

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

IN THE MATTER OF THE APPLICATION OF  
CRESTONE PEAK RESOURCES OPERATING  
LLC FOR AN ORDER TO: (1) ESTABLISH AN  
APPROXIMATE 2,560-ACRE DRILLING AND  
SPACING UNIT FOR SECTIONS 1 AND 12,  
TOWNSHIP 1 NORTH, RANGE 69 WEST AND  
SECTIONS 25 AND 36, TOWNSHIP 2 NORTH,  
RANGE 69 WEST, 6<sup>TH</sup> P.M. IN ACCORDANCE  
WITH A CORRESPONDING COMMISSION  
RULE 216 COMPREHENSIVE DRILLING PLAN,  
**OR IF SUCH PLAN IS NOT APPROVED IN  
ACCORDANCE WITH C.R.S. § 34-60-116,** (2)  
~~ALLOW UP TO FIFTY-SIX (56) SEVENTY-TWO~~  
~~(72) THIRTY-ONE (31) HORIZONTAL WELLS IN~~  
THE 2,560 ACRE DRILLING AND SPACING  
UNIT IN ACCORDANCE WITH A  
CORRESPONDING COMMISSION RULE 216  
COMPREHENSIVE DRILLING PLAN **OR IF  
SUCH PLAN IS NOT APPROVED IN  
ACCORDANCE WITH C.R.S. § 34-60-116,** (3)  
TO APPROVE UP TO **FIVE (5)** ~~SIX (6)~~ **OIL AND  
GAS LOCATIONS WELLPADS** (LOCATIONS  
TO BE DETERMINED) IN ACCORDANCE WITH  
A CORRESPONDING COMMISSION RULE 216  
COMPREHENSIVE DRILLING PLAN **OR IF  
SUCH PLAN IS NOT APPROVED UP TO FOUR  
(4) WELLPADS WITHIN THE UNIT** FOR THE  
DEVELOPMENT AND OPERATION OF THE  
CODELL AND NIOBRARA FORMATIONS,  
WATTENBERG FIELD, BOULDER COUNTY,  
COLORADO. ~~AND (4) TO APPROVE A RULE  
502.b. VARIANCE TO COMMISSION RULE 303.~~

CAUSE NO. **407**

DOCKET NO. **170500190**

TYPE: SPACING

**SECOND AMENDED APPLICATION**

COMES NOW Crestone Peak Resources Operating LLC (Operator No. 10633) ("Applicant"), by and through its undersigned attorneys, and respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") for an order to: (1) establish an approximate 2,560-acre drilling and spacing unit for Sections 1 and 12, Township 1 North, Range 69 West and Sections 25 and 36, Township 2 North, Range 69 West, 6<sup>th</sup> P.M., Boulder County, Colorado in accordance with Applicant's corresponding Commission Rule 216 Comprehensive Drilling Plan **or if such plan is not approved in accordance with C.R.S. § 34-60-116,**

(2) allow up to **fifty-six (56)** ~~seventy-two (72)~~ ~~thirty-one (31)~~ horizontal wells in the approximate 2,560-acre drilling and spacing unit for the development and operation of the Codell and Niobrara Formations in accordance with Applicant's corresponding Commission Rule 216 Comprehensive Drilling Plan **or if such plan is not approved in accordance with C.R.S. § 34-60-116**, and (3) to approve up to **five (5)** ~~six (6)~~ Oil and Gas Locations (as defined by the Commission 100 Series Rules) wellpads, with such locations to be determined, in accordance with Applicant's corresponding Commission Rule 216 Comprehensive Drilling Plan **or if such plan is not approved, then up to four (4) wellpads within the unit.** and (4) ~~grant a Rule 502.b. variance to Rule 303 by placing a temporary hold on accepting any new Form 2, Applications for Permit to Drill, or Form 2A's, Oil and Gas Location Assessments for the Application Lands for any Owner (as defined in C.R.S. 34-60-103(7)) other than Applicant in order to preserve the intent of a Commission Rule 216 Comprehensive Drilling Plan.~~ All such requests in this Application are to support the purpose of Commission Rule 216, **and C.R.S. § 34-60-116**, and to prevent waste, protect correlative rights, minimize surface impacts and to allow for efficient and economic development of oil, gas, and associated hydrocarbons from the Codell and Niobrara Formations underlying the below-described lands. In support of its Application, Applicant states and alleges as follows:

### **General Information**

1. Applicant is a limited liability corporation duly authorized to conduct business in the State of Colorado, and is a registered operator in good standing with the Commission.

2. Applicant owns leasehold interests (**approximately 65.50%**) or holds the right to operate on the following lands (hereafter "Application Lands"):

Township 1 North, Range 69 West, 6<sup>th</sup> P.M.

