

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

IN THE MATTER OF THE APPLICATION)
OF THE PROMULGATION AND)
ESTABLISHMENT OF FIELD RULES TO) Docket No. *To be assigned*
GOVERN OPERATIONS FOR THE)
MANCOS AND NIOBRARA)
FORMATIONS, UNNAMED FIELD,)
MOFFAT COUNTY, COLORADO)

APPLICATION

SWN Production Company, LLC (Operator No. 10396) (“SWN”), by and through its attorneys, Burns, Figa, & Will, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the “COGCC”) for an order to vacate Order Nos. 540-27 and 540-39 (“Orders”), which effectively created a Unconventional Resource Unit (“URU”) in the following lands:

Township 8 North, Range 92 West, 6th P.M.

Section 11: All
Section 12: All
Section 13: All
Section 14: All

Moffat County, Colorado, containing approximately 2,560.00 acres (“Application Lands”), and as depicted on the Exhibit B Reference Map.

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

1. SWN is a corporation duly authorized to do business in Colorado and is registered as an operator in good standing with the COGCC.
2. SWN is an Owner with the right to drill into and produce from the Application Lands.
3. The Application Lands are subject to Order No. 540-27, which stated among other things, “An approximate 2560-acre unconventional resource unit for the below-described lands, is hereby established, for the production of oil, gas and associated hydrocarbons from Mancos and Niobrara Formations, and an appropriate number of vertical, directional or horizontal wells, are hereby approved, in order to efficiently and economically recover the oil, gas and associated hydrocarbons from the proposed unit, with a limit of four multi-well pads per section within the Application

Lands, or located on adjacent lands, with the productive interval of the wellbore to be located no closer than 600 feet from the unit boundaries, and no closer than 150 feet from the productive interval of any other wellbore located in the unit, without exception being granted by the Director” Order No. 540-27 furthermore required the original applicant, Axia Energy, LLC, to report on the progress and development of this URU annually, without exception being granted by the Director.

4. The Application Lands are also subject to Order No. 540-39, which stated among other things, “Pursuant to the provisions of §34-60-116, C.R.S., as amended, of the Oil and Gas Conservation Act, all interests in an approximate 2560-acre unconventional resource unit established for the below-described lands, are hereby pooled, for the development and operation of the Mancos and Niobrara Formations, effective as of the earlier of the date of the Application, or the date that any of the costs specified in C.R.S. §34-60-116(7)(b)(II) are first incurred for drilling each of the four Initial Wells. Order No. 540-39 furthermore required the original applicant, Axia Energy, LLC, to report on the progress and development of this URU annually, without exception being granted by the Director.

5. SWN represents that it is the successor-in-interest to Axia Energy, Inc. as to the Application Lands, and has been fulfilling the reporting requirements of Order Nos. 540-27 and 540-39.

6. SWN believes that this URU currently warrants no operational necessity. Therefore, in the interests of preserving the maximum perceived correlative rights, SWN desires that the Orders pertaining to this URU be vacated at the next available hearing date. SWN intends that such vacation be an effective full termination of the URU such that the Application Lands shall have no current Orders effective to the Mancos and Niobrara formations.

7. SWN shall provide notice to the last known interested parties as indicated on Exhibit A, pursuant to this Application and the Rules of the COGCC.

WHEREFORE, SWN respectfully requests that this matter be set for hearing at the next available opportunity, that notice be given as required by law, and that the COGCC enter an Order to:

- A. Vacate Order Nos. 540-27 and 540-39, which established an approximate 2,560.00-acre Unconventional Resource Unit in the Application Lands;
- B. Such Order shall be effective upon the date of Hearing wherein the Order is approved, and shall be a full termination of the Unconventional Resource Unit.

[CONTINUED ON NEXT PAGE]

DATED this 18th day of November, 2015.

Respectfully submitted,

SWN PRODUCTION COMPANY, LLC

By: 

Michael T. Jewell, Esq.
License #40902

Burns, Figa & Will, P.C.
6400 S. Fiddler's Green Cir. #1000
Greenwood Village, CO 80111

SWN Production Company, LLC
P.O. Box 12359
Spring, TX 77391-2359

VERIFICATION

STATE OF TEXAS)
) ss.
COUNTY OF HARRIS)

The undersigned, of lawful age, having been first sworn upon his oath, deposes and states that:

1. He is a Staff Landman – New Ventures, for SWN Production Company, LLC, whose address is 10000 Energy Drive, Spring, TX 77389.

2. He has read the attached application, is familiar with the facts set forth therein, and states that said facts are true and correct to the best of his knowledge and belief.

Further Affiant sayeth not.



Bryce Moore, CPL

Subscribed and sworn to before me this 18th day of November, 2015.

