

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

IN THE MATTER OF THE APPLICATION OF)
BAYSWATER EXPLORATION & PRODUCTION,) Cause No. 407
LLC FOR AN ORDER POOLING ALL)
INTERESTS IN THE CODELL FORMATION IN A) Docket No. 1507_____
404.54-ACRE WELLBORE SPACING UNIT)
LOCATED IN SECTIONS 23 AND 26,) Type: POOLING
TOWNSHIP 7 NORTH, RANGE 65 WEST, 6TH)
P.M., WATTENBERG FIELD, WELD COUNTY,)
COLORADO.)

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 404.54-acre wellbore spacing unit for the SE $\frac{1}{4}$ SW $\frac{1}{4}$ and SW $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 23, Township 7 North, Range 65 West, 6th P.M. and the E $\frac{1}{2}$ W $\frac{1}{2}$ and W $\frac{1}{2}$ E $\frac{1}{2}$ of Section 26, Township 7 North, Range 65 West, 6th P.M., Weld County, Colorado for the development and production from the Codell 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 65 West, 6th P.M.

Section 23: SE $\frac{1}{4}$ SW $\frac{1}{4}$, SW $\frac{1}{4}$ SE $\frac{1}{4}$

Section 26: E $\frac{1}{2}$ W $\frac{1}{2}$, W $\frac{1}{2}$ E $\frac{1}{2}$

Weld County, Colorado.

A reference map of the Application Lands is attached hereto.

3. 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.

4. Applicant drilled the Booth H-26H well (API# 05-123-36079), spud on or about April 15, 2014. The above-described horizontal well is designed to test and produce gas and associated hydrocarbons from the Codell Formation underlying the Application Lands.

5. 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 Codell Formation.

6. 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 a 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 Booth H-26H well.

7. 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 Booth H-26H well.

8. 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.

9. 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 well, 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 Codell 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 Booth H-26H 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 21st day of May, 2015

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
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.

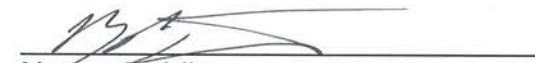
BAYSWATER EXPLORATION &
PRODUCTION, LLC



Blake Leavitt, DJ Basin Landman

Subscribed and sworn to before me this 21ST day of May, 2015 by Blake Leavitt, DJ Basin Landman for Bayswater Exploration & Production, LLC.

Witness my hand and official seal.



Notary Public
My Commission Expires: 7/23/2018

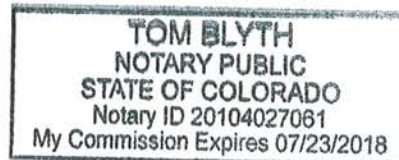


Exhibit A

**SE $\frac{1}{4}$ SW $\frac{1}{4}$, SW $\frac{1}{4}$ SE $\frac{1}{4}$ of SECTION 23-T7N-R65W
E $\frac{1}{2}$ W $\frac{1}{2}$, W $\frac{1}{2}$ E $\frac{1}{2}$ of SECTION 26-T7N-R65W**

