

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

IN THE MATTER OF THE **AMENDED**) Cause No. 407
APPLICATION OF EXTRACTION OIL &)
GAS, INC FOR AN ORDER ESTABLISHING) Docket No. 180600437
AN APPROXIMATE **1,891.77-ACRE**~~1,920-~~)
~~ACRE~~ DRILLING AND SPACING UNIT, AND) Type: SPACING
ESTABLISHING WELL LOCATION RULES)
FOR THE DRILLING OF WELLS AND)
PRODUCING OF OIL, GAS, AND)
ASSOCIATED HYDROCARBONS FROM)
THE NIOBRARA AND CODELL)
FORMATIONS, COVERING SECTIONS 4,)
5, AND 6, TOWNSHIP 2 SOUTH, RANGE 66)
WEST, 6TH P.M., WATTENBERG FIELD,)
ADAMS COUNTY, COLORADO)

AMENDED APPLICATION

Extraction Oil & Gas, Inc. ("Applicant"), Operator No. 10459, by its attorneys, Welborn Sullivan Meck & Tooley, P.C., respectfully submits this **Amended** Application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order establishing an approximate **1,891.77-acre**~~1,920-acre~~ drilling and spacing unit, and establishing well location rules applicable to the drilling of wells and producing of oil, gas and associated hydrocarbons from the Niobrara and Codell Formations covering certain lands in Adams County, Colorado. In support of its **Amended** Application, Applicant states as follows:

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado, is a registered operator in good standing, and owns leasehold interests in the following lands ("Application Lands"):

Township 2 South, Range 66 West, 6th P.M.
Section 4: All
Section 5: All
Section 6: All

A reference map of the Application Lands is attached hereto.

2. On April 27, 1988, the Commission adopted Rule 318A, the Greater Wattenberg Area Special Well Location, Spacing and Unit Designation Rule, which was amended on August 8, 2011 to, among other things, address the drilling of horizontal wells and requires that a horizontal wellbore spacing unit must include any governmental quarter-quarter section that are located less than 460' from the completed

interval of the wellbore lateral. Rule 318A supersedes all prior Commission drilling and spacing orders affecting well location and density requirements of the Greater Wattenberg Area. The Rule does not, however, prohibit the establishment of drilling and spacing units within the Greater Wattenberg Area.

3. To promote efficient drainage of the Niobrara and Codell Formations within the Application Lands and to avoid waste, the Commission should establish an approximate ~~1,891.77-acre~~^{1,920-acre} drilling and spacing unit, and approved up to sixteen wells within the unit, for the Application Lands described below for production of oil, gas and associated hydrocarbons from the Niobrara and Codell Formations:

Township 2 South, Range 66 West, 6th P.M.

Section 4: All
Section 5: All
Section 6: All

4. Applicant is requesting to drill and complete one (1) horizontal well in the approximate ~~1,891.77-acre~~^{1,920-acre} drilling and spacing unit with the option to drill and complete up to a total of sixteen (16) horizontal wells in the unit for production of oil, gas and associated hydrocarbons from the Niobrara and Codell Formations in the Application Lands. Applicant further requests that the treated interval of each wellbore be no closer than 150 feet from the treated interval of any other wellbore producing from the Niobrara and Codell Formations, and no closer than 460 feet from the unit boundary, without exception being granted by the Director.

5. Applicant requests authority to drill only those wells necessary to determine the well density which allows the most efficient drainage of the Niobrara and Codell Formations, prevents waste, does not adversely affect correlative rights, and assures the greatest ultimate recovery of oil, gas and associated hydrocarbon substances. The proposed drilling and spacing unit is not smaller than the maximum area that can be economically and efficiently drained by the authorized wells in such drilling and spacing unit. Applicant further maintains that the requested setbacks and the wells drilled in the above-proposed drilling and spacing unit will have no adverse effect on correlative rights of adjacent owners.

6. Applicant further requests that the wells are drilled from no more than one (1) well pad within the unit or from a legal location on adjacent lands.

7. The names and addresses of the interested parties according to the information and belief of the Applicant are set forth in Exhibit A attached hereto and made a part hereof., ~~and the undersigned certifies that copies of this **Amended** Application shall be served on each interested party within seven days after filing of the **Amended** Application as required by Rules 503.e. and 507.b.(1).~~

WHEREFORE, Applicant respectfully requests that this matter be set for hearing, that notice be given as required by law and that, upon such hearing, this Commission enter its order consistent with Applicant's proposals as set forth above.

Dated this 7th day of ~~May~~ April, 2018.

