

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

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

APPLICATION

PDC Energy, Inc. (Operator No. 69175) ("PDC" or "Applicant"), 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 to: establish an approximate 1,920-acre drilling and spacing unit for the Application Lands for the production of oil, gas, and associated hydrocarbons from the Niobrara and Codell formations, and approve up to twenty eight (28) horizontal wells drilled from a maximum of two (2) well pads for the production of oil, gas, and associated hydrocarbons from the Niobrara and Codell formations on the following described lands:

Township 4 North, Range 65 West, 6th P.M.
Section 31: All

Township 3 North, Range 65 West, 6th P.M.
Section 6: All
Section 7: All

Weld County, Colorado (containing a total of approximately 1,920 acres)

Referred to herein as the "Application Lands." A reference map depicting the Application Lands is attached hereto and marked as Exhibit B.

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. 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. Rule 318A supersedes all prior Commission drilling and spacing orders affecting well location and density requirements

of Greater Wattenberg Area wells. On December 5, 2005, Rule 318A was amended, among other things, to allow interior infill and boundary wells to be drilled and wellbore spacing units to be established. On August 8, 2011, Rule 318A was again amended, among other things, to address drilling of horizontal wells. The Application Lands are subject to Rule 318A for the Codell and Niobrara formations.

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. The Application Lands currently contain 86 wells designated as producing, shut in, or temporarily abandoned, according to COGIS records, and a list of these wells is attached as Exhibit C ("Existing Wells"). PDC excludes from this Application all Existing Wells located on the Application Lands as of the date of this Application, to the extent they are still producing, and asserts that the production and payments from the Existing Wells should be maintained under the authority of all applicable Commission rules and orders.

6. The proposed approximate 1,920-acre drilling and spacing unit is not smaller than the maximum area that can be economically and efficiently drained by the proposed wells.

7. PDC requests that the Commission approve the development of up to twenty eight (28) horizontal wells in the proposed approximate 1,920-acre drilling and spacing unit for the production of oil, gas, and associated hydrocarbons from the Codell and Niobrara formations. The proposed wells will be drilled from surface locations described in Rule 318A or on other lands with consent of the landowner, unless an exception is granted by the Director. The wells will be stacked by formation to comply with the minimum distances from the outer boundaries of the proposed drilling and spacing unit and from any other well producing from the Codell and Niobrara formations.

8. Applicant states that, for any permitted wells to be drilled under this Application, the productive intervals of the wellbores shall be no less than 460 feet from the east and west unit boundaries, and no less than 150 feet from the north and south unit boundaries. Applicant further states that the interwell setbacks shall be no less than 150 feet from the productive interval of any other well producing from the Niobrara and Codell formations, unless an exception is granted by the Director.

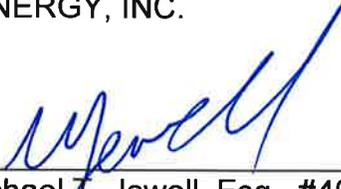
9. The proposed wells shall be drilled from a maximum of two (2) well pads located within the approximate 1,920-acre drilling and spacing unit, or on adjacent lands with consent of the landowner, unless an exception is granted by the Director.

DATED this 29th day November, 2017.

Respectfully submitted,

PDC ENERGY, INC.

By: _____


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. Daniel R. McCoy
1775 Sherman Street - Suite 3000
Denver, CO 80203

VERIFICATION

STATE OF COLORADO)
) ss.
CITY AND 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 for PDC Energy, Inc., whose address is 1775 Sherman Street, Suite 3000, Denver, CO 80203.

2. He has read the within 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.

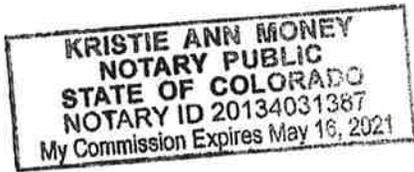
Further Affiant sayeth not.



Daniel R. McCoy

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

Witness my hand and official seal.
My commission expires: 5/16/2021



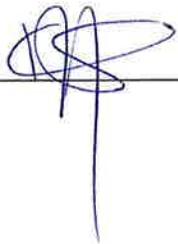


Exhibit A

Interested Party List
Spacing Application

Township 4 North, Range 65 West, 6th P.M.
Section 31: All

Township 3 North, Range 65 West, 6th P.M.
Section 6: All
Section 7: All

PDC Energy, Inc.	Weld County Department of Planning Services
Colorado Parks and Wildlife	Colorado Department of Public Health & Environment
Noble Energy, Inc.	Noble Energy WyCo, LLC
Dawn Krupp	Shawn C. Elworthy
Crestone Peak Resources Holding LLC	Martin J. Harrington, Jr.
James H. Turner, Trustee	Robert S. Pirtle
Tundra Resources, LLC	Purple Kangaroos, LLC
Sentinel Resources Corporation	

