

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

IN THE MATTER OF THE <b>THIRD AMENDED</b>	)	CAUSE NO. 535
<del>SECOND AMENDED</del> APPLICATION OF EDGE	)	
ENERGY II, LLC FOR AN ORDER VACATING	)	DOCKET NO. 180600456
ORDER NO. 535-2 AS TO THE <b>AMENDED</b>	)	
<b>APPLICATION LANDS</b> , VACATING ORDER	)	TYPE: SPACING
NO. 535-142, AND ESTABLISHING <b>TWO</b>	)	
<del>THREE</del> APPROXIMATE 1,280-ACRE	)	
DRILLING AND SPACING UNITS WITH WELL	)	
LOCATION RULES APPLICABLE TO THE	)	
DRILLING AND PRODUCING OF WELLS	)	
FROM THE NIOBRARA, FORT HAYS,	)	
CODELL AND CARLILE FORMATIONS FOR	)	
CERTAIN LANDS IN TOWNSHIP 8 NORTH,	)	
RANGE 66 WEST, 6TH P.M., UNNAMED	)	
FIELD, WELD COUNTY, COLORADO.	)	
	)	

**THIRD AMENDED ~~SECOND AMENDED~~ APPLICATION**

Edge Energy II, LLC, Operator No. 10671 (“Applicant” or “Edge”), by and through its attorneys, Welborn Sullivan Meck & Tooley, P.C., respectfully submits this **Third Amended ~~Second Amended~~** Application to the Oil and Gas Conservation Commission of the State of Colorado (“Commission”) for an order vacating Order No. 535-2 as to the **Amended Application Lands**, vacating Order No. 535-142, and establishing **two ~~three~~** approximate 1,280-acre drilling and spacing units with well location rules applicable to the drilling of wells and producing of oil, gas, and associated hydrocarbons from the Niobrara, Fort Hays, Codell and Carlile Formations covering certain lands in Township 8 North, Range 66 West, 6th P.M., Weld County, Colorado. In support of its **Third Amended ~~Second Amended~~** Application, Applicant states 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 leasehold interests in the following lands (“**Amended Application Lands**”) and is an Owner as defined by Commission Rules and the Conservation Act with standing to bring this **Third Amended ~~Second Amended~~** Application:

**Drilling and Spacing Unit (“DSU”) No. 1**

Township 8 North, Range 66 West, 6th P.M.

Section 5: All  
Section 6: All

**DSU No. 2**

Township 8 North, Range 66 West, 6th P.M.

Section 1: All  
Section 2: All

**~~DSU No. 3~~**

~~Township 8 North, Range 66 West, 6th P.M.~~

~~Section 13: All  
Section 14: All~~

A reference map of the **Amended Application Lands** is attached hereto.

3. Rule 318.a. provides that a well drilled in excess of 2,500 feet in depth 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 or drilling oil or gas well when drilling to the same source of supply, unless authorized by order of the Commission upon hearing.

4. On August 12, 2010, the Commission entered Order No. 535-2, which established one hundred and forty-five (145) approximate 640-acre drilling and spacing units for certain lands located in Townships 8 through 11 North, Ranges 65 through 67 West, 6th P.M., and approved one horizontal well in each of the Codell and Niobrara Formations within each unit, for the production of oil, gas, and associated hydrocarbons from the Codell and Niobrara Formations, with the initial formation penetration, lateral leg, and terminus of the permitted wells no closer than 600 feet from the boundaries of the unit and the initial formation penetration, lateral leg and terminus of the second well not closer than 1,200 feet from the first well. Sections 1, 2, 5, **and 6, 13, and 14** of the **Amended Application Lands** are subject to this order for the Niobrara and Codell Formations.

5. On March 5, 2012, the Commission entered Order No. 535-142, which pooled all interests in an approximate 640-acre drilling and spacing unit established by Order No. 535-2 for Section 2, Township 8 North, Range 66 West, 6th P.M., and granted cost-recovery pursuant to Section 34-60-116(7), C.R.S. against any nonconsenting owners in the Reeves 2-8-66 1H Well (API No.05-123-34964), for the production of oil, gas, and associated hydrocarbons Niobrara Formation. Section 2 of the **Amended Application Lands** is subject to this order for the Niobrara Formation.

