

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)
NIOBRARA FORMATION, UNNAMED)
FIELD, MOFFAT COUNTY, COLORADO)

Docket No. *To be assigned*

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 "Commission") for an order pooling all interests for the development of the Niobrara formation on the following described lands:

Township 7 North, Range 91 West, 6th P.M.
Section 22: All
Section 23: All

Moffat County, Colorado, containing approximately 1,290.78 acres
("Application Lands")

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 Commission.
2. SWN is an owner with the right to drill into and produce from the Application Lands.
3. SWN makes this Application in conjunction with another Application to establish to expand Order No. 540-50 to an approximate 1,290.78-acre drilling and spacing unit and to approve up to forty-eight (48) horizontal wells and eight (8) vertical wells within the unit Lands subject to Commission Rule 318.a. and Order No. 540-51, the Application Lands of which are currently under no further specific Commission orders.

4. SWN respectfully requests that the Commission likewise expand Order No. 540-51, which among other things, approved a request for pooling 7N, 91W, Section 23 ("Original Lands") for the development and operation of the Niobrara formation. Therefore, SWN requests that Order No. 540-51 include the 1,290.78-acre drilling and spacing unit of the Application Lands

5. SWN, pursuant to the provisions of C.R.S. § 34-60-116(6-7) and Rule 530, seeks an order pooling all interests, including, but not limited to, any nonconsenting interests, in the Application Lands for the development of the Niobrara formation. SWN further represents that the United States of America, through the Bureau of Land Management, owns mineral interests in the Application Lands ("BLM Interest"). The BLM Interest has been nominated as of the date of this Application, and as such, SWN does not consider the BLM Interest to be a nonconsenting interest for purposes of this Application.

6. SWN requests that the Commission's pooling order be made effective as of the earlier 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 a horizontal well to the Niobrara formation on the Application Lands.

7. SWN certifies that copies of this Application will be served on all owners of the mineral estate, as indicated and required by Rule 507.b(2), underlying the Application Lands to be pooled within seven (7) days of the date hereof, and that at least thirty (30) 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 well, and will be provided with the information required by Rule 530. The list of such interested parties, with all known parties to be pooled, is attached as Exhibit A.

8. 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 Niobrara formation.

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 Commission enter an Order:

- A. Pooling all interests in the Application Lands, expanding Order No. 540-51, for the development of the Niobrara formation;
- B. Providing that the Commission's pooling order is made effective as of the earlier date of the 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 a horizontal well to the Niobrara formation on the Application Lands;

- C. Providing that the interests of any owners with whom SWN has been unable to secure a lease or other agreement to participate in the drilling of the authorized well(s) are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(7), and made subject to the cost recovery provisions thereof with respect to all wells drilled to develop the Niobrara formation in the drilling unit comprised of the Application Lands;
- D. Providing for such other findings and order as the Commission may deem proper or advisable in this matter.

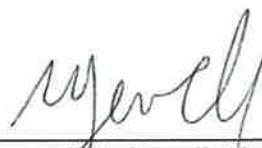
[CONTINUED ON NEXT PAGE]

DATED this 23rd 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

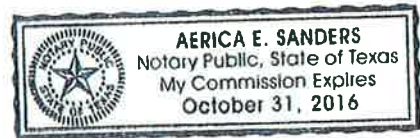




EXHIBIT A

Kent Kuster
Colorado Department of
Public Health & Environment
4300 Cherry Creek Drive South
Denver, CO 80246 1530

United States of America
BLM Colorado State Office
2850 Youngfield Street
Lakewood, Colorado 80215-7093

Michael Warren
Energy Liaison
Colorado Parks and Wildlife
Northwest Regional Office
711 Independent Ave.
Grand Junction, CO 81505

United States of America
BLM White River Field Office
220 East Market Street
Meeker, CO 81641

Jeff Comstock
Natural Resources Director
Moffat County
221 W. Victor Way, Suite 130
Craig, CO 81625

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La Junta, CO 81050

Terry Boersma
1650 East Fork Dr
Brownsburg, IN 46112

Quicksilver Resources Inc
801 Cherry St - Suite 3700 / Unit 19
Fort Worth, TX 76102

CoBank, FCB
Successor to U S AgBank FCB
FKA Farm Credit Bank of Wichita
245 North Waco
Wichita, KS 67202

Ruth E. Rickerby
3161 F 1/4 Rd
Grand Junction, CO 81504-5991

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c/o James M Stoddard
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Craig, CO 81625

Cary L Stehle
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Craig, CO 81626

Joseph Ence & Myrna Ence
306 CR 31
Craig, CO 81625

Clyde R. Stehle
3270 CR 31
Craig, CO 81625

Sheila Evans, Sheri Backhaus,
Mark Evans, Jill Kellum, Travis Evans
504 S. Sun Drive
Casper, WY 82609

James Sherwin Stehle
7685 Pontiac St
Commerce City, CO 80022

Four Sons Holdings, LLC
20 Old Rock House Road
Greenville, SC 29609

John Clifford Stehle
P. O. Box 1647
Craig, CO 81626

Clarence L. Haechton &
Julie A. Haechton
351 Saxony Road
Johnstown, CO 80534

Kelvin K. Stehle
500 CR 105
Craig, CO 81625

Earl E. Kline Living Trust
Dated 10/21/1985
P. O. Box 512
Craig, CO 81626-0512

Dennis Stoddard *
10165 Calle Maria Street
Reno, NV 89508

Randall B & Lu Ann Kline
Box 512 CR 31
Craig, CO 81625

Dennis Stoddard *
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Craig, CO 81625

