

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

| | | | |
|----------------------------------|---|------------|-----------|
| IN THE MATTER OF THE APPLICATION |) | CAUSE NO. | |
| OF THE PROMULGATION AND |) | | |
| ESTABLISHMENT OF FIELD RULES TO |) | DOCKET NO. | 171200823 |
| GOVERN OPERATIONS FOR THE |) | | |
| CODELL AND NIOBRARA FORMATIONS, |) | TYPE: | POOLING |
| WATTENBERG FIELD, WELD COUNTY, |) | | |
| COLORADO | | | |

AMENDED APPLICATION

PDC Energy, Inc. (Operator No. 69175) ("PDC"), 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 within four approximate 320-acre Wellbore Spacing Units, as further defined below, for the drilling of the Wiedeman Federal 22H-212 well (API No. 05-123-43390), Wiedeman Federal 22H-302 well (API No. 05-123-43389), Wiedeman Federal 22H-402 well (API No. 05-123-43397), and Wiedeman Federal 22H-232 well (API No. 05-123-43394) ("Wells"), for the development of the Codell and Niobrara formations on the following described lands:

Township 4 North, Range 66 West, 6th P.M.
Section 22: S½

Weld County, Colorado, containing approximately 320.00 acres
("Application Lands")

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

1. PDC is a corporation duly authorized to do business in Colorado and is registered as an operator in good standing with the Commission.
2. PDC is an Owner with the right to drill into and produce from the Application Lands.
3. Rule 318A, as amended on August 8, 2011 addresses the drilling of horizontal wells under Rule 318A.a.(4)D. Rule 318A was originally established on April 27, 1998 to allow for certain drilling locations to drill or twin an existing well, deepen a well, or recomplete a well. Rule 318A also provided for the commingling of any or all of the Cretaceous Age formations from the Dakota formation to the surface. Rule 318A was first amended on December 5, 2005 to allow for interior infill and boundary wells and spacing units.
4. On February 19, 1992, the Commission entered Order No. 407-87 (amended August 20, 1993) which, among other things, established 80-acre drilling and

spacing units for the production of oil, gas, and associated hydrocarbons from the Codell-Niobrara formations, the Codell formation, and the Niobrara formation underlying certain lands, including the Application Lands, with the permitted well locations in accordance with the provisions of Order 407-1.

5. On April 11, 2014, the Commission entered Order No. 407-971, which, among other things, pooled all non-consenting interests in a 405-acre wellbore spacing unit for the SE $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 22, SW $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 23, W $\frac{1}{2}$ W $\frac{1}{2}$ of Section 26, and E $\frac{1}{2}$ E $\frac{1}{2}$ of Section 27, Township 4 North, Range 66 West, 6th P.M., for the Peppler K26-79-1HN well (API No. 05-123-38236), from the Niobrara formation. Order No. 407-971 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Wells.

6. PDC designated these 320-acre Wellbore Spacing Units for the production of oil, gas, and associated hydrocarbons from the Codell and Niobrara formations as provided by Rule 318A and notified the appropriate parties under Rule 318A.

7. Under the provisions of Rule 530 and C.R.S. § 34-60-116(6)–(7), PDC requests an order pooling all interests, including non-consenting interests and the ability to drill through all tracts, in the Application Lands for the development of the Codell and Niobrara formations underlying the following approximate 320-acre Wellbore Spacing Units:

Wellbore Spacing Units (each 320.00 acres):

Wiedeman Federal 22H-212 well (API No. 05-123-43390) (Niobrara)

Wiedeman Federal 22H-302 well (API No. 05-123-43389) (**Niobrara**)

Wiedeman Federal 22H-402 well (API No. 05-123-43397) (Codell)

Wiedeman Federal 22H-232 well (API No. 05-123-43394) (Niobrara)

Township 4 North, Range 66 West, 6th P.M.

Section 22: S $\frac{1}{2}$

Weld County, Colorado (“Wellbore Spacing Units” in this Application)

8. PDC 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 the Wiedeman Federal 22H-212 well to the Niobrara formation, Wiedeman Federal 22H-302 well to the **Niobrara** formation, Wiedeman Federal 22H-402 well to the Codell formation, and Wiedeman Federal 22H-232 well to the Niobrara formation on the Application Lands.

