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

IN THE MATTER OF THE AMENDED)	Cause No. 535
APPLICATION OF WHITING OIL AND GAS)	
CORPORATION FOR AN ORDER TO AMEND)	Docket No. 170600334
ORDER NO. 535-268 TO INCLUDE THE)	
CARLILE, FORT HAYS, CODELL)	Type: SPACING AND
FORMATIONS AND ALLOW FOR ADDITIONAL)	INCREASED DENSITY
WELLS IN AN EXISTING 960-ACRE DRILLING)	
AND SPACING UNIT AND ESTABLISHING)	
WELL LOCATION RULES APPLICABLE TO)	
THE DRILLING AND PRODUCING OF WELLS)	
FROM THE CARLILE, FORT HAYS, CODELL)	
AND NIOBRARA FORMATIONS COVERING)	
CERTAIN LANDS IN TOWNSHIP 11 NORTH,)	
RANGE 58 WEST, 6TH P.M., WELD COUNTY,)	
COLORADO.)	

AMENDED APPLICATION

Whiting Oil and Gas Corporation ("Applicant"), by and through its attorneys, Welborn Sullivan Meck & Tooley, P.C., respectfully submits this **Amended** Application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order amending Order No. 535-268, only insofar as it applies to the Application Lands described below, to (1) include the **Carlile, Fort Hays, and** Codell Formations, (2) allow for additional wells, and (3) allow for modified well setbacks in the existing 960-acre drilling and spacing unit, for the drilling of wells and producing of oil and gas from the **Carlile, Fort Hays, Codell** and Niobrara 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 11 North, Range 58 West, 6th P.M.
 Section 25: S½
 Section 36: All

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. The Application Lands are subject to this rule for the **Carlile, Fort Hays, and** Codell Formations.

3. By Order No. 535-268 dated February 11, 2013, the Commission established ten (10) approximate 960-acre drilling and spacing units with up to four (4) horizontal wells within each unit for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. The order further allows for the surface location to be located anywhere in the designated drilling and spacing unit with the initial perforation and the bottomhole location being no closer than 600 feet from the boundaries of the drilling and spacing unit and no closer than 150 feet from the treated interval of any other wellbore located in the unit, without exception being granted by the Director. The Application Lands are subject to this Order for the Niobrara Formation.

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 Codell and Niobrara Formations on lands in close proximity to the Application Lands.

7. To promote efficient drainage of the **Carlile, Fort Hays**, Codell and Niobrara Formations within the Application Lands, and to avoid waste, the Commission should amend Order No. 535-268, insofar as it applies to the Application Lands, to (1) include the **Carlile, Fort Hays**, and Codell Formations in the existing drilling and spacing unit in order to efficiently and economically recover oil, gas and associated hydrocarbons from the **Carlile, Fort Hays**, Codell and Niobrara Formations in the proposed unit and (2) allow an additional twenty-eight wells, for a total of up to 32 wells within the unit in order to efficiently and economically recover oil, gas and associated hydrocarbons from the **Carlile, Fort Hays**, Codell and Niobrara Formations.

8. Applicant requests the surface location for each proposed horizontal well be located at a legal location in the above-described drilling and spacing units or on adjacent lands. Applicant further requests that the 150 foot distance between treated intervals of each wellbore established in Order No. 535-268 be amended and that the new setback be no closer than 100 feet from the treated interval of any other wellbore producing from the **Carlile, Fort Hays**, Codell and/or Niobrara 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.

9. Applicant further requests that the wells are drilled from no more than four (4) well pads within the unit.

10. Applicant requests authority to drill only those wells necessary to determine the well density which allows the most efficient drainage of the **Carlile, Fort Hays**, Codell and Niobrara Formations, prevents waste, does not adversely affect correlative rights, and assures the greatest ultimate recovery of oil, gas and associated hydrocarbon substances from the **Carlile, Fort Hays**, Codell and Niobrara Formations. The proposed drilling and spacing unit is not smaller than the maximum area that can be economically and efficiently drained by the authorized wells in such drilling and spacing unit. Applicant further maintains that a well drilled in the above-proposed drilling and spacing units will have no adverse effect on correlative rights of adjacent owners.