Exhibit B

Reference Map of Application Lands

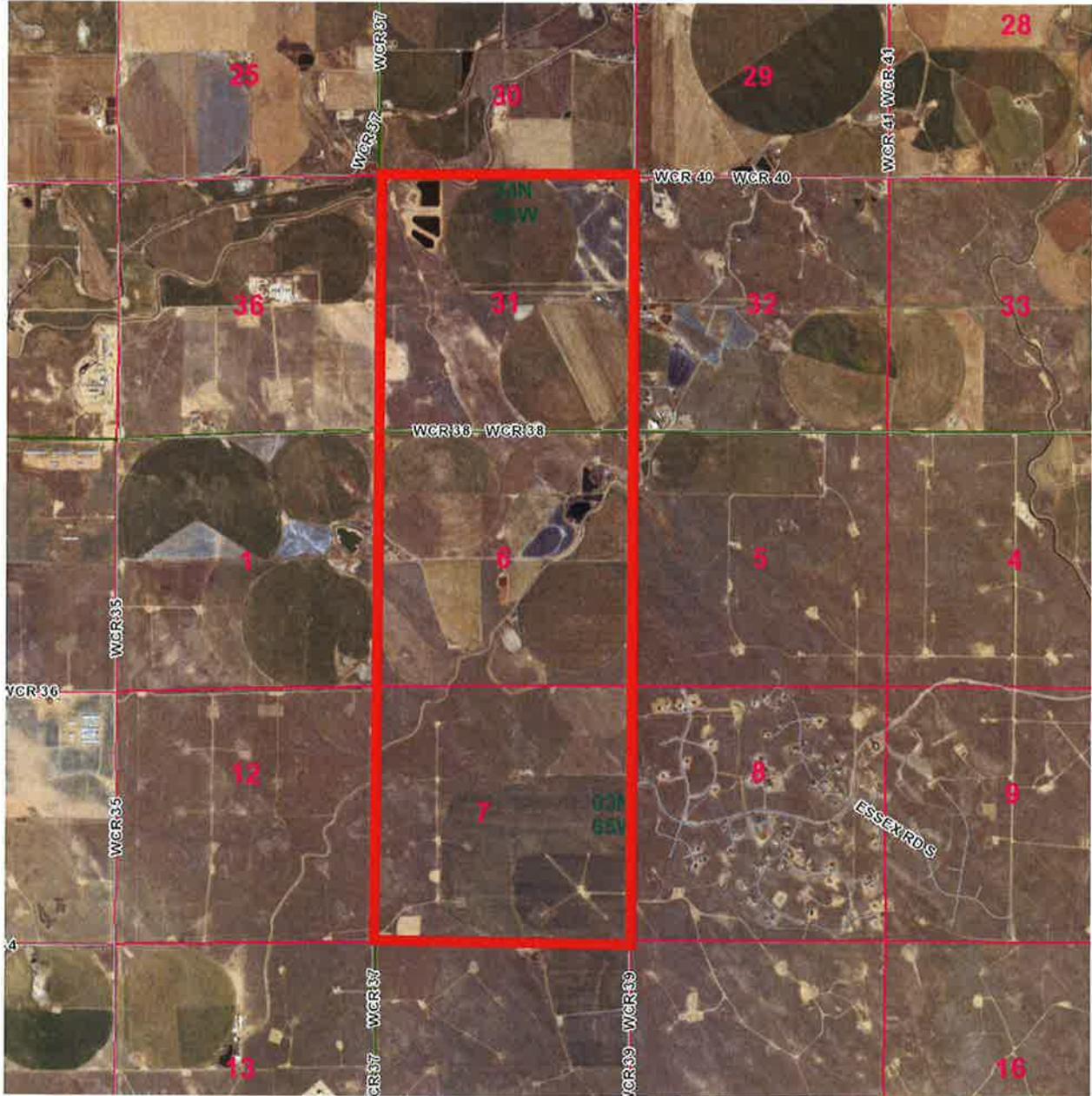


Exhibit C

Existing Wells on Application Lands

<i>API</i>	<i>Well Name</i>	<i>Operator</i>	<i>Status</i>	<i>Well Location</i>	<i>Scout Card Order Information</i>
05-123-09552	RURAL LAND 41-31 #1	NOBLE ENERGY INC 100322	SI 6/1/2017	WELD 123 NENE 31 4N 65W 6	232-23
05-123-16008	LAND 31-11	NOBLE ENERGY INC 100322	SI 3/1/2017	WELD 123 NENE 31 4N 65W 6	none
05-123-23990	RURAL 31-15	NOBLE ENERGY INC 100322	SI 3/1/2017	WELD 123 NENE 31 4N 65W 6	407-1
05-123-15166	HSR- GARDNER 3-31A	NOBLE ENERGY INC 100322	SI 5/1/2017	WELD 123 NENW 31 4N 65W 6	232-23
05-123-16017	UPRC 31-9G	NOBLE ENERGY INC 100322	SI 3/1/2017	WELD 123 NESE 31 4N 65W 6	none
05-123-21087	RURAL 9-31A	NOBLE ENERGY INC 100322	PR 8/14/200 2	WELD 123 NESE 31 4N 65W 6	232-23
05-123-24105	RURAL 23-31	NOBLE ENERGY INC 100322	PR 1/7/2011	WELD 123 NESW 31 4N 65W 6	Rule 318A
05-123-15216	HSR- TUDOR 11-31A	NOBLE ENERGY INC 100322	PR 4/14/201 4	WELD 123 NESW 31 4N 65W 6	232-23
05-123-15165	HRS-BREST 4-31	NOBLE ENERGY INC 100322	SI 5/1/2017	WELD 123 NWNW 31 4N 65W 6	232-23
05-123-15426	UPRR #21 PAN AM /N/ 1	NOBLE ENERGY INC 100322	SI 5/1/2017	WELD 123 NWNW 31 4N 65W 6	none
05-123-23905	RURAL 29-31	NOBLE ENERGY INC 100322	SI 5/1/2017	WELD 123 NWNW 31 4N 65W 6	Rule 318A
05-123-16018	UPRC 31-10G	NOBLE ENERGY INC 100322	SI 3/1/2017	WELD 123 NWSE 31 4N 65W 6	493-2
05-123-15257	HSR- KIRKHAM 12-31A	NOBLE ENERGY INC 100322	PR 4/14/201 4	WELD 123 NWSW 31 4N 65W 6	232-23