9. PDC 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 tracts of the Application Lands to be pooled within seven (7) days of the date hereof, and that at least thirty-five (35) 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 Wells, 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.

10. In order to prevent waste and to protect correlative rights, all interests and tracts in the Wellbore Spacing Units should be pooled for the orderly drilling and development of the Niobrara formation.

11. The Application Lands include minerals owned by the United States, and PDC will not penetrate any federal mineral interests until a lease has been secured. If a Communitization Agreement has not yet been approved for the Application Lands, PDC agrees to submit Communitization Agreements to the Bureau of Land Management at least ninety (90) days before the anticipated date of first production (as defined in the COGCC Rules) from the initial well drilled to the Niobrara formation and the Codell formation within the drilling and spacing unit.

WHEREFORE, PDC 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 and the Wellbore Spacing Units for the development of the Codell and Niobrara formations;
- 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 the Wiedeman Federal 22H-212 well to the Niobrara formation, Wiedeman Federal 22H-302 well to the **Niobrara** formation, Wiedeman Federal 22H-402 well to the Codell formation, and Wiedeman Federal 22H-232 well to the Niobrara formation on the Application Lands;
- C. Providing that the interests of any owners with whom PDC has been unable to secure a lease, other agreement to participate in the drilling of the authorized well(s), or those who consented to be pooled 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 the Wiedeman Federal 22H-212 well drilled to the Niobrara formation, Wiedeman Federal 22H-302 well drilled to the **Niobrara** formation, Wiedeman Federal 22H-402 well drilled to the Codell formation, and Wiedeman Federal 22H-232 well drilled to the Niobrara formation in the Wellbore Spacing Units comprised of the Application Lands; and
- D. Providing for such other findings and order as the Commission may deem proper or advisable in this matter.

[SIGNATURE PAGE FOLLOWS]

DATED this 26th day of October, 2017.

Respectfully submitted,

PDC Energy, Inc.

By: Courtney M. Shephard
Michael T. Jewell, Esq. #40902
Courtney M. Shephard, Esq. #47668

Burns, Figa & Will, P.C.
6400 S. Fiddler's Green Circle – Suite 1000
Greenwood Village, CO 80111

PDC Energy, Inc.
Mr. Nick Lebsock
1775 Sherman Street - Suite 3000
Denver, CO 80203

VERIFICATION

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

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

1. He is a Regional Landman – PDC Energy, Inc., which address is 1775 Sherman Street, Suite 3000, Denver, CO 80203.
2. He has read the attached application for the Wiedeman Federal 22H-212, Wiedeman Federal 22H-302, Wiedeman Federal 22H-402, and Wiedeman Federal 22H-232 wells, 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.



Ronald Nicholas Lebsock

Subscribed and sworn to before me this 25th day of October, 2017.

Witness my hand and official seal.

My commission expires: 5/16/2021

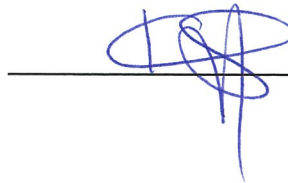
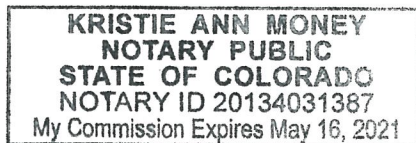


EXHIBIT A

Interested Parties

Wiedeman Federal 22H-212 Well
Wiedeman Federal 22H-302 Well
Wiedeman Federal 22H-402 Well
Wiedeman Federal 22H-232 Well

“*” denotes the interested parties that may be subject to the statutory cost recovery provisions of C.R.S. § 24-60-116.

| |
|--|
| A.A. Kirkpatrick* |
| Adam and Josephine Machuca as joint tenants* |
| Anadarko E&P Onshore, LLC |
| Atilano and Alma Blanco, joint tenants with the right of survivorship* |
| Atomic Capital Minerals LLC* |
| Bernabe F. Serna and Martha Serna as joint tenants* |
| BTA Oil Producers, LLC* |
| Christopher Bovich* |
| Cynthia D. Rodriguez* |
| Dean Fritzler* |
| Donald R. Oster* |
| Enrique Blanco* |
| Francisco Lopez* |
| Gerry L. Kaveny* |
| Gert, LLC |
| Glen Fritzler* |
| Grass Hawk Partners* |
| Guadalupe Gonzales* |
| Guadalupe Montes* |
| Irene M. Peppler* |
| Javier Terrazas Beltran* |
| Jerri Greene and Jackie Greene as joint tenants* |
| Johnie M. Ouzts* |
| Johnie Ouzts 1985-A* |
| Jorge Mauricio* |
| Jorge Sifuentes and Felipa Sifuentes as joint tenants* |
| Jose S. Villalobos and Luz Maria Villalobos as joint tenants* |
| Juan Rollano Salazar* |
| Judy Janelle Kaveny aka Jill Kaveny* |
| Kerr-McGee Oil and Gas Onshore, LP |
| Kip Michael Kaveny* |

