

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

IN THE MATTER OF THE APPLICATION OF )  
WHITING OIL AND GAS CORPORATION FOR )  
AN ORDER ALLOWING ADDITIONAL WELLS )  
IN TWO EXISTING 960-ACRE DRILLING AND )  
SPACING UNITS APPLICABLE TO THE )  
DRILLING AND PRODUCING OF WELLS FROM )  
THE NIOBRARA AND CODELL FORMATIONS )  
COVERING CERTAIN LANDS IN TOWNSHIP 11 )  
NORTH, RANGE 57 WEST, 6TH P.M., WELD )  
COUNTY, COLORADO. )

Cause No. 535  
Docket No. 150900502  
Type: Increased  
Density

APPLICATION

Whiting Oil and Gas Corporation ("Applicant"), Operator No. 96155, 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") for an order amending Order No. 535-267 only insofar as it applies to the Application Lands described below and approving additional wells and modified well setbacks in two existing 960-acre drilling and spacing units described in this Application, applicable to the drilling of wells and producing of oil, gas and associated hydrocarbons from the Niobrara and Codell Formations covering certain lands in Weld County, Colorado. In support of its Application, Applicant states as follows:

1. Applicant owns leasehold interests in the following lands ("Application Lands"):

Township 11 North, Range 57 West, 6th P.M.

Section 11: S½  
Section 14: All

Township 11 North, Range 57 West, 6th P.M.

Section 23: All  
Section 26: N½

A reference map of the Application Lands is attached hereto.

2. Rule 318.a. provides that a well drilled in excess of 2,500 feet in depth shall be located not less than 600 feet from any lease line, and shall be located not less than 1,200 feet from any other producible or drilling oil or gas well when drilling to the same source of supply, unless authorized by order of the Commission upon hearing. There are no other specific Commission Orders applicable to the Codell Formation underlying the Application Lands.

3. By Order No. 535-267 dated February 11, 2013, the Commission approved an application establishing twelve (12) approximate 960-acre drilling and spacing units and allowing up to four (4) horizontal wells within each unit for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. The order further allows for the surface location to be located anywhere in the designated drilling and spacing unit with the initial perforation and the bottomhole location being no closer than 600 feet from the boundaries of the drilling and spacing unit and no closer than 150 feet from the treated interval of any other wellbore located in the unit, without exception being granted by the Director. The Application Lands are subject to this Order.

4. The Niobrara Formation in the area of the Application Lands is defined as the stratigraphic equivalent of the interval between 5,777 feet (top of the Niobrara) and 6,101 feet (base of the Niobrara) as found in the Walker #3 Well located in Section 31, Township 10 North, Range 58 West, 6th P.M., Weld County, Colorado. The Niobrara Formation is a common source of supply under the Application Lands.

5. The Codell Formation in the area of the Application Lands is defined as the stratigraphic equivalent of the interval between 6,101 feet (top of Codell) and 6,115 feet (base of Codell) as found in the Walker #3 Well located in Section 31, Township 10 North, Range 58 West, 6th P.M., Weld County, Colorado. The Codell Formation is a common source of supply under the Application Lands.

6. Applicant has drilled, tested and completed wells in the Niobrara and Codell Formations on the Application Lands and on lands in close proximity to the Application Lands.

7. To promote efficient drainage of the Niobrara and Codell Formations within the Application Lands and to avoid waste, the Commission should amend Order No. 535-267 only as it applies to the Application Lands to allow an appropriate number of wells, not to exceed 32 wells, in each 960-acre drilling and spacing unit covering the Application Lands in order to efficiently and economically recover oil, gas and associated hydrocarbons from the Niobrara and Codell Formations.