Respectfully submitted,

WELBORN SULLIVAN MECK & TOOLEY, P.C.

By: 

Joseph C. Pierzchala
Geoffrey W. Storm
Welborn Sullivan Meck & Tooley, P.C.
Attorneys for Applicant
1125 17th Street, Suite 2200
Denver, CO 80202
303-830-2500
jpierzchala@wsmtlaw.com
gstorm@wsmtlaw.com

Applicant's Address:

Extraction Oil & Gas, Inc.
370 17th Street, Suite 5300
Denver, CO 80202
Attn: Pam Kingery, Land Advisor
Phone: 720-557-8300

VERIFICATION

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

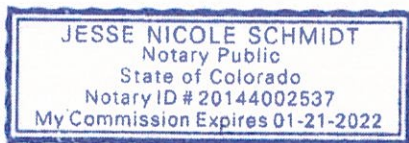
Pam Kingery, Land Advisor with Extraction Oil & Gas, Inc., upon oath deposes and says that she has read the foregoing Amended Application and that the statements contained therein are true to the best of her knowledge, information and belief.

EXTRACTION OIL & GAS, INC.

Pam Kingery
Pam Kingery, Land Advisor

Subscribed and sworn to before me this 7th day of May, 2018 by Pam Kingery, Land Advisor for Extraction Oil & Gas, Inc.

Witness my hand and official seal.



Jesse Schmidt
Notary Public
My Commission Expires: 1/21/22

EXHIBIT A

PARTIES RECEIVING NOTICE PURSUANT TO COMMISSION RULE 507.c.

Adams County

Christine Dougherty
4430 South Adams County Pkwy.
Brighton, CO 80601-8218

Brighton Municipality

Holly Prather
City of Brighton
500 South 4th Ave.
Brighton CO 80601

Commerce City Municipality

Chris Cramer
City of Commerce City
7887 East 60th Avenue
Commerce City, CO 80022

Colorado Department of Public Health and Environment

Kent Kuster
4300 Cherry Creek Drive South
Denver, CO 80246-1500

Colorado Parks and Wildlife

Brandon Marette
Northeast Region Office
6060 Broadway
Denver, CO 80216

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EXHIBIT A CONTINUED ON NEXT PAGE

EXHIBIT A

INTERESTED PARTIES

120th and Buckley Associates,
LTD
Adam Beukelman, h/o
Christina Beukelman
Adam Geiger
Adam Hoyle, h/o Shannon
Hoyle
Adam Lunceford
Adam Wildeman, h/o Ashley
Wildeman
Alda Hodgson
Alesksey and Lioudmila
Odnoralov
Ali J. Alsharea
Allen J. Heideman
American Homes 4 Rent
Properties Nine, LLC
Anayeli and Alonso Gonzalez
Anders C. and Andrea
Dejager
Andrew B. Olson and Nicole
M. Mansfield
Andrew J. and Esmerelda A.
Lujan
Andrew T. Van
Angela Ward
Angelica Amador, Gloria
Amador and Mercedes
Marquez
Anna L. Gomez
Anschutz Exploration
Corporation
Art Arndt
Arthur S. and Anna M. Kleimer
Ashlee Marie Gilchrist
Avery Arakaki, h/o Astrid
Arakaki
Axel Lagos and Nerli
Cantarero
Barbara A. Bigalke
Barbara Lohmann & The
Estate of Edgar Lohmann
Barbara Zoeller
Benjamin Startzer, h/o Mavie
Startzer
Bill Smith
Billy Dale McFarlane
Brad Tooley, h/o Jill Tooley
Bradley Willems and Nicole
C'DeBaca
Brandy D. Nichols

Brent Weckwerth, h/o Kthleen
L. Weckwerth
Brian Benson, h/o Cara Joy
Benson
Brian L. and Jennifer J.
Simpson
Brittni Alexander, w/o Kevin
Alexander
Bruce & Lynn Billington
Bryson Mussetter and
Amanda Rodriguez
Buffalo Run Investments, LLC
Buffalo Run Residence, LLC
Carl Stephen Morris, h/o
Christina L. Morris
Carl W. Goolsby
Cathy Jo Mays
Celina Troncoso Magana
Chad Accetta, h/o Kelly
Accetta
Chansouda L. Grossie
Charlee H. Puckett
Charles & Sonya Russell
Charles Barnett, h/o Ingrid
Barnett
Charles D. and Sharon
Blagburn
Charles Kuemmerle, h/o Kelly
Kummerle
Charlotte A. Frazzini
Charlotte King
Christe Eldridge and Jeffery
Eldridge
Christopher Clark
Christopher James Chopping
Christopher R. Savage
Chunyou Ye
City of Commerce City,
Colorado
Clayton L. and Jull L.
Daughtrey
Cletus Carlton Jr
Colleen Jahnke aka Colleen
McClain
Conrad A. Gaboriau and
Sandra M. Brooks-Gaboriau
Craig Davis and Stephanie
Lantgen
Crestone Peak Resources
Holdings LLC
Cynthia H Burden