Section 1: All

Section 12: All

Township 2 North, Range 69 West, 6<sup>th</sup> P.M.

Section 25: All

Section 36: All

2,560 acres, more or less, Boulder County, Colorado.

A reference map of the Application Lands is attached hereto.

### **Request for 2,560-acre Drilling and Spacing Unit**

3. On February 19, 1992, the Commission entered Order No. 407-87 which, among other things, established eighty (80) acre drilling and spacing units for vertical and/or directional wells for the production of oil and/or gas from the Codell-Niobrara Formations. The Application Lands are subject to Order No. 407-87 as it applies

to the existing vertical and/or directional well development and operation of the Codell and Niobrara Formations on the Application Lands.

4. 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 wellbore spacing units to be established. On August 8, 2011, Rule 318A was amended to, among other things, address drilling of horizontal wells. The August 8, 2011 amendment did not prohibit the establishment of drilling and spacing units within the Greater Wattenberg Area. The Application Lands are within the Greater Wattenberg Area and are subject to the 460' subsurface setback for the Codell and Niobrara Formations.

5. The Commission records reflect that there are no horizontal wells producing from the Codell and Niobrara Formations on the Application Lands. Further, Commission records reflect that there are zero horizontal wells producing from any geologic formation underlying the Application Lands.

6. The Commission records reflect that there are a substantial amount of vertical and/or directional wells producing to various geologic formations underlying the Application Lands, including the Codell and Niobrara Formations. *Please see Exhibit 1 attached to this Application.* Applicant respectfully requests that such existing wells be excluded from the proposed 2,560-acre drilling and spacing unit and remain subject to each respective drilling and spacing unit, and allocation of production of proceeds, established by the Commission.

7. This proposed 2,560-acre drilling and spacing unit Application is filed concurrently with Applicant's Commission Rule 216 Comprehensive Drilling Plan application that contains the Application Lands.

8. Applicant is pursuing a Commission Rule 216 Comprehensive Drilling Plan concurrently with this Application that includes the Application Lands for numerous reasons, including but not limited to: (a) to ensure that re-entry into Boulder County, Colorado for oil and gas development is pursued in a collaborative, methodical and transparent manner, (b) to identify foreseeable oil and gas activities in a defined geographic area, (d) to facilitate discussions about potential impacts, (d) to identify measures to minimize adverse impacts to public health, safety, welfare, and the environment, including wildlife resources, from such oil and gas activities and operations, (e) to engage with local and state agencies and other stakeholders to develop a reasonable and workable Rule 216 Comprehensive Drilling Plan, and (f) to ensure Applicant's leasehold interests, and the fee and State mineral interests, in the Application Lands are protected and are included in a reasoned plan that ultimately provides for responsible oil and gas development and operations in Boulder County, Colorado. **If Applicant's Rule 216 Comprehensive Drilling Plan is not approved by the Commission, Applicant requests that the Commission approve this Application**

**pursuant to its authority under the Colorado Oil and Gas Conservation Act and C.R.S. §34-60-116.**

9. To promote efficient drainage within the Codell and Niobrara Formations of the Application Lands, to protect correlative rights, to avoid waste, and to minimize surface impacts, the Commission should establish an approximate 2,560-acre drilling and spacing unit for Sections 1 and 12, Township 1 North, Range 69 West and Sections 25 and 36, Township 2 North, Range 69 West, 6<sup>th</sup> P.M., Boulder County, Colorado for the efficient and economic development and operation of the Codell and Niobrara Formations.

10. The above-proposed drilling and spacing unit will allow efficient drainage of the Codell and Niobrara Formations; will prevent waste; will not adversely affect correlative rights, will assure the greatest ultimate recovery of gas and associated hydrocarbon substances from the reservoirs and will reduce surface impact to the Application Lands. The unit of the size and shape specified above is not smaller than the maximum area that can be economically and efficiently drained by the proposed wells in the unit.

11. Applicant maintains that there will be no more than **five (5)** ~~six (6)~~ Oil and Gas Locations (as defined by the Commission 100 Series Rules) ~~wellpads~~, with such locations to be determined, in accordance with Applicant's corresponding Commission Rule 216 Comprehensive Drilling Plan **or if such plan is not approved, then up to four (4) wellpads within the unit, unless an exception is granted by the Director.** ~~six (6) Oil and Gas Locations (as defined by the Commission 100 series rules) well pads in the proposed 2,560-acre drilling and spacing unit, or adjacent thereto, unless an exception is granted by the Director.~~

12. The treated interval of each proposed horizontal well shall be no closer than 460 feet from the boundaries of the unit (regardless of lease lines within the unit), and all horizontal wells shall be no closer than 150 feet from the treated interval of another well producing from the same supply within the unit, unless an exception is granted by the Director.

