

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.
GOVERN OPERATIONS FOR THE)	
NIOBARRA FORMATION, WATTENBERG)	TYPE: POOLING
FIELD, WELD COUNTY, COLORADO)	

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 an approximate 640-acre Wellbore Spacing Unit, as further defined below, for the drilling of the Bunting 26P-232 well (API #05-123-44089) ("Well"), for the development of the Niobrara formation on the following described lands:

Township 5 North, Range 65 West, 6th P.M.

Section 25: S $\frac{1}{2}$

Section 26: SE $\frac{1}{4}$, E $\frac{1}{2}$ SW $\frac{1}{4}$

Township 5 North, Range 64 West, 6th P.M.

Section 30: W $\frac{1}{2}$ SW $\frac{1}{4}$

Weld County, Colorado, containing approximately 640.00 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 August 27, 2009, the Commission entered Order No. 407-335, which, among other things, pooled all non-consenting interests in a 160-acre wellbore spacing unit for the SW $\frac{1}{4}$ NW $\frac{1}{4}$ and NW $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 30, Township 5 North, Range 64 West, 6th P.M., and the SE $\frac{1}{4}$ NE $\frac{1}{4}$ and NE $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 25, Township 5 North, Range 65 West, 6th P.M., for the Conagra B #30-32D well (API #05-123-26996), from the Codell and Niobrara formations, and a 160-acre wellbore spacing unit for the W $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 30, Township 5 North, Range 64 West, 6th P.M., and E $\frac{1}{2}$ SE $\frac{1}{4}$ of Section 25, Township 5 North, Range 65 West, 6th P.M., for the Conagra B #30-33D well (API #05-123-28063), from the Codell and Niobrara formations. Order No. 407-335 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

6. PDC designated this 640-acre Wellbore Spacing Unit for the production of oil, gas, and associated hydrocarbons from the Niobrara formation 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 Niobrara formation underlying the following approximate 640-acre Wellbore Spacing Unit:

Township 5 North, Range 65 West, 6th P.M.

Section 25: S $\frac{1}{2}$

Section 26: SE $\frac{1}{4}$, E $\frac{1}{2}$ SW $\frac{1}{4}$

Township 5 North, Range 64 West, 6th P.M.

Section 30: W $\frac{1}{2}$ SW $\frac{1}{4}$

Weld County, Colorado (“Wellbore Spacing Unit” 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 Bunting 26P-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 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.

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

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 Unit 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 the Bunting 26P-232 well in the Wellbore Spacing Unit 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 Bunting 26P-232 well drilled to develop the Niobrara formation in the Wellbore Spacing Unit 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 31st day of August, 2017.

Respectfully submitted,

PDC Energy, Inc.

By:

A handwritten signature in blue ink, appearing to read 'M. Jewell', is written over a horizontal line.

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. J. Tyler Sims, MBA, CPL
1775 Sherman Street - Suite 3000
Denver, CO 80203

VERIFICATION

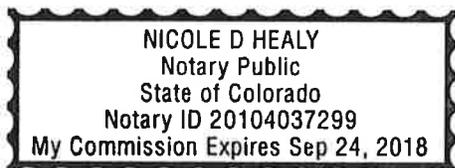
STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

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

1. He is a Senior Regional Landman – PDC Energy, Inc., which address is 1775 Sherman Street, Suite 3000, Denver, CO 80203.

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.





J. Tyler Sims, MBA, CPL

Subscribed and sworn to before me this 28th day of August, 2017.

Witness my hand and official seal.

My commission expires: 9.24.18



EXHIBIT A

Interested Parties

Bunting 26P-232

PDC Energy, Inc.

Bataa Oil, Inc.*

Charlotte M. Brungard*

Todd D. Ford*

Atomic Capital Minerals LLC*

Lona Nadene (Hamburger) Pettyjohn*

Jay G. Hamburger*

Heirs and Devisees of Florence Faye (Hamburger) Park*

Loretta M. Ford*

Glen A. Ford*

Bruce E. Ford*

Tracy James Wells*

Incline Niobrara Partners, LP*

Jack Donald Bennalack & Sylvia C. Bennalack Revocable Trust*

Jerry L. Ford*

Josephine E. Haynes*

Larry L. Ford*

Mineral Resources, Inc.*

BNSF Railway Company*

AJC Holdings, LLC

Ameritas Life Insurance Corp.