| |
|---|
| Manuel Martinez and Anna Martinez Ellsworth, joint tenants* |
| Maria Elena Garcia* |
| Martha Serna* |
| Mary Ann Rosales* |
| Max C. Chapman, Jr.* |
| Noble Energy, Inc. |
| Norma Hernandez* |
| Oscar and Maria Corral, as joint tenants with rights of survivorship* |
| Patrick L. Kaveny Living Trust* |
| R. L. Kaveny* |
| Ramona C. Cervantez* |
| Reynaldo Reyes Nava and Sandra Noemi Alvarado Cenicerros tenants in common* |
| Reynaldo Reza and Angelica Reza as joint tenants* |
| Robert O. Feeney* |
| Ruben Mendoza and Delia de Mendoza as joint tenants with the right of survivorship* |
| Ruben Mendoza and Delia de Mendoza, tenants in common* |
| Ruben Zubia* |
| Ryden Credit Shelter Trust created under the Oliver Energy Trust dated April 21, 2014 * |
| Sergio Chacon* |
| Sergio Romero and Elvia Veronica Perez, as joint tenants* |
| Socorro Gonzales* |
| Southgate, Inc.* |
| State Department of Highways, Division of Highways, State of Colorado* |
| Steven Fritzler* |
| Trevor Fritzler* |
| United States of America* |
| Victor M. Hernandez* |
| Wilman Investments, Inc.* |
| WOG, LLC* |

EXHIBIT B

Plats

Wiedeman Federal 22H-212 Well
Wiedeman Federal 22H-302 Well
Wiedeman Federal 22H-402 Well
Wiedeman Federal 22H-232 Well

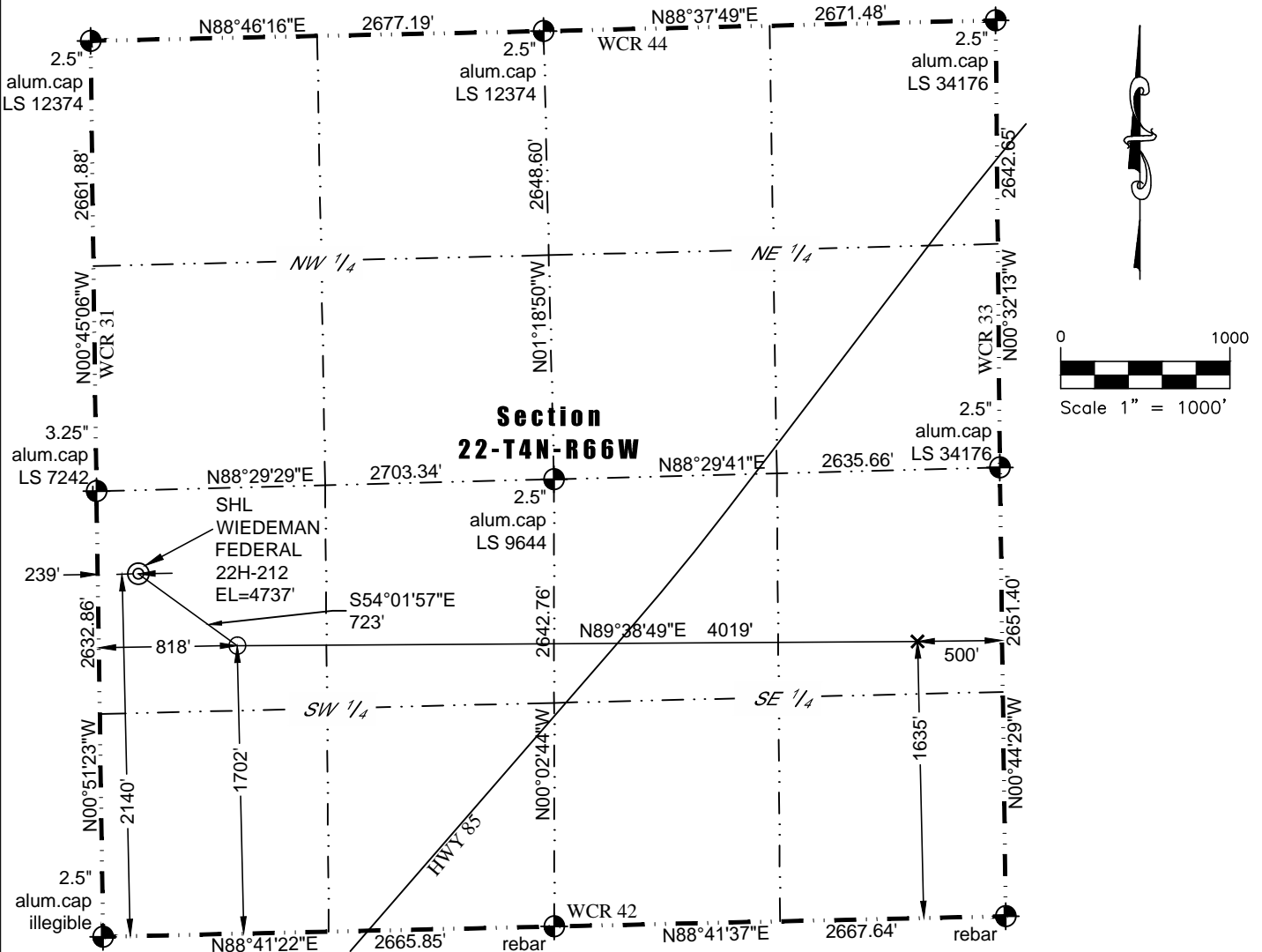
[ATTACHED]



