

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

IN THE MATTER OF THE AMENDED APPLICATION OF EXTRACTION OIL & GAS, LLC FOR AN ORDER (1) VACATING A PORTION OF ORDER NOS. 421-1 AND 421-3 AND (2) MODIFYING ORDER NO. 421-59 TO INCLUDE THE NIOBRARA FORMATION, ALLOW ADDITIONAL WELLS IN AN EXISTING 1,280-ACRE DRILLING AND SPACING UNIT AND ESTABLISH WELL LOCATION RULES APPLICABLE TO THE DRILLING AND PRODUCING OF WELLS FROM THE CODELL AND NIOBRARA FORMATIONS COVERING LANDS IN SECTION 5, TOWNSHIP 11 NORTH, RANGE 63 WEST, 6TH P.M., AND SECTION 32, TOWNSHIP 12 NORTH, RANGE 62 WEST, 6TH P.M., WELD COUNTY, COLORADO.

Cause No. 421- Docket No. 150900545 Type: SPACING AND INCREASED DENSITY

AMENDED APPLICATION

Extraction Oil & Gas, LLC, Operator No. 10459 ("Applicant" or "Extraction"), 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") for an order (1) vacating Order Nos. 421-1 and 421-3 only as they pertain to the Application Lands, and (2) modifying Order No. 421-59 to include the Niobrara Formation, approve additional wells and modified setbacks in an existing 1,280-acre drilling and spacing unit described in this Application applicable to the drilling of wells and producing of oil, gas, and associated hydrocarbons from the Codell and Niobrara 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 63 West, 6th P.M. Section 5: All Township 12 North, Range 63 West, 6th P.M. Section 32: All

A reference map of the Application Lands is attached hereto.

- 2. On February 22, 2010, the Commission entered Order No. 421-1, which established 58 approximate 640-acre drilling and spacing units and approved one (1) horizontal

well within each unit for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. Section 5, Township 11 North, Range 63 West, 6th P.M. is subject to this Order for the Niobrara Formation.

3. On October 21, 2010, the Commission entered Order No. 421-3, which established 83 approximate 640-acre drilling and spacing units and approved one (1) horizontal well within each unit for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. Section 32, Township 12 North, Range 63 West, 6th P.M. is subject to this Order for the Niobrara Formation.

4. On December 15, 2014, the Commission entered Order No. 421-59, which established an approximate 1,280-acre drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Codell Formation, and approved up to four (4) horizontal wells within the unit and the treated interval of the wellbore shall be no closer than 600 feet from the treated interval of any other wellbore producing from the Codell Formation, and no closer than 300 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 300 feet from a unit boundary, without exception being granted by the Director. 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 300 feet from a unit boundary, then the treated interval of the wellbore shall be located no closer than the distance permitted in the adjacent or cornering lands, without exception being granted by the Director. The Application Lands are subject to this Order for the Codell Formation.

5. The Codell and Niobrara Formations **underlie** the Application Lands.

6. To promote efficient drainage of the Codell and Niobrara Formations within the Application Lands and to avoid waste, the Commission should: (1) vacate Order Nos. 421-1 and 421-3 as they pertain to the Application Lands and (2) modify Order No. 421-59 to include the Niobrara Formation **and allow** for a total of up to eight (8) wells within the 1,280-acre drilling and spacing unit covering the Application Lands in order to efficiently and economically recover oil, gas and associated hydrocarbons from the Codell and Niobrara Formations.

7. Applicant requests the surface location for each proposed horizontal well be located at a legal location in the above-described drilling and spacing unit or on adjacent lands. Applicant further requests that the 600 foot distance between the productive interval of each wellbore and the unit boundaries established in Order No. 421-59 be amended and that the productive interval of each wellbore be no closer than 600 feet from the east and west unit boundaries and no closer than 300 feet from the north and south unit boundaries.

8. Applicant requests authority to drill only those wells necessary to determine the well density which allows the most efficient drainage of the Codell and Niobrara Formations, prevents waste, does not adversely affect correlative rights, and assures the greatest ultimate recovery of oil, gas and associated hydrocarbon substances from the Codell and Niobrara Formations. The drilling and spacing unit is not smaller than the maximum area that can be economically and efficiently drained by the proposed wells in such drilling and spacing unit.

Applicant further maintains that wells drilled in the drilling and spacing unit will have no adverse effect on correlative rights of adjacent owners.

