

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

IN THE MATTER OF THE APPLICATION OF
RAISA II, LLC AND RAISA II OPERATING,
LLC FOR AN ORDER TO ESTABLISH AN
APPROXIMATE 1,280-ACRE DRILLING AND
SPACING UNIT FOR SECTION 36,
TOWNSHIP 1 NORTH, RANGE 66 WEST,
6TH P.M. AND SECTION 1, TOWNSHIP 1
SOUTH, RANGE 66 WEST, 6TH P.M. AND TO
APPROVE UP TO TWENTY-ONE (21)
HORIZONTAL WELLS IN THE 1,280-ACRE
UNIT FOR THE PRODUCTION OF OIL, GAS
AND ASSOCIATED HYDROCARBONS FROM
THE CODELL AND NIOBRARA
FORMATIONS, WATTENBERG FIELD,
ADAMS AND WELD COUNTIES, COLORADO

CAUSE NO. 407

DOCKET NO. 180400 _____

TYPE: SPACING

APPLICATION

COMES NOW Raisa II Operating, LLC (Operator No. 10636) and Raisa II, LLC (collectively, "Applicant"), by and through its undersigned attorneys, and 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 1,280-acre drilling and spacing unit for Section 36, Township 1 North, Range 66 West, 6th P.M. and Section 1, Township 1 South, Range 66 West, 6th P.M., and to approve up to twenty-one (21) horizontal wells in the proposed approximate 1,280-acre drilling and spacing unit, for the production of oil, gas, and associated hydrocarbons from the Codell and Niobrara Formations underlying the below-described lands. In support of its Application, 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 is an Owner and/or Operator as defined by the Colorado Oil and Gas Conservation Act, § 34-60-103(7) and the Commission 100 Series Rules, owns leasehold interests and/or has the right to drill and produce on the following lands (hereafter "Application Lands"):

Township 1 North, Range 66 West, 6th P.M.
Section 36: All

Township 1 South, Range 66 West, 6th P.M.
Section 1: All

Weld and Adams Counties, Colorado.

1,280 acres, more or less,

A reference map of the Application Lands is attached hereto.

3. On April 27, 1998, the Commission adopted Rule 318A, the Greater Wattenberg Area Special Well Location, Spacing and Unit Designation Rule.

4. On February 19, 1992 (amended August 20, 1993), the Commission entered Order No. 407-87 which, among other things, established 80-acre drilling and spacing units for the production of oil, gas and associated hydrocarbons from the Codell and Niobrara Formations underlying certain lands, with permitted well locations in accordance with the provisions of Order No. 407-1.

5. The Commission records reflect that there are no producing horizontal wells in the Application Lands.

6. On October 5, 2017, Verdad filed an Application in Docket No. 171200793 to, among other things, establish an approximate 1,153.19-acre drilling and spacing unit and to authorize the drilling, completion and operation of up to twenty (20) horizontal wells within the drilling and spacing unit for production of the Codell and Niobrara Formations for the following lands ("Verdad Application Lands"):

Township 1 South, Range 65 West, 6th P.M.
Section 6: All

Township 1 South, Range 66 West, 6th P.M.
Section 1: All

1,153.19-acres, more or less, Adams County, Colorado.

7. Docket No. 171200793 is protested and has not yet been resolved or heard by the Commission.

8. To promote efficient drainage within the Codell and Niobrara Formations of the Application Lands, to protect correlative rights and to avoid waste, the Commission should deny the Verdad Application in Docket No. 171200793 and establish an approximate 1,280-acre drilling and spacing unit for the Application Lands, and approve up to twenty-one (21) horizontal wells within the unit, for the efficient and economic development and operation of the Codell and Niobrara Formations.

9. The above-proposed drilling and spacing unit will allow efficient drainage of the Codell and Niobrara Formations; will prevent waste; will not adversely affect correlative rights and will assure the greatest ultimate recovery of gas and

associated hydrocarbon substances from the reservoirs. The unit of the size and shape specified above is not smaller than the maximum area that can be economically and efficiently drained by the proposed well in the unit.

10. Applicant maintains that there will be no more than four (4) new well pads in the unit, or adjacent thereto, unless an exception is granted by the Director.

11. The productive interval of each proposed horizontal well shall be no closer than 460 feet from the boundaries of the proposed 1,280-acre unit (regardless of lease lines within the unit), unless an exception is granted by the Director, and all horizontal wells shall be no closer than 150 feet from the productive interval of another well producing from the same supply within the unit, unless a waiver or consent is obtained from the operator of such well.

