

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

IN THE MATTER OF THE APPLICATION OF KERR- )	
MCGEE OIL & GAS ONSHORE LP FOR AN ORDER TO )	
POOL ALL INTERESTS IN AN APPROXIMATE 200-ACRE )	CAUSE NO.
DESIGNATED HORIZONTAL WELLBORE SPACING UNIT )	
LOCATED IN SECTIONS 8 AND 17, TOWNSHIP 1 NORTH, )	DOCKET NO.
RANGE 66 WEST, 6 <sup>TH</sup> P.M., FOR THE DEVELOPMENT/ )	
OPERATION OF THE CODELL FORMATION, )	
WATTENBERG FIELD, WELD COUNTY, COLORADO )	

**APPLICATION**

Kerr-McGee Oil & Gas Onshore LP (Operator No. 47120) ("Kerr-McGee" or "Applicant"), by and through its attorneys, Davis Graham & Stubbs LLP, respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") for an order to pool all interests in an approximate 200-acre horizontal wellbore spacing unit designated for portions of Sections 8 and 17, Township 1 North, Range 66 West, 6<sup>th</sup> P.M., for development and operation of the Codell Formation.

In support of its Application, Applicant states and alleges as follows:

1. Applicant is a limited partnership formed under the laws of the State of Delaware; is a wholly owned subsidiary of Anadarko Petroleum Corporation; is duly authorized to conduct business in the State of Colorado; and is a registered operator in good standing with the Commission.

2. Applicant owns substantial leasehold interests in the below-listed lands:

Township 1 North, Range 66 West, 6<sup>th</sup> P.M.  
Section 8: E $\frac{1}{2}$ W $\frac{1}{2}$   
Section 17: NE $\frac{1}{4}$ NW $\frac{1}{4}$

Weld County, Colorado;

These lands are hereinafter collectively referred to as the "Application Lands."

3. On April 27, 1998, 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 of the Cretaceous Age formations from the base of the Dakota Formation to the surface. On December 5, 2005, Rule 318A was amended 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 to, among other things, address drilling of horizontal wells. The Application Lands are subject to Rule 318A.

4. 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 Formation underlying certain lands, including the Application Lands, with the permitted well locations in accordance with the provisions of Order No. 407-1.

5. Pursuant to Rule 318A, Applicant designated an approximate 200-acre horizontal wellbore spacing unit, comprised of the Application Lands, for the FL Greens 35C-8HZ well, (API No. Pending) ("Subject Well"), for the production of oil, gas and associated hydrocarbons from the Codell Formation. Applicant notified all owners in the proposed wellbore spacing unit pursuant to Rule 318A. Applicant did not receive objections to the establishment of the proposed wellbore spacing unit within the 30-day response period.

6. Acting pursuant to the applicable Colorado Statutes and Commission Regulations, Applicant seeks an order pooling all interests, including, but not limited to, any non-consenting interests and leased mineral interests, in an approximate 200-acre horizontal wellbore spacing unit designated for the Application Lands for the development and operation of the Codell Formation.

7. Applicant requests that the pooling order entered as a result of this Application be made effective as of the date of this Application, or, as applicable, the date that the costs specified in § 34-60-116(7)(b), C.R.S., are first incurred for the drilling of the Subject Well, whichever is earlier.

8. Further, Applicant requests that any non-consenting interests with whom the Applicant has been unable to secure a lease or other agreement to participate in the drilling of the Subject Well, be pooled by operation of statute, pursuant to § 34-60-116(6) & (7), C.R.S., and made subject to the cost recovery provisions thereof.

9. The granting of this Application is in accord with the Oil and Gas Conservation Act, found at §§ 34-60-101, *et seq.*, C.R.S., and the Commission rules.

10. Applicant requests that relief granted under this Application be effective on oral order by the Commission, and Applicant hereby agrees to be bound by said oral order.

11. Applicant certifies that copies of this Application will be served on the interested parties (persons who own any interest in the mineral estate of the tracts to be pooled, except owners of overriding royalty interest) within seven (7) days of the date hereof, as required by Rule 507.b.(2). The Applicant shall submit a certificate of service for the Application, along with the names and addresses of the interested parties according to the information and belief of the Applicant, within the seven days as required by Rule 503.e.

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 an approximate 200-acre designated horizontal wellbore spacing unit established for the Application Lands, for the development and operation of the Codell Formation, with the pooling order made effective as of the date of this Application, or, the date that the costs specified in § 34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject Well, whichever is earlier.

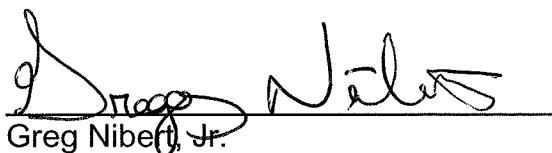
B. Providing that the non-consenting interests of any owners with whom the Applicant has been unable to secure a lease or other agreement to participate in the drilling of the Subject Well, are pooled by operation of statute, pursuant to § 34-60-116(6) & (7), C.R.S., and made subject to the cost recovery provisions thereof.