WELL LOCATION CERTIFICATE

THIS MAP DOES NOT REPRESENT A BOUNDARY SURVEY

Washburn Land Surveying
www.WashburnSurveying.com
970-232-9645



In accordance with a request from Mac Neumann of PDC Energy, Inc., Washburn Land Surveying, LLC has determined the location of the **WIEDEMAN FEDERAL 22H-212** well site to be SHL: 2140' FSL and 239' FWL, (BHL: 1635' FSL and 500' FEL), as measured at ninety (90) degrees from the section lines of Section 22, Township 4 North, Range 66 West of the 6th Principal Meridian, Weld County Colorado.

Proposed Surface Hole Data:

Latitude: N 40.295777°
Longitude: W 104.772244°
PDOP: 1.9

Proposed Entry Point Data:

Latitude: N 40.294599°
Longitude: W 104.770159°

Proposed Bottom Hole Data:

Latitude: N 40.294575°
Longitude: W 104.755752°

LEGEND

- ◆ - Found Survey Monument
- ⊙ - Surface Hole Location (SHL)
- - Entry Point Location (EPL)
- ✕ - Bottom Hole Location (BHL)

Nearest:

Building: 773' southwest
Building Unit: 773' southwest
Public Road: 227' west
Property Line: 239' west

Above Ground Utility: 203' west
Railroad: 2516' southeast
High Occupancy Building Unit: 2195' southwest
Outside Activity Area: 1458' southwest