6. The Reeves 2-8-66 1H Well (API No.05-123-34964) was never drilled, and is listed as an Abandoned Location according to the records of the Commission.

7. On or about August 27, 2011, the Christner 8-66-5-3XH Well (05-123-33866) was spud, and was ultimately completed to the Niobrara Formation. The Christner 8-66-5-3XH Well (05-123-33866) began producing oil, gas, and associated hydrocarbons from the Niobrara Formation in December, 2011. The Christner 8-66-5-3XH Well (05-123-33866) is currently shut-in. Applicant requests that production from the Christner 8-66-5-3XH Well (05-123-33866) continue to be distributed pursuant to the relevant contracts and Commission regulations.

8. To promote efficient drainage within the Niobrara, Fort Hays, Codell and Carlile Formations of the Amended Application Lands, to protect correlative rights and to avoid waste, the Commission should:

- (a) Vacate **four** ~~six~~ approximate 640-acre drilling and spacing units established by Order No. 535-2 for Sections 1, 2, 5, **and 6**, ~~13, and 14~~ of the **Amended Application Lands**;
- (b) Vacate Order No. 535-142;
- (d) Establish **two** ~~three~~ approximate 1,280-acre drilling and spacing units for the **Amended Application Lands** and approve a total of up to twelve (12) horizontal wells within each unit.

9. Applicant requests that the productive interval of the permitted horizontal wells within each unit be located no closer than 150 feet from the productive interval of any other horizontal wellbore within the same unit producing oil, gas, and associated hydrocarbons from the Niobrara, Fort Hays, Codell and Carlile Formations and no closer than 300 feet from the respective unit boundaries, without exception being granted by the Director.

10. Applicant requests the establishment of the above-proposed drilling and spacing units and authority to drill only those wells necessary to determine the well density that will allow for efficient drainage of the Niobrara, Fort Hays, Codell and Carlile Formations, will prevent waste, will not adversely affect correlative rights and will assure the greatest ultimate recovery of oil, gas and associated hydrocarbon substances from the Amended Application Lands. Applicant maintains that the proposed drilling and spacing units are not smaller than the maximum area that can be economically and efficiently drained by the requested number of wells in such drilling and spacing units. Applicant further maintains that wells drilled in the above-proposed drilling and spacing units will have no adverse effect on correlative rights of adjacent owners.

11. The Applicant states the proposed horizontal wells will be drilled from no more than four locations within each unit or at a legal location(s) on adjacent lands, without exception being granted by the Director.

12. 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 the Application were served on each interested party within seven days as required by Rule 503.e and 507.b.(1). Applicant further certifies that a copy of this Second Amended Application will be served on each additional interested party within seven days as required by Rule 503.e and 507.b.(1), and that all interested parties to the matter will be delivered notice at least 35 days in advance of the date of hearing.

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.

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Dated this \_\_\_ day of August, 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

Applicant's Address:

1301 Washington Ave., Ste. 300  
Golden, CO 80401  
Attn: Erik Larsen;  
Phone: 303.547.0792

VERIFICATION

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

Erik Larsen with Edge Energy II, LLC, upon oath deposes and says that he has read the foregoing Third Amended Application and that the statements contained therein are true to the best of his knowledge, information and belief.

EDGE ENERGY II, LLC

\_\_\_\_\_  
Erik Larsen

Subscribed and sworn to before me this \_\_\_\_\_ day of August, 2018, by Erik Larsen for Edge Energy II, LLC.

Witness my hand and official seal.