Jeanne Loucks
880 Marble
Broomfield, CO 80020

James M Stoddard
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Craig, CO 81625

Museum of Northwest Colorado
590 Yampa Ave
Craig, CO 81625

Joseph E. Stoddard Jr.
c/o James M Stoddard
P.O. Box 1209
Craig, CO 81625

Neko Enterprises, LLC *
HC66 Box 63
Steamboat Springs, CO 80487

Joyce Stoddard
c/o James M Stoddard
P.O. Box 1209
Craig, CO 81625

Jonathan P. Palmer
705 Ash Drive
Grand Junction, CO 81506

EXHIBIT B

Reference Map

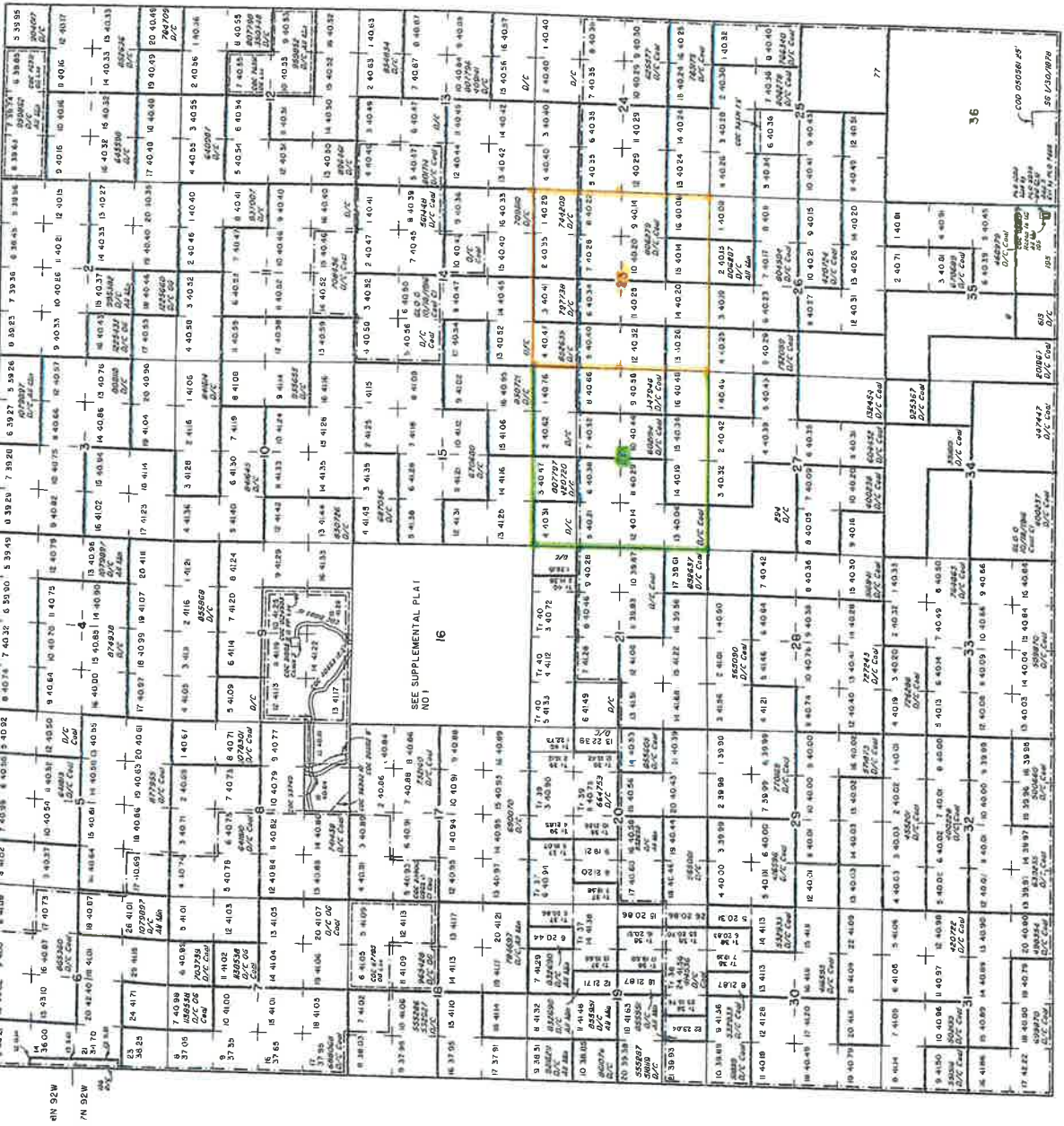
SEE ATTACHED

TOWNSHIP 7 NORTH RANGE 91 WEST OF THE 6TH PRINCIPAL MERIDIAN, COLORADO

MOFFAT COUNTY, OBI

STATUS OF PUBLIC DOMAIN
LAND AND MINERAL TITLES
AND ACQUIRED LANDS AND MINES

OG PLAT



REVERT	T	R	SEC	SECTION

FOR LANDS EFFECTIVE DATE, SEE LIST OF INDEMNIFIED
AND/OR OTHER PUBLIC PURPOSES. REFER TO LIST OF
INDEMNIFIED DOCUMENTS

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BY	

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OF THE STATE OF COLORADO

IN THE MATTER OF THE APPLICATION)
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NIOBRARA AND MANCOS)
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 30, 2015, he caused a copy of the Application for pooling submitted to COGCC on November 23, 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 23rd day of November, 2015

My commission expires: June 3, 2019