Witness my hand and official seal.

My commission expires: October 31, 2016

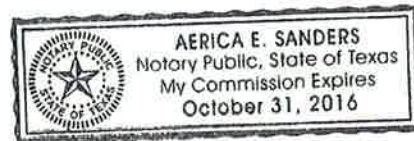




EXHIBIT A

AXIA ENERGY, LLC
1430 LARIMER STREET, SUITE 400
DENVER, CO 80202

JEFF COMSTOCK
MOFFAT COUNTY
221 W VICTOR WAY, SUITE 130
CRAIG, CO 81625

OXY USA INC.
5 GREENWAY PLAZA, SUITE 110
HOUSTON, TEXAS 77046

KENT KUSTER
COLORADO DEPARTMENT OF
PUBLIC HEALTH & ENVIRONMENT
4300 CHERRY CREEK DRIVE SOUTH
DENVER, CO 80246-1530

CRAIG SETTLE
5897 SOUTH FULTON WAY
GREENWOOD VILLAGE, CO 80111-3719

MICHAEL WARREN
ENERGY LIAISON
COLORADO PARKS AND WILDLIFE
NORTHWEST REGIONAL OFFICE
711 INDEPENDENT AVE.
GRAND JUNCTION, CO 81505

U.S.A. C/O BUREAU OF LAND
MANAGEMENT
2850 YOUNGFIELD STREET,
LAKEWOOD, CO 80215

GEORGE VAUGHT JR
PO BOX 13557
DENVER, CO 80201-3557

JOHN N CLAWSON FAMILY PARTNERSHIP
PO BOX 29585
SAN FRANCISCO, CA 94129-0585

RICHARD H. WINDER
9115 BONTURA DRIVE
GRANBURY, TX, 76049

TRACY H. WINDER
BOX 276
CRAIG, CO, 81626-0000

AXIA ENERGY, LLC
1430 LARIMER STREET, SUITE 400
DENVER, CO 80202

DEEP CREEK INVESTMENTS, A UTAH
GENERAL PARTNERSHIP
2400 SUNNYSIDE AVENUE
SALT LAKE CITY, UT 84108-0000

OXY USA INC.
5 GREENWAY PLAZA, SUITE 110
HOUSTON, TEXAS 77046

DEMETRIO AND SONYA JEAN SALAZAR
85 COUNTRY ROAD 1330
LA PLATA, NM 87418

CRAIG SETTLE
5897 SOUTH FULTON WAY
GREENWOOD VILLAGE, CO 80111-3719

ELWIN W. AND IVA MAXINE UPDIKE,
HUSBAND AND WIFE
699 3RD AVENUE WEST
CRAIG, CO 81625-3341

U.S.A. C/O BUREAU OF LAND MANAGEMENT
2850 YOUNGFIELD STREET,
LAKEWOOD, CO 80215

FORREST A. PHILLIPS
26190 MIDDLE BRIDGE ROAD
BAKER CITY, OR 97814

**ALL UNLEASED / LEASED
ROYALTY INTEREST OWNERS**

FREDERICK A. PHILLIPS III
27764 HIGHWAY 86
BAKER CITY, OR 97814

ANN W LAMBERT, A MARRIED WOMAN
DEALING IN HER SOLE AND SEPARATE
PROPERTY
3375 CHEROKEE LANE
PROVO, UT 84601-0000

FREDERICK A. PHILLIPS III
27764 HIGHWAY 86
BAKER CITY, OR 97814

BRAD A. WINDER
1082 BREEZE ST
CRAIG, CO 81625-0000

GARY L WIXOM, TRUSTEE UNDER
UNRECORDED TRUST AGREEMENT DATED
06/27/88
1737 NALULU PLACE
HONOLULU, HI 96821

DAVID R OLSEN, A MARRIED MAN DEALING
IN HIS SOLE AND SEPARATE PROPERTY
389 ISLE COURT
PALM BEACH GARDENS, FL 33418

GEORGE VAUGHT JR
PO BOX 13557
DENVER, CO 80201-3557

DEAN R WIXOM, A MARRIED MAN DEALING
IN HIS SOLE AND SEPARATE PROPERTY
639 PINE ST
MONTEREY, CA 93940

JAMES GARRETT
8826 VISTA OAKS CIRCLE
DALLAS, TX 75243