Cynthia Lee Garcia, Joshua J.
Dankowski, Jarek E. Garcia,
Jacob T. Garcia, Jaime Lee
Garcia
Daisy Stewart
Dale L. Bell and Delores S.
Dorio
Danette L. and Charles Barrett
Daniel and Aubrey Wilk
Daniel Brechbuhl, h/o Heather
Brechbuhl
Daniel Ruybal, h/o Erica
Ruybal
Daniel Toomey, h/o Ashley
Toomey
Danny & Debbie Finnigan
Daphne Dick
Darren Gay and Kendall K.
Bulliang
Darren K. and Tanya
D. Nickerson
Darron Allen and Allison
Leska
Dava L. Portales
David & Tami Fawsett
David E. Williams and Denise
R. Johansen
David Grenamyer
David Pennie and Genisi
Pennie Revocable Trust
David Slape, h/o Sara Slape
David Woznicki, h/o Lisa
Woznicki
Deaanna L. Call
Devaun and Ramona Mitchell
Deying Chen
Diane L. Osgood fka Diane K
Rider
Dianne and Joseph Simon
Dick Hedges, h/o Waydean
Hedges
Dina Thanh Van, Lehoan Thi
Nguyen, Phuong Trang, Nu
Dinh
Diemel Anuta
Dom A. Kickbrush, h/o Ana A.
Kickbrush
Donald and Wilhelmine
Schneider
Donald L. Smith
Donna J. Haight

Douglas C. Frentress Trust,
Represented by Douglas C.
Frentress
Douglas Williams
E-470 Public Highway
Authority
Eduardo Hernandez
Edward G. and Joyce
Martinez
Eldon & Patricia Harrell
Eli T. Chavez and Launa L.
Chavez
Elsa Leon
Erica E. Johnson
Erickson James Moore and
Stacey Brenda Trujillo
Ernest F. and Mary K. Wagner
Eugene Eastwood, h/o
Emelita Eastwood
Evan Lock, h/o Erin Lock
Evan Rynearson, h/o Jennifer
Rynearson
Extraction Oil & Gas, Inc.
Fairways Homes, LLC
Fannie Mae A/K/A Federal
National Mortgage Association
Farrell Enterprises LLC
FD Interests, LLC
Fernando M. Aguirre
Francois V. and Frank P.
Domingo, Jr.
Frank W. and Deann R.
Whitney
G Cal Setzer
Gabriel B. and Jennifer L.
Thatcher
Gary Bruce
Gat V. and Thuong T. Vo
Gerald & Kathleen Unrein
Gerald D. Alovard, Jr.
Gerald L. and Nancy A. Haan
Gerald Smith
Gloria C. Moore
Gregory Cholas, h/o Stacy F.
Cholas
Gregory E. and Kimberly M.
Olson
Gregory M. Mollendoe and
Nancy A. Bean
Guss & Frances Jahnke
Gustavo Mitchel, h/o Meredith
Mitchel
Hafer & Associates Corp
Hari and Usha Adhikari
Harry and Ruth Smith
Heath and Shelley Close

Herbert O. and Kimberly A.
Duarte
Hong Kim Huynh
Hope Ann Trimble
Hova Thao and Mee Lo
I Hunter Crittenden
Ian E. Ranshaw, h/o Lori
Ranshaw
Ikegus Dorsett and Debbie
Dorsett
Jacob and JoAnna Hanna
James E. DiYorio
James K Winn
James M. and Teresa L.
Reagan
James T. McDonough
James W. Smith
Jamie L. Miles
Jared Tews and Kimberly Sue
Tews
Jay Sawacki and Mary Jo
Sawacki
JC Chambers
Jean E. and Michael D.
Schuppe
Jeffery Bernatow, h/o Kimberly
Bernatow
Jeffrey C. Adams and Hongxia
Guo
Jeffrey Nyul, h/o Angela Nyul
Jennifer Blanco Crawley and
Kristina Blanco Crawley
Jennifer Fam
Jesse Hall and Jolie
Masterson
Jessica Muldoon and Andrew
Leskinsen
Jessica Polgar and Garrett
Hoffman
Jim Wright aka James S
Wright
Joan E. Harring
Johannes and Peggy Sue
Snyman
John and Judy Dorris
John C. Kimberly
John Heilman, h/o Venessa
Heilman
John Henrichs, h/o Sharon
Henrichs
John K. and Carie L. Sneden
John Lambert, h/o Margot
Lambert
John R Lautz
John S. and Lani V. Parks