13. Applicant is requesting to drill and complete up to **fifty-six (56)** ~~seventy-two (72) thirty-one (31)~~ horizontal wells in the proposed approximate 2,560 acre drilling and spacing unit for the efficient and economic development of oil, gas and associated hydrocarbons from the Codell and Niobrara Formations underlying the Application Lands.

14. Applicant anticipates that this portion of this Application, the request for a 2,560-acre drilling and spacing unit, will be ~~continued to future Commission hearings in order to be heard at the same Commission hearing as the corresponding Commission Rule 216 Comprehensive Drilling Plan application filed herewith in Docket No. 170500189. or after.~~ **If Applicant's Rule 216 Comprehensive Drilling Plan is not approved by the Commission, Applicant requests that the Commission approve this Application**

pursuant to its authority under the Colorado Oil and Gas Conservation Act and C.R.S. §34-60-116.

Request for Commission Rule 502.b. Variance to Rule 303

15. ~~In order to facilitate a collaborative, methodical and transparent manner of developing the Application Lands under the Rule 216 Comprehensive Drilling Plan filed concurrently with this Application, Applicant requests that the Commission approve a Rule 502.b. variance to Commission Rule 303 that allows for and governs the filings of Form 2, Applications for Permit to Drill, or Form 2A's, Oil and Gas Location Assessments.~~

16. ~~Commission Rule 502.b(1) provides:~~

~~(1) Variances to any Commission rules, regulations, or orders may be granted in writing by the Director without a hearing upon written request by an operator to the Director, or by the Commission after hearing upon application. The operator or the applicant requesting the variance shall make a showing that it has made a good faith effort to comply, or is unable to comply with the specific requirements contained in the rules, regulations, or orders, from which it seeks a variance, including, without limitation, securing a waiver or an exception, if any, and that the requested variance will not violate the basic intent of the Oil and Gas Conservation Act.~~

17. ~~Specifically, Applicant requests that the Commission enter a variance to the allowance of Form 2 and Form 2A filings under Commission Rule 303 by placing a temporary hold on the acceptance and processing of any Form 2's or Form 2A's for the Application Lands from any Owner (as defined by C.R.S. 34-60-103(7)), except for Applicant as part of the Rule 216 Comprehensive Drilling Plan process. The length of the requested temporary hold is until the Commission has had the opportunity to notice, hear and enter an Order on Applicant's make a determination on the corresponding Rule 216 Comprehensive Drilling Plan Application for the Application Lands, with such Rule 216 Comprehensive Drilling Plan Order including the Applicant's ability to file Form 2's and Form 2A's within a certain amount of time upon entry of the Order as part of Applicant's overall Rule 216 Comprehensive Drilling Plan.~~

18. ~~By filing this Application with the requested variance, Applicant is making a good faith effort to ensure that the corresponding Commission Rule 216 Comprehensive Drilling Plan Application is allowed to proceed without the potential for confusion or prejudice if any Form 2's and/or Form 2A's are allowed to be filed and processed prior to the determination of Applicant's Commission Rule 216 Comprehensive Drilling Plan by any Owner (as defined by C.R.S. 34-60-103(7)) other than Applicant.~~

~~19. Applicant also maintains that, by approving the Rule 502.b(1) variance to Rule 303, the Commission will reduce the burden on the Commission Staff as it will prevent any unnecessary or premature Form 2 and Form 2A's from being filed without the benefit of a hearing, notice and final Order on determination of Applicant's corresponding Rule 216 Comprehensive Drilling Plan.~~

~~20. As set forth above, Applicant maintains that any re-entry of oil and gas development in Boulder County should proceed in a collaborative, methodical and transparent manner that allows necessary stakeholders, including specifically Boulder County, to engage in discussions about such development.~~

~~21. The requested Rule 502.b(1) variance will not violate the basic intent of the Oil and Gas Conservation Act which is to:~~

- ~~• Foster the responsible, balanced development, production, and utilization of the natural resources of oil and gas in the state of Colorado in a manner consistent with protection of public health, safety, and welfare, including protection of the environment and wildlife resources;~~
- ~~• Protect the public and private interests against waste in the production and utilization of oil and gas;~~
- ~~• Safeguard, protect, and enforce the coequal and correlative rights of owners and producers in a common source or pool of oil and gas to the end that each such owner and producer in a common pool or source of supply of oil and gas may obtain a just and equitable share of production therefrom; and~~
- ~~• Plan and manage oil and gas operations in a manner that balances development with wildlife conservation in recognition of the state's obligation to protect wildlife resources and the hunting, fishing, and recreation traditions they support, which are an important part of Colorado's economy and culture. Pursuant to section 33-1-101, C.R.S., it is the policy of the state of Colorado that wildlife and their environment are to be protected, preserved, enhanced, and managed for the use, benefit, and enjoyment of the people of this state and its visitors.~~