\_\_\_\_\_  
Notary Public

My Commission Expires:\_\_\_\_\_

EXHIBIT A

INTERESTED PARTIES

**Weld County Department of Planning Services**

Troy Swain  
1555 North 17th Avenue  
Greeley CO 80631

**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

(remainder of page intentionally left blank)

EXHIBIT A

INTERESTED PARTIES

Aberdeen Investments, LLC  
Acoma Energy, LLC  
Alice Hofmann  
Alice I. Sanders  
Alva C. Davis  
Anadarko Land Corp.  
Andrea J. Jagger  
Annette Delaney-Gullickson  
Anthony Tu and Kazuko Tu Family Parters LLLP  
Barbara L. Morton  
Bertha Hamburger  
BHCH Mineral, Ltd  
Board of Trustees for Weld County Public Hospital  
Bob V Conger  
Boekel Energy LLC  
BoMont Enterprises LLC  
Brian J Light  
Brian P McCulliss  
Bruce and Vicki J Tibboel, husband and wife  
Buffalo Holdings, LLC  
Candis K. Dill  
Carbon Peak Energy, LLC  
Carole Louise Ritchie, single woman  
Catherine J Porter  
Catherine J Porter, Trustee of the Patricia Ann Boekel Trust  
Charles T. Hofmann and Brenda L. Hofmann  
Christopher James Archibald, a married man  
City of Thornton  
Clifford R. Martin  
Colorado National Bank of Denver, Trustee  
Deborah L. Mitchell  
Debra Starr Davis fka Debra Starr Archibald, a married woman  
Dennis D Hagen  
Donna Bellmore  
Douglas Ray Ball  
E.J. Thornton  
Eleanor I. Johnson  
Enerplus Resources (USA) Corporation  
Ernest Erickson  
Estate of Fred W. Praechter  
Estate of Gertrude L. King, deceased  
Estate of Gretchen Talbot Gholson, deceased handled by Frank Smith, Jr. Attorney at Law  
Estate of Lula May Cozad, deceased  
Estate of Rupert R. Lewis  
Estate of Timothy Lee McCormick, deceased  
Extraction Oil & Gas, LLC



Ferrall Lee McCormick Jr.  
Four Dolans Limited Liability Company  
Fredericksburg Royalty, Ltd  
George M. Ball and Susan M. Penniall  
Glenn Patrick Jagger, a married man dealing in his sole and separate property  
Gore Range Investments, LLC  
H.A. Lennartz  
Harold C and Inez V Hornibrook, husband and wife  
Harris Trust & Savings Bank, Trustee under the will of L. B. Stableford, deceased  
Harry E. Kessenich, Jr.  
Herbert Michael Jagger, a married man dealing in his sole and separate property  
Homestead Mortgage Company Inc.  
I.R. Booth & Son, Inc  
Indian Grass LLC  
J.R. Dixon  
Jacob E and Spring Varra  
Jamea Guy Clapham  
James Eugene Ball  
James Hornibrook, single man  
Janell Elane Tanner, a married woman dealing in her sole and separate property  
Janis Lynn Sandison, f/k/a Janis Lynn Ritchie, single woman  
Janna Kay Ralston aka Janna Kay Archibald, a married woman  
Jason Ball  
Jason Ball, single man  
Jeffrey Hornibrook and Annette Wells Hornibrook, husband and wife  
Joanna M. Clapham  
Joe S. Johnson  
John Borman  
John Hornibrook and Kim Hornibrook, husband and wife  
John L. Peterson  
John W. Fish  
Joseph T. Steuer  
Joy Louise Ash  
Joyce Noxon  
Judy A Morgan  
Julia Ball  
Julia Ball, single woman  
KERR-MCGEE OIL & GAS ONSHORE LP  
KOG, Inc.  
Larry B Conger  
Lincoln Energy, LLC  
Linda L. Beaven individually and as Attorney in fact for Frances L. Fryberger  
Linda Marie Annis  
Lloyd Ball  
Lloyd Ball, single man  
Lois F. Buettner  
Longs Peak Dairy LLC  
Longs Peak Dairy, LLC  
Lorna Louise Clemens  
Low Country Resources, LLC  
LW Homes, LLC

