street  
Fort Collins, CO 80521

Tess Leases & Sales LLC  
34499 WCR 29  
Windsor, CO 80550

Karl Raymond Yoder  
40245 County Rd 31  
Ault, CO 80610

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

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

DJ Resources, LLC  
1600 Broadway, Suite 1960  
Denver, CO 80202

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

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

WYOTEX Drilling  
Ventures, LLC  
P.O. Box 280969  
Lakewood, CO 80228

Colorado Department of Transportation  
c/o Receipts and Deposits  
4201 East Arkansas Avenue, Room 212  
Denver, CO 80222

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

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

Heirs or Devisees of Catherine R. Nyp,  
aka Catherine R. Vannoy  
41646 WCR 122  
Grover, CO 80729  
(1999 Address)

John O. Norin  
2001 7th Street  
Greeley, CO 80631  
(1976 Address)

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

Bradley R. Baird  
1386 S. 6th Avenue  
Yuma, AZ 85364

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STATE OF COLORADO )  
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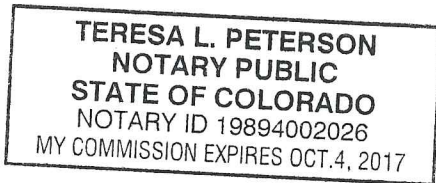
Jennifer Pittenger, of lawful age, and being first duly sworn upon her oath, states and declares:

That she is a Legal Assistant at Beatty & Wozniak, P.C., attorneys for Extraction Oil & Gas LLC, and on or before May 22, 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 15<sup>th</sup> day of May, 2015.

Witness my hand and official seal.



  
\_\_\_\_\_  
Notary Public