

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

IN THE MATTER OF THE APPLICATION OF
GREAT WESTERN OPERATING COMPANY,
LLC FOR AN ORDER TO SUBJECT
ADDITIONAL PARTIES TO ORDER NO. 407-
1997, WHICH POOLED ALL INTERESTS IN AN
APPROXIMATE 480-ACRE DESIGNATED
HORIZONTAL WELLBORE SPACING UNIT
FOR PORTIONS OF SECTIONS 15, 16, 21
AND 22, TOWNSHIP 6 NORTH, RANGE 67
WEST, 6TH P.M., FOR THE DEVELOPMENT OF
THE NIOBRARA FORMATION, WATTENBERG
FIELD, WELD COUNTY, COLORADO

CAUSE NO.

DOCKET NO.

TYPE: POOLING

APPLICATION

COMES NOW Great Western Operating Company, LLC (Operator No. 10110) ("Great Western" or "Applicant"), by its attorneys, Jost Energy Law, P.C., and makes this application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order to subject additional parties to Order No. 407-1997, which pooled all interests in an approximate 480-acre designated horizontal Wellbore Spacing Unit, as defined below, for the drilling of the Simpson FD 16-382HN (API No. 05-123-44219) for the development and operation of the Niobrara Formation on the following described lands:

Township 6 North, Range 67 West, 6th P.M.

Section 15: S $\frac{1}{2}$ SW $\frac{1}{4}$

Section 16: S $\frac{1}{2}$ S $\frac{1}{2}$

Section 21: N $\frac{1}{2}$ N $\frac{1}{2}$

Section 22: N $\frac{1}{2}$ NW $\frac{1}{4}$

480-acres, more or less, Weld County, Colorado.

Hereinafter "Application Lands."

In support thereof, Applicant states and alleges as follows:

1. Applicant is a limited liability company duly authorized to conduct business in the State of Colorado, and is a registered operator in good standing with the Commission.
2. Applicant owns certain leasehold interests or has the right to operate leasehold interests in the Application Lands.

3. 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 No. 407-1.

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 again amended to, among other things, address drilling of horizontal wells.

5. Applicant designated the 480-acre Wellbore Spacing Unit for the production of oil, gas and associated hydrocarbons from the Codell and Niobrara Formations pursuant to Rule 318A and notified the appropriate parties under Rule 318A.

6. On May 1, 2017, the Commission entered Order No. 407-1997 which pooled all interests in an approximate 480-acre designated horizontal wellbore spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation, and subjected any non-consenting interests 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 that any of the costs specified in §34-60-116(7)(b), C.R.S., are first incurred for the drilling of the Simpson FD 16-382HN Well.

7. Applicant certifies that due to recent ownership information for the Application Lands, additional parties must be noticed and subject to Order No. 407-1997.

8. Applicant, pursuant to Commission Rule 530 and/or the provisions of C.R.S. § 34-60-116 (6) and (7), hereby requests an order to subject additional parties to Order No. 407-1997, which pooled all interests, including but not limited to, any non-consenting interests, in the Application Lands in the Niobrara Formation underlying the following approximate 480-acre Wellbore Spacing Unit for the drilling of the Simpson FD 16-382HN (API No. 05-123-44219):

Township 6 North, Range 67 West, 6th P.M.

Section 15: S $\frac{1}{2}$ SW $\frac{1}{4}$

Section 16: S $\frac{1}{2}$ S $\frac{1}{2}$

Section 21: N $\frac{1}{2}$ N $\frac{1}{2}$

Section 22: N $\frac{1}{2}$ NW $\frac{1}{4}$

480-acres, more or less, Weld County, Colorado.

(the "Wellbore Spacing Unit")

9. 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 C.R.S. § 34-60-116(7)(b) are first incurred for the drilling of the Simpson FD 16-382HN well to the Niobrara Formation in the above-described Wellbore Spacing Unit on the Application Lands.

10. Applicant certifies that copies of this Application will be served on all persons owning an interest in the mineral estate of the tracts to be pooled within seven (7) days of the date hereof, as required by Rule 503.e., 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 Simpson FD 16-382HN, and will be provided with the information required by Rule 530 as applicable.

11. In order to prevent waste and to protect correlative rights, additional parties should be subject to Order No. 407-1997 and pooled for orderly development and operation of the Niobrara Formation, including any non-consenting interests therein.

WHEREFORE, Applicant requests that this matter be set for hearing on April 30, 2018, that notice be given as required by law, and that upon such hearing, the Commission enter its order to:

A. Subject additional parties to Order No. 407-1997, which pooled all interests in an approximate 480-acre designated horizontal Wellbore Spacing Unit on the Application Lands for the development and operation of the Niobrara Formation.

