

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

IN THE MATTER OF THE AMENDED APPLICATION OF BAYSWATER EXPLORATION & PRODUCTION, LLC FOR AN ORDER POOLING ALL INTERESTS IN THE NIOBRARA FORMATION IN A 162.14-ACRE WELLBORE SPACING UNIT LOCATED IN SECTION 26, TOWNSHIP 7 NORTH, RANGE 65 WEST, 6TH P.M., WATTENBERG FIELD, WELD COUNTY, COLORADO.

Cause No. 407  
Docket No. 150700455  
Type: POOLING

AMENDED 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 Amended 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 162.14-acre wellbore spacing unit for the W½E½ of Section 26, Township 7 North, Range 65 West, 6th P.M., Weld County, Colorado for the development and production from the Niobrara 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 26: W½E½  
  
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 J-26H well (API# 05-123-36087) and Booth K-26H well (API# 05-123-36076), spud on or about April 14, 2014, and April 12, 2014, respectively. **The Booth J-26H and K-26H wells are designed to test and produce gas and associated hydrocarbons from the Niobrara 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 **Niobrara Formation.**

6. Applicant certifies that, at least 35 days prior to the date of the scheduled protest deadline for this **Amended** Application, each owner which Applicant was able to locate, not already leased or voluntarily pooled, will be provided with well proposals 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 J-26H and Booth K-26H wells.

7. Applicant requests that a pooling order be entered as a result of this **Amended** Application and that it be made effective as of the earlier of the date of this **Amended** 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 J-26H and Booth K-26H wells.

8. The granting of this **Amended** 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 **Amended** 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 **Amended** 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 respective wells, 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 **Niobrara Formation.**

B. Providing that the pooling order is made effective as of the date of this **Amended** 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 J-26H and Booth K-26H wells 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 wells,

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 16<sup>th</sup> day of **July**, 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](mailto:jpierzchala@wsmtlaw.com)  
[crussell@wsmtlaw.com](mailto: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 **Amended** Application and that the statements contained therein are true to the best of his knowledge, information and belief.

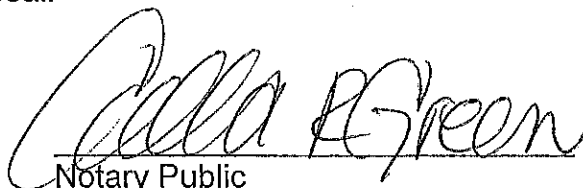
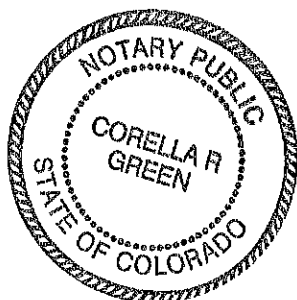
BAYSWATER EXPLORATION &  
PRODUCTION, LLC



\_\_\_\_\_  
Blake Leavitt, DJ Basin Landman

Subscribed and sworn to before me this 16th day of **July**, 2015 by Blake Leavitt, DJ Basin Landman for Bayswater Exploration & Production, LLC.

Witness my hand and official seal.