~~C.R.S. 34-60-102(1)(a)(I-IV) (2016).~~

~~22. Applicant anticipates that this portion of the Application, the request for a Rule 502.b. variance to Rule 303, will be noticed and heard by the Commission at the May hearing.~~

**15.2322.** The undersigned certifies that copies of this **Second Amended** 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 Applicant's Rule 502.b. request for variance to Rule 303 by noticed this matter be set for hearing in May 2017, and Applicant's request for the 2,560-acre drilling and spacing unit be noticed for the September 2018 a or at a future Commission hearing, that notice be given as required by law, and that upon such hearing, the Commission enter its order:

A. ~~Future hearing:~~ Establishing an approximate 2,560-acre drilling and spacing unit for Sections 1 and 12, Township 1 North, Range 69 West and Sections 25 and 36, Township 2 North, Range 69 West, 6<sup>th</sup> P.M., Boulder County, Colorado in accordance with Applicant's corresponding Commission Rule 216 Comprehensive Drilling Plan **or if such plan is not approved in accordance with C.R.S. §34-60-116.**

B. ~~Future hearing:~~ Allowing up to **fifty-six (56)** ~~seventy-two (72) thirty-one (31)~~ horizontal wells in the approximate 2,560-acre drilling and spacing unit for the development and operation of the Codell and Niobrara Formations in accordance with Applicant's corresponding Commission Rule 216 Comprehensive Drilling Plan **or if such plan is not approved in accordance with C.R.S. §34-60-116.**

C. ~~Future hearing:~~ Allowing up to **five (5)** ~~six (6)~~ Oil and Gas Locations (as defined by the Commission 100 Series Rules) ~~wellpads~~, with such locations to be determined, in accordance with Applicant's corresponding Commission Rule 216 Comprehensive Drilling Plan, unless an exception is granted by the Director, **or if such plan is not approved then allowing up to four (4) wellpads within the unit.**

D. ~~Future hearing:~~ Providing that the treated interval of any horizontal well shall be no closer than 460 feet from the unit boundaries, and not less than 150 feet from the treated interval of another well within the unit, unless an exception is granted by the Director.

E. ~~Future hearing:~~ Finding that the approximate 2,560-acre drilling and spacing unit for the development of oil, gas, and associated hydrocarbons from the Codell and Niobrara Formations underlying the Application Lands will prevent waste, protect correlative rights, and maximize the efficient and economic production of the Codell and Niobrara Formations in the Application Lands.

F. ~~May hearing:~~ Approving a Rule 502.b. variance to Rule 303 by placing a temporary hold on accepting and processing any new Form 2, Applications for Permit to Drill, or Form 2A's, Oil and Gas Location Assessments for the Application Lands from any Owner (as defined by C.R.S. 34-60-103(7)) except Applicant as part of Applicant's corresponding Rule 216 Comprehensive Drilling Plan Application and process in Docket No. 170500189, up to and until the Commission has the opportunity to notice, hear and enter an Order on the corresponding Rule 216 Comprehensive Drilling Plan Application in Docket No. 170500189 covering the Application Lands, with such Order including the Applicant's ability to file Form 2's and Form 2A's within a certain amount of time upon entry of such Order as part of Applicant's approved Rule 216 Comprehensive

~~Drilling Plan. until the Commission has made a determination on the Applicant's corresponding Rule 216 Comprehensive Drilling Plan filed concurrently herewith.~~

**F.G.** All hearings: For such other findings and orders as the Commission may deem proper or advisable in this matter.

DATED **June 15, 2018.** ~~March~~ February \_\_\_\_\_, 2017

Respectfully submitted:

**CRESTONE PEAK RESOURCES OPERATING  
LLC**

By:



Jamie L. Jost  
Kelsey Wasylenky  
Jost Energy Law, P.C.  
Attorneys for Applicant  
1401 17<sup>th</sup> Street, Suite 370  
Denver, Colorado 80202  
(720) 446-5620  
[jjost@jostenergylaw.com](mailto:jjost@jostenergylaw.com)  
[kwasylenky@jostenergylaw.com](mailto:kwasylenky@jostenergylaw.com)

Applicant's Address:

Crestone Peak Resources Operating LLC  
ATTN: Shea Kauffman  
1801 California Street, Suite 2500  
Denver, Colorado 80202



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

Subscribed and sworn to before me this 14<sup>th</sup> day of June, 2018.