8. Applicant requests the surface location for each proposed horizontal well be located at a legal location in the above-described drilling and spacing units or on adjacent lands. Applicant further requests that the 150 foot distance between treated intervals of each wellbore established in Order No. 535-267 be amended and that the new setback be no closer than 100 feet from the treated interval of any other wellbore producing from the Niobrara and/or Codell Formations, and no closer than 100 feet from a unit boundary unless such boundary abuts or corners lands for which the Commission has not at the time of the drilling permit application granted the right to locate the treated interval of the wellbore no closer than 100 feet from a unit boundary. If the Commission has not at the time of the drilling permit application granted to owners of adjacent or cornering lands the right to locate the treated interval of the wellbore no closer than 100 feet from a unit boundary, then the treated interval of the wellbore shall be located no closer than 300 feet, or the distance permitted in the adjacent or cornering lands, whichever is less, without exception being granted by the Director.

9. Applicant requests authority to drill only those wells necessary to determine the well density which allows the most efficient drainage of the Niobrara and Codell Formations,

prevents waste, does not adversely affect correlative rights, and assures the greatest ultimate recovery of oil, gas and associated hydrocarbon substances from the Niobrara and Codell Formations. Applicant further maintains that a well drilled in the above-proposed drilling and spacing units will have no adverse effect on correlative rights of adjacent owners.

10. The names and addresses of the interested parties according to the information and belief of the Applicant are set forth in Exhibit A attached hereto and made a part hereof, and the undersigned certifies that copies of this Application shall be served on each interested party within seven days after filing of the original application as required by Rules 503.e, 507.b.1, and 507.b.5.

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 consistent with Applicant's proposals as set forth above.

Dated this 16<sup>th</sup> day of July, 2015.

Respectfully submitted,

WELBORN SULLIVAN MECK & TOOLEY, P.C.

By: Chelsey J. Russell

Chelsey J. Russell  
Joseph C. Pierzchala  
Welborn Sullivan Meck & Tooley, P.C.  
Attorneys for Applicant  
1125 - 17th Street, Suite 2200  
Denver, CO 80202  
303-830-2500

Applicant's Address:

Whiting Oil and Gas Corporation  
1700 Broadway, Suite 2300  
Denver, CO 80290-2300

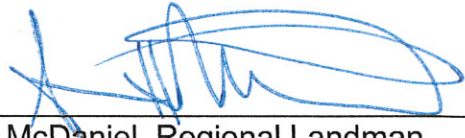
Attn: Scott McDaniel, Regional Land Manager  
Phone: 303-390-4261

VERIFICATION

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

Scott McDaniel, Regional Landman with Whiting Oil and Gas Corporation, 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.

WHITING OIL AND GAS CORPORATION

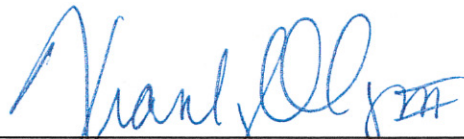


\_\_\_\_\_  
Scott McDaniel, Regional Landman

Subscribed and sworn to before me this 16<sup>th</sup> day of July, 2015 by Scott McDaniel, Regional Landman for Whiting Oil and Gas Corporation.

Witness my hand and official seal.

FRANK J. OLSEY III  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 20104034633  
MY COMMISSION EXPIRES 08/31/2018



\_\_\_\_\_  
Notary Public  
My Commission Expires: 8-31-18

EXHIBIT A

INTERESTED PARTIES

Charles T. Hansen and Elise Day Hansen  
5740 Melvin Avenue  
Tarzana, CA 91356

Franklin D. Boatright and Joyce A.  
Boatright  
375 Coyote Road  
Mershon, GA 31551

Ferris A. King and Freda Patricia King  
Irrevocable Trust dated September  
26,1978, Sylvia Patricia Koliba and Fred T.  
King as Trustees  
1 Randall Street, #1  
Waterbury, VT 05676

