

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)
NIOBRARA 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 280-acre Wellbore Spacing Unit, as further defined below, for the drilling of the Boulter Farms 27G-232 well (API No. 05-123-43519) ("Well"), for the development of the Niobrara formation on the following described lands:

Township 5 North, Range 65 West, 6th P.M.
Section 26: N $\frac{1}{2}$ SW $\frac{1}{4}$, NW $\frac{1}{4}$ SE $\frac{1}{4}$
Section 27: N $\frac{1}{2}$ S $\frac{1}{2}$

Weld County, Colorado, containing approximately 280.00 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. No other orders have been entered for the Application Lands.

6. PDC designated this 280-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 280-acre Wellbore Spacing Unit:

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

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

Section 27: N $\frac{1}{2}$ S $\frac{1}{2}$

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 Boulter Farms 27G-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 Boulter Farms 27G-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 Boulter Farms 27G-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.

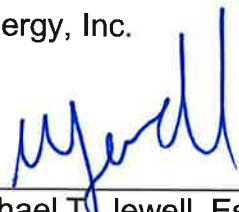
[SIGNATURE PAGE FOLLOWS]

DATED this 30th day of 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. 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 for the Boulder Farms 27G-232 well, 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 29th day of November, 2017.

Witness my hand and official seal.
My commission expires: Nov. 20, 2020

MEGAN GUNNUFSON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20084036648
MY COMMISSION EXPIRES NOVEMBER 20, 2020



EXHIBIT A

Interested Parties

Boulter Farms 27G-232 Well

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

PDC Energy, Inc.
ABA Revocable Trust*
AJC Holdings, LLC*
Anadarko E&P Onshore LLC*
Andrew Kennedy Leaming*
Atomic Capital Minerals LLC*
Barry L. Snyder*
Bill L. Dumler*
Charlotte M. Brungard*
David C. Wilkinson*
Donald A. Roth*
Dorothea Sharon Sweet, as Trustee of the Heidbrink Family Trust*
Douglas Lee Herbster or Myra Joan Herbster, Trustee of the Herbster Family Trust*
Eileen Dumler*
Energy Projects Ltd.*
Eugene Sears, Trustee under Testamentary Trust*
George E. Neukirch and Evelyn L. Neukirch, JT*
George Everett Bunting and Sandra Camille Bunting, JT*
Glen A. Ford*
Henry L. Giesick*
Hugh J. Leaming and Olive Leaming, JT*
James A. Ford*
James Lee Sitzman, Jr.*
Jay L. Sitzman*
Jerry Lee Karbs*
Jodene Wendel*
John Frederick Schmidt*
John G. Brant*
John Lee Alles and Lorraine P. Alles, JT*

Joseph F. Zufall and LaVeta A. Zufall, JT*
Leo J. Sitzman*
Loretta M. Ford*
Lydia Dietrich Trust*
Matiko Development Project No. 1*
Michael J. Boulter and Daisy I. Boutler, JT*
Michael J. Roth*
Richard L. Roth*
Robert A. Roth*
Robert M. Davenport III and Tracy N. Davenport, JT*
Rocky Steven Haynes*
Stelaron, Inc. *
Steven J. Schroeder and Karen D. Schroeder, JT*
Taku Resources LLC*
The Jack Donald Bennalack and Sylvia C. Bennalack Revocable Trust*
The Londell A. Bunting Family Trust*
The Union Central Life Insurance Company*
Tracy James Wells*
Wanda K. Sitzman*

EXHIBIT B

Plat

Boulter Farms 27G-232 Well

[ATTACHED]