Lyle Leland Peterson  
M.L. Forsberg  
Magic M&R, LLC  
Mardell LaVonne, single woman  
Mardell Newlon, a/k/a Mardell Y Newlon, f/k/a Mardell Y Danielson  
Margaret Ann Hofmann  
Marie E. Ritchie, Executrix of the Estate of A. E. Ritchie  
Marjorie Ann Cutshall  
Marshall C Crouch III and Jane R Crouch, husband and wife  
Mary Haarberg and James D. Haarberg  
Mary Louise Sweeney  
McCulliss Oil and Gas, Inc  
Michael R. Face  
Miller Family Investments, LLC  
Newton Financial Corporation  
OKKI Industries, LLC  
P.O. Fish  
Palm Springs Art Museum for the Benefit of the Janet & James Anathan Fund  
Patrick J. Dolan  
Paul L McCulliss  
Platte River Energy, LLC  
Plum LLC  
POCO Minerals, LLC  
Prelude Petroleum, LLC  
Quintesa Royalty, LP  
R. Phillip Johnson  
RC Land, Inc  
Richard James Ball  
Richard L. Clapham  
Robert E. Fish  
Robert P. Hoffman  
Roger W. Wilson  
Ruby H. Scheller  
Sharon Hoffman  
Sharon R. Scheller  
Sharon Scheller  
Sheryl A. Scheller  
Shirley L. Scheller Soto  
Silver Oak Royalty, LP  
Solid Deals LLC  
State of Colorado  
State of Colorado Board of Land Commissioners  
Stephen I. Johnson  
Steven G. Dill and Justine Dill  
Sue Hornibrook, a/k/a Susan M Hornibrook and William Hornibrook  
Sunflower Royalties, LLC  
Suzane L. McWilliams Revocable Trust Dated the 3rd day of July, 1991  
Synergy Resources Corporation  
Tami K. Spaulding and Richard D. Spaulding  
Thomas E. Vassil Jr. and Joyce L. Vassil

Timothy J. Dolan and Carolyn N. Dolan, Trustees of the Timothy and Carolyn Dolan Living Trust  
dated July 26, 2017  
Timothy J. Dolan, a married man dealing in his sole and separate property  
Tug Hill Minerals I, LLC  
Valerie W Benjamin, married woman dealing in her separate property  
Vida Nova Investments, LLC  
Voortman Family Trust  
W. T. Graham  
Wallabie, LLC  
Weld County, Colorado acting by and through the Board of County Commissioners  
Western Interior Energy, Inc  
White Eagle Exploration  
Whitebird LLC  
Whitetail Minerals, LLC  
Wild Basin Ranch, LLC  
Winfred Sullivan  
WYOTEX Drilling Ventures, LLC

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FOR AN ORDER VACATING ORDER NO.	)	DOCKET NO. 180600456
535-2 AS TO THE AMENDED APPLICATION	)	
LANDS, VACATING ORDER NO. 535-142,	)	TYPE: SPACING
AND ESTABLISHING THREE APPROXIMATE	)	
1,280-ACRE DRILLING AND SPACING UNITS	)	
WITH WELL LOCATION RULES APPLICABLE	)	
TO THE DRILLING AND PRODUCING OF	)	
WELLS FROM THE NIOBRARA, FORT HAYS,	)	
CODELL AND CARLILE FORMATIONS FOR	)	
CERTAIN LANDS IN TOWNSHIP 8 NORTH,	)	
RANGE 66 WEST, 6TH P.M., UNNAMED	)	
FIELD, WELD COUNTY, COLORADO.	)	
	)	

AFFIDAVIT OF MAILING

STATE OF COLORADO                   §  
   §  
 CITY AND COUNTY OF DENVER       §

I, Geoffrey W. Storm, of lawful age, and being first duly sworn upon my oath, state and declare:

That I am the attorney for Edge Energy II, LLC and that on or before August \_\_, 2018, I caused a copy of the attached Application to be deposited in the United States mail, postage prepaid, addressed to the parties on the Exhibit A to the Application.

\_\_\_\_\_  
Geoffrey W. Storm

Subscribed and sworn to before me \_\_\_\_\_, 2018.

Witness my hand and official seal.

\_\_\_\_\_  
Notary Public  
My commission expires: \_\_\_\_\_