Denis P. Burns  
PO Box 69  
Kimball, NE 69135

Diana F. Burns  
4521 Road 6 South  
Kimball, NE 69145

Frances Du Chene  
409 Monroe Street  
Kimball, NE 69145

Karen D. Robinson  
PO Box 636  
Kimball, NE 69145

Florence Bowen  
PO Box 1762  
Maggie Valley, NC 28751

AEI Holdings, LLC  
14901 Quorum Drive, #800  
Dallas, TX 75254

Harbor Energy, Inc  
PO Box 720754  
Norman, OK 73070

Hydrocarbon Holdings, LTD  
9302 South 83rd Court  
Hickory Hills, IL 60457

Ingraham Living Trust Dated  
August 14, 1998  
6456 Glennox Lane  
Dallas, TX 75214

Jeffrey Brian Lewallen  
6512 Geneseo Circle  
Plano, TX 75023

Maria Angelica Espinosa and Justin  
Barkley  
5130 Hawley Blvd.  
San Diego, CA 92116

Natalia Lewallen  
6512 Geneseo Circle  
Plano, TX 75023

Nosa Investments, LLC  
14901 Quorum Drive, #800  
Dallas, TX 75254

Overland Minerals & Royalties, LLC  
518 17th Street, Suite 1005  
Denver, CO 70202

Whitetail Energy, Inc.  
3910 W. 6th Avenue, #203  
Stillwater, OK 74074

Estate of John W. O'Hagan, Maureen  
Neumayer as Personal Representative of  
the Estate  
PO Box 19056  
San Diego, CA 92159

Maureen Neumayer  
PO Box 19056  
San Diego, CA 92159

Eileen Straley  
c/o Maureen Neumayer  
PO Box 19056  
San Diego, CA 92159

Barbara J. Cochran  
4046 Lee Circle  
Wheat Ridge, CO 80033

Jay Caudill  
11268 Quivas Loop  
Westminster, CO 80234

Penny Letterly  
28477 CR 78  
Eaton, CO 80615  
HCG, LLC  
PO Box 606  
Encampment, WY 82325

Badger Oil Company  
700 Colfax Street  
Fort Morgan, CO 80701

Futura Capital Partners, LLC  
9302 S. 83rd Court  
Hickory Hills, IL 60457

George C. Vaught, Jr.  
PO Box 13557  
Denver, CO 80201

Mary Lou Cromie White  
PO Box 1540  
Lakeport, CA 95453

Nichelle Marie Cromie Poff  
PO Box 832  
Lakeport, CA 95453

Peggy Lynn Murphy Westphal  
1131 W Burnham Street  
Lincoln, NE 68522

Two Mile Ranch  
60773 N. Hwy 71  
Stoneham, CO 80754

Futura LLC  
9302 S. 83rd Court  
Hickory Hills IL 60457

ELSR, LP  
8080 N. Central Expressway, Suite 1420  
Dallas, TX 75206

Kenneth B. Lyons  
7 Daniel Lane  
Lebanon, NJ 8833

C&K Oil, Inc  
PO Box 574  
90 W. 10th  
Cheyenne Wells, CO 80810

Don Heinrich  
PO Box 596  
205 S. 20th Street  
Slaton, TX 79364

C. James Prieur and Karen A. Prieur  
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Chicago, IL 60610

Phyllis Fisher and Keith Fisher  
4002 N. San Andros  
West Palm Beach, FL 33411

Kirk Duane Kirkegaard Profit Sharing Plan,  
Kirk Kirkegaard Trustee  
8779 Fulton Street  
Indianola, IA 50125

S. Frank Culberson  
2680 Misty Meadow Drive  
Prosper, TX 75078

Thomas C. Hansen II Tr UA Helen Hansen  
CST, Thomas C. Hansen II, Trustee  
383 Villa Dr. South  
Lake Worth, FL 33462

Phillip J. Carland  
4102 N. San Andros  
West Palm Beach, FL 33411

Jason Meserow and Christina Meserow  
1907 Oak Berry Circle  
Wellington, FL 33414