05-123-31588	RURAL 22-31	NOBLE ENERGY INC 100322	PR 4/6/2011	WELD 123 NWSW 31 4N 65W 6	407-87
05-123-31589	RURAL 19-31	NOBLE ENERGY INC 100322	PR 3/31/201 1	WELD 123 NWSW 31 4N 65W 6	407-87
05-123-31592	RURAL 33-31	NOBLE ENERGY INC 100322	PR 3/17/201 1	WELD 123 NWSW 31 4N 65W 6	407-87
05-123-31595	RURAL 21-31	NOBLE ENERGY INC 100322	PR 4/11/201 1	WELD 123 NWSW 31 4N 65W 6	407-87
05-123-13015	CPC-LAND 31-2	NOBLE ENERGY INC 100322	PR 3/10/200 0	WELD 123 SENE 31 4N 65W 6	none
05-123-15167	HSR- SIAMAS 6-31	NOBLE ENERGY INC 100322	PR 12/14/19 99	WELD 123 SENE 31 4N 65W 6	232-23
05-123-23467	RURAL 18-31	NOBLE ENERGY INC 100322	SI 5/1/2017	WELD 123 SENE 31 4N 65W 6	407-87
05-123-16016	UPRC 31-16G	NOBLE ENERGY INC 100322	PR 12/18/20 02	WELD 123 SESE 31 4N 65W 6	232-23
05-123-15168	HSR- CUTLER 14-31	NOBLE ENERGY INC 100322	PR 12/21/20 02	WELD 123 SESE 31 4N 65W 6	232-23
05-123-09691	RURAL LAND 32-31 2	NOBLE ENERGY INC 100322	SI 6/1/2017	WELD 123 SWNE 31 4N 65W 6	232-23
05-123-16009	LAND 31-13	NOBLE ENERGY INC 100322	SI 3/1/2017	WELD 123 SWNE 31 4N 65W 6	none
05-123-15256	HSR- MASSEY 5-31	NOBLE ENERGY INC 100322	PR 11/6/200 3	WELD 123 SWNW 31 4N 65W 6	none
05-123-23819	RURAL 31-31	NOBLE ENERGY INC 100322	PR 5/26/201 0	WELD 123 SWNW 31 4N 65W 6	Rule 318A
05-123-23569	RURAL 20-31	NOBLE ENERGY INC 100322	PR 8/3/2011	WELD 123 SWSE 31 4N 65W 6	407-87
05-123-24246	RURAL 37-31	KERR MCGEE OIL & GAS ONSHORE	PR 5/27/201 4	WELD 123 SWSE 31 4N 65W 6	Rule 318A