9. 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 the **Amended** Application shall be served on each interested party as required by Rule 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 16th day of July, 2015, **amended August 5, 2015.**

Respectfully submitted,

WELBORN SULLIVAN MECK & TOOLEY, P.C.

By: 

Joseph C. Pierzchala
Chelsey J. Russell
Welborn Sullivan Meck & Tooley, P.C.
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Denver, CO 80202
303-830-2500

Applicant's Address:

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Denver, CO 80202

Attn: Drew Stout, Land Tech
Phone: 720.557.8325

VERIFICATION

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

Drew Stout, Land Tech with Extraction Oil & Gas, 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.

EXTRACTION OIL & GAS, LLC



Drew Stout, Land Tech

Subscribed and sworn to before me this 4th day of August, 2015, by Drew Stout, Land Tech for Extraction Oil & Gas, LLC.

Witness my hand and official seal.





Notary Public
My Commission Expires: 6/28/19

EXHIBIT A

INTERESTED PARTIES

Noble Energy, Inc.
1625 Broadway, Suite 2000
Denver, CO 80202-4720

EOG
600 17th Street, Suite 1000N
Denver, CO 80202

Kent Kuster
Oil & Gas Consultant Coordinator
CDPHE
4300 Cherry Creek Drive South
Denver, CO 80246-1500

Tom Schreiner
Northeast Region Office
Energy Liaison – Colorado Parks and
Wildlife
6060 Broadway
Denver, CO 80216

Tom Parko
Weld County
1555 North 17th Street
Greeley, CO 80631

Centennial Mineral Holdings, LLC
5950 Cedar Springs Rd., Suite 200
Dallas, Texas 75235

Chesapeake Exploration, L.L.C.
P.O. Box 18496
Oklahoma City, Oklahoma 73154

Cox Ranches Limited Liability
Company
Attn: Elizabeth Cox
P.O. Box 47
Cheyenne, Wyoming 82003

Estate of Mark T. Cox, III
Elizabeth Cox, Representative
P.O. Box 47
Cheyenne, Wyoming 82003

Jamestown Resources, L.L.C.
P.O. Box 18756
Oklahoma City, Oklahoma 73154

JH Petroleum, LLC
P.O. Box 621128
Littleton, Colorado 80162

Meador Ranch, Inc.
65009 WCR 67
Grover, Colorado 80111

Old West Tours
110 East Center St., #1989
Madison, South Dakota 57042

OOGC America, Inc.
P.O. Box 4705, No. 25
Chaoyangmenbei Dajie
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P.R. China 10010

Kelly A. Oswald
5638 Sanford Road
Houston, Texas 77096

Brent A. Oswald
1304 Yorkshire Dr.
Austin, Texas 78723

Oswald Family Trust dtd 4/27/1998
Louis A. Oswald, III, Trustee
P.O. Box 280969
Lakewood, Colorado 80228