Liang Rong Hsu  
938 Green Tree Lane  
Duncanville, TX 75137

Dr. Kurt G. Hofer and Maria G. Hofer  
235 Westridge Drive  
Tallahassee, FL 32304

George Dewitt & Lorraine R. Boice Living  
Trust  
2626 SE Stonebriar Way  
Stuart, FL 34997

GSP Capital, LLC  
10609 Turtle Creek Lane  
Frisco, TX 75035

Carl Schenk  
1952 SW Panther Trace  
Stuart, FL 34997

Johnson Holdings, LLC  
221 2nd Avenue NE  
Kulm, ND 58456

Advantaira Trust, LLC FBO Ronald  
Carpenter #7215601  
1520 Royal Palm Sq. Blvd , #320  
Fort Myers, FL 33919

Doug Gorans  
4330 120th Ave SE  
Lake Lillian, MN 56253

Wade C. Lewis  
3817 Diamond Loch Lane  
North Richland Hills, TX 76180

Advantaira Trust, LLC FBO Wayne Farthing  
#7124601  
1520 Royal Palm Sq. Blvd, #320  
Fort Myers, FL 33919

Fidelity Venture Capital, Ltd  
1800 Norwood, Suite 104  
Hurst, TX 76054

Natcat Investments, LLC  
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Dallas, TX 75229

Melvin L. Neufeld  
31065 SW Larson Road  
Lebanon, OR 97355

George A. Longo  
4 N. 611 Mountain Ash Drive  
Wayne, IL 60184

David F. Metz Trust  
6890 Jennifer Lynn Drive  
Cincinnati, OH 45248

Grace Wealth Management, LLC  
10512 Lady Grace Lane  
Charlotte, NC 28270

Pat and Randi Family, LLC  
2555 Florence Road  
Southlake, TX 76092

Rodney Koberstein  
H.C. 35 Box 80  
Mountain City, NV 89831

Alphonso Ragland, Life Estate  
6936 Helsem Way  
Dallas, TX 75230

Margaret C. Ragland, Remaindermen  
6936 Helsem Way  
Dallas, TX 75230

Lillian A. Ragland, Remaindermen  
6936 Helsem Way  
Dallas, TX 75230

Dennis L. Sult  
5819 NE 29th Street  
Ankeny, IA 50021

Randall Wayne Donald and Teresa Kay  
Donald  
3079 Whispering Oaks Drive  
Highland Village, TX 75077

Charles E. Poole II  
#5 North Hills Drive  
Parkersburg, WV 26104

Richard H. Thompson and Marjorie L.  
Thompson  
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Lucas, TX 75002

1022 Investments, LP  
8625 King George Drive  
#236  
Dallas, TX 75235

Barbara Pierce  
609 Hickory Court  
Hurst, TX 76054

Joseph Vandehey and Julie Vandehey  
20120 218th Avenue NE  
Woodinville, WA 98077

Roger P. Lundberg Rev. Living Trust UAD  
12-29-1992, Roger P. Lundberg as Trustee  
44140 Cypress Point Drive  
Northville, MI 48168

Regional Marketing Group, LLC  
14901 Quorum Drive  
#800  
Dallas, TX 75254

Joel O. Johnson 2009 Revocable Trust  
18501 13th Street NE  
New London, MN 56273

Dr. Felix Jegede  
15911A Katy Fwy.  
Houston, TX 77094

Gerald Casteel and Gloria Casteel  
828 Parkwood Court  
McKinney, TX 75070

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Dallas, TX 75380

David M. Patterson  
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Austin, TX 78759

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PO Box 3285  
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Houston, TX 77063

Laura C. Chauvin  
302 E. Bayou Road  
Thibodaux, LA 70301

Buckley Family, LLC  
2310 Royal Oaks Drive  
Mansfield, TX 76063

Advantaira Trust, LLC FBO William Parnell  
Townley #7287501  
1520 Royal Palm Sq. Blvd, #320  
Fort Myers, FL 33919



