

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

IN THE MATTER OF THE APPLICATION OF)
BP AMERICA PRODUCTION COMPANY FOR)
AN ORDER POOLING ALL INTERESTS IN A)
320-ACRE DRILLING AND SPACING UNIT)
FOR THE FRUITLAND COAL FORMATION)
LOCATED IN SECTION 4, TOWNSHIP 33)
NORTH, RANGE 8 WEST, N.M.P.M. IN LA)
PLATA COUNTY, COLORADO)

Cause No. _____

Docket No. _____

APPLICATION

BP America Production Company ("Applicant"), by and through its attorneys, Holland & Hart LLP, respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") for an order pooling all interests for the development of the Fruitland Coal Formation for the Martinez A #1 Well, API No. 05-067-09823; Martinez A #2 Well, API No. 05-067-09826; Martinez A #3 Well, API No. 05-067-09822; and Martinez A #4 Well, API No. 05-067-09827 ("Wells") on the following described lands:

Township 33 North, Range 8 West, N.M.P.M.
Section 4: S½

La Plata County, Colorado ("Application Lands").

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

1. Applicant, Operator No. 10000, is a corporation duly authorized to conduct business in the State of Colorado and is an operator in good standing with the Commission.
2. Applicant owns a leasehold interest in the Application Lands.
3. On June 17, 1988, the Commission issued Order No. 112-60, which, among other things, established 320-acre drilling and spacing units for the production of gas from the Fruitland coal seams underlying certain lands, including the Application Lands, with the permitted well located, when north of the north line of Township 32 North, in the NW¼ and SE¼ of the section, and south of the north line of Township 32 North, in the NE¼ and SW¼ of the section, and no closer than 990 feet to any outer boundary of the section, nor closer than 130 feet to any interior quarter section line.
4. On September 7, 1988, but effective as of August 15, 1988, the Commission issued Order No. 112-61, which, among other things, amended Order No. 112-60 to allow for the drilling of the first well in the drilling and spacing unit for

certain lands, including the Application Lands, not in the permitted location, but rather in the other quarter section, and established additional field rules for the Fruitland coal seams.

5. Effective as of December 17, 1990, the Commission issued Corrected Order No. 112-85, which, among other things, amended Order No. 112-61 and established additional field rules for the Fruitland coal seams in the 320-acre drilling and spacing units for certain lands, including the Application Lands.

6. On July 11, 2000, the Commission issued Order No. 112-157, which, among other things, amended Order Nos. 112-60, 112-61, and 112-85 to allow an optional additional well to be drilled for production of gas from the Fruitland coal seams in the 320-acre drilling and spacing units for certain lands, including the Application Lands, with the permitted well to be located in any undrilled quarter section no closer than 990 feet from the boundaries of the quarter section, nor closer than 130 feet to any interior quarter section line.

7. Effective as of July 10, 2006, the Commission issued Order No. 112-190, which, among other things, amended Order No. 112-157 to allow a total of four (4) wells to be drilled for production of gas from the Fruitland coal seams in the 320-acre drilling and spacing units for certain lands, including the Application Lands, with the permitted well to be located no closer than 660 feet to any outer boundary of the unit with no interior line setback, utilizing a common or expanded pad with an existing well such that a total of four (4) Fruitland coal wells pads are authorized in each governmental section.

8. Applicant, pursuant to the provisions of C.R.S. § 34-60-116 (6) & (7) and Commission Rule 530., seeks an order pooling all interests including, but not limited to, any nonconsenting interests, in the Wells located in the Application Lands, for the development of the Fruitland Coal Formation.

9. Applicant requests that the Commission's pooling order be made effective as of the earlier of the date of this Application, or the date that the costs specified in C.R.S. § 34-60-116(7)(b)(II) are first incurred for the drilling of the Wells to the Fruitland Coal Formation on the Application Lands.

