

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

IN THE MATTER OF AN APPLICATION BY CCRP OPERATING INC., FOR AN ORDER TO, AMONG OTHER THINGS, VACATE TWO APPROXIMATE 640-ACRE DRILLING AND SPACING UNITS AND ESTABLISH AN APPROXIMATE 1280-ACRE DRILLING AND SPACING UNIT AND AUTHORIZE UP TO 14 WELLS FOR PRODUCTION FROM THE CODELL, CARLILE, FORT HAYS AND NIOBRARA FORMATIONS, FOR SECTIONS 24 AND 25, TOWNSHIP 11 NORTH, RANGE 65 WEST, 6TH P.M., UNNAMED FIELD, WELD COUNTY, COLORADO

CAUSE NO. 535

DOCKET NO.

TYPE: SPACING

APPLICATION

CCRP Operating Inc., Operator No. 10665 ("CCRP" 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 vacating two approximate 640-acre drilling and spacing units established by Order No. 535-7 for Sections 24 and 25, Township 11 North, Range 65 West, 6th P.M., for production from the Niobrara Formation and establishing an approximate 1280-acre drilling and spacing unit for Sections 24 and 25, Township 11 North, Range 65 West, 6th P.M. and authorizing 14 horizontal wells within the proposed unit, for the production of oil, gas and associated hydrocarbons from the Codell, Carlile, Fort Hays and Niobrara 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 11 North, Range 65 West, 6th P.M.

Section 24: All

Section 25: All

1,280-acres, more or less, Weld County, Colorado.

These lands are hereinafter referred to as the "Application Lands." A map depicting the acreage comprising the Application Lands is attached hereto and marked as Exhibit A.

3. Rule 318.a. of the Commission Rules provides a well to be drilled 2,500 feet or greater shall be located not less than 600 feet from any lease line, and shall be located not less than 1,200 feet from any other producible oil or gas well when drilling to the same common source of supply, unless authorized by the Commission upon hearing. The Application Lands are subject to Rule 318.a.

4. On April 4, 2011, the Commission entered Order No. 535-7, which among other things, established two approximate 640-acre drilling and spacing units for

Section 24 and Section 25 of the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, and approved one horizontal well within each unit.

Vacating two approximate 640-acre Drilling and Spacing Units

5. Applicant requests that the Commission vacate Order Nos. 535-7 as to Sections 24 and 25, Township 11 North, Range 65 West, 6th P.M., so as to allow for development of the Application Lands with long-lateral horizontal wellbores, thereby fostering economic and efficient development of the acreage, minimizing surface impacts, preventing waste and protecting correlative rights. There are no producing wells on the Application Lands.

Establishing a 1,280-Acre Drilling and Spacing Unit

6. Applicant requests the Commission establish the Application Lands as a drilling and spacing unit for the Codell, Carlile, Fort Hays and Niobrara Formations pursuant to Rule 503.b.(1) and §34-60-116(2), C.R.S. For the Application Lands, the proposed drilling unit is not smaller than the maximum area that can be economically and efficiently drained by the horizontal wells proposed to be drilled under this Application and completed in the Codell, Carlile, Fort Hays and Niobrara Formations.

7. Further, Applicant requests it be authorized to drill and complete 14 horizontal wells in the drilling and spacing unit proposed for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Codell, Carlile, Fort Hays and Niobrara Formations, as necessary to economically and efficiently recover resources, while minimizing surface impacts, creating efficiencies for drilling and production, increasing the ultimate recovery of the reserves, preventing waste, and protecting correlative rights.

Setback and Location Requirements

8. Applicant requests that setback and location requirements for the Application Lands be as follows:

a. Any horizontal wells to be drilled under this Application for production from the Codell, Carlile, Fort Hays and Niobrara Formations will be drilled from the surface of the drilling unit, or on adjacent lands with consent of the landowner, from no more than four surface locations, unless an exception is granted by the Director.

b. The wellbores of any horizontal wells to be drilled under this Application may enter the Codell, Carlile, Fort Hays and Niobrara Formations anywhere within the unit, or on adjacent lands, without exception being granted by the Director.

c. For any permitted wells to be drilled under this Application for production from the Codell, Carlile, Fort Hays and Niobrara Formations, the productive intervals of the wells shall be not less than 150 feet from the productive interval of another well producing from the same formation, without exception being granted by the Director.

d. For any permitted wells to be drilled under this Application for production from the Codell, Carlile, Fort Hays and Niobrara Formations, the productive interval of any permitted well shall be located no closer than 300 feet from the unit boundary.

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 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.

11. 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. Vacating two approximate 640-acre drilling and spacing units established for Sections 24 and 25, Township 11 North, Range 65 West, 6th P.M. by Order No. 535-7 for production from the Niobrara Formation.