JANET E OLSEN, A SINGLE WOMAN
1746 N 900 E
OGDEN, UT 84414-3182

JEFFREY F. PHILLIPS
42109 MILES BRIDGE ROAD
BAKER CITY, OR 97814

JENCAR, LTD., A UTAH LIMITED PATNERSHIP
1777 SOUTH 2800 EAST
SALT LAKE CITY, UT 84108-0000

JOAN R WINDER
1082 BREEZE ST
CRAIG, CO 81625-0000

JOHN AND STEVE RAFTOPOULOS
893 STOUT STREET
CRAIG, CO 81625

JOHN N CLAWSON FAMILY PARTNERSHIP
PO BOX 29585
SAN FRANCISCO, CA 94129-0585

KENT S OLSEN, A MARRIED MAN DEALING IN
HIS SOLE AND SEPARATE PROPERTY
7065 S PENROSE COURT
LITTLETON, CO 80122-0000

MARVIN G. AND MAXINE RUTH UPDIKE,
HUSBAND AND WIFE
7261 REDWOOD HIGHWAY
GRANTS PASS, OR 97527

MCMURRAY INVESTMENT COMPANY
5335 ROSELEAF DRIVE
MURRAY, UT 84123

MICHAEL JOHN BUTLER, A MARRIED MAN
DEALING IN HIS SOLE AND SEPARATE
PROPERTY
1918 CO RD 106
CRAIG, CO 81625

MICHELLE S LAVIN, A MARRIED WOMAN
DEALING IN HER SOLE AND SEPARATE
PROPERTY
14631 MINOSA LANE
TUSTIN, CA 92680-0000

MUSEUM OF NORTHWEST COLORADO
590 YAMPA AVENUE
CRAIG, CO 81625

NEAL W. & SHRAY O. FRIEDMAN TRS FBO
FRIEDMAN LIVING TRUST UA 7/13/2004
1107 S. ELISEO DR
GREENBRAE, CA 94904

NORMAN SHEYA
361 BAY VIEW TERRACE
COSTA MESA, CA, 92627-1482

PAUL L. MCCULLISS
PO BOX 3248
LITTLETON, CO 80161-3248

PAULE S. HEWLETT, A MARRIED WOMAN
DEALING IIN HER SOLE AND SEPARATE
PROPERTY
1736 NICHOLSON
HOUSTON, TX 77008

POLLY J. JOHNSON
4700 NEAL CREEK ROAD
HOOD RIVER, OR 97031

REX N. WINDER
1082 BREEZE ST
CRAIG, CO 81625-0000

RICHARD H. WINDER
9115 BONTURA DRIVE
GRANBURY, TX, 76049

RUTH MAXINE UPDIKE
1140 CREST DRIVE
CRAIG, CO 81625

SAUNDRA JOAN HOLDERNESS
60 ALTADENA DRIVE
PUEBLO, CO 81005

SCOTT R. WINDER
1082 BREEZE ST
CRAIG, CO 81625-0000

SHARON L BELL
PO BOX 944
CRAIG, CO 81626

SMITH MINERALS, LTD., A COLORADO
LIMITED PARTNERSHIP
119 MARSHALL JOHNSON AVE S
PORT LAVACA, TX 77979

STEWART FAMILY TRUST DTD 09/28/06
2405 ST MARYS DRIVE
SALT LAKE CITY, UT 84108

TRACY H. WINDER
BOX 276
CRAIG, CO, 81626-0000

COBANK, FCB FKA FARM CREDIT BANK OF
WITCHITA
PO BOX 2940
WICHITA, KS 67201-2940

TOWNSHIP 8 NORTH RANGE 92 WEST OF THE 6TH PRINCIPAL MERIDIAN, COLORADO MOFFAT COUNTY 081

OG PLAT

RELACTS TO ORIGINAL SURVEY	T	R	SECTION	SUBDIVISION

FOR CHECKS EFFECTIVE ORIGINAL OR LATER OF UNIDENTIFIED LANDS WITHIN THIS PLAT, REFER TO THE PUBLIC LANDS SURVEY MAPS FOR CLASSIFICATION, UNDEVELOPED WATER RIGHTS AND ACQUIRED LANDS AND MINS.