10. 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 **Amended** Application shall be served on each interested party within seven days after filing of the 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 5th day of May, 2017.

Respectfully submitted,

WELBORN SULLIVAN MECK & TOOLEY, P.C.

By: 

Joseph C. Pierzchala

Sarah Sorum

Welborn Sullivan Meck & Tooley, P.C.

Attorneys for Applicant

1125 17th Street, Suite 2200

Denver, CO 80202

303-830-2500

jpierzchala@wsmtlaw.com

ssorum@wsmtlaw.com

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

EXHIBIT A

INTERESTED PARTIES

Weld County Department of Planning Services

Troy Swain
1555 North 17th Avenue
Greeley, CO 80631

Colorado Department of Public Health and Environment

Kent Kuster
4300 Cherry Creek Drive South
Denver, CO 80246-1500

Colorado Parks and Wildlife

Brandon Marette
Northeast Region Office
6060 Broadway
Denver, CO 80216

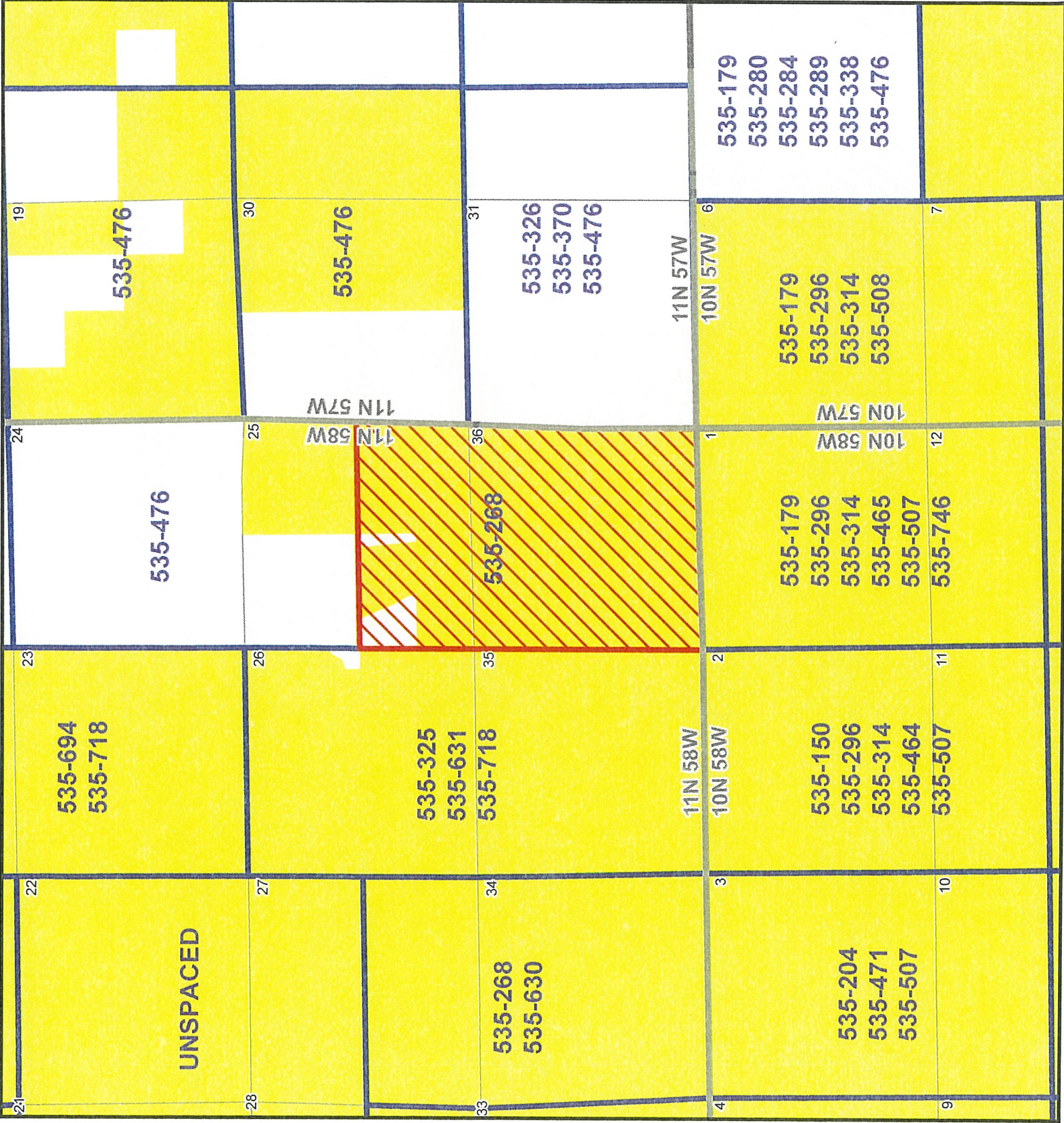
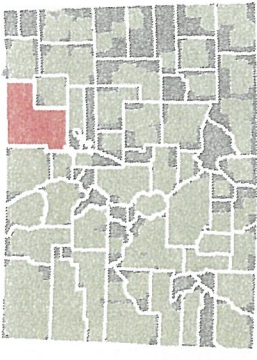
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EXHIBIT A CONTINUED ON NEXT PAGE