B. Provide that the Commission's order subjecting additional parties to Order No. 407-1997 is made effective as of the earlier of the date of this Application, or the date that any of the costs specified in C.R.S. § 34-60-116(7)(b) are first incurred for the drilling of the Simpson FD 16-382HN Well (API No. 05-123-44219) in the Wellbore Spacing Unit for the development of the Niobrara Formation on the Application Lands.

C. 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 Simpson FD 16-382HN are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(6) and (7), and made subject to the cost recovery provisions thereof with respect to the Simpson FD 16-382HN drilled to develop the Niobrara Formation in the 480-acre Wellbore Spacing Unit comprising the Application Lands.

D. For such other findings and orders as the Commission may deem proper or advisable in this matter.

Dated: March 1, 2018.

Respectfully submitted:

GREAT WESTERN OPERATING COMPANY, LLC

By:



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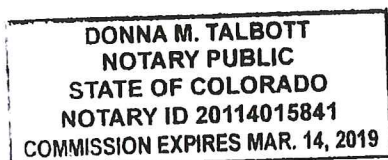
STATE OF COLORADO)
) ss.
CITY AND COUNTY OF DENVER)


Michael Tucker
Senior Landman
Great Western Operating Company, LLC

Subscribed and sworn to before me this 28th day of February 2018.

Witness my hand and official seal.

[SEAL]



My commission expires: 3/4/19

Donna M. Talbott
Notary Public

KERRY LEBLEU
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 19934018734
MY COMMISSION EXPIRES JULY 24, 2021

Exhibit A
FP – Simpson South Boundary

219 7th Street, LLC
1999 6333 WCR 60
Windsor, CO 80550

412 Walnut LLC
2058 Arroyo Ct
Windsor , CO 80550

516 Main Street
2413 Turnberry Rd
Ft Collins, CO 80524

520 Walnut, LLC
6333 County Road 60
Windsor, CO 80550

Synergy Resources Corporation
1625 Broadway
Denver, CO 80202

Raisa II, LLC
P. O. Box 987
Denver, CO 80201

Raisa II, LLC
P. O. Box 162885
Austin, TX 78716

Vectra DFP LLC
2305 West Berry Avenue
Littleton, CO 80202

Waltel Minerals
5801 W. 11th Street, Ste 201
Greeley, CO 80634

DRG LTD
P.O. Box 90
Littleton, CO 80160

Providence Oil & Gas, LLC
6683 Tiger Paw
Littleton, CO 80124

Jerimiah Jones
4512 Warbler Drive
Fort Collins, CO 80526

ACE Real Estate Investments LLC
900 E Lincoln Ave, Unit H
Fort Collins, CO 80524

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6305 County Road 78
Windsor, CO 80550

Andrew Connor and Courtney Connor
2299 Walnut Street
Windsor, CO 80550

Bethany and Adam Bailey
404 Elm St.
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Bethel Inc.
4510 Charles Street
Cheyenne, WY 82001

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Ft Worth, TX 76131

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Church on the Ancient Path
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Colorado Dept Transportation
Accounting Receipts Deposits
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Denver , CO 80222

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Schaneman
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Windsor, CO 80550

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Windsor, CO 80550

Cynthia P. Gruender
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D&S Corey Family 2014 Trust
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Donald J. Stavely
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Donna Petrie & Alexander M. Pay Pay
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Donnie Fousel and Katie Fousel
27 Walnut St.
Windsor, CO 80550

Doug Schwartz and Mary Schwartz
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Downtown Firehouse LLC
211 Wilderness Ridge Way
Bellvue , CO 80512

Ella Briseno And James Barber
115 Ash St.
Windsor, CO 80550
Equilon Enterprises, LLC
12700 Northborough, Suite 100
Houston, TX 77067

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Santiago 127 N 6th Street
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D. Hinojosa And Thera Hevner
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O'Connor
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Sherry and William Bowen
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Windsor, CO 80550

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Windsor, CO 80550
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August 4, 2004, Anne M. Chase and
Daniel L. Chase, Trustees
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Windsor, CO 80550

Anne M. Chase Revocable Trust, dated
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Daniel L. Chase, Trustees
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Star Contracting, Inc.
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G. John Brunner and Sherron A.
Brunner, JT
33847 Siasconset Rd.
Windsor, CO 80550

Heirs and Devisees of Mary Brunner
33847 Siasconset Rd.
Windsor, CO 80550

William Rexford and Dianna Rexford, JT
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Timnath, CO 80547

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Fort Collins, CO 80524

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Windsor, CO 80550

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Marneth A. Schmittling
530 Main St.
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Windsor-Severance Historical Society,
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TMJ Investments, LLC
353 N. Shore Cir.
Windsor, CO 80550

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6 Main St.
Windsor, CO 80550

Rutherford Inc.
3305 70th Ave.
Greeley, CO 80550

Wayne William Walter and Edith Louise
Walter, JT
14 Main St.
Windsor, CO 80550

Edith L. Walter
18 Main St.
Windsor, CO 80550

R. Kent McDaniel
22 Main St.
Windsor, CO 80550

US Fuel & Food Corporation
1315 N. Cleveland Ave.
Loveland, CO 80550

Baylie Rae Mannon
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Windsor, CO 80550