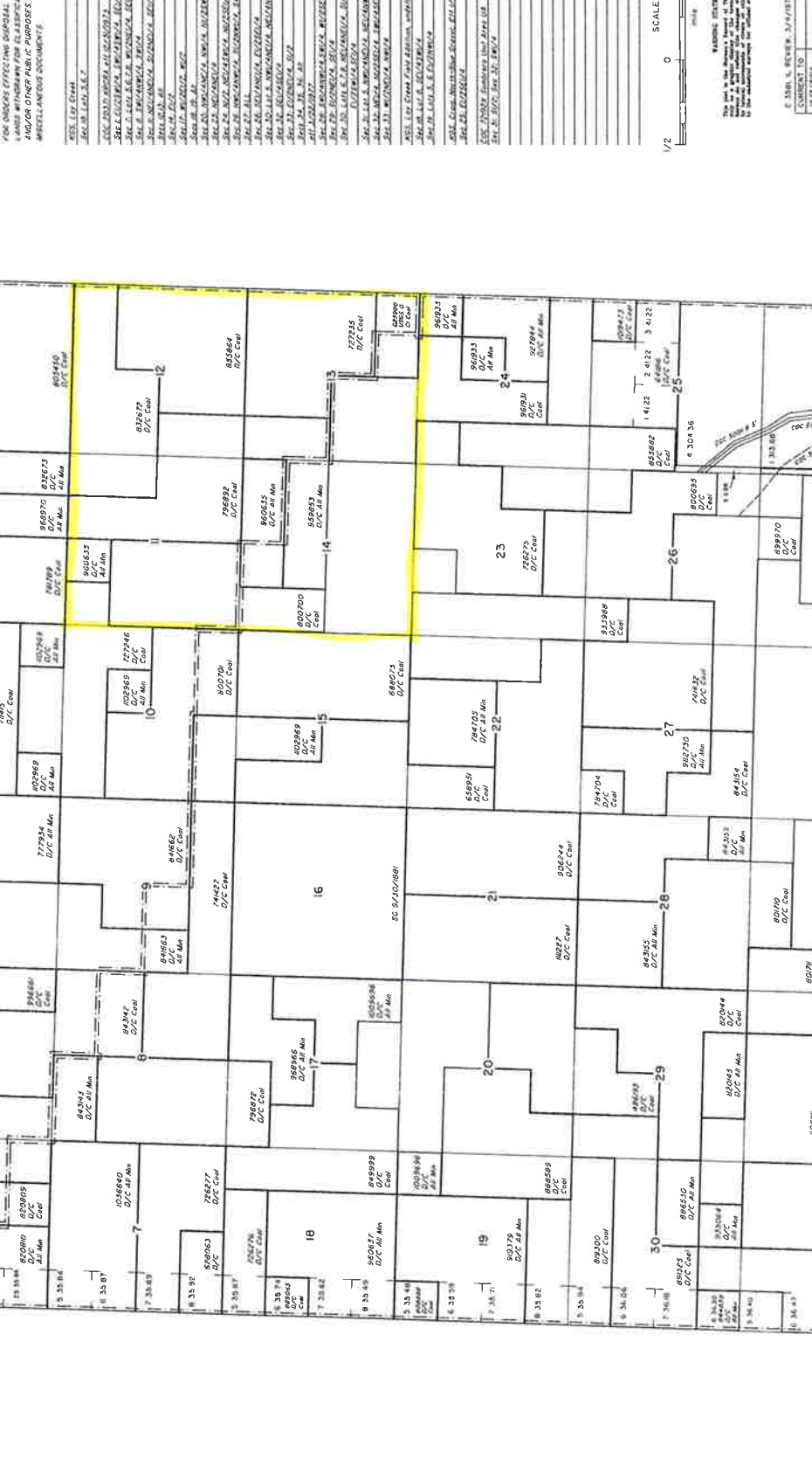
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SCALE

TAXING DISTRICT:
THIS IS A PUBLIC SURVEY MAP FOR THE PURPOSES OF THE PUBLIC LANDS SURVEY ACT, 1878, AS AMENDED, AND IS NOT TO BE CONSIDERED A FINAL SURVEY MAP OR A BASIS FOR CLAIMS.

C. EARL L. REVER, JUNIOR
CURRENT TO
T. R. H.
B. J. S. W.
C. E. G. D.
L. S. (M.A.)

SN 92W SN 91W
3 2 1 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30 31 32 33 34 35



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

IN THE MATTER OF THE APPLICATION)
OF THE PROMULGATION AND)
ESTABLISHMENT OF FIELD RULES TO)
GOVERN OPERATIONS FOR THE)
MANCOS AND NIOBRARA)
FORMATIONS, UNNAMED FIELD,)
MOFFAT COUNTY, COLORADO)

Docket No. *To be assigned*

CERTIFICATE OF SERVICE

Michael T. Jewell, of lawful age, and being first duly sworn upon his oath, states and declares:

That he is the attorney for SWN Production Company, LLC, and that on or before November 24, 2015, he caused a copy of the Application submitted to COGCC on November 18, 2015, to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.

By: _____

Michael T. Jewell, Esq.
License #40902

Burns, Figa & Will, P.C.
6400 S. Fiddler's Green Cir. #1000
Greenwood Village, CO 80111

STATE OF COLORADO)
) SS.
COUNTY OF ARAPAHOE)

Subscribed and sworn to before me this 18th day of November, 2015

My commission expires: June 3, 2019

**PARASIA OLEKSIUK
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20154021765
MY COMMISSION EXPIRES JUNE 3, 2019**