B. Establishing an approximate 1,280-acre drilling and spacing unit for the Application Lands, and authorizing up to 14 horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Codell, Carlile, Fort Hays and Niobrara Formations.

C. Providing that setback and location requirements for the Application Lands be as follows:

a. Any horizontal wells to be drilled under this Application for production from the Codell, Carlile, Fort Hays and Niobrara Formations will be drilled from the surface of the drilling unit, or on adjacent lands with consent of the landowner, from no more than four surface locations, unless an exception is granted by the Director.

b. The wellbores of any horizontal wells to be drilled under this Application may enter the Codell, Carlile, Fort Hays and Niobrara Formations anywhere within the unit, or on adjacent lands, without exception being granted by the Director.

c. For any permitted wells to be drilled under this Application for production from the Codell, Carlile, Fort Hays and Niobrara Formations, the productive intervals of the wells shall be not less than 150 feet from the productive interval of another well producing from the same formation, without exception being granted by the Director.

d. For any permitted wells to be drilled under this Application for production from the Codell, Carlile, Fort Hays and Niobrara Formations, the productive interval of any permitted well shall be located no closer than 300 feet from the unit boundary.


D. Providing that relief granted under this Application be effective on oral order by the Commission, relying on the Applicant's desire to be bound by said oral order.

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

DATED this 1 day of March, 2018.

Respectfully submitted,

CCRP OPERATING INC.

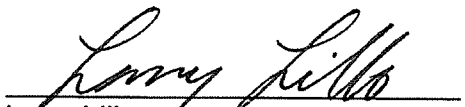
By: 
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Address of Applicant
CCRP Operating Inc.
Larry Lillo, Vice President-Land
717 17th Street, Suite 1525
Denver, Colorado 80202

VERIFICATION

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

Larry Lillo, Vice President-Land for CCRP Operating Inc., 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.

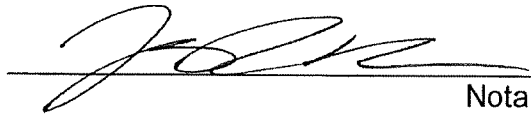
CCRP OPERATING INC.


Larry Lillo

Subscribed and sworn to before me this 28 day of February,
2018, by Larry Lillo, Vice President-Land for CCRP Operating Inc..

Witness my hand and official seal.