12. Applicant is requesting to drill and complete up to twenty-one (21) new horizontal wells (at the time of this filing, the horizontal wells are intended to be oriented in north/south or south/north orientation) in the proposed approximate 1,280-acre drilling and spacing unit for the efficient and economic development of oil, gas and associated hydrocarbons from the Codell and Niobrara Formations underlying the Application Lands.

13. 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.

14. 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.

15. 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.

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

A. Establish an approximate 1,280-acre drilling and spacing unit for for Section 36, Township 1 North, Range 66 West, 6th P.M. and Section 1, Township 1 South, Range 66 West, 6th P.M. and approve up to twenty-one (21) new horizontal wells in the unit, for the production of oil, gas and associated hydrocarbons from the Codell and Niobrara Formations in the unit.

B. Providing that the productive interval of each proposed horizontal well shall be no closer than 460 feet from the boundaries of the proposed unit (regardless of lease lines within the unit), and no closer than 150 feet from the productive interval of any other wellbore within the unit, unless an exception is granted

by the Director, and authorizing up to four (4) new well pads within the unit, or adjacent thereto, unless an exception is granted by the Director.

C. Finding that the approximate 1,280-acre drilling and spacing unit for the development of oil, gas, and associated hydrocarbons from the Codell and Niobrara Formations underlying the Application Lands will prevent waste, protect correlative rights, and maximize the efficient and economic production of the Codell and Niobrara Formations in for Section 36, Township 1 North, Range 66 West, 6th P.M. and Section 1, Township 1 South, Range 66 West, 6th P.M.


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

DATED -March 1, 2018.

Respectfully submitted:

RAISA II, LLC
RAISA II OPERATING, LLC

By: _____


Jamie L. Jost
Jill D. Dorancy
Jost Energy Law, P.C.
Attorneys for Applicant
1401 17th Street, Suite 370
Denver, Colorado 80202
(720) 446-5620

Applicant's Address:
Raisa II, LLC
Raisa II Operating, LLC
ATTN: Casey Harless
1560 Broadway, Suite 2050
Denver, CO 80202

VERIFICATION

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

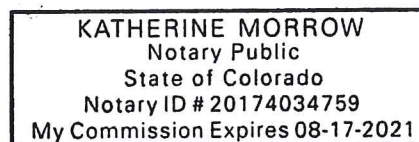
Casey Harless, of lawful age, being first duly sworn upon oath, deposes and says that he is a Vice President – Vice President of Land for Raisa II, LLC and Raisa II Operating, LLC and that he has read the foregoing Application and that the matters therein contained are true to the best of his knowledge, information and belief.

Casey Harless
Raisa II, LLC
Raisa II Operating, LLC


Subscribed and sworn to before me this 1st day of March, 2018.

Witness my hand and official seal.

[SEAL]