EXHIBIT A

INTERESTED PARTIES

Atomic Capital Minerals LLC
Contex Energy Company LLC
PEC Minerals LP
Carrizo Oil & Gas, Inc.
Dennis A. Younglund
Carrizo (Niobrara) LLC
Dennis A. Younglund c/o Debra Faye Thoeny
Oil India (USA), Inc.
Haimo Oil & Gas, LLC
Della R. Jenson
IOCL (USA), Inc.
Alice M. Thomson
NorthStar Energy Company, LLC
Estate of J.N. Martin, deceased
H.M. Martin, L.F. Martin and Mary Martin
McKinney c/o Maurine Farrell
BHMT Resources, LLC
Michael E. Manoloff and Mary F. Manoloff
Jack I. Christiansen
Gerald Casteel and Gloria Casteel
Fredna Barton Mahaffey
C & C Huang Family Limited Partnership
Betty Barton Thomas
Grant Avery
Byron Layton

William P. Townley as Trustee, Under the
William P. Townley Living Trust dated the 8th
of December, 2009
L.A. Martin c/o Rose Martin
Liang Rong Hsu
D.W. Crawford
Sam McCorkle
Dave M. Thomas
Duane Len Jenson c/o Carol Diane Jenson
Bassett
Principle Energy, LLC
Christopher E. Chapman
Pumpkin Buttes LLC
Midhill, a partnership, Trustee fbo Susan E.
Heiss IRA
Alma L. Tisher and Kelly B. Tisher
Louis A. Oswald, III, Trustee of the Oswald
Family Trust dated April 27, 1998
The Skeeters Company
Jonathan S. Roderick, Trustee of the
Jonathan S. Roderick Living Trust dated
February 8, 2007



Whiting Whiting Petroleum Corporation

Reference Plat
Weld County, Colorado

Application Lands Uni
 Existing Spacing Uni

Scale: 1"=36.064'
Date: 3/29/2017

Prepared by: Lant
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AFFIDAVIT OF MAILING

STATE OF COLORADO §
 §
CITY AND COUNTY OF DENVER §

I, Joseph C. Pierzchala, of lawful age, and being first duly sworn upon my oath, state and declare:

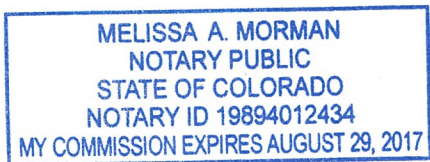
That I am the attorney for Whiting Oil and Gas Corporation and that on or before May 10, 2017, I caused a copy of the attached **Amended** Application to be deposited in the United States mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.




Joseph C. Pierzchala

Subscribed and sworn to before me May 10, 2017.

Witness my hand and official seal.





Notary Public
My commission expires: 8/29/2017