LAURA L CUSTER  
Notary Public  
State of Colorado  
Notary ID # 20124081516  
My Commission Expires 04-18-2021

My commission expires: 4/18/21

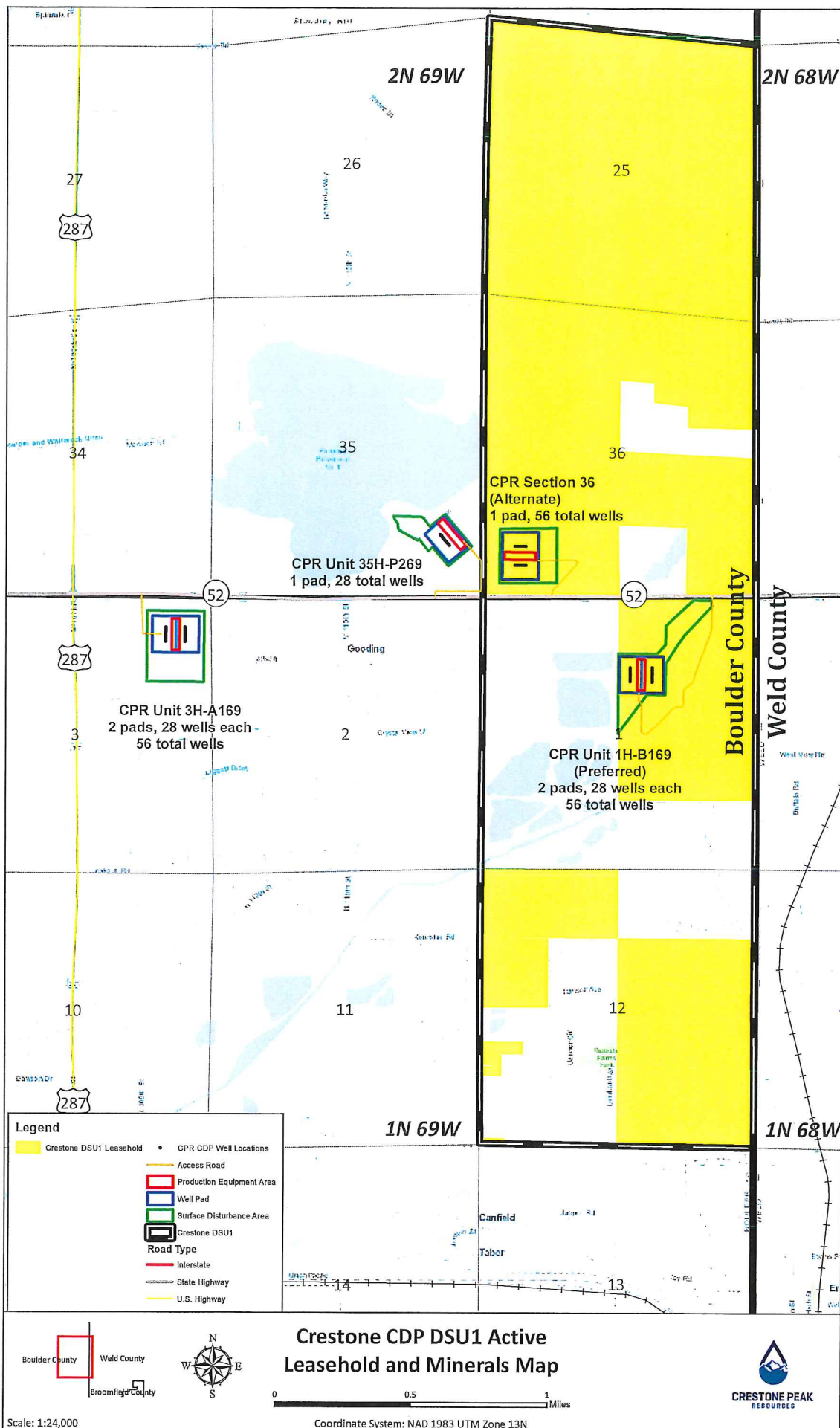
RLS

Notary Public

Reference Map  
Crestone Peak Resources Operating, LLC

Sections 1 and 12, Township 1 North, Range 69 West and Sections 25 and 36,  
Township 2 North, Range 69 West, 6<sup>th</sup> P.M., Boulder County, Colorado

[See attached map.]



