

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

IN THE MATTER OF AN APPLICATION BY
ANADARKO E&P ONSHORE LLC FOR AN ORDER
ESTABLISHING AN APPROXIMATE 1,262.83-ACRE
DRILLING AND SPACING UNIT FOR SECTION 31,
TOWNSHIP 12 NORTH, RANGE 65 WEST, 6TH P.M.
AND SECTION 6, TOWNSHIP 11 NORTH, RANGE 65
WEST, 6TH P.M., AND AUTHORIZING THE DRILLING
OF UP TO SEVEN (7) HORIZONTAL WELLS IN THE
PROPOSED UNIT FOR PRODUCTION FROM THE
NIOBRARA FORMATION, UNNAMED FIELD, WELD
COUNTY, COLORADO

CAUSE NO.

DOCKET NO.

APPLICATION

Anadarko E&P Onshore LLC, Operator No. 2800 ("Anadarko" or "Applicant"), by and through its attorneys, Beatty & Wozniak, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") for an order to establish an approximate 1,262.83-acre drilling and spacing unit for Section 31, Township 12 North, Range 65 West, 6th P.M. and Section 6, Township 11 North, Range 65 West, 6th P.M., and authorize the drilling of up to seven (7) horizontal wells within the proposed unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. In support of its Application, Applicant states and alleges as follows:

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado, and has registered as an operator with the Commission.
2. Applicant owns substantial leasehold and/or mineral interests in the below-listed lands:

Township 12 North, Range 65 West, 6th P.M.
Section 31: All

Township 11 North, Range 65 West, 6th P.M.
Section 6: All

Approximately 1,262.83-acres, more or less, Weld County, CO ("Application Lands"). A map depicting the acreage comprising the Application Lands is attached hereto and marked as Exhibit A.

3. Rule 318.a. of the Commission Rules provides a well to be drilled 2,500 feet or greater 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 common source of supply, unless authorized by the Commission upon hearing.

4. *Niobrara Formation – Drilling and Spacing Unit*

(a) Applicant requests the Commission establish the Application Lands as an approximate 1,262.83-acre drilling and spacing unit for the Niobrara Formation pursuant to §34-60-116(2), C.R.S. and Rule 503.b.(1). For the Application Lands, the proposed drilling unit is not smaller than the maximum area that can be economically and efficiently drained by the horizontal wells proposed to be drilled under this Application and completed in the Niobrara Formation.

(b) Applicant requests it be authorized to drill and complete up to seven (7) horizontal wells in the approximate 1,262.83-acre drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation pursuant to §34-60-116(4), C.R.S., to economically and efficiently recover resources, while minimizing surface impacts, creating efficiencies for drilling and production, increasing the ultimate recovery of the reserves, preventing waste, and protecting correlative rights.

(c) Applicant further requests that, for any permitted wells to be drilled within the proposed drilling and spacing unit, the treated intervals of the wellbore should be no closer than 330 feet from the unit boundaries, and not less than 150 feet from the productive interval of any other wellbore located in the unit, without exception being granted by the Director.

5. Applicant states that any horizontal well to be drilled under this Application will be drilled from the surface of the drilling unit, or on adjacent lands with consent of the landowner, without exception being granted by the Director.

6. A portion of the minerals underlying the proposed drilling and spacing unit are owned by the United States of America. As such, Applicant will obtain a Communitization Agreement from the Bureau of Land Management ("BLM") upon approval of the proposed drilling and spacing unit.

7. 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.

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

9. The undersigned certifies that copies of this Application will be served on each interested party as required by Rule 507 within seven (7) days of the filing hereof, 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. Establishing an approximate 1,262.83-acre drilling and spacing unit for the Application Lands, and authorizing the drilling of up to seven (7) horizontal wells within the proposed unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, with the treated intervals of the wellbore of any permitted wells to be located not less than 330 feet from the unit boundaries, and not less than 150 feet from the treated interval of any well being drilled or producing from the same formation, without exception being granted by the Director.


B. Providing that relief granted under this Application be effective on oral order by the Commission, relying on the Applicant's desire to be bound by said oral order.

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

Dated: August 21, 2015.

Respectfully submitted,

ANADARKO E&P ONSHORE LLC

By: 
James Parrot
Jillian Fulcher
Beatty & Wozniak, P.C.
Attorneys for Applicant
216 16th Street, Suite 1100
Denver, Colorado 80202
(303) 407-4499
jparrot@bwenergylaw.com
jfulcher@bwenergylaw.com

Applicant's Address:
Anadarko E&P Onshore LLC
Jason Rayburn, Senior Landman
1099 18th Street
Denver, CO 80202

VERIFICATION

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

Jason Rayburn, Senior Landman for Anadarko E&P Onshore LLC, upon oath deposes and says that he has read the foregoing Application and that the statements contained therein are true to the best of his knowledge, information and belief.