		LP 47120			
05-123-30933	RURAL 37-31	NOBLE ENERGY INC 100322	PR 5/12/201 1	WELD 123 SWSE 31 4N 65W 6	407-87
05-123-30950	RURAL 36-31	NOBLE ENERGY INC 100322	PR 10/26/20 11	WELD 123 SWSE 31 4N 65W 6	407-87
05-123-16019	UPRC 31-15G	NOBLE ENERGY INC 100322	PR 11/22/19 96	WELD 123 SWSE 31 4N 65W 6	232-23; 407-87; 493-2
05-123-17591	HSR SELLS 13-31	NOBLE ENERGY INC 100322	PR 12/3/199 3	WELD 123 SWSW 31 4N 65W 6	none
05-123-15258	HSR-METZ 13-31	NOBLE ENERGY INC 100322	PR 6/13/201 1	WELD 123 SWSW 31 4N 65W 6	none
05-123-21312	WARDELL 13-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 CSW 6 3N 65W 6	407-87
05-123-20587	KNAUB H 6-1 JI	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 6/1/2017	WELD 123 NENE 6 3N 65W 6	407-66; Rule 318A
05-123-10134	MCKENNEY - KNAUB 6-5	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 4/1/2017	WELD 123 NENE 6 3N 65W 6	none
05-123-15232	LUDWIG GAS UNIT 5-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 6/1/2017	WELD 123 NENE 6 3N 65W 6	232-23; 407-66
05-123-15202	KNAUB 2-6	KERR MCGEE OIL & GAS ONSHORE	SI 5/1/2017	WELD 123 NENW 6 3N 65W 6	232-23; 407-87; 493-2

		LP 47120			
05-123-17807	HSR-MCREYNOLDS 9-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 6/1/2017	WELD 123 NESE 6 3N 65W 6	232-23; 499-15
05-123-14996	HSR-HERSH 9-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 6/1/2017	WELD 123 NESE 6 3N 65W 6	232-23; 407-87; 493-2
05-123-15022	HSR JANA 11-6A	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 NESW 6 3N 65W 6	232-23; 407-87
05-123-15400	KNAUB 3-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 NWNW 6 3N 65W 6	232-23; 407-87
05-123-14970	KNAUB 1-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	PR 5/14/2010	WELD 123 NWNW 6 3N 65W 6	232-23; 407-87; 493-2
05-123-34755	LUDWIG H 06-31D	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 NWNW 6 3N 65W 6	407-87
05-123-14998	HSR-J T 10-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 NWSE 6 3N 65W 6	407-87; 493-2

05-123-15023	HSR-ANNA 12-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 6/1/2017	WELD 123 NWSW 6 3N 65W 6	407-87
05-123-15399	LUDWIG 6-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	PR 4/22/200 8	WELD 123 SENE 6 3N 65W 6	232-23; 407-87
05-123-10389	LUDWIG 1-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 6/1/2017	WELD 123 SENE 6 3N 65W 6	none
05-123-25473	LUDWIG H 6-6X	KERR MCGEE OIL & GAS ONSHORE LP 47120	TA 8/1/2017	WELD 123 SENE 6 3N 65W 6	232-23; 407-87
05-123-14997	HSR- HAGAN 16-6A	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 6/1/2017	WELD 123 SESE 6 3N 65W 6	232-23; 407- 87; 493-2
05-123-23511	WARDELL 20-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 6/1/2017	WELD 123 SESE 6 3N 65W 6	407-87
05-123-15021	HSR- UPSON 14-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	PR 8/1/2017	WELD 123 SESW 6 3N 65W 6	407-87
05-123-14932	LUDWIG 2-6	KERR MCGEE OIL & GAS ONSHORE	SI 6/1/2017	WELD 123 SWNE 6 3N 65W 6	232-23; 407- 87; 493-2

		LP 47120			
05-123- 25470	LUDWIG H 6-18	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 SWNE 6 3N 65W 6	407-87
05-123- 25465	LUDWIG H 6-19	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 SWNW 6 3N 65W 6	232-23; 407-87
05-123- 15201	LUDWIG 3-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 SWNW 6 3N 65W 6	232-23; 407- 87; 493-2
05-123- 15003	HSR-ARC 15-6A	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 SWSE 6 3N 65W 6	232-23; 407- 87; 493-2
05-123- 15009	HSR-FREY 13-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 SWSW 6 3N 65W 6	232-23; 407-87
05-123- 24093	WARDELL 35-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	PR 7/1/2017	WELD 123 SWSW 6 3N 65W 6	407-87
05-123- 24086	WARDELL 33-6	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 SWSW 6 3N 65W 6	Rule 318A

