

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 VACATING ORDER NO. 535-417 )  
AS IT APPLIES TO SECTION 9, TOWNSHIP 10 )  
NORTH, RANGE 59 WEST, 6TH P.M. ONLY, )  
AND ESTABLISHING A 960-ACRE DRILLING )  
AND SPACING UNIT APPLICABLE TO THE )  
DRILLING AND PRODUCING OF WELLS FROM )  
THE NIOBRARA AND CODELL FORMATIONS )  
COVERING CERTAIN LANDS IN TOWNSHIP 10 )  
NORTH, RANGE 59 WEST, 6TH P.M., WELD )  
COUNTY, COLORADO. )

Cause No. 535

Docket No. 151000563

Type: SPACING AND  
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 vacating Order No. 535-417 as it applies to Section 9, Township 10 North, Range 59 West, 6th P.M. only, and establishing a 960-acre drilling and spacing unit covering all of Section 9 and the N½ of Section 16, Township 10 North, Range 59 West, 6th P.M., and approving additional wells and modified well setbacks in the new 960-acre and existing drilling and spacing unit 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 10 North, Range 59 West, 6th P.M.  
Section 9: All  
Section 16: 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. 535-417 dated September 16, 2013, the Commission approved an application establishing four (4) approximate 640-acre drilling and spacing units and allowing up to sixteen (16) horizontal wells within each unit for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. The order further allows for the initial perforation and the bottomhole location to be 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, and no closer than 200 feet from the treated interval of any other wellbore located in the unit, without exception being granted by the Director. All of Section 9, Township 10 North, Range 59 West, 6th P.M. is 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 the best of Applicant's knowledge, as of the date of this Application, no applications for permits to drill have been filed with the Commission covering lands subject to Order No. 535-417.

8. To promote efficient drainage of the Niobrara and Codell Formations within the Application Lands and to avoid waste, the Commission should (1) vacate Order No. 535-417 as it applies to Section 9, Township 10 North, Range 59 West, 6th P.M. only, (2) establish a 960-acre drilling and spacing unit covering all of Section 9 and the N½ of Section 16, Township 10 North, Range 59 West, 6th P.M., and (3) allow an appropriate number of wells, not to exceed 32 wells, in the new 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.

9. 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, but from no more than four (4) drilling pads. Applicant further requests that the distance between treated intervals of each wellbore 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.

10. 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 unit will have no adverse effect on correlative rights of adjacent owners.

11. 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 21 day of August, 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

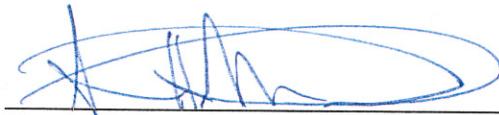
Attn: Scott McDaniel, Regional Land Manager  
Phone: 303-390-4261

VERIFICATION

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

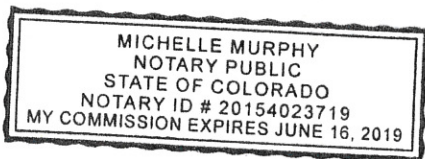
Scott McDaniel, Regional Landman with Whiting Oil and Gas Corporation, upon oath deposes and says that he has read the foregoing Application and that the statements contained therein are true to the best of his knowledge, information and belief.

WHITING OIL AND GAS CORPORATION

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

Subscribed and sworn to before me this 26 day of August, 2015 by Scott McDaniel, Regional Landman for Whiting Oil and Gas Corporation.

Witness my hand and official seal.



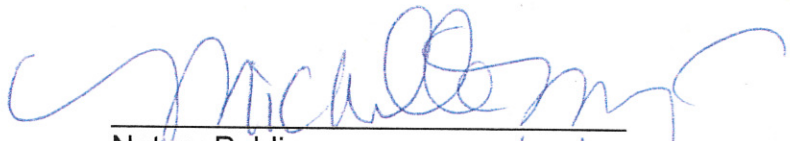
  
\_\_\_\_\_  
Notary Public  
My Commission Expires: 6/16/19

EXHIBIT A

INTERESTED PARTIES

John A. Ehmke  
John A. Ehmke Ranch  
P.O. Box 58519 CR 107  
Grover, CO. 80729

Hillman Land & Livestock  
61331 Highway 71  
Stoneham, CO. 80754

Nancy L. White  
P.O. Box 328  
Lliff, CO. 80736

Naomi K. McEndaffer  
61331 Highway 71  
Stoneham, CO. 80754

Nelson Ranches, Inc.  
58900 WCR 382  
Grover, CO. 80729

Danny Paul Hart & Joann Mary Hart  
33049 Pikes Peak Drive  
Greely, CO. 80634

Gary Buhler  
474 Centennial Circle  
Sterling, CO 80751

Tyrone Thompson  
Drawer 5150  
Avon, 81620

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

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

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

Terry J. Cammon  
10455 W 73 rd. Place  
Arvada, CO 80005

Foundation Energy Fund III-A, L.P.  
16000 Dallas Parkway  
Suite 875  
Dallas, TX 75248

Foundation Energy Fund III-B Holding, L.L.C.  
16000 Dallas Parkway  
Suite 875  
Dallas, TX 75248

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

Foundation Energy Fund IV-A, L.P.  
16000 Dallas Parkway  
Suite 875  
Dallas, TX 75248