ANADARKO E&P ONSHORE LLC

Jason Rayburn

Subscribed and sworn to before me this 21st day of August, 2015, by Jason Rayburn, Senior Landman for Anadarko E&P Onshore LLC.

Witness my hand and official seal.

My commission expires: 9/21/2019_____

Kathy Algiene

Notary Public

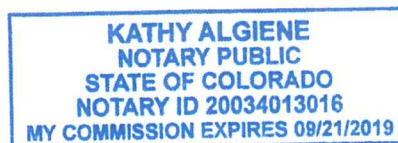


Exhibit A
Reference Map for Spacing Application

Township 12 North, Range 65 West, 6th P.M.
Section 31: All

Township 11 North, Range 65 West, 6th P.M.
Section 6: All

6	25	30	29	28	12N65W
5	36	31	32	33	
2	1	6	5	4	
1	12	7	8	9	
					11N65W

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CAUSE NO.

DOCKET NO. 151000562

AFFIDAVIT OF MAILING

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

Jillian Fulcher, of lawful age, and being first duly sworn upon her oath, states and declares:

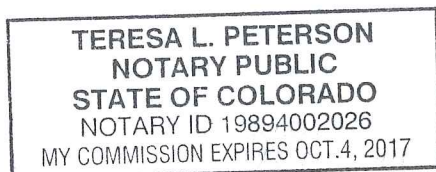
That she is an attorney at Beatty & Wozniak, P.C., attorneys for Anadarko E&P Onshore LLC, and on or before August 28, 2015, caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A attached hereto.

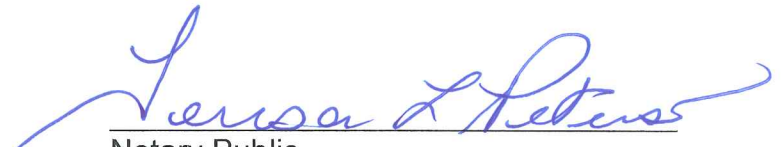


Jillian Fulcher

Subscribed and sworn to before me this 28 day of August, 2015.

Witness my hand and official seal.





Notary Public

EXHIBIT A

INTERESTED PARTIES

The names and addresses of the interested parties according to the information and belief of the Applicant are set forth in this Exhibit A.

ABO Petroleum Corporation
105 S. 4th St.
Artesia, NM 88210-2177

Anadarko Oil & Gas, LLC
1099 18th Street, Suite 1800
Denver, CO 80202

Chesapeake Exploration, L.L.C.
6100 North Western
P.O. Box 18496
Oklahoma City, OK 73154-0496

Cirque Brennsee, LLC
475 Seventeenth Street, Suite 1600
Denver, CO 80202

Elizabeth J. Cox
P. O. Box 47
Cheyenne, WY 82003

Elizabeth J. Cox as Personal Representative of the Estate
of Mark T. Cox III
P. O. Box 47
Cheyenne, WY 82003

EOG Resources, Inc.
P.O. Box 4362
Houston, TX 77210-4362

Estate of Elizabeth S. Cashman, deceased
Unknown
Cheyenne, WY 82009

Futura, LLC
9302 S. 83rd Ct.
Hickory Hills, IL 60457

Hydrocarbon Minerals II, LLC
9302 S. 83rd Ct.
Hickory Hills, IL 60457

Mariemont Properties, Inc
3429 Southwestern Blvd.
Dallas, TX 75225

Midland Trust
P. O. Box 9257
Dallas, TX 75209

MYCO Industries, Inc.
105 S. 4th St.
Artesia, NM 88210-2177

Noble Energy, Inc.
Attn: COGCC Land Coordinator
1625 Broadway St., Suite 2200
Denver, CO 80202

OOGC America, Inc.
c/o CNOOC International Limited,
P.O. Box 4705, No. 25 Chaoyangmenbei Dajie
(Dongcheng District)
Beijing, P.R. China 100010

POCO Minerals, LLC
P. O. Box 601673
Dallas, TX 75360

Robert E. Wagner and Jan G. Wagner
5607 Laura Dawn Avenue
Cheyenne, WY 82009

Sabre Exploration, Inc.
P. O. Box 4848
Wichita Falls, TX 76308-0848

State of Colorado
1127 Sherman St.
Denver, CO 80203

Thomas Walker Cox
29007 Palmetto Drive
Big Pine Key, FL 33043

Yates Petroleum Corporation
105 S. 4th St.
Artesia, NM 88210-2177

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

Kent Kuster
Oil & Gas Consultant Coordinator
Colorado Department of
Public Health & Environment
4300 Cherry Creek Drive South
Denver, CO 80246-1530

Troy Swain
Weld County
Department of Planning Services
1555 North 17th Avenue
Greeley, CO 80631

Bureau of Land Management
2850 Youngfield Street
Lakewood, Colorado 80215-7093