# Exhibit 1

WELL	05-013-06035	VOAKE	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		1	10633	3/7/2006	90750	NENE 25 2N 69W 6
WELL	05-013-06546	OXFORD FARMS	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		21-25	10633	2/25/2008	90750	NENW 25 2N 69W 6
WELL	05-013-06531	MCDONALD	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		43-25	10633	2/24/2006	90750	NESE 25 2N 69W 6
WELL	05-013-06543	CALDWELL	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		23-25	10633	1/11/2008	90750	NESW 25 2N 69W 6
WELL	05-013-06580	VOAKE	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		31-25	10633	3/24/2009	90750	NWNW 25 2N 69W 6
WELL	05-013-06517	OXFORD FARMS	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		25-Nov	10633	1/31/2007	90750	NWNW 25 2N 69W 6
WELL	05-013-06525	MCDONALD	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		33-25	10633	11/14/2008	90750	NWSE 25 2N 69W 6
WELL	05-013-06501	CALDWELL H UNIT	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		13-25	10633	1/23/2010	90750	NWSW 25 2N 69W 6
WELL	05-013-06095	OXFORD FARMS F UNIT	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		1	10633	10/1/1991	90750	SESW 25 2N 69W 6
WELL	05-013-06047	MCDONALD	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		1	10633	3/24/2004	90750	SESE 25 2N 69W 6
WELL	05-013-06054	CALDWELL H UNIT	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		1	10633	1/15/1998	90750	SESW 25 2N 69W 6
WELL	05-013-06508	VOAKE	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		32-25	10633	2/6/2010	90750	SWNE 25 2N 69W 6
WELL	05-013-06516	VOAKE	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		42-25	10633	10/1/2006	90750	SWNE 25 2N 69W 6
WELL	05-013-06540	MCDONALD	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		34-25	10633	8/13/2007	90750	SWSE 25 2N 69W 6
WELL	05-013-06512	CALDWELL	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		14-25	10633	1/30/2000	90750	SWSW 25 2N 69W 6
WELL	05-013-06146	STATE AQ	KERR MCGEE OIL & GAS ONSHORE LP	PR	WATTENBERG	BOULDER 013
		1	47120	9/30/1982	90750	NENE 36 2N 69W 6
WELL	05-013-06597	DEASON	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		24/38	10633	2/15/2013	90750	NENW 36 2N 69W 6
WELL	05-013-06598	DEASON	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		22-36	10633	12/14/2012	90750	NENW 36 2N 69W 6
WELL	05-013-06599	DEASON	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		42/38	10633	12/14/2012	90750	NENW 36 2N 69W 6
WELL	05-013-06547	DEASON	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		Feb-38	10633	2/15/2013	90750	NENW 36 2N 69W 6
WELL	05-013-06548	DEASON	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		44/36	10633	2/15/2013	90750	NENW 36 2N 69W 6
WELL	05-013-06122	DEASON F UNIT	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		1	10633	7/29/1992	90750	NENW 36 2N 69W 6
WELL	05-013-06244	GOODING	8 NORTH LLC	PR	WATTENBERG	BOULDER 013
		1	10575	11/12/2004	90750	NESE 36 2N 69W 6
WELL	05-013-06352	BECKY MB	8 NORTH LLC	PR	WATTENBERG	BOULDER 013
		36-11	10575	6/8/1993	90750	NESW 36 2N 69W 6
WELL	05-013-06503	DEASON	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		Nov-36	10633	12/13/2007	90750	NWNW 36 2N 69W 6
WELL	05-013-06250	BECKY	8 NORTH LLC	PR	WATTENBERG	BOULDER 013
		Jun-38	10575	8/22/1993	90750	NWSE 36 2N 69W 6
WELL	05-013-06353	BECKY MB	8 NORTH LLC	PR	WATTENBERG	BOULDER 013
		36-12	10575	8/15/1993	90750	NWSW 36 2N 69W 6
WELL	05-013-06020	LUTZ	8 NORTH LLC	PR	SPINDLE	BOULDER 013
		1	10575	1/8/1979	77900	SENE 36 2N 69W 6
WELL	05-013-06240	BECKY	8 NORTH LLC	PR	WATTENBERG	BOULDER 013
		Apr-38	10575	5/2/1992	90750	SESW 36 2N 69W 6
WELL	05-013-06505	DEASON	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		Dec-38	10633	12/26/2005	90750	SWNW 36 2N 69W 6
WELL	05-013-06093	BECKY	8 NORTH LLC	PR	WATTENBERG	BOULDER 013
		Mar-38	10575	2/1/2015	90750	SWSW 36 2N 69W 6
WELL	05-013-06449	WHEELER 'G' UNIT	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		1	10633	3/5/1995	90750	NENE 1 1N 69W 6
WELL	05-013-06500	BAILEY	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		43-1	10633	1/28/2008	90750	NESE 1 1N 69W 6
WELL	05-013-06547	WHEELER	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		33-1	10633	5/4/2011	90750	NWSE 1 1N 69W 6
WELL	05-013-06551	BAILEY	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		8/8/01	10633	10/4/2007	90750	SESE 1 1N 69W 6
WELL	05-013-06021	BAILEY AMOCO	KERR MCGEE OIL & GAS ONSHORE LP	PR	WATTENBERG	BOULDER 013
		1	47120	10/1/1998	90750	SESW 1 1N 69W 6
WELL	05-013-06507	WHEELER	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		23-1	10633	3/8/2008	90750	SWNE 1 1N 69W 6
WELL	05-013-06537	WHEELER	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		31-1	10633	3/25/2007	90750	SWNE 1 1N 69W 6
WELL	05-013-06550	BAILEY	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		21-12	10633	10/22/2007	90750	NENW 12 1N 69W 6
WELL	05-013-06835	BAILEY	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		22-12	10633	1/12/2011	90750	NENW 12 1N 69W 6
WELL	05-013-06825	BAILEY	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		31-12	10633	5/18/2011	90750	NWNW 12 1N 69W 6
WELL	05-013-06826	BAILEY	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		4-0-12	10633	1/12/2011	90750	NWNE 12 1N 69W 6
WELL	05-013-06524	BAILEY	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		12-Nov	10633	1/13/2006	90750	NWNW 12 1N 69W 6
WELL	05-013-06534	BAILEY	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		42-12	10633	3/11/2008	90750	SENE 12 1N 69W 6
WELL	05-013-06533	BAILEY	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		43-12	10633	5/8/2007	90750	SENE 12 1N 69W 6
WELL	05-013-06536	ALLAN H UNIT	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		23-12	10633	9/5/2007	90750	SESW 12 1N 69W 6
WELL	05-013-06558	ALLAN H UNIT	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		24-12	10633	7/11/2007	90750	SESW 12 1N 69W 6
WELL	05-013-06555	BAILEY	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		33-12	10633	8/2/2008	90750	SESW 12 1N 69W 6
WELL	05-013-06508	BAILEY	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		32-12	10633	2/10/2011	90750	SWNE 12 1N 69W 6
WELL	05-013-06199	BAILEY F UNIT	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		1	10633	10/7/2015	90750	SWNW 12 1N 69W 6
WELL	05-013-06138	ALLAN H UNIT	CRESTONE PEAK RESOURCES OPERATING LLC	PR	WATTENBERG	BOULDER 013
		#1	10633	5/5/1992	90750	SWSW 12 1N 69W 6



