

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

IN THE MATTER OF AN APPLICATION BY SRC ENERGY INC. FOR AN ORDER POOLING ALL INTERESTS IN FIVE APPROXIMATE 801.19-ACRE DESIGNATED HORIZONTAL WELLBORE SPACING UNITS ESTABLISHED FOR CERTAIN PORTIONS OF SECTIONS 19, 20, 21, AND 22, TOWNSHIP 6 NORTH, RANGE 66 WEST, 6TH P.M., FOR THE DEVELOPMENT/OPERATION OF THE NIOBRARA AND CODELL FORMATIONS, WATTENBERG FIELD, WELD COUNTY, COLORADO

CAUSE NO. 407

DOCKET NO.

TYPE: POOLING

APPLICATION

SRC Energy Inc., Operator No. 10311 ("SRC" 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 ("Commission") for an order pooling all interests in five approximate 801.19-acre horizontal wellbore spacing units established for certain portions of Sections 19, 20, 21, and 22, Township 6 North, Range 66 West, 6th P.M., for the development and operation of the Niobrara and Codell Formations. In support of its Application, Applicant states and alleges as follows:

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado, and has registered as an operator with the Commission.

2. Applicant owns a leasehold interest in the below-listed lands:

Township 6 North, Range 66 West, 6th P.M.

Section 19: E $\frac{1}{2}$ NE $\frac{1}{4}$

Section 20: N $\frac{1}{2}$

Section 21: N $\frac{1}{2}$

Section 22: W $\frac{1}{2}$ NW $\frac{1}{4}$

Wellbore Spacing Unit ("WSU") Nos. 1-5
801.19 acres, more or less, Weld County, Colorado

These lands are hereinafter referred to as the "Application Lands" and depicted in Exhibit A attached hereto.¹

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

¹ The Application Lands contain irregular lots. Accordingly, the acreage comprising the wellbore spacing units has been modified to reflect the presence of irregular quarter-quarter sections.

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. Upon information and belief, Applicant designated five approximate 801.19-acre horizontal wellbore spacing units comprised of the Application Lands, for the below-described wells, for the production of oil, gas and associated hydrocarbons from the Niobrara and Codell Formations. Applicant notified all owners in the proposed wellbore spacing units pursuant to Rule 318A.e.(5). Applicant did not receive objections to the establishment of the proposed horizontal wellbore spacing units within the 30-day response period:

- a. Donn 4N-20B-L Well (API No. to be assigned) – Niobrara Formation – WSU #1
- b. Donn 31C-20-L Well (API No. to be assigned) – Codell Formation – WSU #2
- c. Donn 31N-20C-L Well (API No. to be assigned) – Niobrara Formation – WSU #3
- d. Donn 31C-20-L2 Well (API No. to be assigned) – Codell Formation – WSU #4
- e. Donn 5N-20B-L Well (API No. to be assigned) – Niobrara Formation – WSU #5

These wells are hereinafter referred to as the “Subject Wells.”

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 Nos. 1-5 established for the Application Lands, for the development and operation of the Niobrara and Codell Formations.

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 Wells within WSU Nos. 1-5.

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 Wells, 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 Wells.

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 Nos. 1-5 established for the Application Lands, for the development and operation of the Niobrara and Codell Formations, 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 Wells within WSU Nos. 1-5.

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 Wells, 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 Wells.

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

DATED this 11th day of October, 2017.

Respectfully submitted,

SRC ENERGY INC.

By: Jobediah J. Rittenhouse
Jillian Fulcher
James Parrot
Jobediah J. Rittenhouse
Beatty & Wozniak, P.C.
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jfulcher@bwenenergylaw.com
jparrot@bwenenergylaw.com
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Address of Applicant
SRC Energy Inc.
ATTN: Matthew Miller
1625 Broadway, Suite 300
Denver, Colorado 80202

VERIFICATION

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

Matthew Miller, Vice-President of Land for SRC Energy Inc., upon oath deposes and says that he has read the foregoing Application and that the statements contained therein are true to the best of his knowledge, information and belief.

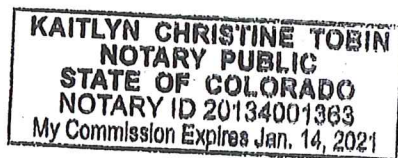
SRC ENERGY INC.


Matthew Miller

Subscribed and sworn to before me this 11th day of October, 2017,
by Matthew Miller, Vice-President of Land for SRC Energy Inc.

Witness my hand and official seal.

My commission expires: 1/14/21




Notary Public

Exhibit A

Reference Map for Pooling Application

Township 6 North, Range 66 West, 6th P.M.