Foundation Energy Fund IV-B Holding, L.L.C.  
16000 Dallas Parkway  
Suite 875  
Dallas, TX 75248

Ray Schramm  
3318 S. Dayton Ct.  
Denver, CO 80231

Mile Hi Oil & Gas, Inc.  
P.O. Box 621609  
Littleton, CO 80612

Palace Energy Company  
5 East 59th Street, 5th Floor  
New York, NY 10022

Western Operating Company  
518 17th St, Suite 200  
Denver, CO 80202

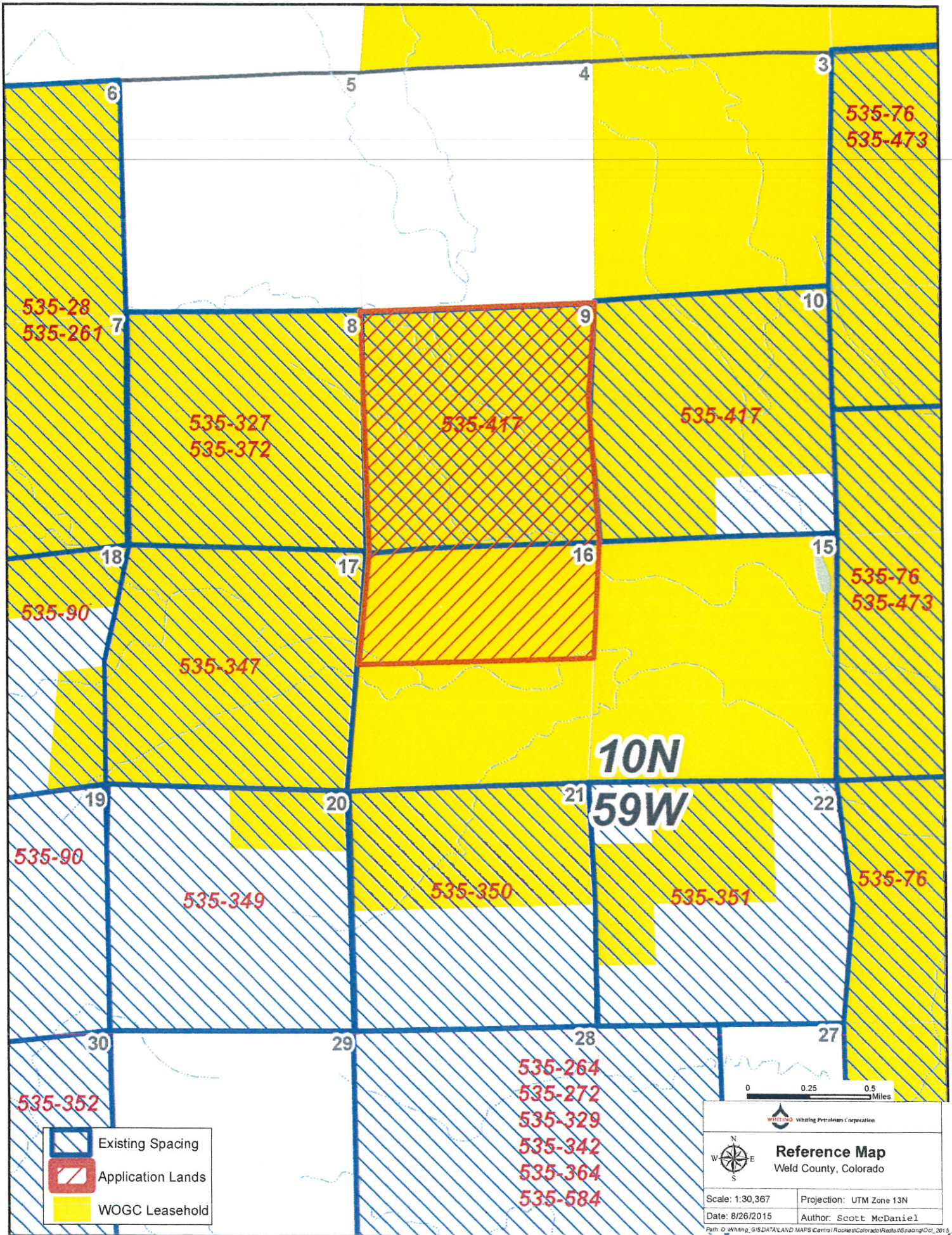
McGahey Oil, LLC  
5305 W Jewell Ave  
Lakewood, CO 80232

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

Timothy Kelly  
State Board of Land Commissioners  
1127 Sherman Street, Suite 300  
Denver, CO 80203



**10N**  
**59W**

535-76  
535-473

535-28  
535-261

535-327  
535-372

535-417

535-417

535-90

535-347

535-76  
535-473

535-90

535-349




535-350

535-351


535-76

535-352

535-264  
535-272  
535-329  
535-342  
535-364  
535-584

-  Existing Spacing
-  Application Lands
-  WOGC Leasehold

0 0.25 0.5 Miles

 Whiting Petroleum Corporation

**Reference Map**  
Weld County, Colorado

Scale: 1:30,367      Projection: UTM Zone 13N  
Date: 8/26/2015      Author: Scott McDaniel

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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 28 August 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 Russell  
Chelsey J. Russell

Subscribed and sworn to before me August 28, 2015.

Witness my hand and official seal.

MELISSA A. MORMAN  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 19894012434  
MY COMMISSION EXPIRES AUGUST 29, 2017

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