Starbridge Group, LLC  
13611 Greystone Drive  
Dallas, TX 75244

Marceil Malak  
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Ledbetter, TX 78946

Howard Tavel  
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Jacksonville, IL 62650

Kent C. Nygren  
24410 W. 61st Terr.  
Shawnee, KS 66226

Thomas E. Shows and Edna M. Shows  
150 Tom Shows Road  
Seminary, MS 39479

Equity Trust Company Custodian FBO  
Albert Ruffin IRA  
1 Equity Way  
Westlake, OH 44145

Equity Trust Company Custodian FBO  
Robert H. Gattis JR #Z088246  
1 Equity Way  
Westlake, OH 44145

Equity Trust Company Custodian FBO  
Arthur R. Seaman IRA  
1 Equity Way  
Westlake, OH 44145

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3652 Hilo Place  
Honolulu, HI 96816

Brian Blank  
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La Porte, IN 46350

Equity Trust Company Custodian FBO Glen  
William Fairbourn #Z150699  
1 Equity Way  
Westlake, OH 44145

Advantaira Trust, LLC FBO Paul Koenig  
#6535802  
1520 Royal Palm Sq. Blvd, #320  
Fort Myers, FL 33919

Equity Trust Company Custodian FBO  
Jungsuk Suh IRA  
1 Equity Way  
Westlake, OH 44145

Carrizo (Niobrara) LLC  
500 Dallas Street, Suite 2300  
Houston, TX 77002

OIL India (USA) Inc.  
333 Clay St. , Suite 3300  
Houston, TX 77002

IOCL (USA) Inc.  
333 Clay St.  
Suite 3300  
Houston, TX 77002

Haimo Oil & Gas, LLC  
2901 Wilcrest Drive  
Suite 285  
Houston, TX 77042

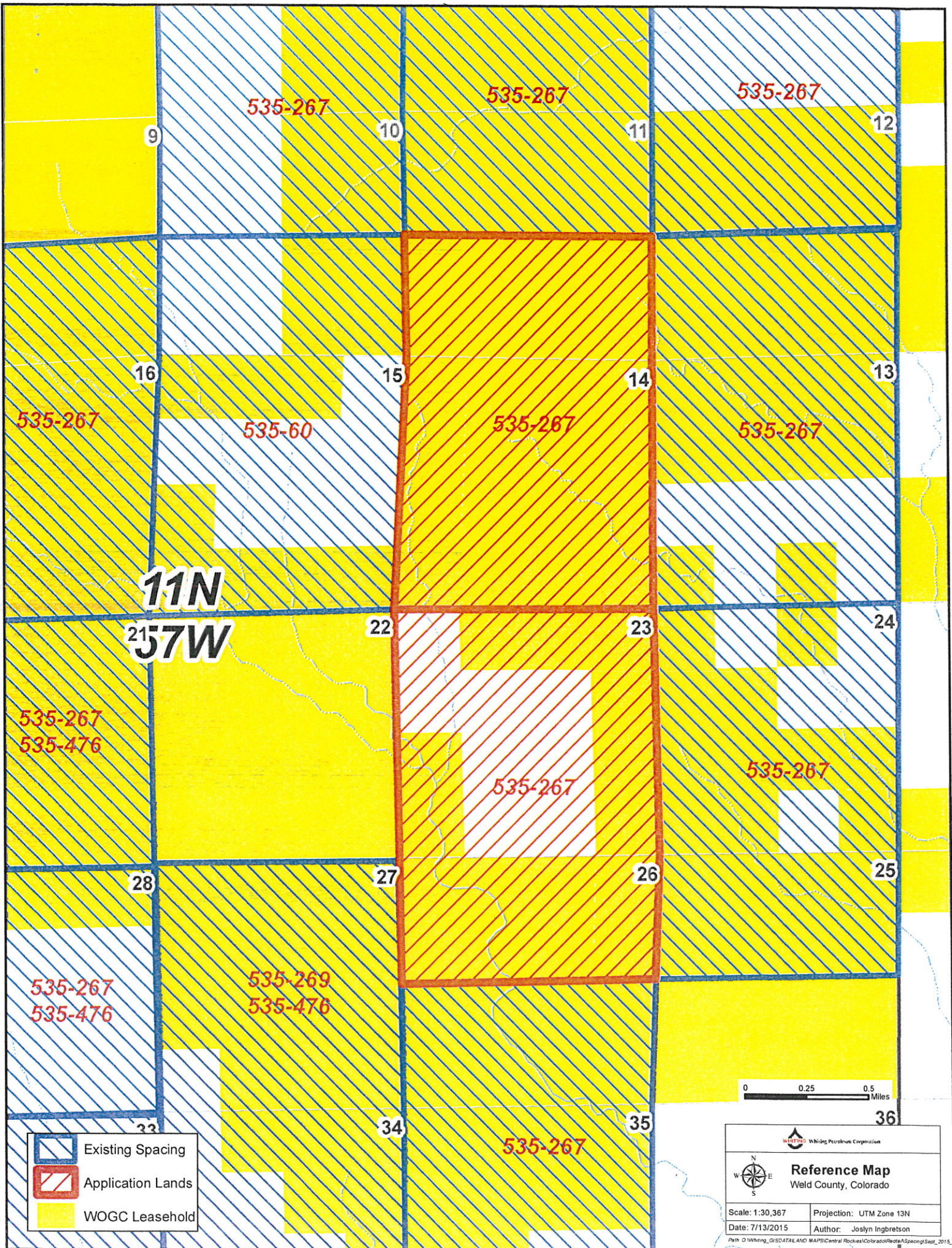
NorthStar Energy Company  
999 18th Street, Suite 1120S  
Denver, CO 80202