IN THE MATTER OF THE APPLICATION OF CRESTONE PEAK RESOURCES OPERATING LLC FOR AN ORDER TO: (1) ESTABLISH AN APPROXIMATE 2,560-ACRE DRILLING AND SPACING UNIT FOR SECTIONS 1 AND 12, TOWNSHIP 1 NORTH, RANGE 69 WEST AND SECTIONS 25 AND 36, TOWNSHIP 2 NORTH, RANGE 69 WEST, 6<sup>TH</sup> P.M. IN ACCORDANCE WITH A CORRESPONDING COMMISSION RULE 216 COMPREHENSIVE DRILLING PLAN, **OR IF SUCH PLAN IS NOT APPROVED IN ACCORDANCE WITH C.R.S. § 34-60-116,** (2) ALLOW UP TO **FIFTY-SIX (56)** ~~SEVENTY-TWO (72) THIRTY-ONE (31)~~ HORIZONTAL WELLS IN THE 2,560 ACRE DRILLING AND SPACING UNIT IN ACCORDANCE WITH A CORRESPONDING COMMISSION RULE 216 COMPREHENSIVE DRILLING PLAN **OR IF SUCH PLAN IS NOT APPROVED IN ACCORDANCE WITH C.R.S. § 34-60-116,** (3) TO APPROVE UP TO **FIVE (5)** ~~SIX (6)~~ **OIL AND GAS LOCATIONS WELLPADS** (LOCATIONS TO BE DETERMINED) IN ACCORDANCE WITH A CORRESPONDING COMMISSION RULE 216 COMPREHENSIVE DRILLING PLAN **OR IF SUCH PLAN IS NOT APPROVED UP TO FOUR (4) WELLPADS WITHIN THE UNIT FOR THE DEVELOPMENT AND OPERATION OF THE CODELL AND NIOBRARA FORMATIONS, WATTENBERG FIELD, BOULDER COUNTY, COLORADO. AND (4) TO APPROVE A RULE 502.b. VARIANCE TO COMMISSION RULE 303.**

TYPE: SPACING

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

I, Jamie L. Jost, of lawful age, and being first duly sworn upon my oath, state and declare that I am the attorney for Crestone Peak Resources Operating LLC, and that on

or before the 20<sup>th</sup> day of June, 2018 I caused a copy of the Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A to this Affidavit.

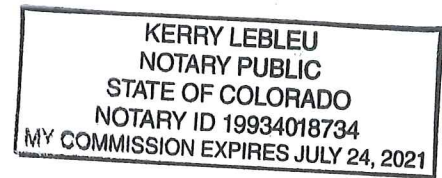
Jamie L. Jost  
Jamie L. Jost

Subscribed and sworn to before me this 15th day of June, 2018.

Witness my hand and official seal.

