

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

IN THE MATTER OF AN APPLICATION BY KERR-MCGEE OIL & GAS ONSHORE LP FOR AN ORDER POOLING ALL INTERESTS IN THREE APPROXIMATE 400-ACRE DESIGNATED HORIZONTAL WELLBORE SPACING UNITS FOR CERTAIN PORTIONS OF SECTIONS 13 AND 24, TOWNSHIP 1 NORTH, RANGE 66 WEST, 6TH P.M., FOR THE DEVELOPMENT/OPERATION OF THE NIOBRARA AND CODELL FORMATIONS, WATTENBERG FIELD, WELD COUNTY, COLORADO

CAUSE NO. 407

DOCKET NO.

TYPE: POOLING

APPLICATION

Kerr-McGee Oil & Gas Onshore LP (Operator No. 47120) ("Kerr-McGee" or "Applicant"), by and through its attorneys, Beatty & Wozniak, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order pooling all interests in three approximate 400-acre horizontal wellbore spacing units established for certain portions of Sections 13 and 24, Township 1 North, Range 66 West, 6th P.M., for the development and operation of the Niobrara and Codell Formations. In support of its Application, Applicant states and alleges as follows:

1. Applicant is a limited partnership duly authorized to conduct business in the State of Colorado, and has registered as an operator with the Commission.

2. Applicant is an owner in the below-listed lands:

Township 1 North, Range 66 West, 6th P.M.

Section 13: S $\frac{1}{2}$ SE $\frac{1}{4}$

Section 24: E $\frac{1}{2}$

Wellbore Spacing Unit ("WSU") Nos. 1-3

400 acres, more or less, Weld County, Colorado.

These lands are hereinafter collectively referred to as the "Application Lands" and depicted in Exhibit A, attached hereto.

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. 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 again amended to, among other things, address drilling of horizontal wells. The Application Lands are subject to Rule 318A.

4. Upon information and belief, Applicant designated three approximate 400-acre horizontal wellbore spacing units comprised of certain portions of the Application Lands, for the below-described wells, for the production of oil, gas and associated hydrocarbons from the Niobrara and Codell Formations. Applicant notified all owners in the proposed wellbore spacing units pursuant to Rule 318A.e.(5). Applicant did not receive objections to the establishment of the proposed horizontal wellbore spacing units within the 30-day response period:

- a. Azul 13-27HZ Well (API No. 05-123-46118) – Niobrara Formation - WSU #1.
- b. Azul 13-28HZ Well (API No. 05-123-46109) – Codell Formation - WSU #2.
- c. Azul 13-29HZ Well (API No. 05-123-46116) – Niobrara Formation - WSU #3.

These wells are hereinafter referred to as the “Subject Wells.”

5. Acting pursuant to the relevant provisions of §34-60-116(6) & (7), C.R.S., and Rule 530., Applicant seeks an order pooling all interests, including, but not limited to, any nonconsenting interests, in WSU Nos. 1-3 established for the Application Lands, for the development and operation of the Niobrara and Codell Formations.

6. Applicant requests that the Commission’s pooling order be made effective as of the earlier of the date of this Application, or the date that the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject Wells within WSU Nos. 1-3.

7. Further, Applicant requests that the interests of any owners with whom the Applicant has been unable to secure a lease or other agreement to participate in the drilling of the Subject Wells, are made subject to the cost recovery provisions of §34-60-116(7), C.R.S., effective as of the earlier of the date of the Application, or the date the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject Wells.

8. The granting of this Application is in accord with the Oil and Gas Conservation Act, found at §§34-60-101, et seq., C.R.S., and the Commission rules.

9. Applicant requests that relief granted under this Application should be effective on oral order by the Commission, and Applicant hereby agrees to be bound by said oral order.

10. The undersigned certifies that copies of this 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 this matter be set for hearing, that notice be given as required by law and that upon such hearing, the Commission enter its order:

A. Pooling all interests in WSU Nos. 1-3 established for the Application Lands, for the development and operation of the Niobrara and Codell Formations, effective as of the earlier of the date of this Application, or the date that the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject Wells within WSU Nos. 1-3.

B. Providing that the interests of any owners with whom the Applicant has been unable to secure a lease or other agreement to participate in the drilling of the Subject Wells, are made subject to the cost recovery provisions of §34-60-116(7), C.R.S., effective as of the earlier of the date of the Application, or the date the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject Wells.

C. For such other findings and orders as the Commission may deem proper or advisable in the premises.

DATED this 18th day of January, 2018.