Anadarko E&P Onshore LLC

Anadarko Land Corp.

Andrew Kennedy Leaming

Andrews Capital Holdings, LLC
BLG Resources, LLC
Carol E. Barrett & Ronnie A. Barrett, JT
Centennial Mineral Holdings, LLC
Charles G. Sears
Cindy Howerter
Clayton L. Vandergriff
Clint D. Fiscus
Connie J. Piazza
Cozzens Living Trust, dated August 25, 2010
Cyril John Grossaint
Daniel C. Shepherd
Daryl E. Neukirch
David C. Stark & Cynthia A. Stark, JT
David C. Wilkinson
DC Heritage Trust
De Soto Royalty Company, LLC
Donna (Cole) Martin
DOXA Heritage Trust
Duell Family Irrevocable Trust, dated May 26, 2015
Edith (Van Hook) Sears
Estate of Richard S. Miller
Fowler Revocable Trust, dated April 17, 2014
Frank D. Piazza
Gene D. Cwick
Gene S. Carlson & Denise L. Carlson, JT
Grayrock Minerals, LLC
Greg Tagley

Harvey E. Cozzens Heritage Trust
Helen Crews
Hugh J. Leaming & Olive Leaming, JT
Jack Donald Bennallack & Sylvia C. Bennallack Revocable Trust
Jacquelyn (Bulin) Scheib
James H. Pluss
James H. Sears
Jami (Tagley) Yarborough a/k/a Jaimie Yarborough
Janet K. Schmidt
Joan M. O'Rourke
Joanne F. Hart & Gerald L. Hart, JT
John Allen Duell
John G. Brant
John Jay O'Rourke
Joseph F. Zufall & LaVeta A. Zufall, JT
Joye A. Schneider
Julius A. Pluss
Keith Joseph Grossaint
LHB Ventures, LLC
Linda A. Wegher
Linda S. Cantrell
Lisa J. Johnson
Londell A. Bunting & Sharon L. Bunting, JT
Loretta May Ford
Lydia Dietrich Trust
Marise R. Downing
Mark Hamilton
Martha H. Salser

McArthur Minerals, LLC
Mekusukey Oil Company, LLC
Michael J. Boulter & Daisy I. Boulter, JT
Mike's Oil Well, LLC
Monterrey Minerals, LLC
New Direction IRA, Inc., FBO Rita A. Cassell IRA
Noble Energy, Inc.
Norma J. Wegher
Oak Prairie Oil & Gas, LLC
Paragon Oil & Gas LLC
Richard Jeffrey Grossaint
Rita Cassell Living Trust, dated July 25, 2006
Robert E. Benson
Robert E. Benson & Kathleen Ann Benson, JT
ROEC, Inc.
Ronald E. Bernhardt & Karen E. Bernhardt, JT
Rose M. Pluss
Rosemary Alene Mathis
Sam Pluss, Jr.
Sharon Eileen Brandt
Sister Mary Wegher
Stacy (Sears) Edi
Steven Sears
Tammy Fiscus
Texas Conference Association of Seventh-Day Adventists
Thomas Tyson
Trena Sue Franasiak
Warren West

EXHIBIT B

Plat – Bunting 26P-232 Well

[ATTACHED]