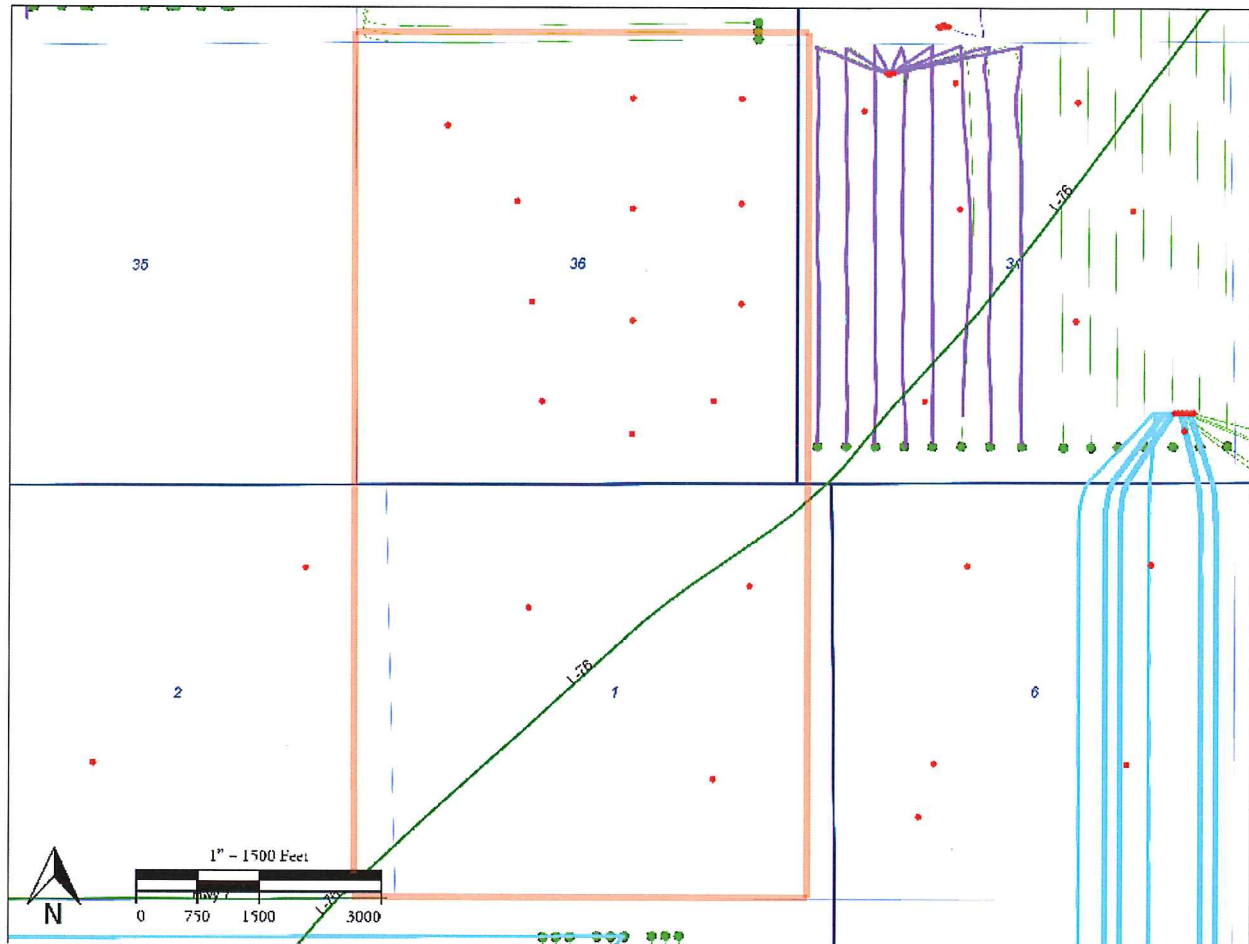


My commission expires: 08-17-2021


Notary Public

Reference Map
Raisa II and Raisa II Operating

Section 36, Township 1 North, Range 66 West, 6th P.M. and
Section 1, Township 1 South, Range 66 West, 6th P.M



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TYPE: SPACING

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

Jamie L. Jost
Kelsey H. Wasylenky

Witness my hand and official seal.


Notary Public

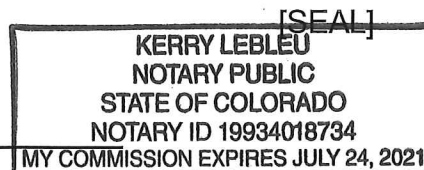


EXHIBIT A
RAISA SP T1N R66W 36/T1S R66W 1

Grizzly Petroleum Company, LLC
Attn: Land Manager
1801 Broadway,
Suite 500
Denver, CO 80202

Troy Swain
Weld County
Department of Planning Services
1555 N. 17th Ave.
Greeley, CO 80631

United States Exploration, Inc.
Attn: Land Manager
1560 Broadway,
Suite 1900
Denver, CO 80202

Jennifer Rutter
Adams County
Community & Economic Development
4430 South Adams County Parkway
Brighton, CO 801601-8218

Kerr-McGee Oil & Gas Onshore
LP
Attn: Land Manager
1099 18th Street,
Suite 1800
Denver, CO 80202

Michael T. Jewell
Burns Figa & Will
6400 S. Fiddlers Green Circle
Suite 1000
Greenwood Village, CO 80111

Anadarko Land Corp.
P.O. Box 1330
Houston, TX 77251-1330

Verdad Resources, LLC
590 Cedar Springs Road, Suite 200
Dallas, TX 753235

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

Raisa II, LLC
Raisa II Operating, LLC
ATTN: Casey Harless
1560 Broadway, Suite 2050
Denver, CO 80202

Kent Kuster
Colorado Department of
Public Health & Environment
4300 Cherry Creek Drive South
Denver, CO 80246-1530

Brandon Marette
Energy Liaison
Colorado Parks And Wildlife
Northeast Regional Office
6060 Broadway
Denver, CO 80216

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CITY AND COUNTY OF DENVER)

Jamir C. Bt

Kenny Libby

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

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