

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

IN THE MATTER OF AN APPLICATION BY KERR-MCGEE OIL & GAS ONSHORE LP FOR AN ORDER POOLING ALL INTERESTS IN AN APPROXIMATE 480-ACRE DESIGNATED HORIZONTAL WELLBORE SPACING UNIT ESTABLISHED FOR CERTAIN PORTIONS OF SECTIONS 21 AND 28, TOWNSHIP 2 NORTH, RANGE 65 WEST, 6<sup>TH</sup> P.M., FOR THE DEVELOPMENT/OPERATION OF THE NIOBRARA FORMATION, WATTENBERG FIELD, WELD COUNTY, COLORADO

CAUSE NO. 407

DOCKET NO. *To be assigned*

**APPLICATION**

Kerr-McGee Oil & Gas Onshore LP, Operator No. 47120 ("Kerr-McGee" 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 pooling all interests in an approximate 480-acre horizontal wellbore spacing unit established for certain portions of Sections 21 and 28, Township 2 North, Range 65 West, 6<sup>th</sup> P.M., for the development and operation of the Niobrara 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 2 North, Range 65 West, 6<sup>th</sup> P.M.

Section 21: SE $\frac{1}{4}$ NW $\frac{1}{4}$ , SW $\frac{1}{4}$ NE $\frac{1}{4}$ , E $\frac{1}{2}$ SW $\frac{1}{4}$ , W $\frac{1}{2}$ SE $\frac{1}{4}$

Section 28: NE $\frac{1}{4}$ SW $\frac{1}{4}$ , NW $\frac{1}{4}$ SE $\frac{1}{4}$ , E $\frac{1}{2}$ NW $\frac{1}{4}$ , W $\frac{1}{2}$ NE $\frac{1}{4}$

Wellbore Spacing Unit ("WSU") No. 1

These lands are hereinafter collectively referred to as the "Application Lands" and depicted in Exhibit A attached hereto.

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. Pursuant to Rule 318A., Applicant designated an approximate 480-acre horizontal wellbore spacing unit, comprised of the Application Lands, for the below-described well, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. Applicant notified all owners in the proposed horizontal wellbore spacing unit pursuant to Rule 318A.e.(5). Applicant did not receive objections to the establishment of the proposed horizontal wellbore spacing unit within the 30-day response period:

a. Adamson 28N-28HZ Well (API No. 05-123-41821) – Niobrara Formation – WSU No. 1.

This well is hereinafter referred to as the “Subject Well.”

5. Acting pursuant to the relevant provisions of §34-60-116(6) & (7), C.R.S., and Rule 530., Applicant seeks an order pooling all interests, including, but not limited to, any nonconsenting interests, in WSU No. 1 established for the Application Lands, for the development and operation of the Niobrara Formation.

6. 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 §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject Well within WSU No. 1.

7. Further, Applicant requests 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 Subject Well, are made subject to the cost recovery provisions of §34-60-116(7), C.R.S., effective as of the earlier of the date of the Application, or the date the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject Well.

8. 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.

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

10. 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. Pooling all interests in WSU No.1 established for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the

earlier 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 within WSU No.1.

B. 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 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, effective as of the earlier of the date of the Application, or the date the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject Well.

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

DATED this 27 day of August, 2015.

Respectfully submitted,

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

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

Address of Applicant  
Kerr-McGee Oil & Gas Onshore LP  
ATTN: Hannah Becker  
1099 18<sup>th</sup> Street, Suite 1800  
Denver, Colorado 80202

VERIFICATION

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

Hannah Becker, Landman II with Kerr-McGee Oil & Gas Onshore LP, upon oath deposes and says that she has read the foregoing Application and that the statements contained therein are true to the best of her knowledge, information and belief.

KERR-MCGEE OIL & GAS ONSHORE LP

Hannah Becker  
Hannah Becker

Subscribed and sworn to before me this 27<sup>th</sup> day of August, 2015, by Hannah Becker, Landman II for Kerr-McGee Oil & Gas Onshore LP.