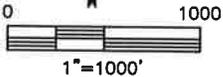
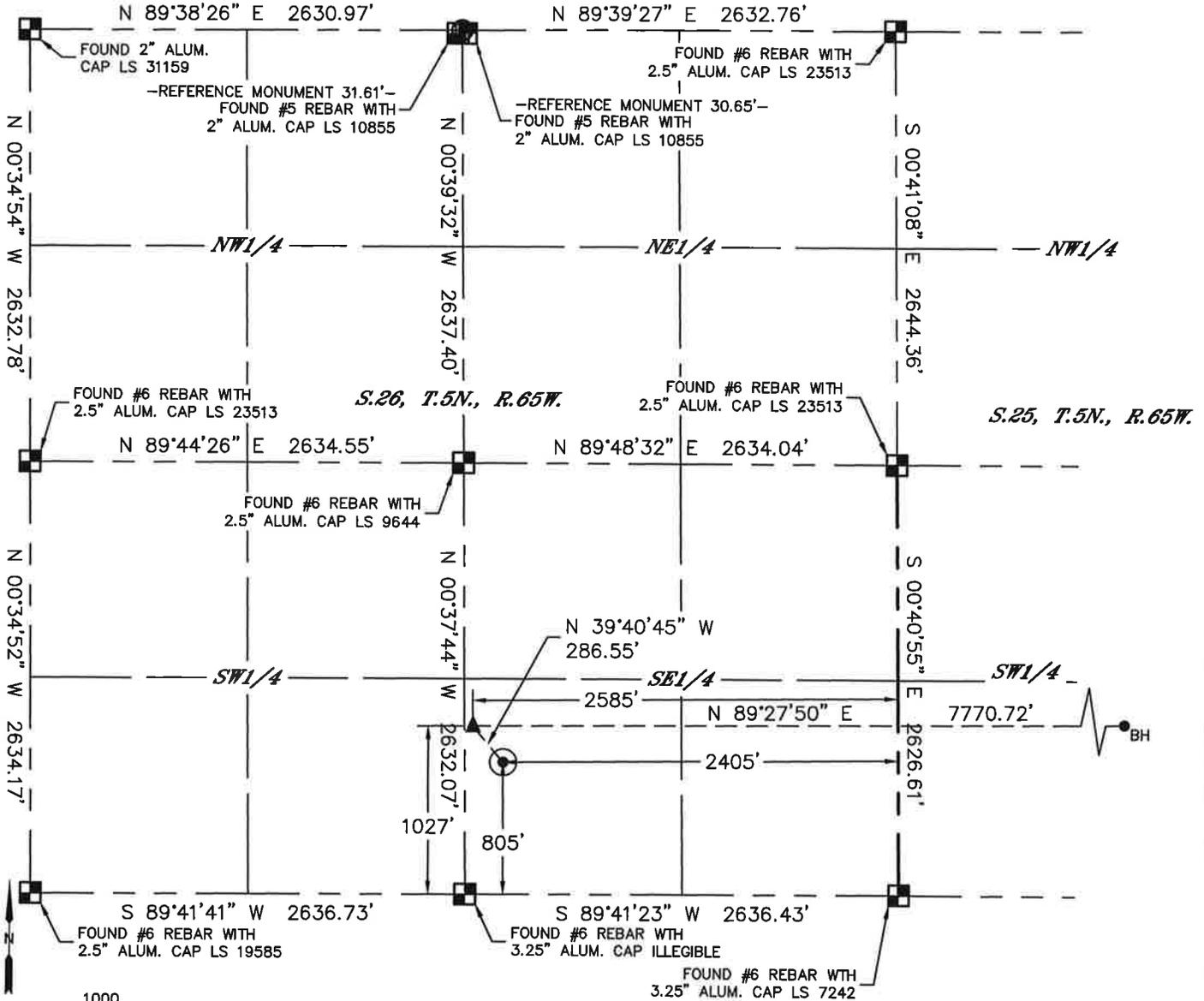


Lat40°, Inc. 6250 W. 10th Street, Unit 2, Greeley, CO 970-515-5294

WELL LOCATION CERTIFICATE

BUNTING 26P-232

SECTION: 26
TOWNSHIP: 5N
RANGE: 65W
6TH. P.M.
WELD COUNTY, CO



LEGEND

- = ALIQUOT MONUMENT AS DESCRIBED
- = CALCULATED POSITION
- ⊙ = SURFACE HOLE LOCATION (SHL)
- ▲ = ENTRY POINT LOCATION (EP)
- _{BH} = BOTTOM HOLE LOCATION (BHL)
- ⊕ = EXISTING WELL
- ⊖ = ABANDONED WELL