05-123-38313	WARDELL 4G-7HZ	KERR MCGEE OIL & GAS ONSHORE LP 47120	PR 7/6/2015	WELD 123 LOT 4 7 3N 65W 6	none
05-123-16050	WARDELL 41-7	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 NENE 7 3N 65W 6	407-87
05-123-15045	HSR- HARLAND 3-7A	KERR MCGEE OIL & GAS ONSHORE LP 47120	PR 1/16/200 3	WELD 123 NENW 7 3N 65W 6	232-23; 407-87
05-123-17602	WARDELL 7A 1	CRESTONE PEAK RESOURCES OPERATING LLC 10633	PR 6/29/201 0	WELD 123 NESE 7 3N 65W 6	232-23; Rule 318A
05-123-27291	WARDELL 6-4-7	CRESTONE PEAK RESOURCES OPERATING LLC 10633	PR 3/20/201 2	WELD 123 NESE 7 3N 65W 6	232-23; 407- 87; 407-66
05-123-15072	HSR - COOK 11-7A	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 NESW 7 3N 65W 6	232-23; 407-87
05-123-12795	WARDELL- UPRR 31-7	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 NWNE 7 3N 65W 6	none
05-123-22645	WARDELL 1-7	CRESTONE PEAK RESOURCES OPERATING	PR 2/18/200 5	WELD 123 NWNE 7 3N 65W 6	232-23

		LLC 10633			
05-123-15027	HSR-REWANK 4-7A	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 NWNW 7 3N 65W 6	232-23; 407-87
05-123-16930	HSR-NORRIS 4-7	KERR MCGEE OIL & GAS ONSHORE LP 47120	TA 7/1/2017	WELD 123 NWNW 7 3N 65W 6	407-125-499- 15
05-123-17609	WARDELL 7A 2	CRESTONE PEAK RESOURCES OPERATING LLC 10633	PR 3/1/2010	WELD 123 NWSE 7 3N 65W 6	232-23
05-123-15103	HSR-PRINVALE 12-7A	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 NWSW 7 3N 65W 6	232-23; 407-87
05-123-13094	WARDELL UPRR 42-7	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 SENE 7 3N 65W 6	Rule 318A
05-123-15094	HSR-OBERKFELL 6-7A	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 SENW 7 3N 65W 6	232-23; 407-87
05-123-12844	WARDELL B 1	CRESTONE PEAK RESOURCES OPERATING LLC 10633	SI 7/1/2017	WELD 123 SESE 7 3N 65W 6	407-87

05-123-21969	WARDELL 44-7	CRESTONE PEAK RESOURCES OPERATING LLC 10633	PR 5/13/200 9	WELD 123 SESE 7 3N 65W 6	407-87; 407-66; Rule 318A
05-123-15064	HSR-ROEDER 14-7A	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 SESW 7 3N 65W 6	232-23; 407-87
05-123-14485	WARDELL UPRR 32-7	KERR MCGEE OIL & GAS ONSHORE LP 47120	PR 7/1/2017	WELD 123 SWNE 7 3N 65W 6	none
05-123-23211	WARDELL 17-7	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 SWNE 7 3N 65W 6	none
05-123-22314	WARDELL 22-7	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 SWNW 7 3N 65W 6	232-23; 407-87
05-123-15043	HSR-GROMALA 5-7	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 SWNW 7 3N 65W 6	407-87; Rule 318A
05-123-17610	WARDELL 7A 3	CRESTONE PEAK RESOURCES OPERATING LLC 10633	PR 6/30/201 0	WELD 123 SWSE 7 3N 65W 6	232-23; 493-2
05-123-24119	WARDELL 4-6-7	CRESTONE PEAK RESOURCES OPERATING	PR 1/12/201 2	WELD 123 SWSE 7 3N 65W 6	407-66; 407-87

		LLC 10633			
05-123- 24166	WARDELL 6-8-7	CRESTONE PEAK RESOURCES OPERATING LLC 10633	PR 3/29/201 2	WELD 123 SWSE 7 3N 65W 6	232-23; 407- 66; 407-87
05-123- 21517	WARDELL 3-7-5Z	KERR MCGEE OIL & GAS ONSHORE LP 47120	PR 8/2/2009	WELD 123 SWSW 7 3N 65W 6	407-87
05-123- 15044	HSR-NIALL 13-7	KERR MCGEE OIL & GAS ONSHORE LP 47120	SI 5/1/2017	WELD 123 SWSW 7 3N 65W 6	407-87; Rule 318A