Okreek Oil and Gas LLC  
999 18th Street, Suite 1120S  
Denver, CO 80202




Tom Schreiner, Energy Liaison  
Colorado Parks and Wildlife  
6060 Broadway  
Denver, CO 80216

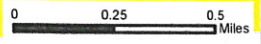
Kent Kuster  
Oil & Gas Consultant Coordinator  
Colorado Department of Public Health and  
Environment  
4300 Cherry Creek Drive South  
Denver, CO 80246-1500



Patrick Gallagher  
Bureau of Land Management  
2850 Youngfield St.  
Lakewood, CO 80215



**11N**  
**37W**

-  Existing Spacing
-  Application Lands
-  WOGC Leasehold



 <b>Whiting Petroleum Corporation</b>	
	
<b>Reference Map</b> Weld County, Colorado	
Scale: 1:30,367	Projection: UTM Zone 13N
Date: 7/13/2015	Author: Joslyn Ingretson
<small>Path: D:\Whiting_GIS\DATA\AND MAPS\Central\Rockies\Colorado\Reference\Spacing\Sept_2015_Arc</small>	

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AFFIDAVIT OF MAILING

STATE OF COLORADO §  
CITY AND COUNTY OF DENVER §

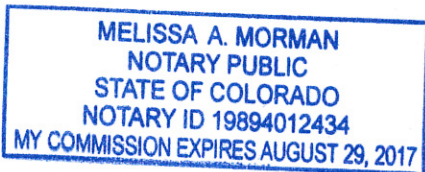
I, Chelsey J. Russell, of lawful age, and being first duly sworn upon my oath, state and declare:

That I am the attorney for Whiting Oil and Gas Corporation and that on or before 20 July, 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.

Chelsey J. Russell  
Chelsey J. Russell

Subscribed and sworn to before me July 20, 2015.

Witness my hand and official seal.



Melissa A. Morman  
Notary Public  
My commission expires: 8/29/2017