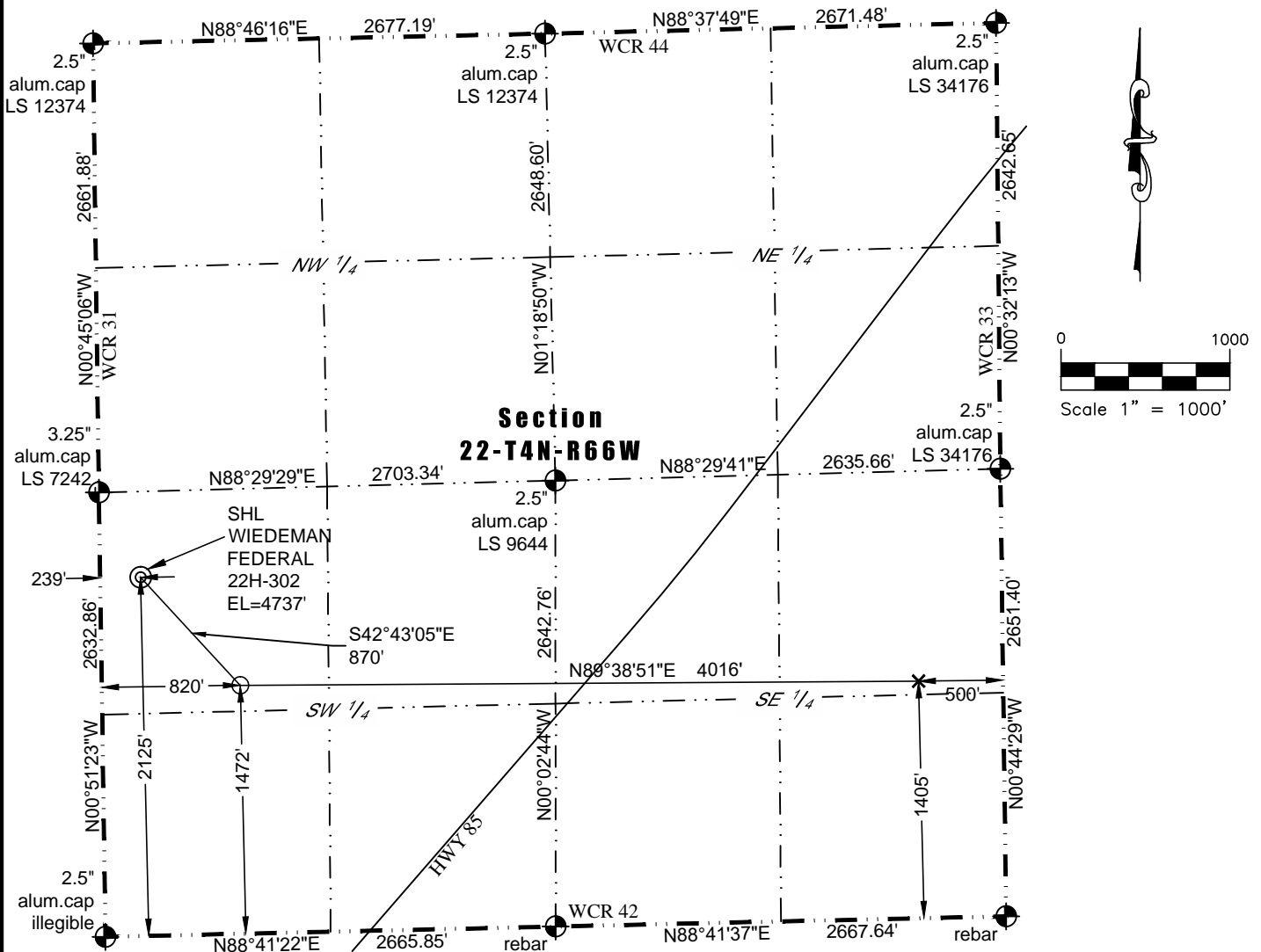
Notes:

- 1) Bearings and distances based on NAD 83 Colorado North State Plane Coordinate, using RTK GPS observations taken 7/2/15 by operator Jason Dahlman.
- 2) Conversion factor to ground (1.0002674645).
- 3) Elevations based on NAVD 88 GPS heights and Geoid 2009 corrections.
- 4) See Location Drawing for visible improvements within 500 feet of Pad Site.
- 5) The surface use is a cultivated field.

NOTICE: According to Colorado law you must commence any legal action based upon any defect in this W.L.C. within three years after you first discover such defect. In no event may any action based upon any defect in this W.L.C. be commenced more than ten years from this said date of the certification shown hereon.

I hereby certify that this Well Location Certificate was prepared by me or under my direct supervision on 1/27/2016 for and on behalf of PDC Energy, Inc. That it is not a Land Survey Plat or an Improvement Survey Plat and that it is not to be relied upon for establishment of fences, buildings, or other future improvement lines.

John Robert McGehee LS#38219
Well: WIEDEMAN FEDERAL 22H-212 WLC







In accordance with a request from Mac Neumann of PDC Energy, Inc., Washburn Land Surveying, LLC has determined the location of the **WIEDEMAN FEDERAL 22H-302** well site to be SHL: 2125' FSL and 239' FWL, (BHL: 1405' FSL and 500' FEL), as measured at ninety (90) degrees from the section lines of Section 22, Township 4 North, Range 66 West of the 6th Principal Meridian, Weld County Colorado.