Witness my hand and official seal.

My commission expires: 07/31/2017

Amber Falbo  
Notary Public

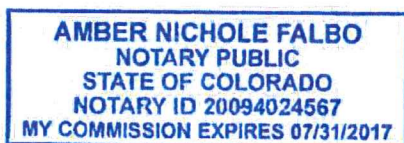


Exhibit A

Reference Map for Pooling Application

	18	17	16	15	14
	19	20	21	22	23
	30	29	28	27	26
	31	32	33	34	35

2N65W

1-74

## EXHIBIT B

### INTERESTED PARTIES

The names and addresses of the interested parties (persons who own any interest in the mineral estate of the tracts to be pooled, except owners of overriding royalty interest) according to the information and belief of the Applicant are set forth in this Exhibit B.

WILLIAM A. MEGUIRE, JR.  
8754 COUNTY ROAD 41  
FORT LUPTON CO 80621

KENNETH E. LUCAS  
4613 BUCKNELL  
GARLAND TX 75042

CONSTANCE A. NICHOLSON  
1750 STERLING LANE  
LEWISVILLE TX 75067

DOUGLAS A. COON  
3630 HOLLYBERRY CIRCLE  
ANCHORAGE AK 99507

DEBORAH A. BUTTERFIELD  
1772 MINEOLA STREET  
COLORADO SPRINGS CO 80915

ELEANORE J. ADAMSON  
43003 CORTE FRESCA  
TEMECULA CA 92592

MICHAEL DAVID ADAMSON AND LINDA SUE  
ADAMSON, CO-TRUSTEES OF THE MICHAEL  
AND LINDA ADAMSON LIVING TRUST DATED  
JANUARY 9, 2014  
12212 SUNGROVE ST  
GARDEN GROVE CA 92840

DEVISEES OF THE ESTATE OF ROBERT G.  
MCKINSTER, DECEASED  
13561 SABLE BLVD  
BRIGHTON CO 80601

KENNETH LEE POWERS AND ELIZABETH  
POWERS, CO-TRUSTEES UNDER THE POWERS  
LIVING TRUST, 8/4/1992  
1200 MIRA MAR AVE  
MEDFORD OR 97504-8554

NANCY BROWN RANDOLPH  
1906 15TH AVENUE  
LONGMONT CO 80501

LILY L. BINGHAM  
5740 MAGNOLIA STREET  
COMMERCE CITY CO 80022

JIM DE FENDER, F/K/A JIMMY EUGENE FENDER  
22809 E ALAMO LANE  
AURORA CO 80015

ELLA K. HEITMAN  
18860 WCR 31  
PLATTEVILLE CO 80651

KERMIT DEAN HEITMAN  
15422 WCR 6  
FORT LUPTON CO 80621

KENNETH L. FENDER  
6241 WHIRLWIND DRIVE  
COLORADO SPRINGS CO 80923

KAREN RITCHEY CALDWELL AND TIM S. CALDWELL,  
CO-TRUSTEES OF THE REVOCABLE INTER VIVOS  
TRUST OF KAREN RITCHEY CALDWELL DATED JUNE  
21, 2001  
2249 E 32ND STREET  
TULSA OK 74105

