

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

IN THE MATTER OF THE AMENDED APPLICATION OF)	CAUSE NO. 407
GREAT WESTERN OPERATING COMPANY, LLC FOR)	
AN ORDER TO POOL ALL INTERESTS IN TWO 80-)	DOCKET NO. 1306-UP-111
ACRE DRILLING AND SPACING UNITS SUBJECT TO)	
ORDER NO. 407-87 AND THREE APPROXIMATE 160-)	
ACRE DESIGNATED WELLBORE SPACING UNITS FOR)	
SECTION 29, TOWNSHIP 6 NORTH, RANGE 67 WEST,)	
6 TH P.M. IN THE CODELL-NIOBRARA FORMATION,)	
NEW WINDSOR FIELD, WELD COUNTY, COLORADO)	

AMENDED NOTICE OF HEARING

TO ALL INTERESTED PARTIES AND TO WHOM IT MAY CONCERN:

On December 19, 1983, the Commission issued Order No. 407-1 (amended March 29, 2000) which, among other things, established 80-acre drilling and spacing units for the production of oil, gas and associated hydrocarbons from the Codell Formation, with the unit to be designated by the operator drilling the first well in the quarter section. The permitted well shall be located in the center of either 40-acre tract within the unit with a tolerance of 200 feet in any direction. The operator shall have the option to drill an additional well on the undrilled 40-acre tract in each 80-acre drilling and spacing unit. Section 29, Township 6 North, Range 67 West, 6th P.M. is subject to this Order for the Codell Formation.

On February 19, 1992, the Commission entered Order No. 407-87 (amended August 20, 1993) which, among other things, established 80-acre drilling and spacing units for the production of oil, gas and associated hydrocarbons from the Codell-Niobrara Formation, with the permitted well locations in accordance with the provisions of Order No. 407-1. Section 29, Township 6 North, Range 67 West, 6th P.M. is subject to this Order for the Codell-Niobrara Formation.

On April 27, 1988, 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 Cretaceous Age Formations from the base of the Dakota Formation to the surface. Rule 318A supersedes all prior Commission drilling and spacing orders affecting well location and density requirements of Greater Wattenberg Area wells. On December 5, 2005, Rule 318A was amended, among other things, 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, among other things, to address drilling of horizontal wells. Section 29, Township 6 North, Range 67 West, 6th P.M. is subject to Rule 318A for the Codell-Niobrara Formation.

On April 18, 2013 (**Amended August 16, 2013**), Great Western Operating Company, LLC ("Great Western" or "Applicant"), by its attorneys, filed with the Commission pursuant to §34-60-116 C.R.S., a verified amended application ("Amended Application") for an order to pool all interests in two approximate 80-acre drilling and spacing units established by Order No. 407-87 and three approximate 160-acre designated wellbore spacing units established for the below-described lands ("Application Lands"), for the development and operation of the Codell-Niobrara Formation, effective as of the earlier of the date of the Application, or the date that any of the

costs specified in C.R.S. §34-60-116(7)(b)(II) were first incurred for the drilling of the H-Y 29-21 Well (API No. 05-123-35425), the H-Y 29-31 Well (API No. 05-123-35427), the H-Y 29-31-8 Well (API No. 05-123-35437), the H-Y 29-51 Well (API No. 05-123-35432), the H-Y 29-52 Well (API No. 05-123-35434) ("Wells"), and to subject any nonconsenting interests to the cost recovery provisions of C.R.S. §34-60-116(7):

Two approximate 80-acre drilling and spacing units subject to Order No. 407-87 on the following described Application Lands:

Township 6 North, Range 67 West, 6th P.M.
Section 29: E½ NW¼ (DSU #1 - 80-acres - H-Y 29-21 Well)
Section 29: W½ NE¼ (DSU #2 - 80-acres - H-Y 29-31 Well)

Three approximate 160-acre designated wellbore spacing units on the following described lands:

Township 6 North, Range 67 West, 6th P.M.
Section 29: E½ NW¼, W½ NE¼ (WSU #1 - 160-acres - H-Y 29-31-8 Well)
Section 29: NE¼ (WSU #2 - 160-acres - H-Y 29-51 Well)
Section 29: NW¼ (WSU #3 - 160-acres - H-Y 29-52 Well)

NOTICE IS HEREBY GIVEN, pursuant to: 1) the general jurisdiction granted to the Oil and Gas Conservation Commission of the State of Colorado under §34-60-105 C.R.S.; 2) specific powers granted pursuant to §34-60-106 C.R.S.; 3) the State Administrative Procedures Act at §24-4-105 C.R.S.; and 4) the Commission's Series 500 Rules at 2 CCR 404-1, that the Commission has scheduled the above-entitled matter for hearing on:

Date: Monday, September 16, 2013
Tuesday, September 17, 2013
Time: 9:00 a.m.
Place: Colorado Oil and Gas Conservation Commission
1120 Lincoln Street, Suite 801
Denver, Colorado 80203

In accordance with the Americans with Disabilities Act, if any party requires special accommodations as a result of a disability for this hearing, please contact Margaret Humecki at (303) 894-2100 ext. 5139, prior to the hearing and arrangements will be made.

Pursuant to said hearing in the above-entitled matter at the time and place aforesaid, or at any adjourned meeting, the Commission will enter such orders as it deems appropriate to protect the health, safety and welfare of the public and to prevent the waste of oil and gas, either or both, in the operations of said field, and to carry out the purposes of the statute.

In accordance with Rule 509., any interested party desiring to protest the granting of the application or to intervene on the application should file with the Commission a

written protest or intervention no later than August 30, 2013, briefly stating the basis of the protest or intervention. Such interested party shall, at the same time, serve a copy of the protest or intervention to the person filing the application. One electronic (cogcc.hearings_unit@state.co.us), one original and two copies shall be filed with the Commission. **Anyone who files a protest or intervention must be able to participate in a prehearing conference during the week of September 3, 2013.** Pursuant to Rule 503.g., if a party who has received notice under Rule 503.b. wishes to receive further pleadings in the above-referenced matter, that party must file a protest or intervention in accordance with these rules. In accordance with the practices of the Commission, should no protests or interventions be filed in this matter by **August 30, 2013, the Applicant may request that an administrative hearing be scheduled beginning September 3, 2013.** In the alternative, pursuant to Rule 511., if the matter is uncontested, the applicant may request, and the Director may recommend approval on the basis of the merits of the verified application and the supporting exhibits.

OIL AND GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO

By 
_____ Robert J. Frick, Secretary

Dated: August 16, 2013

Colorado Oil and Gas Conservation Commission
1120 Lincoln Street, Suite 801
Denver, Colorado 80203
Website: <http://cogcc.state.co.us>
Phone: (303) 894-2100
Fax: (303) 894-2109

Attorneys for Great Western:
Jamie L. Jost
Gregory J. Nibert
Beatty & Wozniak, P.C.
216 16th Street, Suite 1100
Denver, Colorado 80202
(303) 407-4499
jjost@bwenergylaw.com
gnibert@bwenergylaw.com