BOOTH H-26H WELL

404.54 ACRES, MORE OR LESS

1. UNLEASED OIL AND GAS INTERESTS:

1.2. NON-CONSENTING WI:

NOBLE ENERGY, INC
1625 BROADWAY, SUITE 2000
DENVER, CO 80202

NOBLE ENERGY WYCO, LLC
1625 BROADWAY, #2000
DENVER, CO 80202

2. LEASEHOLD OWNERS:

BAYSWATER BLENHEIM HOLDINGS
730 17TH STREET #610
DENVER, CO 80202

BAYSWATER BLENHEIM HOLDINGS II, LLC
730 17TH STREET #610
DENVER, CO 80202

BAYSWATER EXPLORATION & PROD
730 17TH STREET #610
DENVER, CO 80202

PIVOTAL DJ BASIN
300 CRESCENT COURT #200C
DALLAS, TX 75201

3. ROYALTY OWNERS:

JOANNE R SIEGRIST
5853 N 81ST ST
SCOTTSDALE, AZ 85250

MARK S BALTZ
951 AIRPORT RD
SHERIDAN, WY 82801

ANADARKO LAND CORP
P O BOX 730875
DALLAS, TX 75373-0875

KATHERINE BAUER
22517 WCR
EATON, CO 80615

MARK A ANDREWS
22305 COUNTY ROAD 76
EATON, CO 80615

EDNA I BETHURUM
3492 EAST COUNTY LINE RD #15
HIGHLANDS RANCH, CO 80126-7003

BOOTH LAND & LIVESTOCK COMPANY
PO BOX 72
LUCERNE, CO 80646

GILBERT & SHELBY VAN BUSKIRK
4458 QUEST DRIVE
FT COLLINS, CO 80524

ELISABETH A CARLSON
1310 2ND STREET ROAD
EATON, CO 80615

NANCY DIANNE COLE
9427 PELON DRIVE
THORNTON, CO 80260

LOIS DUVALL
10210 W JEWELL
LAKEWOOD, CO 80212

WESLEY FORD
120 NORTH 6TH STREET APT J
COUNCIL BLUFSS, IA 51503

BARBARA J FRANKS
2331 WHARTON LANE #107
ROSEVILLE, CA 95747

JEFFERY FRANKS
1565 AUTUMN VALLEY ROAD
BRENTWOOD, CA 94513

DARRELL & KATHY FRENCH
38020 WCR 45
EATON, CO 80615

HARVEY & CONSTANCE GREEN
37424 CR 45
EATON, CO 80615

DAVID GUSTAFSON
36800 WCR 37
EATON, CO 80615

DONALD JAY GUSTAFSON
1708 E HERMOSA DR
TEMPE, AZ 85282-5724

JAMES A GUSTAFSON
1010 9TH AVE
GREELEY, CO 80632

PERRY GUSTAFSON
3103 CRAWFORD ST
COLUMBIA, MO 65203

RONALD GUSTAFSON
762 LAVENDER CT
SAN MARCOS, CA 92069

BELINDA HARRINGTON
5129 KIOWA DRIVE
GREELEY, CO 80634

EDWARD M HARRINGTON JR
10042 S DEER CREEK STREET
HIGHLANDS RANCH, CO 80129

RODNEY B HARRINGTON
1231 GRISTMILL DRIVE
CHARLOTTESVILLE, VA 22902

SUSAN K & JACK L HOUCHEM
PO BOX 200702
EVANS, CO 80620

KATHLEEN H JOHNSON
15 CORTE MATEO
MORAGO, CA 94556

LORI E. AND WILLIAM A. LAMBERT
1176 PATRIOT STREET
BILLINGS, CO 59105

HEATHER LAUR
7 HEATHER STREET
OAKBANK, MANITOBA ROE 1J1, CA

DIANE LEINWEBER
2455 CHERRY AVENUE
GREELEY, CO 80631

JUDY MEYER
37412 COUNTY RD 45
EATON, CO 80615

JERRY D. MILLER
921 E 122TH PLACE
NORTHGLENN, CO 80233

BARBARA PALMER
3061 S CO RD 185
BYERS, CO 80103

MARY POWELL
3600 S ROSLYN WAY
DENVER, CO 80237

RUTHANN ROBINSON
38 SOUTH WOOD RIDGE ROAD
COQUILLE, OR 97423

SHIRLEY ROBITAILLE
3860 CHASE STREET
DENVER, CO 80212

MARJORIE RODGERS
PO BOX 590
SCOTTSBURG, OR 97473

CAROL J ROEHRS
1739 70TH AVE
GREELEY, CO 80634

ALICE M ROSSMAN
2528 57TH AVE
GREELEY, CO 80634

LISA J RUTZ
128 STATE STREET S #334
KIRKLAND, WA 98033

ESTHER MAE SAXTON
527 DEERWOOD DRIVE
BOULDER, CO 80504

LOIS M SHARP
523 PROSPECT STREET
FORT MORGAN, CO 80701

JAMES SHIPP
PO BOX 3098
BATTLE GROUND, WA 98604

DON SIEGRIST
1490 VILLAGE PINES AVE
COOS BAY, OR 97420

FRANCES VETTERS
37416 CR 45
EATON, CO 80615

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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:

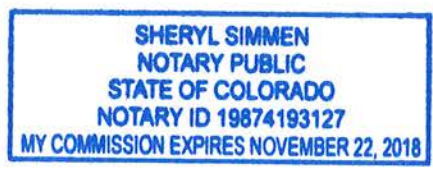
That I am the attorney for Bayswater Exploration & Production, LLC and that on or before May 28, 2015, I caused a copy of the attached Application to be deposited in the United States mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.



Joseph C. Pierzchala

Subscribed and sworn to before me May 21, 2015

Witness my hand and official seal.