\_\_\_\_\_  
Notary Public  
My Commission Expires:08/20/2017

**Exhibit A**

**W $\frac{1}{2}$ E $\frac{1}{2}$  of SECTION 26-T7N-R65W**

**BOOTH J-26H and BOOTH K-26H WELLS**

**162.14 ACRES, MORE OR LESS**

**1. UNLEASED OIL AND GAS INTERESTS:**

**1.2. NON-CONSENTING WI:**

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

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

MARK S BALTZ  
951 AIRPORT RD  
SHERIDAN, WY 82801

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

KATHERINE BAUER  
22517 WCR  
EATON, CO 80615

NANCY DIANNE COLE  
9427 PELON DRIVE  
THORNTON, CO 80260

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

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

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

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

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

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

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

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

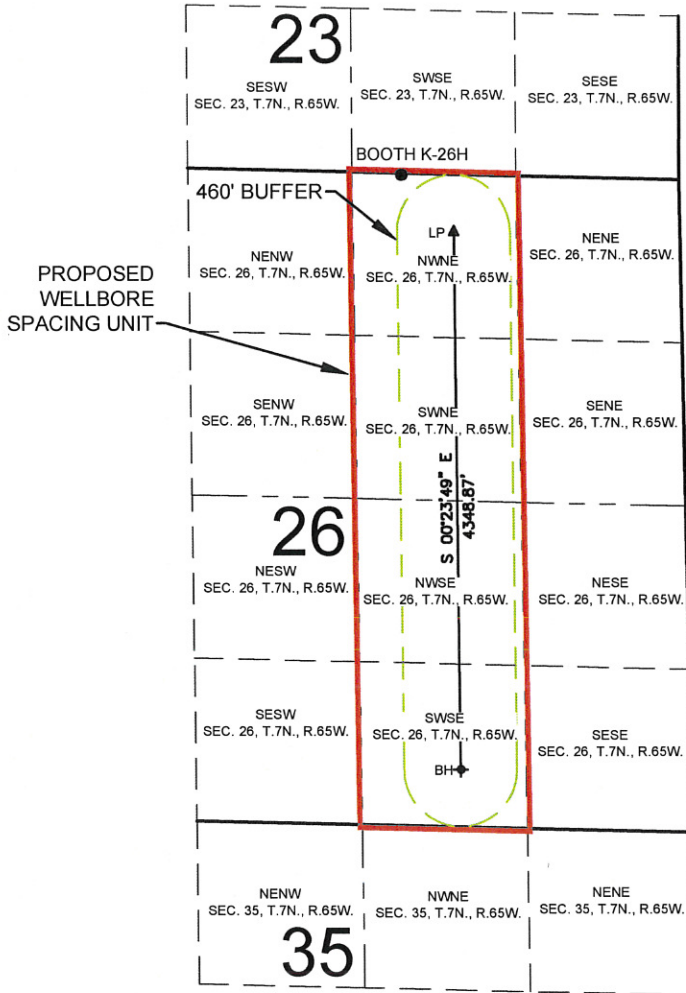
LOIS M SHARP  
523 PROSPECT STREET  
FORT MORGAN, CO 80701

JAMES SHIPP  
PO BOX 3098  
BATTLE GROUND, WA 98604

DON SIEGRIST  
1490 VILLAGE PINES AVE  
COOS BAY, OR 97420

# PROPOSED 318A.e. WELLBORE SPACING UNIT

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



SURFACE LOCATION

NAD83  
 LATITUDE= 40.551693°  
 LONGITUDE= 104.628714°

LANDING POINT LOCATION

NAD83  
 LATITUDE= 40.550422°  
 LONGITUDE= 104.627205°

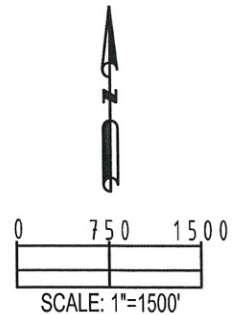
BOTTOM HOLE LOCATION


NAD83  
 LATITUDE= 40.538485°  
 LONGITUDE= 104.627251°

WELL **BOOTH K-26H** TO BE LOCATED 16' FNL AND 2264' FEL, SEC. 26, T7N, R65W

LEGEND

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

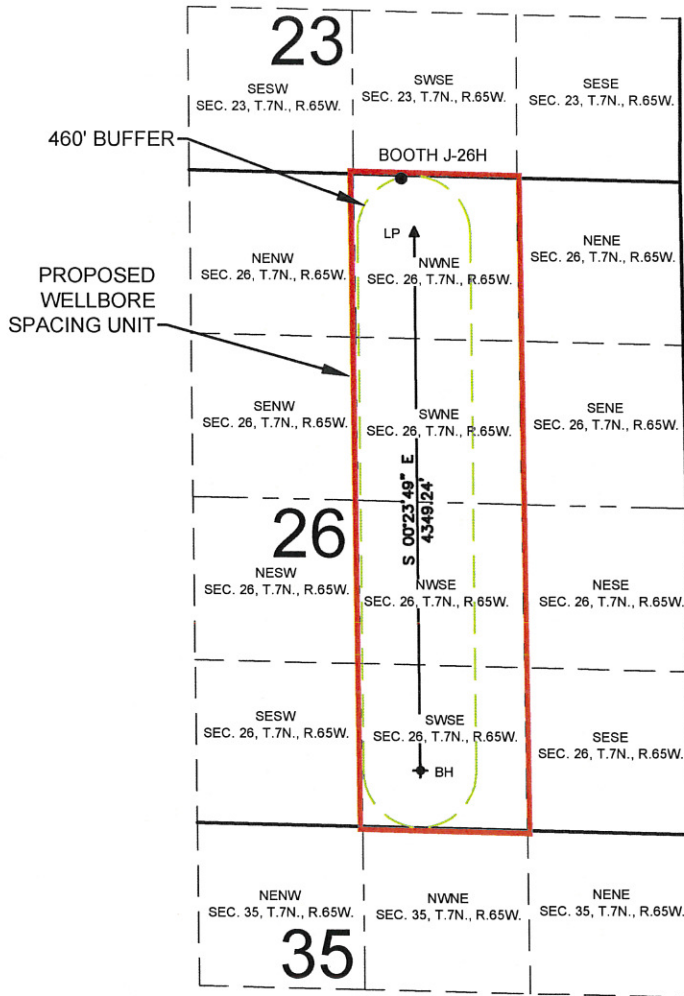


PREPARED BY:  Petroleum Field Services, LLC. 7535 Hilltop Circle Denver, CO 80221	FIELD DATE: 03-20-12	SURFACE LOCATION NW 1/4 NE 1/4,