C. For such other findings and orders as the Commission may deem proper or advisable in the premises.

DATED this 16 day of July, 2015.

Respectfully submitted,

**KERR-MCGEE OIL & GAS ONSHORE LP**

By: 

Greg Nibert, Jr.

John Jacus

Eric Waeckerlin

Davis Graham & Stubbs LLP

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Denver, Colorado 80202

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Address of Applicant

Kerr-McGee Oil & Gas Onshore LP

Attention: Will Vaughan

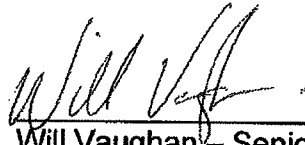
1099 18<sup>th</sup> Street, Suite 1800

Denver, Colorado 80202

VERIFICATION

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

Will Vaughan, of lawful age, being first duly sworn upon oath, deposes and says that he is a Senior Landman for Kerr-McGee Oil & Gas Onshore LP, and that he has read the foregoing Application and that the matters therein contained are true to the best of his knowledge, information and belief.

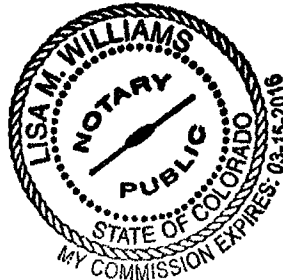


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Will Vaughan – Senior Landman  
Kerr-McGee Oil & Gas Onshore LP

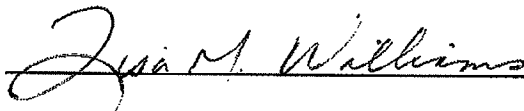
Subscribed and sworn to before me this 16<sup>th</sup> day of July, 2015.

Witness my hand and official seal.

[SEAL]



My commission expires: 3-15-2016



\_\_\_\_\_  
Notary Public

**Exhibit A**  
**Interested Parties**

A. F. Schmidt & Co.  
13539 Weld County Road 10  
Fort Lupton, CO 80621

Ray E. Schmidt and Helen J. Schmidt,  
Trustees of The Schmidt Estate  
Revocable Trust  
5735 East McDowell Rd 21  
Mesa, AZ 85215

Fort Lupton Fire Protection District  
1121 Denver Avenue  
Fort Lupton, CO 80621

Fort Lupton Greens, LLP  
8791 Circle Drive  
Westminster, CO 80031

Jacquelyn Ann Smith  
PO Box 710  
Fort Lupton, CO 80621

Deborah Ann Tiffany  
703 East Egbert Street  
Brighton, CO 80601

Pamela Ann Trostel  
11678 Montgomery Circle  
Longmont, CO 80504

Philip T. Gabel and Joan R. Gabel  
13504 County Road 12  
Fort Lupton, CO 80621

V. J. Schmidt & Co.  
13539 Weld County Road 10  
Fort Lupton, CO 80621

Brighton Industrial North, LLP  
8791 Circle Drive  
Westminster, CO 80030

Steven Lee Webb and Gayle Ann Webb  
13280 Weld County Road 10  
Fort Lupton, CO 80621

Villano Brothers Properties, Inc.  
13050 Weld County Road 10  
Fort Lupton, CO 80621

Greenfield Industrial Park, LLC  
3450 Weld County Road 27  
Fort Lupton, CO 80621

Devin S. Lenz  
3302 US Highway 85  
Fort Lupton, CO 80621

Claude LeBlanc  
3352 Weld County Road 27  
Fort Lupton, CO 80621

Matthew LeBlanc  
3352 Weld County Road 27  
Fort Lupton, CO 80621

Joseph L. Hubert and Sue Hubert Living  
Trust, dtd 10-2-2006  
1115 3rd Street  
Fort Lupton, CO 80621

Kerr-McGee Oil & Gas Onshore LP  
P. O. Box 173779  
Denver, CO 80217

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OF THE STATE OF COLORADO

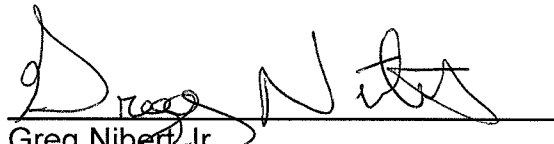
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WATTENBERG FIELD, WELD COUNTY, COLORADO )

CERTIFICATE OF SERVICE

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

Greg Nibert Jr., of lawful age, and being first duly sworn upon his oath, states and declares:


That he is an attorney for Kerr-McGee Oil & Gas Onshore LP, and that on or before July 23, 2015, he 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.

  
Greg Nibert Jr.

Subscribed and sworn to before me July 16, 2015.

Witness my hand and official seal.

My commission expires: 1-21-2017

  
Notary Public

