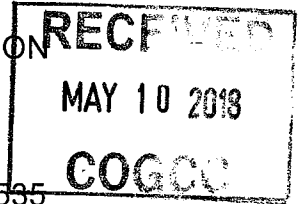


BEFORE THE OIL AND GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO



IN THE MATTER OF AN APPLICATION BY)
BISON OIL & GAS II, LLC FOR AN ORDER TO)
VACATE ORDER NO. 535-759 AND)
ESTABLISH AN APPROXIMATE 640-ACRE)
DRILLING AND SPACING UNIT 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 FOR SECTION 10, TOWNSHIP 8)
NORTH, RANGE 61 WEST, 6TH P.M.,)
UNNAMED FIELD, WELD COUNTY,)
COLORADO)

Cause No. 535

Docket No. 180700509

Type: SPACING

APPLICATION

Bison Oil & Gas II, LLC ("Applicant" or "Bison"), Operator No. 10661, by and through its attorneys, Welborn Sullivan Meck & Tooley, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order vacating an approximate 1,280-acre drilling and spacing unit established by Order No. 535-759 for Sections 9 and 10, Township 8 North, Range 61 West, 6th P.M., and establishing an approximate 640-acre drilling and spacing unit, and authorizing up to 20 horizontal wells within the unit, for the drilling of wells and producing of oil, gas and associated hydrocarbons from the Niobrara, Fort Hays, Codell, and Carlile Formations covering lands in Weld County, Colorado. In support of its Application, Applicant states as follows:

1. Applicant is a limited liability company duly authorized to conduct business in Colorado.
2. Applicant, owns leasehold interests and/or the right to drill, and is an Owner as defined by Commission rules, in the following lands ("Application Lands"):

Township 8 North, Range 61 West, 6th P.M.
Section 10: All

Weld County, Colorado

A reference map of the Application Lands is attached as Exhibit B hereto.

3. Rule 318.a. of the Rules and Regulations of the Oil and Gas Conservation Commission requires that, on unspaced lands, wells drilled in excess of 2,500 feet in depth be located not less than 600 feet from any lease line, and located not less than 1,200 feet from any other producible or drilling oil or gas well when drilling to the same common source of supply.

4. On March 8, 2011, the Commission entered Order No. 535-3, which established 160 approximate 640-acre drilling and spacing units for certain lands in Townships 8, 9, and 10, North, Ranges 58 through 61 West, 6th P.M., and approved one horizontal well in each unit, for the production of oil, gas, and associated hydrocarbons from the Niobrara Formation, with the treated interval of the wellbore to be located no closer than 600 feet from the unit boundaries, without exception being granted by the Director.

5. On March 20, 2017, the Commission entered Order No. 535-759, which vacated an approximate 640-acre drilling and spacing unit established by Order No. 535-3 for Section 10, Township 8 North, Range 61 West, 6th P.M., and established an approximate 1,280-acre drilling and spacing unit for Sections 9 and 10, Township 8 North, Range 61 West, 6th P.M., and approved up to two horizontal wells within the unit, for the production of oil, gas, and associated hydrocarbons from the Niobrara Formation, with the treated interval of the wellbores to be located no closer than 200 feet from the west and east unit boundaries, no closer than 600 feet from the north and south unit boundaries, no closer than 150 feet from the treated interval of any other wellbore within the unit, and no closer than 600 feet from the productive interval of any existing well, without exception being granted by the Director. The Application Lands are subject to this order for the Niobrara Formation.