PIVONKA ROYALTY LP  
6850 TPC DRIVE SUITE 202  
MCKINNEY TX 75070

REBECCA A. SCOTT  
21940 291ST AVENUE  
FORT PIERRE SD 57532

CRAIG E. RITCHEY AND MARY C. RITCHEY,  
JOINT TENANTS  
14031 SABLE BLVD  
BRIGHTON CO 80601

GRANT A. RITCHEY AND DAWN D. RITCHEY, JOINT  
TENANTS  
13408 WCR 43  
HUDSON CO 80642

LANDES PROPERTIES, INC.  
6850 TPC DRIVE SUITE 202  
MCKINNEY TX 75070

DAVID WESLEY RITCHEY  
2941 M ROAD A  
WIGGINS CO 80654

KIM MARIE WOLF  
6925 WCR 63  
KEENESBURG CO 80643

ARGONAUT VENTURES, LLC  
PO BOX 4210  
GRAND JUNCTION CO 81501

FBO INVESTMENTS, LLP  
PO BOX 4210  
GRAND JUNCTION CO 81501

OGLE ENTERPRISES, LLC  
PO BOX 4210  
GRAND JUNCTION CO 81501

E G ENERGY, L.L.C.  
PO BOX 6244  
LEAWOOD KS 66206

G. E. ROGERS, LLC  
PO BOX 2016  
GRAHAM TX 76450

TOM PUFF, INC.  
1320 LAKE STREET  
FORT WORTH TX 76102

B. F. ALBRITTON, LLC  
PO BOX 2016  
GRAHAM TX 76450

KLB ENERGY, LLC  
917 PARK STREET  
GRAHAM TX 76450

RIO BRAZOS MINERAL COMPANY, LLC  
PO BOX 2017  
GRAHAM TX 76450

ANTHONY EDWARD ARNDT  
522 OLD ORCHARD DR  
DANVILLE CA 94526

BOBBIE G. NORTH  
1641 JANUARY LANE  
PONDER TX 76259

PATTY MORRIS  
PO BOX 563  
WHITESBORO TX 76273

JOEL EUGENE RITCHEY  
22227 WCR 30  
HUDSON CO 80642

BRENDA KAY HAFFNER  
23510 WCR 6  
HUDSON CO 80642

MCLISH RESOURCES LP, LLLP  
633 17TH STREET SUITE 1650  
DENVER CO 80202

TRINITY RESOURCES, LLC  
1001 FANNIN, SUITE 900  
HOUSTON TX 77002

SONIC MINERALS, L.P.  
PO BOX 1240  
GRAHAM TX 76450

THOMAS HILL PUFF  
1320 LAKE STREET  
FORT WORTH TX 76102

BIRMINGHAM CORPORATION  
1800 CANYON PARK CIRCLE #201  
EDMOND OK 73013

RECCE INVESTMENTS, LLC  
1300 FISHER  
GRAHAM TX 76450

T C ENERGY, LLC  
PO BOX 2016  
GRAHAM TX 76450

CREEDE EXPLORATION, INC.  
2429 S EARL RUDDER FREEWAY #100; COLLEGE  
STATION TX 77845

H.M. BETTIS, INC.  
PO BOX 1240  
GRAHAM TX 76450

FARMERS RESERVOIR AND LRRIGATION COMOANV  
80 S 27TH AVE  
BRIGHTON CO 80601

MYRA FRANCES ROLAND  
369 ECHO DR  
WAYNESVILLE NC 28786

PAULA MILLER  
3742 RANCH ROAD  
BEE BRANCH AK 72013

THOMAS S. DEUSSEN  
601 LONESTAR PARK  
PONDER TX 76259

GERRI BOB CLAWSON  
1506 BEDIVERE  
BORGER TX 79007

VICTORIA MELINDA RYAN  
133A SOUTHAMPTON LN  
SANTA CRUZ, CA 95062

MARY KATHRYN LIKENS  
244 CHESHAM AVENUE  
SAN CARLOS, CA 94070

KELLY S. COLFER  
31040 WILLOW LN  
STEAMBOAT SPRINGS CO 80487

KIMBERLY ANN COLFER  
11654 W 40TH CIRCLE  
WHEAT RIDGE CO 80033

DOMINION OKLAHOMA TEXAS EXPLORATION &  
PRODUCTION, INC.  
16945 NORTHCASE DR STE 1750  
HOUSTON TX 77060

SHARON S. MCMORROW  
4054 W CAMAS ST  
BOISE ID 83705

RICHARD W. NOWELS, JR.  
C/O FASBENDER AND ASSOCIATES  
530 WILSHIRE BLVD STE 308  
SANTA MONICA CA 90401

COLFER LIVING TRUST DATED JANUARY 6, 2004  
2341 MERIDIAN CT  
GRAND JUNCTION CO 81507

KRISTIN COLFER PORTER  
205 N AL FRESCO PL  
BOISE ID 83712

DEPCO, INC.  
C/O DEKALB  