Respectfully submitted,

KERR-MCGEE OIL & GAS ONSHORE LP

By: 

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Jillian Fulcher
Evan Bekkedahl
Beatty & Wozniak, P.C.
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ebekkedahl@bwenergylaw.com

Applicant's Address:

Kerr-McGee Oil & Gas Onshore LP
ATTN: Rocky Kimball
1099 18th Street, Suite 1360
Denver, Colorado 80202

VERIFICATION

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

Rocky Kimball, Landman for Kerr-McGee Oil & Gas Onshore LP, upon oath deposes and says that he has read the foregoing Application and that the statements contained therein are true to the best of his knowledge, information and belief.

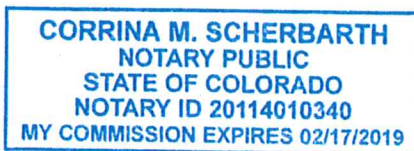
KERR-MCGEE OIL & GAS ONSHORE LP

Rocky Kimball
Rocky Kimball

Subscribed and sworn to before me this 18th day of January, 2018,
by Rocky Kimball, Landman for Kerr-McGee Oil & Gas Onshore LP.

Witness my hand and official seal.

My commission expires: 2/17/2019



Corrina M. Scherbarth
Notary Public

Exhibit A

Reference Map for Pooling Application

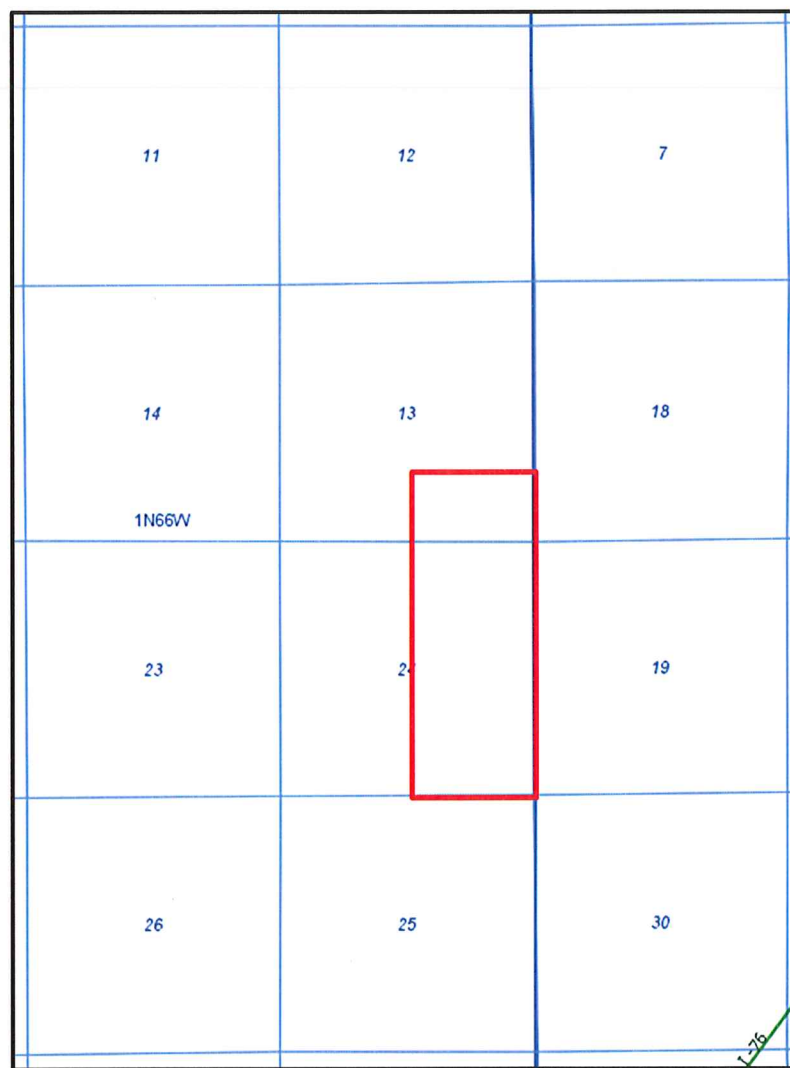
Township 1 North, Range 66 West, 6th P.M.

Section 13: S $\frac{1}{2}$ SE $\frac{1}{4}$

Section 24: E $\frac{1}{2}$

Wellbore Spacing Unit ("WSU") Nos. 1-3

400 acres, more or less, Weld County, Colorado.



 = Application Lands

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TYPE: POOLING

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

That she is a Legal Assistant at Beatty & Wozniak, P.C., attorneys for Kerr-McGee Oil & Gas Onshore LP, and on or before January 25, 2018, caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A attached hereto.

Subscribed and sworn to before me this 25th day of January, 2018.