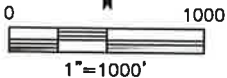
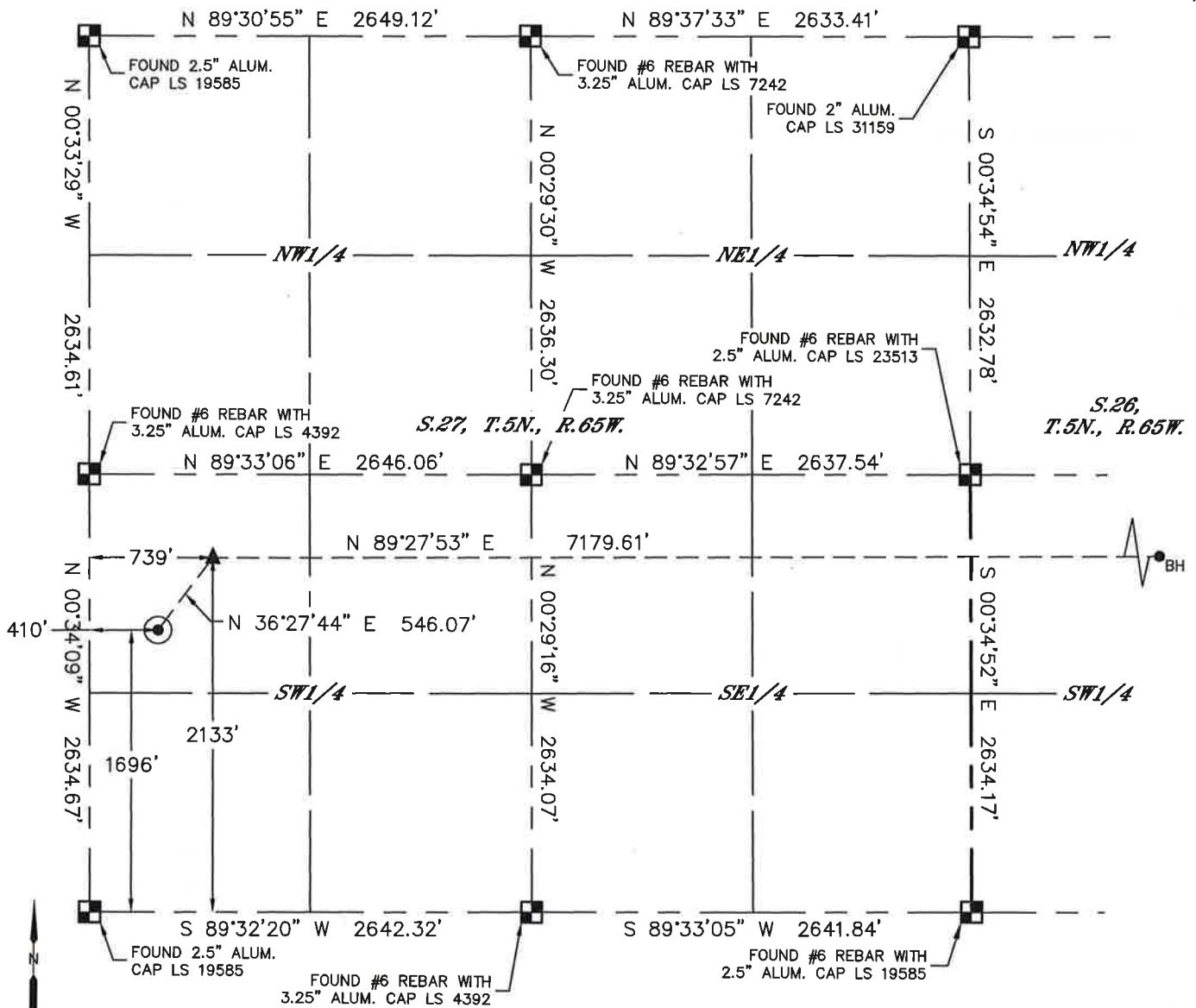