10. Applicant certifies that copies of this Application will be served on all persons owning an interest in the mineral estate of the tracts to be pooled within seven days of the date hereof, as required by Rule 507.b(2), and that at least 35 days prior to the hearing on this matter, each such interest owner not already leased or voluntarily pooled will be offered the opportunity to lease, or to participate in the drilling of the Wells, and will be provided with the information required by Rule 530. The list of such interested parties is attached hereto as Exhibit A.

11. In order to prevent waste and to protect correlative rights, all interests in the Application Lands should be pooled for the orderly development of the Fruitland Coal Formation.

WHEREFORE, Applicant requests that this matter be set for hearing at the next available opportunity, that notice be given as required by law, and that upon such hearing, the Commission enter its order:

A. Pooling all interests in the Martinez A #1 Well, Martinez A #2 Well, Martinez A #3 Well, and Martinez A #4 Well located in the Application Lands for the development of the Fruitland Coal Formation.

B. Providing that the Commission's pooling order is made effective as of the earlier of the date of this Application, or the date that the costs specified in C.R.S. § 34-60-116(7)(b)(II) are first incurred for the drilling of the Wells to the Fruitland Coal Formation on the Application Lands.

C. Providing that the 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 authorized Wells are pooled pursuant to C.R.S. § 34-60-116 and made subject to the cost recovery provisions thereof.

D. For such other findings and orders as the Commission may deem proper or advisable in this matter.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing, notice be given as required by law, and that upon such hearing, the Commission enter its order consistent with Applicant's request as set forth above.

Dated: August 27,, 2015

By: 

Elizabeth Y. Spencer
Kurt V. Tyler
Holland & Hart LLP
555 17th Street, Suite 3200
Denver, Colorado 80202
(303) 295-8000
eyspencer@hollandhart.com
kvtyler@hollandhart.com

Address of Applicant

BP America Production Company
Attn: Debra Bacon
737 North Eldridge Parkway
Houston, TX 77079

VERIFICATION

STATE OF TEXAS

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ss.

COUNTY OF HARRIS

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Debra Bacon, of lawful age, being first duly sworn upon oath, deposes and says that she is Land Manager for BP America Production Company and that she has read the foregoing Application and that the matters therein contained are true to the best of her knowledge, information and belief.

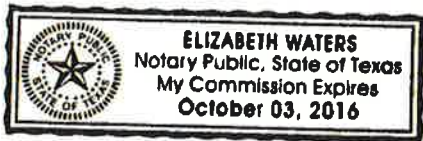
Debra Bacon

Debra Bacon

Subscribed and sworn to before me this 26 day of August, 2015.

Witness my hand and official seal.

My commission expires: October 3, 2016



Elizabeth Waters

Notary Public

Exhibit A
Interested Parties
Martinez A (La Plata County)

BP America Production Company 737 North Eldridge Parkway Houston, Texas 77079	Krista K. Benner 15685 Cedarbrook Dr. Morrison, CO. 80465
Maralex Resources, Inc. P.O. Box 338 Ignacio, CO. 81137	Sagle & Schwab Energy Resources, LLC 190 Kenosha Trail Durango, CO 81301
A. H. Wurth and Esther Wurth, joint tenants Address Unknown	Evangelina Todeschi Anthony Martinez & Gilbert Martinez Tenants in Common 3151 W Donald Dr. Phoenix, AZ. 85027-5023
Accord Du Lac Partnership, LLLP P.O. Box 36600 Station D Albuquerque, NM 87176	Alexa P. Schneider 3347 N. Valencia Ln. Phoenix, AZ. 85018
Alice Marie Webb 2475 County Road 311 Ignacio, CO 81137	Allen Gano Address Unknown
Betty A. Pennington 48255 East 88th Ave. Bennett, CO 80102	Brett G. Taylor Royalty Trust, a revocable intervivos trust P.O. Box 9 Aledo, TX 76008
C. H. Samberg Address Unknown	Caprock Minerals, a Texas general partnership P.O. Box 17418 Fort Worth, TX 76102
Carolyn Nielsen Sedberry Revocable Trust dated August 27, 2013 901 Laurel Circle SE Albuquerque, NM 87108	Cecelia Ann Boyd Hollingsworth 700 E Randall St. Beeville, TX. 78102-3637
CEEFAM LLC 3117 Hyder, SE Albuquerque, NM 87106	Cherokee Minerals P.O. Box 222 Longview, TX 75606
Cyrene L. Inman, successor trustee of the Cyrene Inman Trust created under Agreement dated January 26, 1994 6844 Rio Grande Boulevard NW Albuquerque, NM 87107	De Lafosse Properties, Ltd., a Texas limited partnership P.O. Box Drawer 787 Albany, TX 76430
De Lafosse Properties, Ltd., a Texas limited partnership P.O. Box 2530 Albany, TX 76430	Devon G. Smith aka Devon G. Phillips 12 Hoffses Drive Camden, ME 04843