CLIENT: PDC ENERGY				LANDMAN: JEFF HINDMARSH					
INSTRUMENT OPERATOR: BRIAN ROTTINGHAUS				SURVEY DATE: 4/8/2016		SURFACE USE: CROP LAND			
SHL FOOTAGE	SHL LAT °	SHL LONG °	SHL PDOP	SHL ELEV	SHL 1/4/1/4	SHL S-T-R			
805	FSL	2405	FEL	40.36522	-104.62962	1.8	4649	SWSE	26-5-65

BHL FOOTAGE	BHL LAT °	BHL LONG °	BHL S-T-R	EP LAT °	EP LONG °	EP S-T-R	
1080	FSL	100	FEL	40.36582	-104.60238	25-5-65	40.36583 -104.63026 26-5-65

NOTE:

- 1) Bearings shown are Grid Bearings of the Colorado State Plane Coordinate System, North Zone, North American Datum 1983. The lineal dimensions as contained herein are based upon the "U.S. Survey Foot."
- 2) Distances to section lines measured at 90 degrees from said section lines.
- 3) Ground elevations are based on an observed GPS elevation (NAVD 1988 DATUM).
- 4) Latitude and Longitude shown are (NAD 83 DATUM).
- 5) IMPROVEMENTS: See LOCATION DRAWING for all visible Improvements within 500' of oil and gas location.
- 6) This map does not represent a boundary survey.

NEAREST CULTURAL ITEMS	
BUILDING	±546' S
BUILDING UNIT	±632' SW
HIGH OCCUPANCY BUILDING UNIT	5280'+
DESIGNATED OUTSIDE ACTIVITY AREA	5280'+
PUBLIC ROAD (COUNTY ROAD 52)	±792' S
ABOVE GROUND UTILITY	±629' SW
RAILROAD	±1627' NW
PROPERTY LINE	±233' W



SHEET 1 OF 2

Brian T. Brinkman—On behalf of Lat40°, Inc.
Colorado Licensed Professional Land Surveyor No. 38175 DATE: 8/31/2016
PROJECT#: 2015094