Proposed Surface Hole Data:
Latitude: N 40.295736°
Longitude: W 104.772244°
PDOP: 1.9

Proposed Entry Point Data:
Latitude: N 40.293967°
Longitude: W 104.770147°

Proposed Bottom Hole Data:
Latitude: N 40.293943°
Longitude: W 104.755748°

LEGEND

-  - Found Survey Monument
 - Surface Hole Location (SHL)
 - Entry Point Location (EPL)
 - Bottom Hole Location (BHL)

Nearest:

Building: 759' southwest
Building Unit: 759' southwest
Public Road: 227' west
Property Line: 239' west

Above Ground Utility: 203' west
 Railroad: 2506' southeast
 High Occupancy Building Unit: 2182' southwest
 Outside Activity Area: 1443' southwest

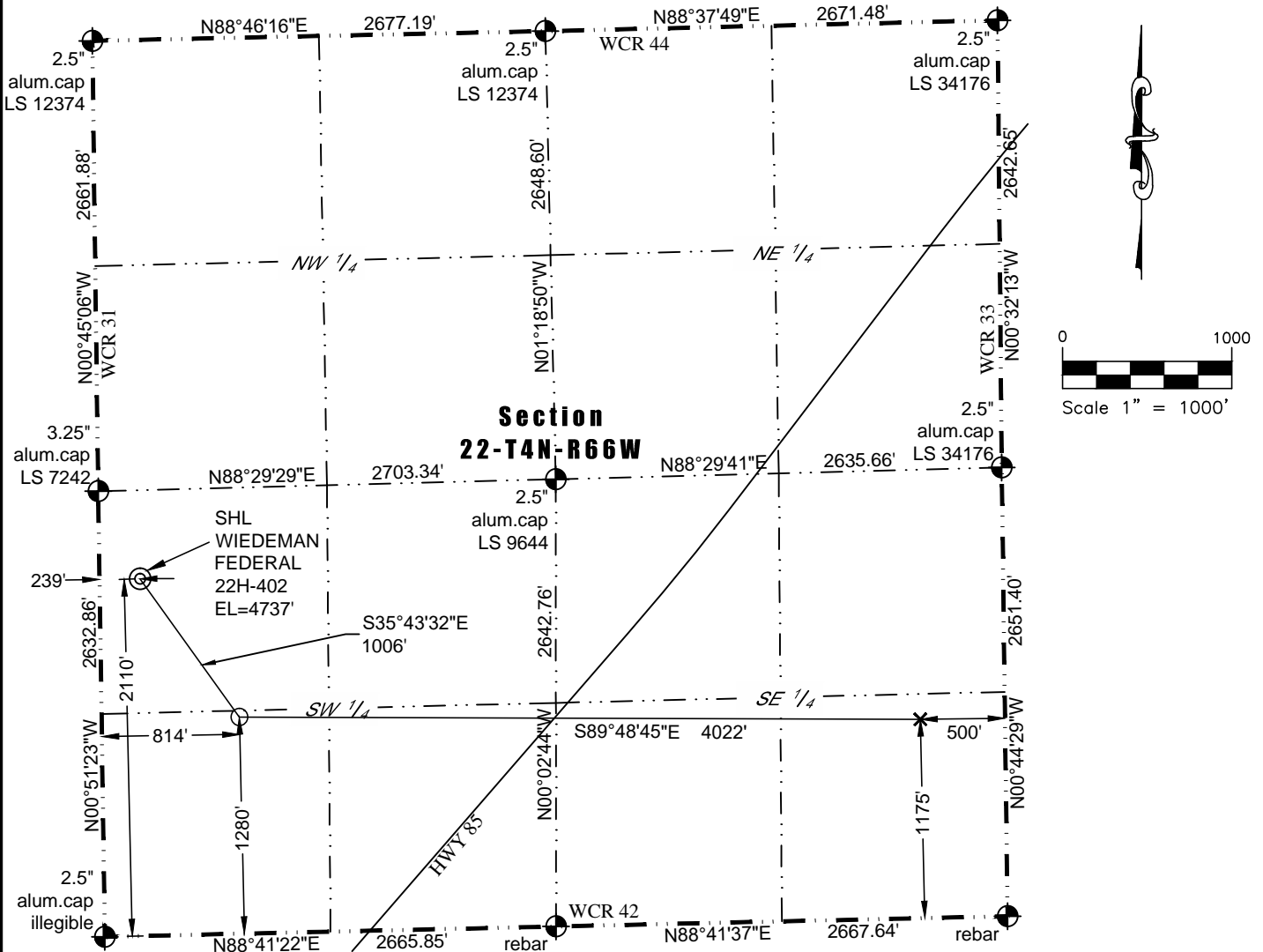
Notes:

- 1) Bearings and distances based on NAD 83 Colorado North State Plane Coordinate. using RTK GPS observations taken 7/2/15 by operator Jason Dahlman.
- 2) Conversion factor to ground (1.0002674645).
- 3) Elevations based on NAVD 88 GPS heights and Geoid 2009 corrections.
- 4) See Location Drawing for visible improvements within 500 feet of Pad Site.
- 5) The surface use is a cultivated field.

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John Robert McGehee LS#38219
Well: WIEDEMAN FEDERAL 22H-302 WLC



In accordance with a request from Mac Neumann of PDC Energy, Inc., Washburn Land Surveying, LLC has determined the location of the **WIEDEMAN FEDERAL 22H-402** well site to be SHL: 2110' FSL and 239' FWL, (BHL: 1175' FSL and 500' FEL), as measured at ninety (90) degrees from the section lines of Section 22, Township 4 North, Range 66 West of the 6th Principal Meridian, Weld County Colorado.

Proposed Surface Hole Data:

Latitude: N 40.295695°
Longitude: W 104.772245°
PDOP: 1.9





Proposed Entry Point Data:

Latitude: N 40.293440°
Longitude: W 104.770163°

Proposed Bottom Hole Data:

Latitude: N 40.293312°
Longitude: W 104.755745°

LEGEND

-  - Found Survey Monument
 - Surface Hole Location (SHL)
 - Entry Point Location (EPL)
 - Bottom Hole Location (BHL)

Nearest:

Building: 746' southwest
Building Unit: 746' southwest
Public Road: 227' west
Property Line: 239' west

Above Ground Utility: 203' west
 Railroad: 2496' southeast
 High Occupancy Building Unit: 2169' southwest
 Outside Activity Area: 1429' southwest