6. No horizontal well have been drilled or permitted on the Application Lands.

7. To promote efficient drainage, and to prevent waste, Applicant requests that the Commission vacate an approximate 1,280-acre drilling unit established by Order No. 535-759 for Sections 9 and 10, Township 8 North, Range 61 West, 6th P.M., and establish an approximate 640-acre drilling and spacing unit for the below-described Application Lands, and approve up to 20 new horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara, Fort Hays, Codell, and Carlile Formations, with the treated interval of each wellbore within the unit being no closer than 600 feet from the unit boundary, and no closer than 165 feet from the productive interval of any other wellbore located within the unit, unless an exception is granted by the Director:

Township 8 North, Range 61 West, 6th P.M.
Section 10: All

8. Applicant requests authority to drill those wells necessary to determine the appropriate well density that allows for the most economic and efficient drainage of the Niobrara, Fort Hays, Codell, and Carlile Formations, that prevents waste, that protects correlative rights, and that assures the greatest ultimate recovery of oil, gas and associated hydrocarbons.

9. The drilling and spacing unit is not smaller than the maximum area that can be drained by the proposed wells, and will have no adverse effect on correlative rights of adjacent owners.

10. Applicant requests that the wells be drilled from no more than two surface facilities located within the unit or at a legal location on adjacent lands.

11. 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 Application shall be served on each interested party within seven (7) days after filing of the Application as required by Rules 503.e., 507.b.(1), and 507.c.

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 4th day of May, 2018.

Respectfully submitted,
WELBORN SULLIVAN MECK & TOOLEY, P.C.

By: 

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

Attorneys for Bison Oil & Gas II, LLC

Applicant's Address:

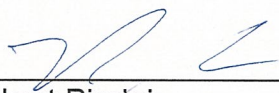
Bison Oil & Gas II, LLC
518 17th Street, Suite 1800
Denver, CO 80202
Attn: Robert Pierini
Phone: (720) 644-6997

VERIFICATION

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

Robert Pierini, Vice President – Land, for Bison Oil & Gas II, LLC, upon oath deposes and says that he has read the foregoing Amended Application and that the statements contained therein are true to the best of his knowledge, information and belief.

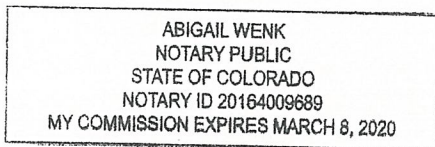
BISON OIL & GAS II, LLC

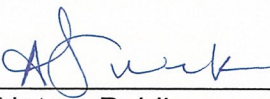


Robert Pierini
Vice President - Land

Subscribed and sworn to before me this 26th day of April 2018 by Robert Pierini, Vice President - Land, for Bison Oil & Gas II, LLC.

Witness my hand and official seal.





Notary Public
My Commission Expires: March 8, 2020

EXHIBIT A

INTERESTED PARTIES

Weld County

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

Colorado Department of Public Health and Environment

Attn: Kent Kuster, Oil and Gas Liaison
4300 Cherry Creek Dr. South
Denver, CO 80246-1530