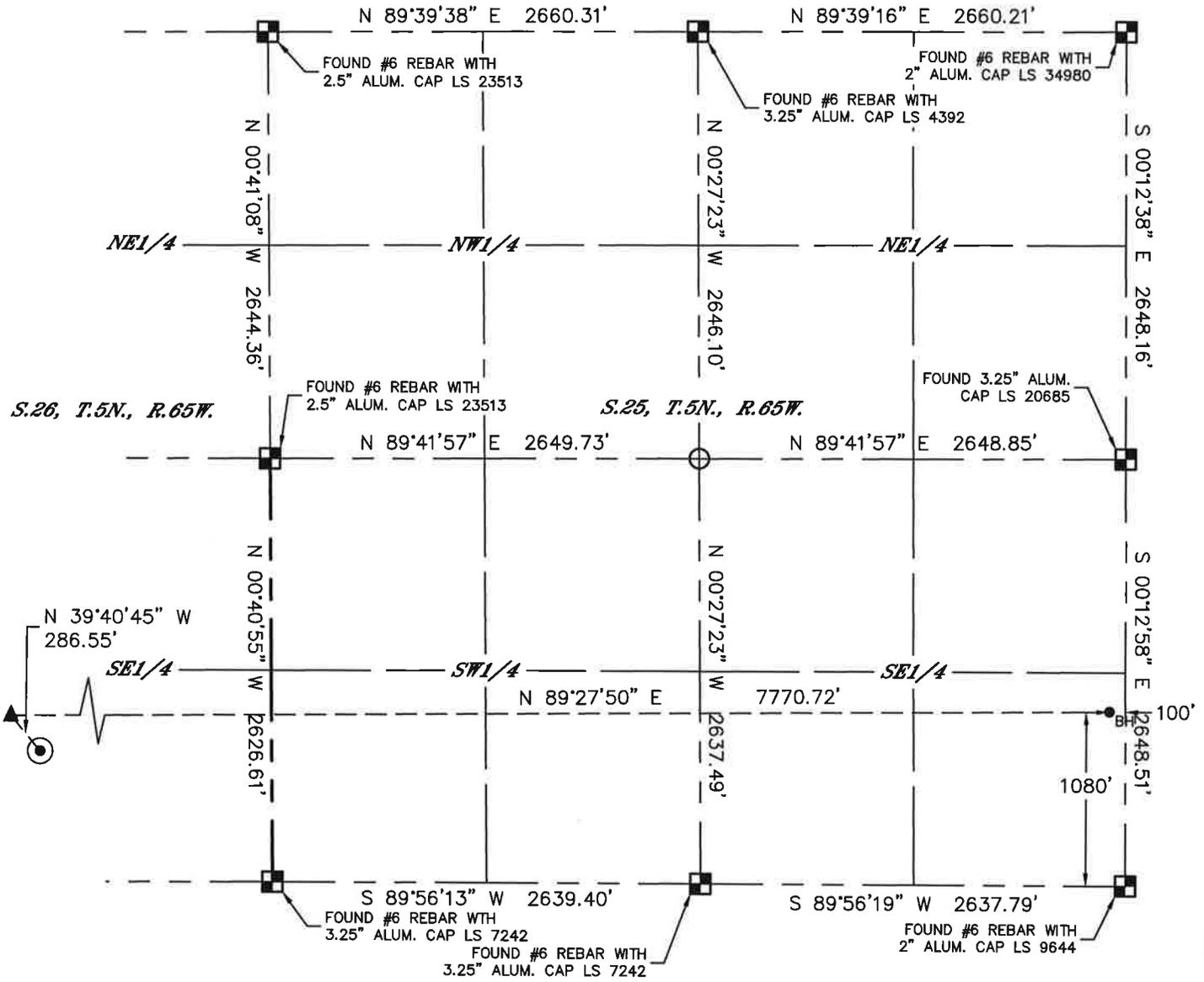


Lat40°, Inc. 6250 W. 10th Street, Unit 2, Greeley, CO 970-515-5294

WELL LOCATION CERTIFICATE

BUNTING 26P-232

SECTION: 26
TOWNSHIP: 5N
RANGE: 65W
6TH. P.M.
WELD COUNTY, CO



LEGEND

- = ALIQUOT MONUMENT AS DESCRIBED
- = CALCULATED POSITION
- ⊙ = SURFACE HOLE LOCATION (SHL)
- ▲ = ENTRY POINT LOCATION (EP)
- = BOTTOM HOLE LOCATION (BHL)
- ⊕ = EXISTING WELL
- ⊖ = ABANDONED WELL



SHEET 2 OF 2

Brian T. Brinkman—On behalf of Lat40°, Inc.
Colorado Licensed Professional Land Surveyor No. 38175
DATE: 8/31/2016
PROJECT#: 2015094

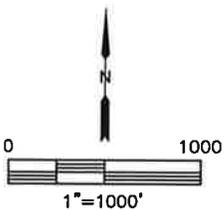


EXHIBIT A

Updated Interested Parties

Bunting 26P-232
DN 171000722

After receipt of Drilling and Division Order Title Opinion dated September 25, 2017, which affects this Pooling Application submitted to COGCC on 08.31.2017, PDC hereby updates the Interested Parties List to this Application as of 10.19.2017 (Deleted entities are indicated with a ~~strikethrough~~, and new entities are in **BOLD**)

ABA Revocable Trust

AJC Holdings, LLC

Ameritas Life Insurance Corp.