Douglas Cameron McLeod 955 Westcott, No. 155 Houston, TX 77007	E. J. Wine and Joyce A. Wine, tenants-in-common 3756 Hurlbut Circle Lake Wales, FL. 33898
Debra A. Williams, Successor in interest to E.R. Boyd, Jr., deceased 3506 McCreary Rd. Plano, TX. 75002	Cynthia R. Terwort, Successor in interest to E.R. Boyd, Jr., deceased P.O. Box 343 Yantis, TX. 75497
Barry W. Boyd, Successor in interest to E.R. Boyd, Jr., deceased P.O. Box 203 Mead, OK. 73449	ECAP III & Company 420 Throckmorton, Suite 710 Fort Worth, TX 76102-3724
Elsie M. King and Jack Manildi, joint tenants Address Unknown	Emma Luceria Bond a/k/a Emma L. Bond Address Unknown
Southland Royalty Company, LLC., a Delaware Limited Liability Company 400 West 7th Street Fort Worth, TX. 76102	Ernest Cole and Clara Cole, joint tenants Address Unknown
Field H. Griffith 5972 Old Greenway Drive Glen Allen, VA 23059	First Trax, LLC P.O. Box 2471 Durango, CO. 81301
Gary H. Pace Management Trust 420 Throckmorton, Suite 710 Fort Worth, TX 76102-3724	George W. Umbach a/k/a George William Umbach 208 RH Carr Road Manchester, TN 37355
Boulders Royalty Corp. P.O. Box 7808 Dallas, TX. 75209	H. R. Stasney & Sons, Ltd. Drawer 1826 Albany, TX 76430
H. R. Stasney & Sons, Ltd. PO 3190 Albany, TX 76430	Harwell Partnership 40 Sara Sue Lane Wichita Falls, TX 76302
Helen Neuhoff Butler 5440 Baca Raton Drive Dallas, TX 75229	J. C. Pace Ltd., a Texas limited partnership 420 Throckmorton, Suite 710 Fort Worth, TX 76102-3724
J.C. Pace III and Alexandra Ann Pace Schneider, as Co-trustees of the Ann Underwood Pace Marital Trust 420 Throckmorton, Suite 710 Fort Worth, TX 76102-3724	James E. Hatfield and Reed E. Hatfield, Co-Trustees of the James E. Hatfield - Colorado 2006 Living Trust 14232 Marsh Lane #330 Addison, TX 75001
Jay E. Weishel 2475 CR 311 Ignacio, CO 81137	Jennifer P. Wolfe 420 Throckmorton, Suite 710 Fort Worth, TX. 76102-3724