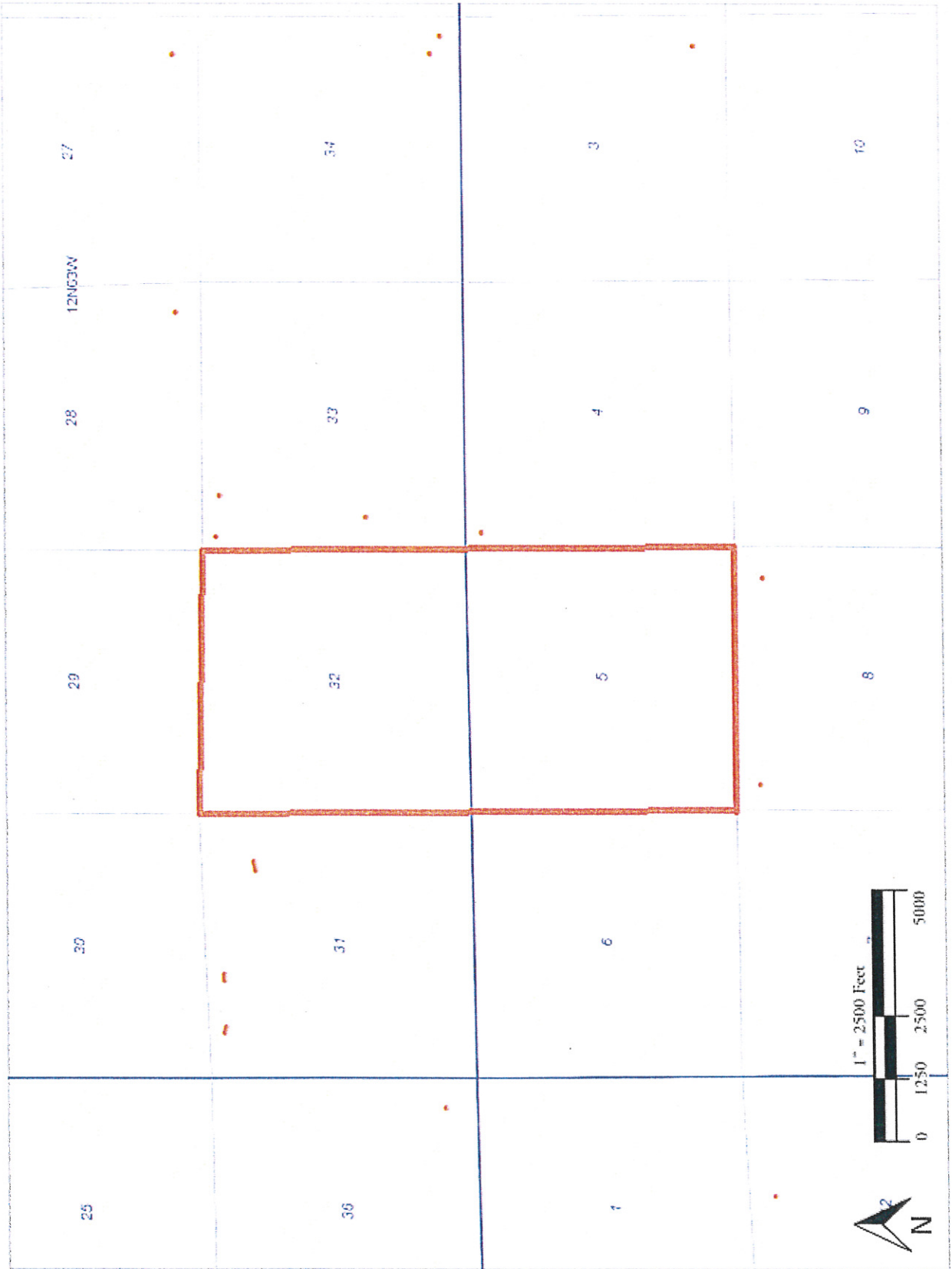
Louis A. Jr. and Mary G. Oswald
13939 Bretagne Dr.
Houston, Texas 77015

SSALJD Investment Group, LLC
P.O. Box 621128
Littleton, Colorado 80162

Anadarko Land Corp.
P.O. Box 173779
Denver, Colorado 80217

Beverly A. and Gordon M. Gordon
28085 County Road 134
Grover, Colorado 80729

Reference Map - Sec. 5, T11N, R63W and Sec. 32, T12N, R63W, 6th P.M.



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1,280-ACRE DRILLING AND SPACING UNIT)
AND ESTABLISH WELL LOCATION RULES)
APPLICABLE TO THE DRILLING AND)
PRODUCING OF WELLS FROM THE CODELL)
AND NIOBRARA FORMATIONS COVERING)
LANDS IN SECTION 5, TOWNSHIP 11 NORTH,)
RANGE 63 WEST, 6TH P.M., AND SECTION 32,)
TOWNSHIP 12 NORTH, RANGE 62 WEST, 6TH)
P.M., WELD COUNTY, COLORADO.)

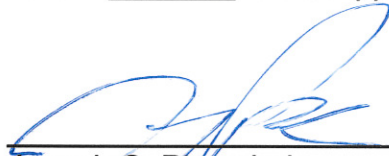
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AFFIDAVIT OF MAILING

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:

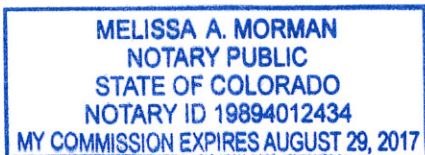
That I am the attorney for Extraction Oil & Gas, LLC and that on or before August 7, 2015, I caused a copy of the attached **AMENDED** Application to be deposited in the United States mail, postage prepaid, addressed to the parties on the Exhibit A to the Application.




Joseph C. Pierzchala

Subscribed and sworn to before me August 11, 2015

Witness my hand and official seal.





Notary Public
My commission expires: 8/29/2017