Section 19: E $\frac{1}{2}$ NE $\frac{1}{4}$

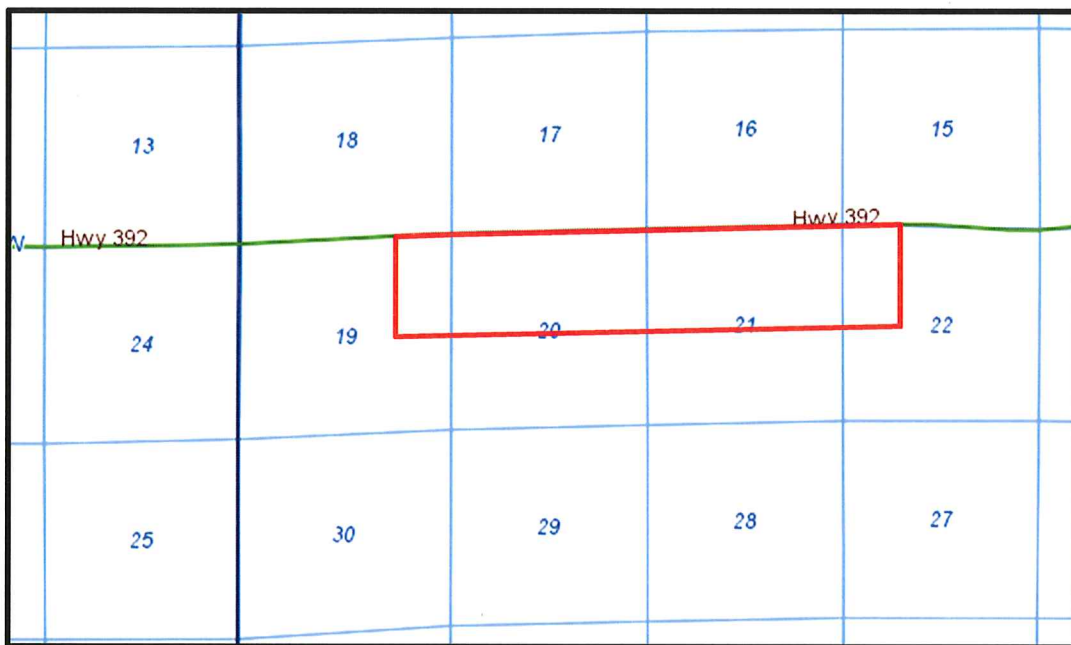
Section 20: N $\frac{1}{2}$

Section 21: N $\frac{1}{2}$

Section 22: W $\frac{1}{2}$ NW $\frac{1}{4}$

Wellbore Spacing Unit ("WSU") Nos. 1-5

801.19 acres, more or less, Weld County, Colorado



= Application Lands

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TYPE: POOLING

TERESA L. PETERSON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 19894002026
MY COMMISSION EXPIRES OCTOBER 4, 2021

EXHIBIT A

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 A.