Lat40, Inc. 6250 W. 10th Street, Unit 2, Greeley, CO 970-515-5294

WELL LOCATION CERTIFICATE

BOULTER FARMS 27G-232

SECTION: 27
TOWNSHIP: 5N
RANGE: 65W
6TH. P.M.
WELD COUNTY, CO



CLIENT: PDC ENERGY			LANDMAN: PATRICK FINLEY					
INSTRUMENT OPERATOR: CASEY KOHOUT			SURVEY DATE: 1/4/2016		SURFACE USE: CROP LAND			
SHL FOOTAGE	SHL LAT °	SHL LONG °	SHL PDOP	SHL ELEV (FT.)	SHL 1/4/1/4	SHL S-T-R		
1696	FSL 410	FWL	40.36773	-104.65739	1.8	4657	NWSW	27-5-65

BHL FOOTAGE	BHL LAT °	BHL LONG °	BHL S-T-R	EP LAT °	EP LONG °	EP S-T-R		
2150	FSL 2635	FWL	40.36892	-104.63045	26-5-65	40.36892	-104.65621	27-5-65

- NOTE:
- 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."
 - Distances to section lines measured at 90 degrees from said section lines.
 - Ground elevations are based on an observed GPS elevation (NAVD 1988 DATUM).
 - Latitude and Longitude shown are (NAD 83 DATUM).
 - IMPROVEMENTS: See LOCATION DRAWING for all visible improvements within 500' of oil and gas location.
 - This map does not represent a boundary survey.

NEAREST CULTURAL ITEMS	
BUILDING	±641' SW
BUILDING UNIT	±688' SW
HIGH OCCUPANCY BUILDING UNIT	5280'+
DESIGNATED OUTSIDE ACTIVITY AREA	5280'+
PUBLIC ROAD (COUNTY ROAD 43)	±399' W
ABOVE GROUND UTILITY	±385' W
RAILROAD	±1929' SE
PROPERTY LINE	±410' W