Colorado Division of Wildlife

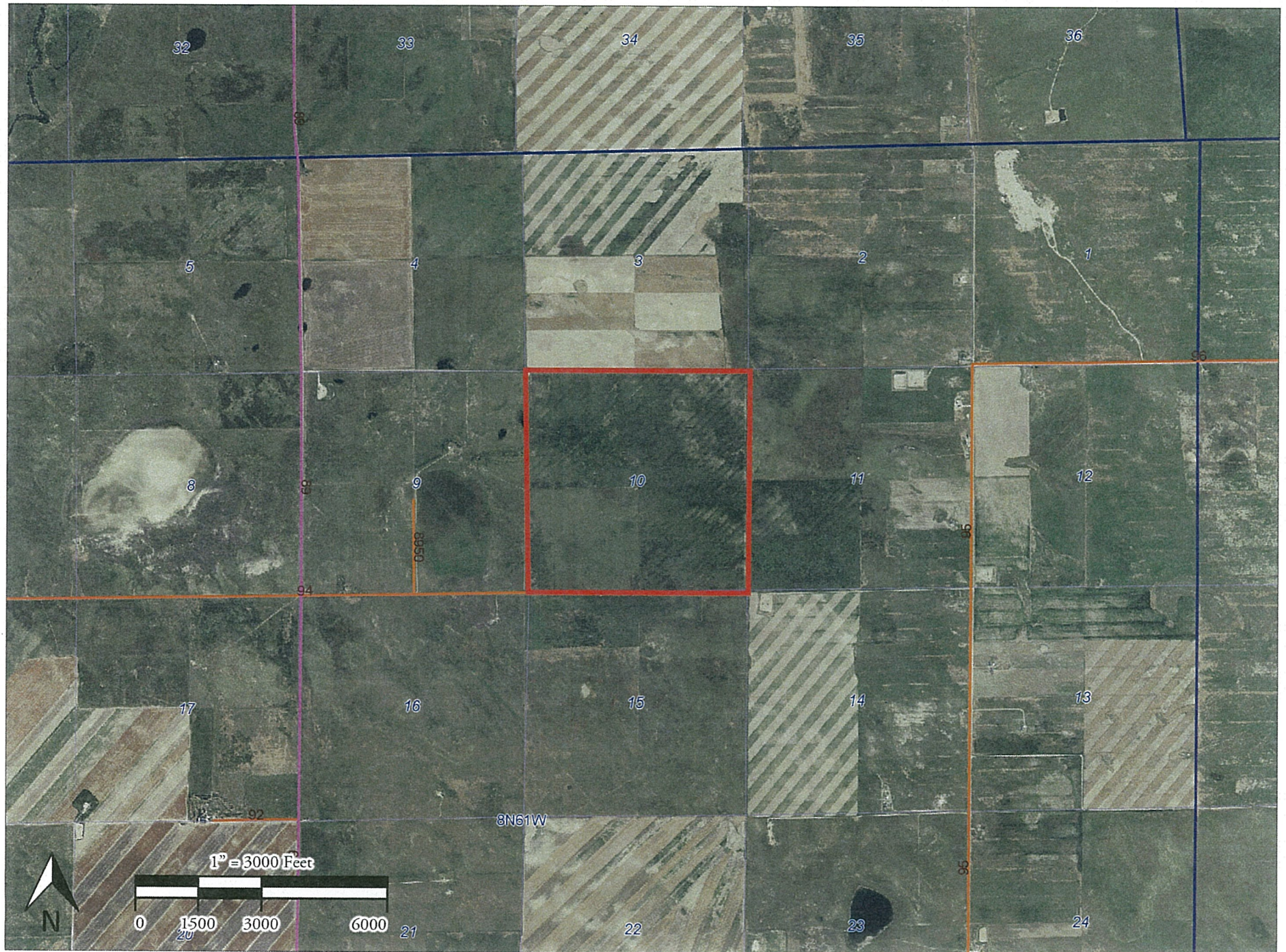
Northeast Region Office
6060 Broadway
Denver, CO 80216

EXHIBIT A

INTERESTED PARTIES

Noble Energy WYCo, LLC
Noble Energy Inc.

Exhibit B - Application Lands



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OF THE STATE OF COLORADO

IN THE MATTER OF AN APPLICATION BY)	Cause No. 535
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FORMATIONS FOR SECTION 10, TOWNSHIP 8)	
NORTH, RANGE 61 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:

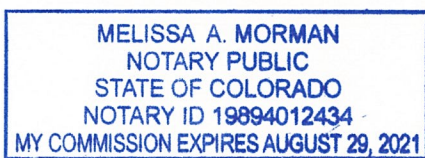
That I am the attorney for Bison Oil & Gas II, LLC and that on or before May 10, 2018, I caused a copy of the attached Application to be deposited in the United States mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.

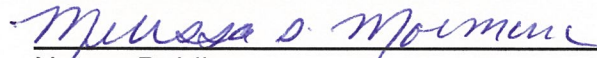


Geoffrey W. Storm

Subscribed and sworn to before me May 15, 2018.

Witness my hand and official seal.





Notary Public
My commission expires: 8/29/2021