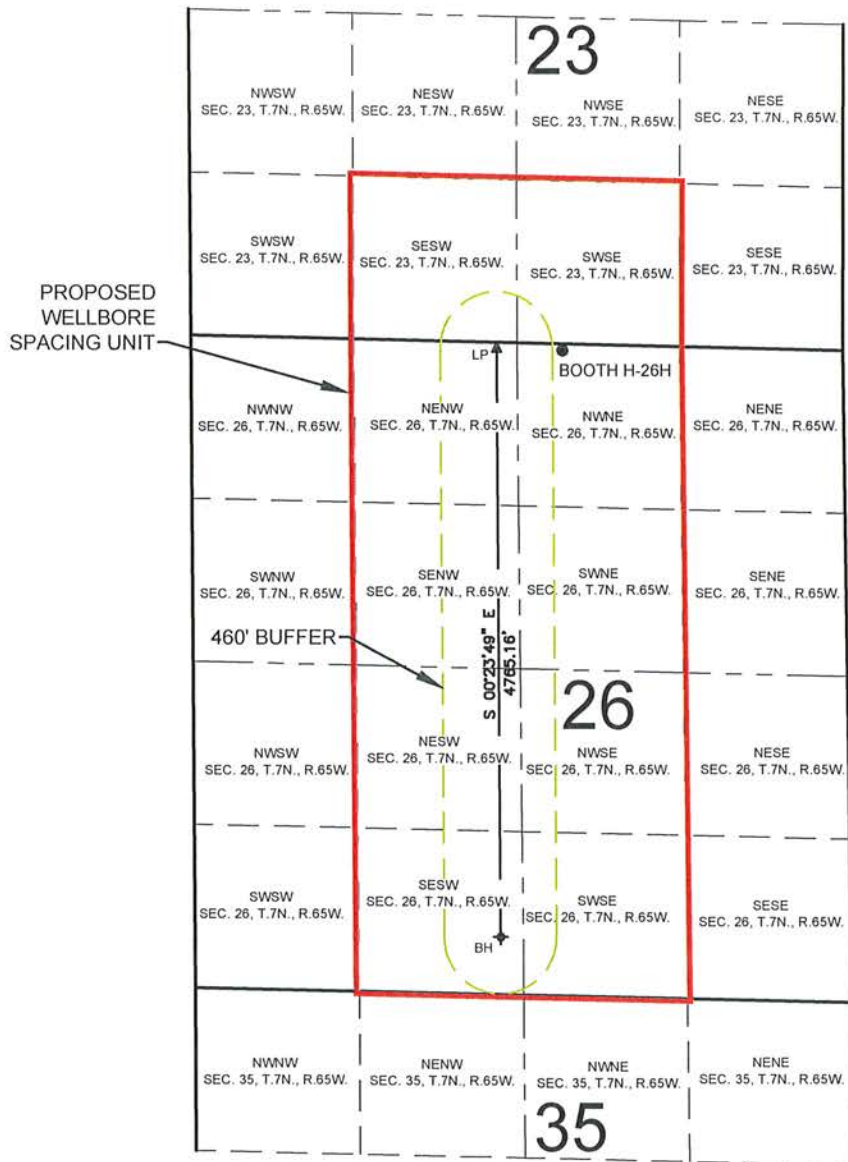




Notary Public
My commission expires: 11/22/18

PROPOSED 318A.e. WELLBORE SPACING UNIT

SECTION 26, TOWNSHIP 7 NORTH, RANGE 65 WEST, 6TH P.M.



SURFACE LOCATION

NAD83
 LATITUDE= 40.551591°
 LONGITUDE= 104.628824°

LANDING POINT LOCATION

NAD83
 LATITUDE= 40.551650°
 LONGITUDE= 104.630763°

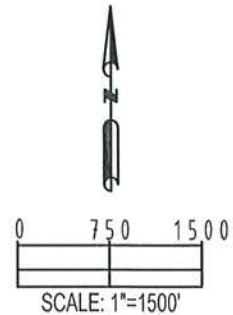
BOTTOM HOLE LOCATION

NAD83
 LATITUDE= 40.538570°
 LONGITUDE= 104.630812°

WELL BOOTH H-26H TO BE LOCATED 54' FNL AND 2295' FEL, SEC. 26, T7N, R65W

LEGEND

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



PREPARED BY:  Petroleum Field Services, LLC 7535 Hilltop Circle Denver, CO 80221	FIELD DATE:	SURFACE LOCATION
	03-20-12	NW 1/4 NE 1/4,
	DRAWING DATE:	SEC. 26, T7N, R65W, 6TH P.M.
	01-30-14	WELD COUNTY, COLORADO
BY:	CHECKED:	
KAD	CLM	