Jennifer P. Wolfe 1715 Western Fort Worth, TX. 76107	Joe B. Neuhoff Family Partnership, Ltd., a Texas limited partnership 10030 Meadowbrook Drive Dallas, TX. 75229-6609
Joe K. Pace Management Trust 420 Throckmorton, Suite 710 Fort Worth, TX. 76102-3724	Joe Prokesh and Dorothy Mozell Prokesh, tenants-in-common 2514 Addison Ave. Scottsbluff, NE. 69361
Joseph E. & Twila M. Goodding Living Trust dated July 12, 1989, Twila M. Goodding, Trustee 1009 Crestview Circle Farmington, NM. 87401	Karin Dale Nielsen, Trustee of the R.B. Nielsen Trust 1200 Danbury Drive Mansfield, TX. 76063
Kimbell Art Foundation, a Texas non- profit corporation 301 Commerce Street Fort Worth, TX 76102-4122	LA Roach O & G, Ltd., a Texas limited partnership 100 Throckmorton, Suite 480 Fort Worth, TX. 76102-3724
Lawrence B. Neuhoff 4437 Stanford Dallas, TX. 75225	Leigh S. Taylor 420 Throckmorton, Suite 710 Fort Worth, TX. 76102-3724
Lowry Energy Partners, a Texas general partnership 1106 Aspen Court Rockwall, TX. 75087	Mary Hayden 6635 N. 66th Place Paradise Valley, AZ. 85253
Mary Hayden 25199 Carlsbad Ave. Davis, CA. 95616	Neuhoff-Taylor Royalty Company, a Texas general partnership P.O. Box 9 Aledo, TX. 76008
Oliver W. LaChapelle, Sr., and Mary March LaChapelle, joint tenants Address Unknown	Paul Pfrimmer and Hulda Pfrimmer, joint tenants Address Unknown
Pennies from Heaven, LLC, a New Mexico limited liability company 901 Rio Grande Blvd NW Ste 222-B Albuquerque, NM 87104	Prince R. Walker and Gene P. Walker, joint tenants Address Unknown
R. Louis & Farren O. Webb 2301 C.R. 311 Ignacio, CO. 81137	RHB Enterprises, LLC, a New Mexico limited liability company 6729 Academy Road NE, Suite D Albuquerque, NM 87109
Robert A. Brown P.O. Box 147 Delta, CO. 81416	Robert C. Grable 201 Main Street, Suite 2500 Fort Worth, TX. 76102

Marie Christine Garland 1201 Tullison Rd #304 Kansas City, MO. 64116	Robert W. Selig, Jr. PO Box 56394 Hayward, CA. 94545
Robert W. Umbach Cancer Foundation, Inc., a New Mexico not for profit corporation P.O. Box 110 Farmington, NM. 87499	Sarah S. Lamensdorf 420 Throckmorton, Suite 710 Fort Worth, TX. 76102-3724
SG Interests V, Ltd. 100 Waugh Dr. Suite 400 Houston, TX. 77007	Shelley Gale Griffith 48 Mile square road Phillips ME. 04966
Stanley J. Webb 2170 Wildhack Rd. Bainbridge, GA. 39819	Steven L. Nash P.O. Box 181 Marble Falls, TX 78654-0181
Stokes A. Bennett and Lovilla P. Bennett, joint tenants Address Unknown	T.R. Production, Inc. 802 Mohawk, burkburnett, TX. 76354
The Marcia Berger Educational Foundation P.O. Box 6603 Albuquerque, NM 87125	The Roach Foundation, a Texas non-profit corporation 100 Throckmorton, Suite 480 Fort Worth, TX. 76102-3724
WCB Investments, LLC, a New Mexico limited liability company 6729 Academy Road NE, Suite D Albuquerque, NM 87109	Westmeath Corp. P.O. Box 711 Farmington, NM. 87499
iMinerals, LLC, a Colorado Limited Liability Company 5 Inverness Drive East Englewood, CO. 80112	WWR Enterprises, Inc. 8381 E. Wrightstown Tucson, AZ 85715

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AFFIDAVIT OF MAILING

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

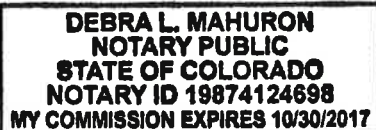
Elizabeth Y. Spencer, of lawful age, and being first duly sworn upon her oath,
states and declares:


That she is an attorney for BP America Production Company, that on or before
August 28, 2015, she will have 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.


Elizabeth Y. Spencer

Subscribed and sworn to before me August 27, 2015.

Witness my hand and official seal.




Notary Public