My commission expires: September 18, 2021



Notary Public

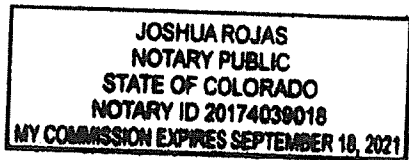


Exhibit A

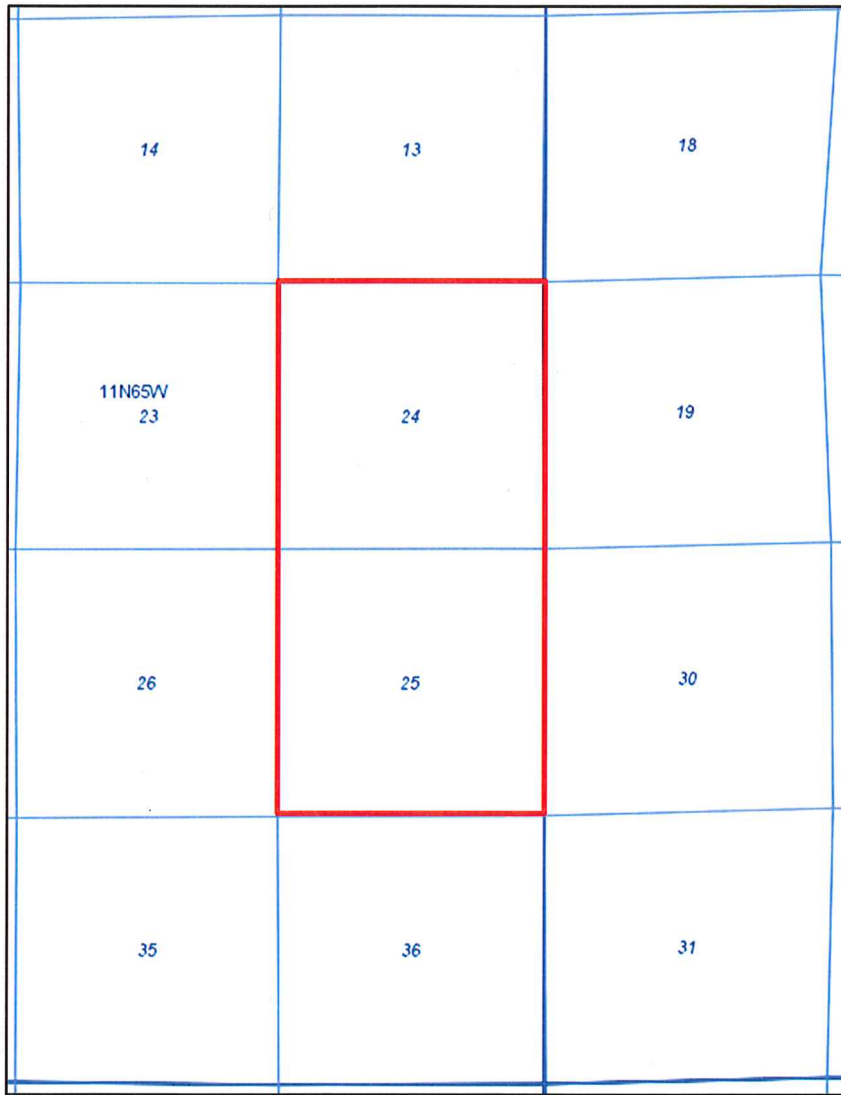
Reference Map for Application

Township 11 North, Range 65 West, 6th P.M.

Section 24: All

Section 25: All

1,280-acres, more or less, Weld County, Colorado.



= Application Lands

EXHIBIT A
INTERESTED PARTIES

CLEAR CREEK FUND I-A, LP, CLEAR CREEK FUND
I-B, LP AND CLEAR CREEK RESOURCE
PARTNERS HOLDINGS LLC
717 17TH ST. #1525
DENVER, CO 80202

PETRO WEST ENERGY COMPANY, INC.
1401 E. GIRARD #143
ENGLEWOOD, CO 80113

EVERGREEN EAST, LTD., LLLP
P.O. BOX 16430
GOLDEN, CO 80402

ANTELOPE ENERGY COMPANY LLC
1801 BROADWAY #1550
DENVER, CO 80202

CONFLUENCE DJ LLC
1001 17TH ST. #1250
DENVER, CO 80202

JOSEPH CONRAD BOGENSBERGER & STEVEN
JOSEPH BOGENSBERGER
9529 MILLER RD.
ALANSON, MI 49706

OKREEK OIL & GAS, LLC
999 18TH ST. #1120S
DENVER, CO 80202

HARRY E. MOORE
3532 HAYES AVE.
CHEYENNE, WY 82001

SCHARE LTD.
P.O. BOX 192199
DALLAS, TX 75219

FIFTH CREEK ENERGY OPERATING, LLC
5251 DTC PARKWAY #420
GREENWOOD VILLAGE, CO 80111

LINCOLN ENERGY PARTNERS, LLC
P.O. BOX 6975
DENVER, CO 80206

OOGC AMERICA LLC
9805 KATY FREEWAY #500
HOUSTON, TX 77024

IRONHORSE RESOURCES, LLC
216 16TH ST. #1200
DENVER, CO 80202

BRANDON MARETTE, ENERGY LIAISON
COLORADO PARKS AND WILDLIFE
NORTHEAST REGION OFFICE
6060 BROADWAY
DENVER, CO 80216

8 NORTH, LLC
370 17TH STREET #5300
DENVER, CO 80202

WESTAR OIL & MINERALS, LLC
P.O. BOX 1990
LEE'S SUMMIT, MO 64063

SUNBURST INC.
1401 E. GIRARD #143
ENGLEWOOD, CO 80113

EDGE ENERGY II LLC
621 17TH STREET #1401
DENVER, CO 80293

RUTH M. MOCK
3140 JENNIE LANE
LAKE HAVASU CITY, AZ 84604

USA- BLM
2850 YOUNGFIELD ST.
LAKEWOOD, CO 80215

UPLAND EXPLORATION, INC.
424 S. MAIN ST.
BOEME, TX 78006

ASPEN LEAF, LLC
P.O. BOX 1488
MUSTANG, OK 73064

MARY H. LOGAN, A WIDOW AND HEIR OF WILLIAM
D. LOGAN
26848 AVENUE OF THE OAKS
NEWHALL, CA 91321

ANADARKO LAND CORP.
P.O. BOX 173779
DENVER, CO 80217

CHESAPEAKE EXPLORATION, LLC
P.O. BOX 18496
OKLAHOMA CITY, OK 73154

JAMESTOWN RESOURCES, LLC
P.O. BOX 18756
OKLAHOMA CITY, OK 73154

TROY SWAIN
WELD COUNTY
DEPARTMENT OF PLANNING SERVICES
1555 NORTH 17TH AVENUE
GREELEY, CO 80631

KENT KUSTER
OIL & GAS CONSULTANT COORDINATOR
COLORADO DEPARTMENT OF
PUBLIC HEALTH & ENVIRONMENT
4300 CHERRY CREEK DRIVE SOUTH
DENVER, CO 80246-1530