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



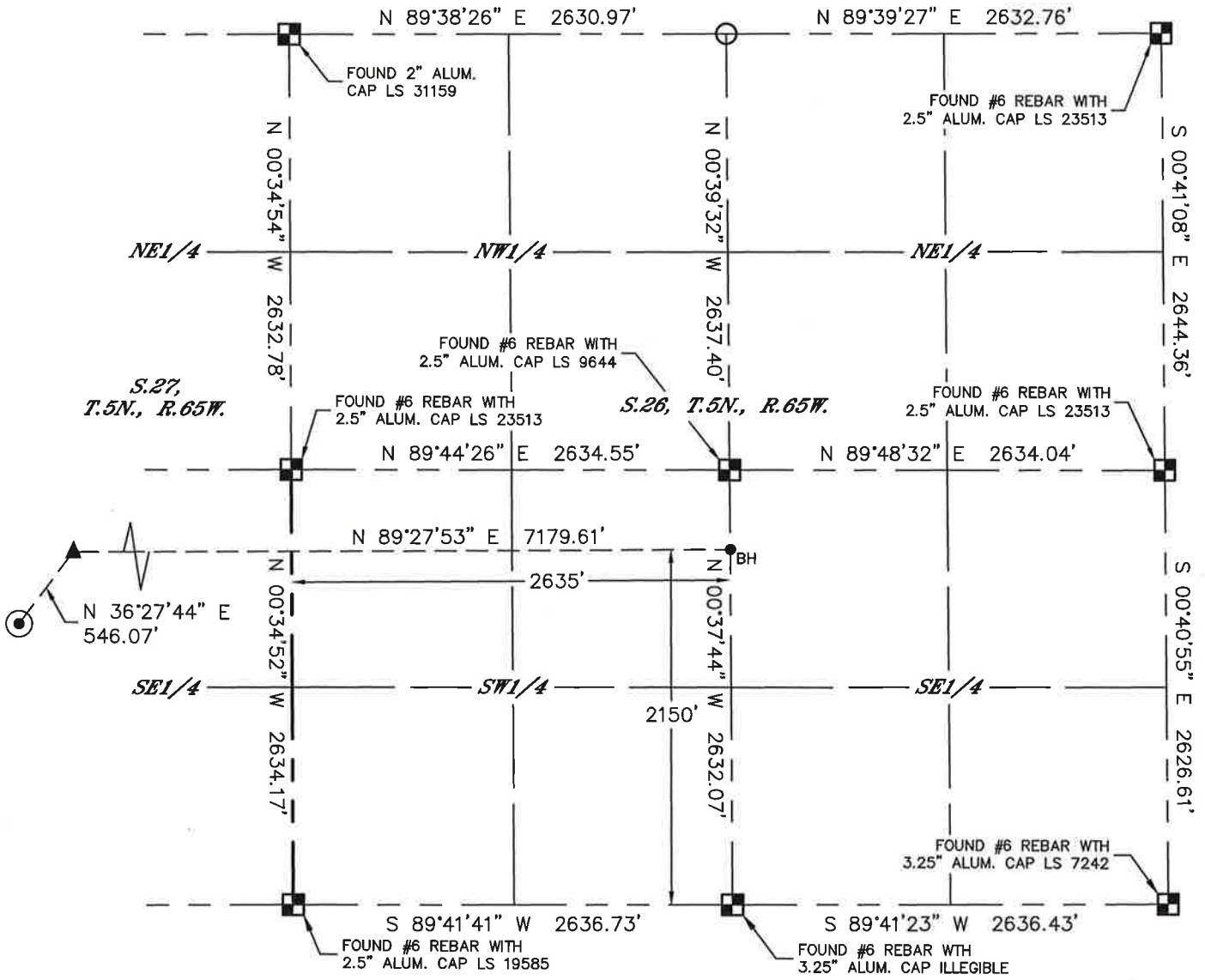


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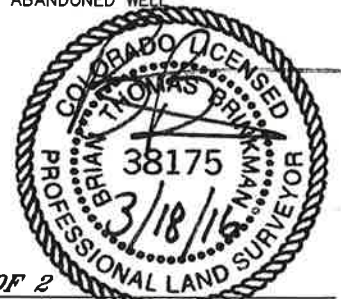


LEGEND

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- ⊙_{BH} = EXISTING WELL
- ⊗ = ABANDONED WELL

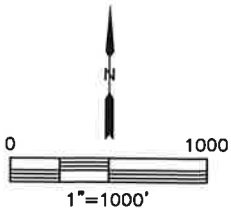
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- 5) IMPROVEMENTS: See LOCATION DRAWING for all visible improvements within 500' of oil and gas location.
- 6) This map does not represent a boundary survey.



SHEET 2 OF 2

Brian T. Brinkman—On behalf of LAT40, Inc.
Colorado Licensed Professional Land Surveyor No. 38175
DATE: 3/18/2016
PROJECT#: 2015094



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

IN THE MATTER OF THE APPLICATION OF) CAUSE NO.
THE PROMULGATION AND ESTABLISHMENT)
OF FIELD RULES TO GOVERN OPERATIONS) DOCKET NO. 180100088
FOR THE NIOBRARA FORMATION,)
WATTENBERG FIELD, WELD COUNTY,) TYPE: POOLING
COLORADO)

CERTIFICATE OF SERVICE

Courtney M. Shephard, of lawful age, and being first duly sworn upon her oath, states and declares:

That she is the attorney for PDC Energy, Inc., and that on December 7, 2017, she caused a copy of the Application submitted to COGCC on November 30, 2017, to be deposited in the United States Mail, postage prepaid, addressed to the interested parties listed on Exhibit A to the Application.

By: Courtney M. Shephard
Courtney M. Shephard, Esq.
License #47668

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

STATE OF COLORADO)
) SS.
COUNTY OF ARAPAHOE)

Subscribed and sworn to before me this 7th day of December, 2017.

My commission expires: 06-03-2019

PARASIA OLEKSIUK
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 20154021765
MY COMMISSION EXPIRES JUNE 3, 2019

Parasia Oleksiuk