INCLINE NIOBRARA PARTNERS, LP
5019 N CENTRAL EXPRESSWAY SUITE B
DALLAS, TX 75205

PETER HOUGAARD
PO BOX 5423
AUSTIN, TX 78763

DONN E. LEFFLER
14492 HIGHWAY 392
GREELEY, CO 80631

VINE ROYALTY LP
309 W 7TH ST STE 300
FORT WORTH, TX 76102

CAMALU LLC
11146 WRC 76
WINDSOR, CO 80550

BROWN FARMS, LLC
13578 COUNTY ROAD 66
GREELEY, CO 80631-9346

SHERRI A. HOOD
32171 COUNTY ROAD 29
GREELEY, CO 80631

MICHAEL H. PAULSEN
124 SOUTH DECATUR ST
DENVER, CO 80219

MIRIAM L. BATES
13010 HIGHWAY 392
GREELEY, CO 80631-9378

MOUNTAINTOP MINERALS, LLC
455 SHERMAN ST STE 300
DENVER, CO 80203-4404

RHONDA LEE TIMOTHY
815 S BROADWAY AVE
FORT LUPTON, CO 80621-1207

HERBERT P. HEATH
740 KOPAVI TRAIL
PRESCOTT, AZ 86301

MARGARET DONOVAN
1626 SAN JUAN CIRCLE
EVANS, CO 80620

SHARON L. ROCKWELL
10208 W ARKANSAS AVE
LAKEWOOD, CO 80232

CHRISTIAN BENJAMIN RUBIO
9026 LAKE STEILACOOM PT RD SW
LAKEWOOD, WA 98498

ESTATE OF JOHN M. FALZGRAF
7309 W HAMPDEN AVE #1201
LAKEWOOD, CO 80226

DOROTHY KRUEGER, NEE JOAN D.
HICKEY
2160 AKAKU PLACE
HONOLULU, HI 96821

VIRGINIA LINDBLAD
11149 COUNTY ROAD 76
WINDSOR, CO 80550

LAWRENCE J. FRANSEN
1735 BROADLEE TRAIL
ANNAPOLIS, MD 21404

KAREN FRITSCH
885 S COLUMBINE ST
DENVER, CO 80209-4710

JAMES K. HARMON
6614 VIRGINIA XING
UNIVERSITY PARK, FL 34201-2317

PATRICIA L. HARMON
201 EAST 66TH ST APT 2A
NEW YORK, NY 10065

JOHN J. FRITZLER AND
KAREN M. FRITZLER, JOINT TENANTS
32924 COUNTY RD 29
GREELEY, CO 80631

JOAN L. WOLTER
7237 S. ACOMA ST.
LITTLETON, CO 80120-5229

ESTATE OF WALTER P. SWANSON
13452 E ASBURY DR
AURORA, CO 80014

BUNNY G. NOLAN
13750 HIGHWAY 392
GREELEY, CO 80631

MICHAEL L FRANSEN
15718 TENBURY ST
JERSEY VILLAGE, TX 77040

VIRGINIA D. HALL TRUST
DATED JULY 28, 1989,
NORWEST BANK COLORADO,
N.A., TRUSTEE
1726 14TH AVE
GREELEY, CO 80631

PATRICIA L. WILLCUTTS
32500 WRC 27
GREELEY, CO 80631

MARK N. POPE
7489 DRIFTWOOD DRIVE N
FENTON, MI 48430

DEPARTMENT OF TRANSPORTATION,
STATE OF COLORADO
4201 EAST ARKANSAS AVE ROOM 212
DENVER, CO 80222

MARTIN J. HARRINGTON, JR. AND
JULIE STAGG HARRINGTON, JT
2236 JACKSON STREET
DENVER, CO 80210

MARTIN HARRINGTON, JR.
2236 JACKSON STREET
DENVER, CO 80210

VIRGINIA D. HALL TRUST
DATED JULY 28, 1989, NORWEST BANK
COLORADO, N.A., TRUSTEE, LIFE
TENANT AND ED ORR, REMAINDERMAN
1726 14TH AVE
GREELEY, CO 80631

JKRP FRITZLER FAMILY, LLC
32924 WELD COUNTY ROAD 29
GREELEY, CO 80631

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13313 HWY 392
GREELEY, CO 80631

DARLINDA A. DOLES
8401 RASPBERRY DR
FREDERICK, CO 80504

FRANK R. RICE, JR.
1950 S LANSING CT
AURORA, CO 80014-1056

TRP MINERALS, LLC
4545 POST OAK PLACE STE 240
HOUSTON, TX 77027

TIMOTHY P. BATES
13010 HIGHWAY 392
GREELEY, CO 80631-9378

BETTY L. RINEHART
13600 HIGHWAY 392
GREELEY, CO 80631-9378

BRUCE E. HEATH, TRUSTEE OF THE
BRUCE E. HEATH TRUST
UAD OCTOBER 18, 1985
6356 WILLOW SPRINGS DR
MORRISON, CO 80465-2142

MARIE RIVESMAN
2318 CAMBRIDGE COURT S
LEAGUE CITY, TX 77573

REGAL PETROLEUM, L.L.C.
PO BOX 3126
HOUSTON, TX 77253

SUSAN L. KESSELL, TRUSTEE OF THE
SUSAN L. KESSELL TRUST
DATED NOVEMBER 13, 2008 AND
RESTATED JULY 25, 2013
913 BAYBERRY DR
BELLEVUE, NE 68005

ELEANOR L. KUNZE
1340 BAY OAKS DR
LOS OSOS, CA 93402-4012

KENDALL KERNS
2642 S MEADE ST
DENVER, CO 80219-5741

MARY ALICE LINDBLAD
13313 HIGHWAY 392
GREELEY, CO 80631

DAVID L. FRANSEN
2211 69TH AVE
GREELEY, CO 80634

LUTHER C. FRANSEN, JR. AND
KAREN S. FRANSEN, TRUSTEES
UNDER THE FRANSEN LOVING TRUST
DATED 8/21/01
535 HOOVER PARK DRIVE
MEDFORD, OR 97504

RANDALL B. FALZGRAF
414 RIDGEWOOD DR
BELLEVUE, NE 68004-4745

KENT WILLIAM HEATH
609 WEST GRANT AVE
PUEBLO, CO 81004

WILLIAM M. HEATH
2436 S DOVER CT
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MESQUITE, NV 89027

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SUZANNE R LEFFLER
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GREELEY, CO 80631

GARY R. POPE
9467 COUNTY ROAD 18
FORT LUPTON, CO 80621

BLACK OAK EXPLORATION, LLC
1474 SOUTH ST PAUL ST
DENVER, CO 80210