[SEAL]

My commission expires: \_\_\_\_\_



Kerry Lebleu  
Notary Public

Exhibit A

SP - T2N-R69W Sec 25 & 36, T1N-R69W Sec 1 & 12

Boulder Creek Farms, Inc.  
720 Austin Ave., Suite 200  
Erie, CO 80516

E.O.G. Oil Company  
PO Box 668  
Niwot, CO 80544

Boulder County  
5201 St. Vrain Rd. Bldg. 1  
Longmont, CO 80503

Edward A. Holloway  
5203 W. B Street  
Greeley, CO 80634

8 North, LLC  
1120 Lincoln Street, #801  
Denver, CO 80203

Edward A. Holloway  
1213 52nd Avenue  
Greeley, CO 80634

AGS Oil & Gas Ventures  
10 Inverness Dr., Suite 150  
Englewood, CO 80112

Hopper Oil Co.  
1011 Mound Street  
Winfield, K 67156

Arnold K. Pierce  
6354 S. Lafayette Place  
Englewood, CO 80121

J and J Energy, LLC  
2851 E. Capricorn Place  
Chandler, AZ 85249

Axis Energy Corp.  
14760 Memorial Dr., # 204  
Houston, TX 77079

Jack L. Schreiber  
2155 Glenfair Drive  
Greeley, CO 80631

Blue Ridge Energy, LLC  
PO Box 26567  
Scottsdale, AZ 85068

Kelvin Resources, Inc.  
PO Box 146705  
Salt Lake City UT 84114-6705

Blue Ridge Energy, LLC  
14850 N. Scottsdale Road  
Scottsdale, AZ 85068

Magic Merlin Energy Investments, LLC  
412 N Main Street, Suite 100  
Buffalo, WY 82834

Cache Exploration, Inc.  
1221 28th Avenue, #1  
Greeley, CO 80631

Marks Oil, Inc.  
1775 Sherman Street, Suite 2990  
Denver, CO 80203

Crestone Peak Resources Holdings, LLC  
1801 California Street, Suite 2500  
Denver, CO 80202

Martin J. Harrington, Jr  
2236 S. Jackson Street  
Denver, CO 80210

Crosswind Resource, LLC  
931 South Lagoon Drive  
Gilbert, AZ 85233

McCully-Chapman Exploration, Inc.  
1205 Silliman Street  
Sealy, TX 77474

Norbert, LLC  
7920 E Thompson Peak Pkwy, Suite 150  
Scottsdale, AZ 85255

Rancho Partnership, Ltd.  
1616 Glenarm Place, #1700  
Denver, CO 80202

ResourceAcquisitionsManagement  
Company  
240 South Elm Street  
Denver, CO 80246

Robert S. Pirtle  
PO Box 1310  
Tyler, TX 75710

Robert S. Pirtle  
115 E. 2nd Street  
Tyler, TX 75701

Target Oil & Gas  
61 W Highway 92  
Stearns, KY 42647

Thomas Family Limited Partnership  
Michael J. Thomas  
General Partner of Thomas Family Limited  
Partnership  
RR#3 Box 2685  
Lakeside, AZ 85929

Willischild Oil & gas Corp.  
621 E Street  
Snyder, OK 73566

8 North, LLC  
1120 Lincoln Street, #801  
Denver, CO 80203

E.O.G. Oil Company  
PO Box 668  
Niwt, CO 80544

Kerr-McGee Oil & Gas Onshore LP  
1201 Lake Robbins Drive  
The Woodlands, TX 77380

Marks Oil, Inc.  
1775 Sherman Street, Suite 2990  
Denver, CO 80203

Martin J. Harrington, Jr.  
2236 S. Jackson Street  
Denver, CO 80210

Noble Energy, Inc.  
1001 Noble Energy Way  
Houston, TX 77070

Robert S. Pirtle  
PO Box 1310  
Tyler, TX 75710

Robert S. Pirtle  
115 E. 2nd Street  
Tyler, TX 75701

Raisa DJ Basin I, LP  
1580 Lincoln Street, Suite 1110  
Denver, CO 80201

Incline, Niobrara Partners, LP  
1626 Wazee Street, Suite 200-B  
Denver, CO 80202

Anadarko Petroleum Corporation  
1099 18<sup>th</sup> Street, Suite 1800  
Denver, CO 80202

Anadarko Onshore E&P LLP  
1099 18<sup>th</sup> Street, Suite 1800  
Denver, CO 80202

Extraction Oil & Gas, Inc.  
370 17<sup>th</sup> Street, Suite 5300  
Denver, CO 80202

Boulder County Parks & Open Space  
5201 Saint Vrain Road  
Longmont, CO 80503

KimSanchez  
BoulderCounty  
POBox471  
Boulder, CO 80306

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



Brandon Marette  
Energy Liaison  
Colorado Parks and Wildlife  
Northeast Regional Office  
6060 Broadway  
Denver, CO 80216