1625 BROADWAY STE 1300  
DENVER CO 80202

KERR-MCGEE OIL & GAS ONSHORE LP  
1099 18TH STREET, SUITE 1800  
DENVER, CO 80202



IN THE MATTER OF AN APPLICATION BY KERR-MCGEE OIL & GAS ONSHORE LP FOR AN ORDER POOLING ALL INTERESTS IN AN APPROXIMATE 480-ACRE DESIGNATED HORIZONTAL WELLBORE SPACING UNIT ESTABLISHED FOR CERTAIN PORTIONS OF SECTIONS 21 AND 28, TOWNSHIP 2 NORTH, RANGE 65 WEST, 6<sup>TH</sup> P.M., FOR THE DEVELOPMENT/OPERATION OF THE NIOBRARA FORMATION, WATTENBERG FIELD, WELD COUNTY, COLORADO

DOCKET NO. *To be assigned*

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

That she is a Legal Assistant at Beatty & Wozniak, P.C., attorneys for Kerr-McGee Oil & Gas Onshore LP, and on or before September 3, 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 B to the Application.

Subscribed and sworn to before me this 21 day of August, 2015.

TERESA L. PETERSON  
LIBRARY PUBLIC  
STATE OF COLORADO  
ID: 18294002026  
MY COMMISSION EXPIRES OCT. 4, 2017

{00338357}

IN THE MATTER OF AN APPLICATION BY KERR-MCGEE OIL & GAS ONSHORE LP FOR AN ORDER POOLING ALL INTERESTS IN AN APPROXIMATE 480-ACRE DESIGNATED HORIZONTAL WELLBORE SPACING UNIT ESTABLISHED FOR CERTAIN PORTIONS OF SECTIONS 21 AND 28, TOWNSHIP 2 NORTH, RANGE 65 WEST, 6<sup>TH</sup> P.M., FOR THE DEVELOPMENT/OPERATION OF THE NIOBRARA FORMATION, WATTENBERG FIELD, WELD COUNTY, COLORADO

DOCKET NO. 151000584

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

That she is an Attorney at Beatty & Wozniak, P.C., attorneys for Kerr-McGee Oil & Gas Onshore, LP, (Operator No. 47120), and on or before September 10, 2015, caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed below:

  
Jillian Fulcher

Subscribed and sworn to before me this 10<sup>th</sup> day of September, 2015.

MARTHA A. LAIR  
Notary Public  
State of Colorado  
20044012086  
My Commission Expires April 16, 2016

Martha A. Lois  
Notary Public


IN THE MATTER OF AN APPLICATION BY KERR-MCGEE OIL & GAS ONSHORE LP FOR AN ORDER POOLING ALL INTERESTS IN AN APPROXIMATE 480-ACRE DESIGNATED HORIZONTAL WELLBORE SPACING UNIT ESTABLISHED FOR CERTAIN PORTIONS OF SECTIONS 21 AND 28, TOWNSHIP 2 NORTH, RANGE 65 WEST, 6<sup>TH</sup> P.M., FOR THE DEVELOPMENT/OPERATION OF THE NIOBRARA FORMATION, WATTENBERG FIELD, WELD COUNTY, COLORADO

DOCKET NO. 151000584

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

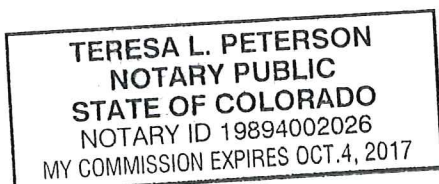
That she is an Attorney at Beatty & Wozniak, P.C., attorneys for Kerr-McGee Oil & Gas Onshore, LP, (Operator No. 47120), and on or before September 11, 2015, caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed below:

Trinity Resources, LLC  
1520 W. Canal Ct., Suite 220  
Littleton, CO 80120

  
Jillian Fulcher

Subscribed and sworn to before me this 11 day of September, 2015.

Witness my hand and official seal.



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