Anadarko E&P Onshore LLC

~~Anadarko Land Corp.~~

Andrew Kennedy Leaming

Andrews Capital Holdings, LLC

Atomic Capital Minerals LLC*

Barry L. Snyder *

~~Bataa Oil, Inc.*~~

Black Knife Minerals, LLC

BLG Resources, LLC

BNSF Railway Company*

Brian L. Kaveny Trust

~~Bruce E. Ford*~~

Carol E. Barrett & Ronnie A. Barrett, JT

Centennial Mineral Holdings, LLC

~~Charles G. Sears~~

~~Charlotte M. Brungard*~~

Cindy Howerter

Clarence D. Ehrlich

Clayton L. Vandergriff

Clint D. Fiscus

~~Connie J. Piazza~~

Cozzens Living Trust, dated August 25, 2010

Cyril John Grossaint

Daniel C. Shepherd

Daryl E. Neukirch

David C. Stark & Cynthia A. Stark, JT

~~David C. Wilkinson~~

DC Heritage Trust

De Soto Royalty Company, LLC

~~Donna (Cole) Martin~~

DOXA Heritage Trust

Duell Family Irrevocable Trust, dated May 26, 2015

Duwain D. Kaveny

~~Edith (Van Hook) Sears~~

EG, LLC

Estate of Richard S. Miller

Fowler Revocable Trust, dated April 17, 2014

~~Frank D. Piazza~~

~~Gene D. Cwick~~

Gene S. Carlson & Denise L. Carlson, JT

~~Glen A. Ford*~~

Grayrock Minerals, LLC

~~Greg Tagley~~

Harvey E. Cozzens Heritage Trust

Heirs & Devisees of Paul Ehrlich

~~Heirs and Devisees of Florence Faye (Hamburger) Park*~~

Helen Crews

~~Hugh J. Leaming & Olive Leaming, JT~~

Incline Niobrara Partners, LP*

J. Larry Ehrlich

Jack Donald Bennallack & Sylvia C. Bennallack Revocable Trust

~~Jacquelyn (Bulin) Scheib~~

James H. Pluss

~~James H. Sears~~

Jami (Tagley) Yarborough a/k/a Jaimie Yarborough

Janet K. Schmidt

~~Jay G. Hamburger*~~

~~Jerry L. Ford*~~

Joan M. O'Rourke

Joanne F. Hart & Gerald L. Hart, JT

John Allen Duell

John G. Brant

John Jay O'Rourke

Jose A. Aguirre

Joseph F. Zufall & LaVeta A. Zufall, JT

~~Josephine E. Haynes*~~

Joye A. Schneider

Julius A. Pluss

Keith Joseph Grossaint

~~Larry L. Ford*~~

LHB Ventures, LLC

Linda A. Wegher

Linda Dianne Weingardt, f/k/a Linda Diane Ottinger

Linda S. Cantrell

Lisa J. Johnson

~~Lona Nadene (Hamburger) Pettyjohn*~~

~~Londell A. Bunting & Sharon L. Bunting, JT~~

~~Loretta M. Ford*~~

Loretta May Ford

~~Lydia Dietrich Trust~~

Marise R. Downing

Mark Hamilton

Martha H. Salser

Matthew L. Geib & Lisa R. Geib, JT

McArthur Minerals, LLC

Mekusukey Oil Company, LLC

Michael J. Boulter & Daisy I. Boulter, JT

Mike's Oil Well, LLC

Mineral Resources, Inc.*

Monterrey Minerals, LLC

New Direction IRA, Inc., FBO Rita A. Cassell IRA

~~Noble Energy, Inc.~~

Norma J. Wegher

Oak Prairie Oil & Gas, LLC

Paragon Oil & Gas LLC

PDC Energy, Inc.

Principle Energy L.L.C.

Reuben Ehrlich

Richard Jeffrey Grossaint

Rita Cassell Living Trust, dated July 25, 2006

Robert E. Benson

Robert E. Benson & Kathleen Ann Benson, JT

Rockies Minerals Acquisitions, LLC

ROEC, Inc.

Roger A. Kaveny Trust

Roger C. Keaton, II

Ronald E. Bernhardt & Karen E. Bernhardt, JT

Rose M. Pluss

Rosemary Alene Mathis

Russell Ehrlich

Russell T. Rudy Energy, LLC

Sam Pluss, Jr.

Sandy Kenney

Sharon Eileen Brandt

Sister Mary Wegher

Springbok Energy Partners, LLC

~~Stacy (Sears) Edi~~

~~Steven Sears~~

Taku Resources LLC *

Tammy Fiscus

Texas Conference Association of Seventh-Day Adventists

The Sharon L. Bunting Living Trust, dated November 17, 2016

~~Thomas Tyson~~

~~Todd D. Ford*~~

~~Tracy James Wells*~~

Trena Sue Franasiak

~~Warren West~~