Aida Linda Brown
Notary Public

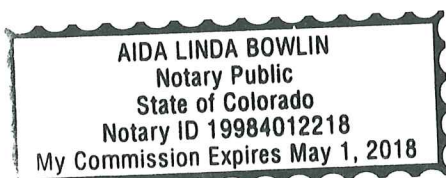


EXHIBIT A

INTERESTED PARTIES

The names and addresses of the interested parties (persons who own any interest in the mineral estate of the tracts to be pooled, except owners of overriding royalty interest) according to the information and belief of the Applicant are set forth in this Exhibit A.

Anadarko Land Corp.
1099 18th Street, Suite 1800
Denver, CO 80202

Carbon Peak Energy, LLC
PO Box 101105
Denver, CO 80210

Larry J. Sisneros and
Celeste J. Sisneros, JT
2605 Appaloosa Ave
Brighton, CO 80603

Ronald R. Harms and
Sally Ann Harms, JT
17486 WCR 8
Brighton, CO 80601

Angelo D. J. Leon
17756 Weld County Road 8
Brighton, CO 80601

Michelle A. Andrews Living Trust
dated October 16, 2006
2958 Arabian Ave
Brighton, CO 80603

Mai Houa Vang
17677 Palamino Street
Brighton, CO 80603

Peter T. Pfauth and
Karyn M. Pfauth, JT
2803 Weld County Road 37
Brighton, CO 80601

Joseph D. Jones and
Peggy A. Jones, JT
2896 Appaloosa Avenue
Brighton, CO 80603

Bob L. Mulkey and
Bonnie R. Mulkey, JT
17666 Pinto Street
Brighton, CO 80601

James David Calzia and
Patricia Ann Calzia, JT
Rt #1, Box 1103
Brighton, CO 80601

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Anita S. Hapken, JT
4081 S. Yarrow Street
Lakewood, CO 80235

Richard D. Lewis
15623 DeGaulle Circle
Brighton, CO 80603

David Wesley Ritchey
2941 County Road A, Apt. A
Wiggins, CO 80654

Rebecca A. Scott
21940 291st Ave
Fort Pierre, SD 57532

Kim Marie Wolf
6925 Weld County Road 63
Keenesburg, CO 80643

Grant A. Ritchey and
Dawn D. Ritchey, JT
13408 Weld County Road 43
Hudson, CO 80642

Beauleo Minerals LLC
5 Brighton Way
Farmington, CT 06032

MC Oil Well LLC
108 Martinek Lane
Palmer, TX 75152

HK Resources LLC
5791 Pelican Shores Ct
Longmont, CO 80504

Salvador Alonzo, JR
2325 Appaloosa Ave
Brighton, CO 80603

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Mary C. Ritchey, JT
14031 Sable Blvd
Brighton, CO 80601

Christopher Melvin Strong
2345 Weld County Road 37
Brighton, CO 80601

Harvey Nakagawa Living Trust
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2895 Appaloosa Ave
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Anthony C. Mitchell and
Janie M. Mitchell, JT
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Nancy S. Baughman
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Jackie Johanson
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Rickie L. Van Egmond and
Alma J. Van Egmond, JT
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Stanley Roy Swank
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Chelsea Kadler and Tyler McKellar, JT
2957 Arabian Avenue
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William R. Crump and
Patricia Crump, TIC
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Timothy L. Crabdree and
Anke K. Crabdree, JT
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Elizabeth, CO 80107

Edward Cronin
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Aurora, CO 80014

The Heirs and Devisees of
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C/O Edward Cronin
13753 E. Marina Dr, Unit A
Aurora, CO 80014

Heirs or Devisees of Dewey W. Hapken
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Neal A. Boal and Betty Ann Boal, JT
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Brighton, CO 80601

Ernest D. Burrell and Lois G. Burrell, JT
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Brighton, CO 80603

Board of County Commissioners
of Weld County
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Greeley, CO 80632

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Vicky D. Traxler, JT
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Donna S. Motley, JT
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Brighton, CO 80603

Michael L. Mahoney and
Susan J. Mahoney
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Brighton, CO 80601

Mary Jo Ochs Living Trust
dated April 16, 2015
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Conor Benjamin Johnson
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Brenda K. Haffner
23510 Weld County Road 6
Hudson, CO 80642

Atomic Capital Minerals LLC
2777 Allen Parkway Suite 1185
Houston, TX 77019

Karen Ritchey Caldwell and
Tim S. Caldwell, Trustees of
the Revocable Intervivos Trust of
Karen Ritchey Caldwell
dated June 21, 2001
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Tulsa, OK 74105

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Randy L. Kreutzer and
Gloriane Kreutzer, JT
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Eugene J. De Pinto and
Mary Ann De Pinto, JT
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Brenda Conner
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Marianne L. Bauer, JT
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Elizabeth, CO 80107

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Brighton, CO 80603

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