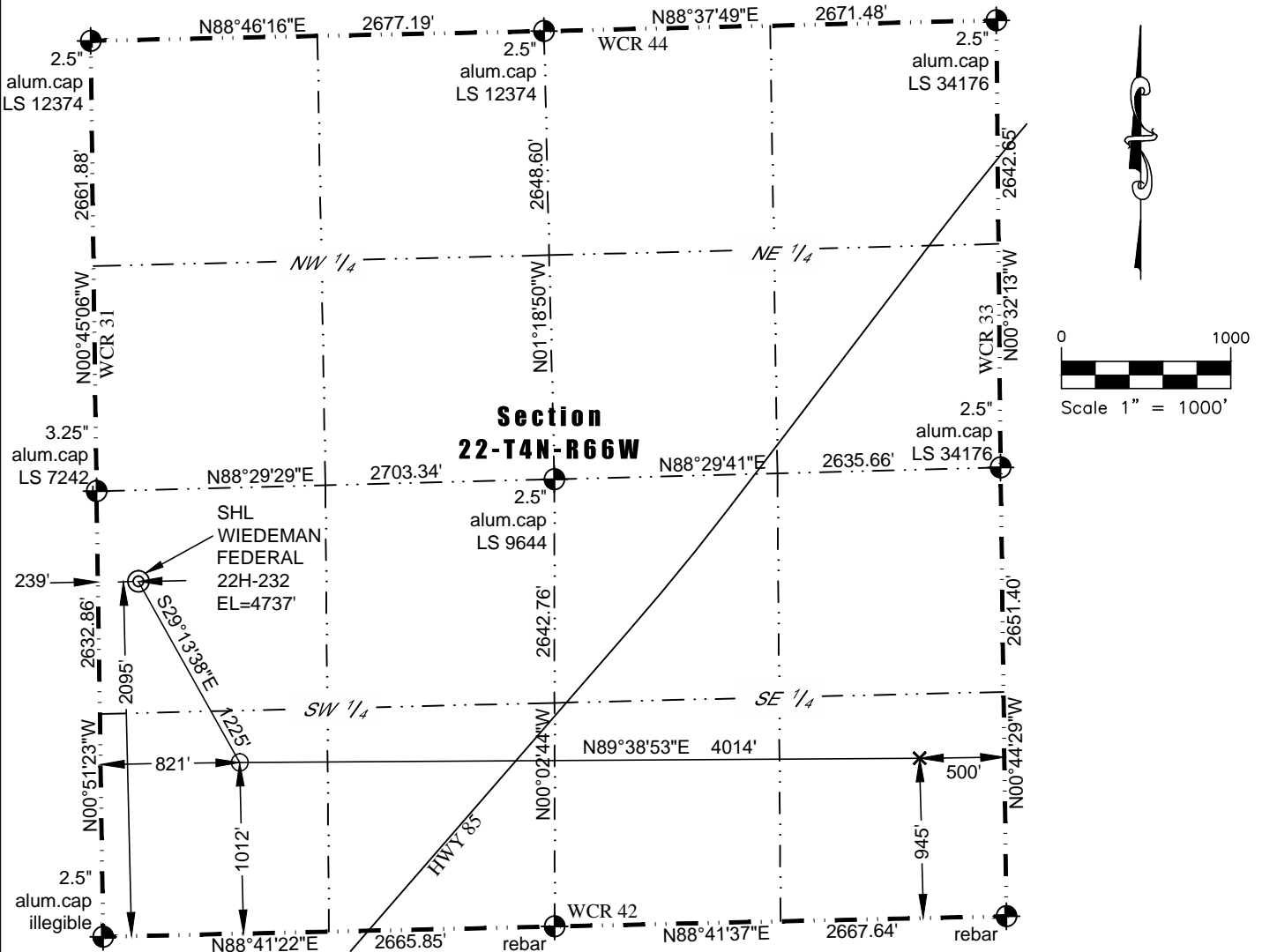
Notes:

- 1) Bearings and distances based on NAD 83 Colorado North State Plane Coordinate, using RTK GPS observations taken 7/2/15 by operator Jason Dahlman.
- 2) Conversion factor to ground (1.0002674645).
- 3) Elevations based on NAVD 88 GPS heights and Geoid 2009 corrections.
- 4) See Location Drawing for visible improvements within 500 feet of Pad Site.
- 5) The surface use is a cultivated field.

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John Robert McGehee LS#38219
Well: WIEDEMAN FEDERAL 22H-402 WLC



In accordance with a request from Mac Neumann of PDC Energy, Inc., Washburn Land Surveying, LLC has determined the location of the **WIEDEMAN FEDERAL 22H-232** well site to be SHL: 2095' FSL and 239' FWL, (BHL: 945' FSL and 500' FEL), as measured at ninety (90) degrees from the section lines of Section 22, Township 4 North, Range 66 West of the 6th Principal Meridian, Weld County Colorado.

Proposed Surface Hole Data:

Latitude: N 40.295654°
Longitude: W 104.772245°
PDOP: 1.9





Proposed Entry Point Data:

Latitude: N 40.292705°
Longitude: W 104.770132°

Proposed Bottom Hole Data:

Latitude: N 40.292681°
Longitude: W 104.755741°

LEGEND

-  - Found Survey Monument
 - Surface Hole Location (SHL)
 - Entry Point Location (EPL)
 - Bottom Hole Location (BHL)

Nearest:

Building: 732' southwest
Building Unit: 732' southwest
Public Road: 226' west
Property Line: 239' west

Above Ground Utility: 203' west
 Railroad: 2486' southeast
 High Occupancy Building Unit: 2156' southwest
 Outside Activity Area: 1414' southwest

Notes:

- 1) Bearings and distances based on NAD 83 Colorado North State Plane Coordinate, using RTK GPS observations taken 7/25/15 by operator Jason Dahlman.
- 2) Conversion factor to ground (1.0002674645).
- 3) Elevations based on NAVD 88 GPS heights and Geoid 2009 corrections.
- 4) See Location Drawing for visible improvements within 500 feet of Pad Site.
- 5) The surface use is a cultivated field.

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John Robert McGehee LS#38219
Well: WIEDEMAN FEDERAL 22H-232 WLC