	DRAWING DATE: 01-30-14	SEC. 26, T7N, R65W, 6TH P.M.
BY: KAD	CHECKED: CLM	WELD COUNTY, COLORADO



# PROPOSED 318A.e. WELLBORE SPACING UNIT

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



SURFACE LOCATION  
 NAD83  
 LATITUDE= 40.551659°  
 LONGITUDE= 104.628751°

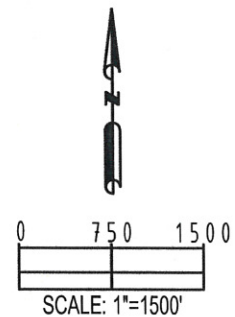
LANDING POINT LOCATION  
 NAD83  
 LATITUDE= 40.550451°  
 LONGITUDE= 104.628393°


BOTTOM HOLE LOCATION  
 NAD83  
 LATITUDE= 40.538513°  
 LONGITUDE= 104.628438°

WELL **BOOTH J-26H** TO BE LOCATED 28' FNL AND 2274' 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: 03-20-12	SURFACE LOCATION: NW 1/4 NE 1/4, SEC. 26, T7N, R65W, 6TH P.M.
	DRAWING DATE: 01-30-14	BY: KAD      CHECKED: CLM

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

IN THE MATTER OF THE **AMENDED** )  
APPLICATION OF BAYSWATER )  
EXPLORATION & PRODUCTION, LLC FOR AN )  
ORDER POOLING ALL INTERESTS IN THE )  
**NIOBRARA FORMATION** IN A 162.14-ACRE )  
WELLBORE SPACING UNIT LOCATED IN )  
SECTION 26, TOWNSHIP 7 NORTH, RANGE 65 )  
WEST, 6TH P.M., WATTENBERG FIELD, WELD )  
COUNTY, COLORADO. )

Cause No. 407

Docket No. 150700455

Type: POOLING

AFFIDAVIT OF MAILING

STATE OF COLORADO §  
CITY AND COUNTY OF DENVER §

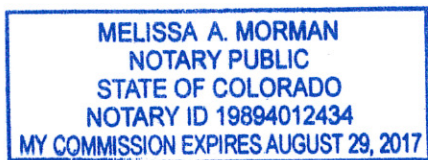
I, Joseph C. Pierzchala, of lawful age, and being first duly sworn upon my oath, state and declare:

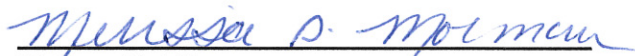
That I am the attorney for Bayswater Exploration & Production, LLC and that on or before **July 21, 2015**, I caused a copy of the attached **Amended** Application to be deposited in the United States mail, postage prepaid, addressed to the parties listed on Exhibit A to the **Amended** Application.

  
\_\_\_\_\_  
Joseph C. Pierzchala

Subscribed and sworn to before me **July 21, 2015**.

Witness my hand and official seal.



  
\_\_\_\_\_  
Notary Public  
My commission expires: 8/29/2017