John W. Hughes, Jr. and
Antonia Andieto L. Hughes
Jonathan C. Pigg
Jose D. and Celia Chavez
Jose Placer, h/o Susana
Placer
Joseph J. Guagliardo
Joseph M. Balzer, II
Joseph Whisenhand
Joshua D. and Weinda F.
Costello
Josue Leyva
Juan Garza, h/o Maria Garza
Judy A. Sanford
Julio B. and Kimberly A.
Moreno
Justin Howe
Kalpana Parekh
Karan M. Hutchins
Karen Bidgood and Brett K.
Bidgood
Kedar V. Bhide and Manisha
K. Bhide Revocable Trust
Keith Atwood, h/o Ginny L.
Atwood
Kelley L. Trujillo
Kelli A. Phillips
Kelly R. Burke and Brenda J.
Burke
Kelly Woodman and
Christopher M. Manguso
Kenneth Ellis, h/o Laurie Ellis
Kenneth James Troutman
Kenneth W. and Christine
Churches
Keri L. Sandoval and Yolanda
Ortega
Kerr McGee Oil & Gas
Onshore LP
Kimberly R. Kelly
Kou and Maymee Song Her
KP Kaufman Co Operating
Kristofer P. McLean
Kyle C. Cordova
L. J. Carroll
L. Warren and Kathleen J.
Jones
Larry & Theresa Danielson
Larry Rider
Lars Kvan, h/o of Kellie Kvan
Leah Farda, w/o Michael
Farda
Leanna L. Salas
Lee Livemore, h/o Peggygy
Livemore

Leonard H. and Lashelle F. Evelynmoe
Leroy J. and Audrey L. Rodriguez
Lige F. Lewis, Jr. and Shelly Ann Lewis
Lion Yu Jian
Lisa D. Cline
Lokal BR2, LLC
Lurs and Summer Ibarra
Lynette Gilchrist
Man Minh Tong and Denthi Nguyen
Marcia Cammack
Margaret Vigil
Mariella Pariseau aka Mariell P Severence
Mark & Benita Arndt
Mark A. Doyle
Mark E. and Kristie L. Johnson
Marrion D. Gambou and Hope Massamiba
Marvene Solberg & The Estate of John Solberg
Marvin D. Bland, h/o Chong Bland
Marvin Huck
Mary A. Reetz Living Trust
Mary and Randolph M. Ebert
Mary Meister
Mary Prestel and Kerrie Dallman
Matador Inc
Matthew Fogle, h/o Cheryl M. Fogle
Matthew J. Spenks
Meghan Jeffers and Joshua Laredo
Melisa L. and Christopher W. Sprague
Melissa Thomas and Jason Thomas
Melissa Yager
Memphis 168, LLC
Michael & Stephanie Murphy
Michael A. and Janet M. Hileman
Michael A. and Janice K. Genova
Michael Doody, h/o Kerry Doody
Michael F. and Wilna J. Ashby
Michael G. and Bridget C. Ames
Michael Hall and Lisette Anders

Michael James Montoya
Michael Sapp, h/o Jennifer Sapp
Michael Todd Hagaman
Miguel Guigon and Kisuki Ocampo
Miles Dunlap and Chen Hong
Miles Power, h/o Trisha Power
Mitchell W. and Gina A. Ross
Moses Her and Maysy Yang
Nadia S. Rosales
Nancy Dela Torre
Nancy K Hartley
Nancy L. Jackson, w/o Larry D. Jackson
Niles L. Watterson
Noble Energy Inc
Norris Mundy
Northwood Village Associates, LTD
O Douglas Fogg
Odunayo Christopher Ojo and Tolulope AbosedeOjo Ige
Oleg Vdovich
Olivia Troncoso Magana
Omar Luna
Osbelia Troncoso Magana
Oscar Holguin-Sanchez and Haiceli C. Rodriguez
Pamela Clegg, w/o Steven Clegg
Patrick and Amy Avery
Patrick and Dana Curo, C/O Mollie Javellana (POA)
Patrick Cotton and John Adam
Patrick J. Steeno and Jacklyn J. Ives
Patrick S. Haskin
Paul & Dorothy Keil
Paul F. and Sandra L. Brass
Paul J. Howard and Leslie Howard
Paul Richard
Paula C. Harlan
PDC Energy inc
PENRAI
Randy Di Matteo, h/o Gina Di Matteo
Randy Gunther, h/o Theresa Gunther
Rawhide Ventures, LLC
Reed Perkins and Hannelore Jarrett
Richard Martinez, h/o Sarah M. Martinez
Rick and Leomntine Yarber