Lupe Lopez and Jo Anne L. Lopez, JT
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Windsor, CO 80550

Colleen Sandra Berens
116 Main St.
Windsor, CO 80550

Kathleen Jones
120 Main St.
Windsor, CO 80550

Douglas E. Morey and Tracey L. Morey,
JT
124 Main St.
Windsor, CO 80550

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Conlon, Trustee
101 Ash St.
Windsor, CO 80550

Elia Briseno and James Barber, JT
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Windsor, CO 80550

Nader Ghaffarvand
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Greeley, CO 80550

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Susanna Buxmann, JT
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Ham, JT
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Fort Collins, CO 80526

Bonnie Londergan
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Fort Collins, CO 80550

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Windsor, CO 80550

Ronald George Stewart
30 Ash St.
Windsor, CO 80550

BNSF Railway Company
2500 Lou Menk Drive, AOB-3
Fort Worth, TX 76131

Cathy Lee
621 Elm Street
Windsor, CO 80550

Charles A. Lelm
420 4th St.
Windsor, CO 80550

Charles L. McKay
623 Elm St.
Windsor, CO 80550

Craig G. Bonesteel
426 Locust Street
Windsor, CO 80550

Daniel R. Bean and Roberta K. Bean
519 Locust Street
Windsor, CO 80550

DeNayer & Downing Enterprises, LLC
415 Main St.
Windsor, CO 80550

Denver Locust LLC
295 East 29th St, Suite 200
Loveland, CO

Donald J. Alberts and Yvette Alberts
316 4th St.
Windsor, CO 80550

Donna Reiser, life estate
612 Walnut Street
Windsor, CO 80550

Earl F. Guenther
17 Elm Street
Windsor, CO 80550

Estate of Elizabeth Ehrlich, deceased
740 12th Street
Boulder, CO 80302

Benita Recob: Estate of Frieda Winter
6527 Lamar St.
Arvada, CO 80003

Kath. Weinmeister: Lillian Meska Estate
21480 Road 23
Lewis, CO 81327

Genelle C. Andrews
404 Locust Street
Windsor, CO 80550

Geneva June Reichert
740 12th Street
Boulder, CO 80302

Harlan L. Frazer and Phyllis D. Frazer
406 2nd Street
Windsor, CO 80549

Heirs and Devisees of Mary Brunner
33847 Siasconset Rd.
Windsor, CO 80550

Ian Whittington, Jennifer Whittington
409 Elm Street
Windsor, CO 80550

Jane A. Bradley
129 Elm St.
Windsor, CO 80550

Janice M. Guenther
17 Elm Street
Windsor, CO 80550

Jennifer Stetson-Strange, Zane Strange
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Windsor, CO 80550

Joann Koehler
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Windsor, CO 80550

Joel P. Ludwig
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Windsor, CO 80550

John F. Combers and Terry L. Combers
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John G. Brunner
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Josh Swanson
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Windsor, CO 80550

Kyle Mandeville
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Windsor, CO 80550

Loveland 1/2 LLC
295 East 29th St.
Loveland, CO 80538

M & M Ventures, LLC
6 Elm Street
Windsor, CO 80550

Mark Hoog and Kristina Hoog
514 Elm Street
Windsor, CO 80550

Marsha Lais
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Windsor, CO 80550

Melanie Ann Starck
505 Chestnut Street
Windsor, CO 80550

Melissa A. Lelm
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Windsor, CO 80550

Michael Velasquez, Geraldine
Velasquez
217 5th St.
Windsor, CO 80550

Michael S. Ryan
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WINDSOR, CO 80550

Nate Washburn
26 Elm Street
Windsor, CO 80550

Norlarco Credit Union
422 Main St.
Windsor, CO 80550

Pamela Bonnema-Foster and Mark C.
Foster
125 Elm Street
Windsor, CO 80550

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Windsor, CO 80550

Paul Leo Ehrlich
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Fort Collins, CO 80528

Raymond F. Ehrlich
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Monumen, CO 80132

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Sheryl Larreau, Roberta Larreau, et al
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Windsor, CO 80550

Stanley C. Jones and Susan M. Jones
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Windsor, CO 80550

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Windsor, CO 80550

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LLC
1951 S. Saturn Way
Boise, ID 83709

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301 Walnut Street
Windsor, CO 80550

Trustees of the Christian Church
530 Walnut Street
Windsor, CO 80550

Twin Groves Investments LLC
12607 Weld County Rd 76
Eaton, CO 80615

Universal Forest Products, Inc.
2801 East Beltline N.E.
Grand Rapids, MI 49505

Ventex LLC
12700 Northborough, Suite 100: Real
Estate Admin.
Houston, TX 77067

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