RJ Christman aka Richard J Christman
RNW Associates, LLC
Robert Brown, h/o Linda Brown
Robert Brown, h/o Roberta Brown
Robert D. and Bonita J. Carter
Robert E Bruce
Robert E. Grebe
Robert Preston, h/o Viola Preston
Robyn Barnes, h/o Jody Barnes
Roland Arndt
Ronald C. Conklin
Ronald Charles, h/o Renee Charles
Ronald R. and Charlda P. Russell
Ronald R. Rath and Carol A. Rath
Rufen Xiong
Rufus Barajas, C/O Ronda Barajas
Russell N. Watterson
Russell Shroyer, h/o Denise Shroyer
Ruth Bernhardt & The Estate of Johnnie Bernhardt
Ryan Bennett
Ryan J. and Julie L. Headley
Sabino Loera
Scott and Regina Lopilato
Sean R. and Maria G. Martinez
Shane Martin and Tanya Channell
Shannon L. Carst and Ronald W. Eenhuis
Shantell Marie Twobears
Shawn Ortiz, h/o Jesika Ortiz
Sherrelle D. Sherrod
Socorro Energy & Resources LLC
Sondra and Donald Greenfield
Sonya D. Murphy
SRP SUB, LLC
Stacey M Skinner
Stacie A. Lakits and Christopher M. Bagley
Stacy J. and Terrence L. Hoerner
Steven and Stephanie Grein
Steven Strock, h/o Stella Strock

Suong T. Vo and Cvhan G.
Hoang
Suzanne Battershell, w/o Paul
Battershell
Suzanne M. Henson
Sykes Ent. Cor. Defined Ben.
Plan c/o Sykes Enterprises Inc
Tamara Fuller Rook, w/o Tery
Shawn Rook
Tamy R. Welch
The Estate of Buck Lowrey &
The Estate of Betty Lowrey
The Estate of Caryl Haverluk
c/o William August Haverluk
The Estate of Dan B Burden
c/o Cynthia H Burden
The Estate of Lynn Cavender
c/o Rita Collard
The James J. Steitz
Revocable Trust, dated
February 21, 2007, James
Steitz
The James J. Steitz
Revocable Trust, dated
February 21, 2007, Norma
Williamson

The Larry J. and Theresa A.
Weiman Trust
The Lisa L. Schuler Living
Trust c/o Lisa L. Schuler, w/o
Darrell F. Schuler
The Marlin B. and Nancy Mae
Hull Family Trust, dated
September 5, 1999
The William D. and Nancy L.
Monhollin Revocable Trust c/o
Nancy L. Monhollin
Thein A. and Rebecca
Canges
Thomas A. Russell
Thomas J. Kramer and Natlie
Hicks
Thomas Walsh
Tiffany Vincel
Timothy J. Rizzi
Timothy Kleeman, h/o Kelly
Kleeman
Timothy McNamara h/o Julie
McNamara
Timothy R. and Shannon M.
Aragon

Tony S. Anderson, h/o Ashley
Anderson
Tracy L. and Aaron J.
Pataluna
Trang Thi Mai
Travis L. Woodward
U.S. Bank National
Assosiation, as Trustee for
CSFB A RMT 05-12
Vanessa Taffe
Vernon Heimer, h/o Jan
Heimer
Victor A. and Suzette Ibarra
Victor M. Villa
Wanda Massey and
Christopher Massey
Wayne G. and Linda K. Rea
Welby Clayton Street
Wesley R. and Kimberly D.
Simmons
William A. and Laura L. Crow
William Housel, h/o Lori
Housel
Xugeng Dong
Zachariah Monger and Ursula
M. Snow

CERTIFICATE OF SERVICE

I hereby certify that, on May 15, 2018, I caused a copy of EXTRACTION OIL & GAS, INC.'S MOTION FOR AN ORDER OF SERVICE BY PUBLICATION to be served to the addressed listed below.

Via electronic mail and courier:
Colorado Oil and Gas Conservation Commission
ATTN: James Rouse, Julie Prine
1120 Lincoln Street, Suite 810
Denver, CO 80203
james.rouse@state.co.us
julie.prine@state.co.us

Melissa P. Moeman