

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

IN THE MATTER OF THE APPLICATION OF
HIGHPOINT OPERATING CORPORATION FOR
AN ORDER TO POOL ALL INTERESTS IN AN
APPROXIMATE 1,280-ACRE DRILLING AND
SPACING UNIT ESTABLISHED FOR
PORTIONS OF SECTIONS 11 AND 14,
TOWNSHIP 11 NORTH, RANGE 63 WEST, 6TH
P.M., FOR THE PRODUCTION OF OIL, GAS
AND ASSOCIATED HYDROCARBONS FROM
THE CODELL FORMATION, HEREFORD
FIELD, WELD COUNTY, COLORADO

CAUSE NO. 421

DOCKET NO. 180900 ____

TYPE: POOLING

APPLICATION

COMES NOW HighPoint Operating Corporation (Operator No. 10071) ("Applicant"), by its attorneys, Jost Energy Law, P.C., and makes this application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order to pool all interests within an approximate 1,280-acre drilling and spacing unit, as defined below, for the production and operation of the Critter Creek 550-1411H (API No. 05-123-46864), Critter Creek 250-1411H (API No. 05-123-46842), Critter Creek 230-1411H (API No. 05-123-46702), and Critter Creek 210-1411H (API No. 05-123-46700) ("Wells") for the development and operation of the Codell Formation on the following lands (hereinafter collectively, the "Application Lands"):

Township 11 North, Range 63 West, 6TH P.M.

Section 11: All

Section 14: All

1280-acres, more or less, Weld County, Colorado.

In support thereof, Applicant states and alleges as follows:

1. Applicant is a corporation 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 in the Application Lands, as defined by the Oil and Gas Conservation Act, and owns certain leasehold interests in the Application Lands and/or holds the right to operate certain leasehold interests in the Application Lands.
3. On July 20, 2015, the Commission entered Order No. 421-69 which, among other things, established eleven (11) approximate 1,280-acre drilling and spacing units for certain lands, including the Application Lands, and approved six (6) horizontal wells within each unit, for the development and operation of the Codell Formation, with the

productive interval of the wellbore to be located no closer than 460 feet from the unit boundaries, and no closer than 150 feet from the productive interval of any other wellbore producing from the same source of supply within the unit, without exception being granted by the Director.

4. On December 13, 2016, the Commission entered Order No. 421-79 which, among other things, modified Order Nos. 421-56, 421-57, 421-62, 421-64, and 421-69, and allowed the productive interval of any permitted well to be located no closer than 300 feet from the unit boundaries of twelve approximate 1280-acre drilling and spacing units including Sections 11 and 14, Township 11 North, Range 63 West, 6th P.M., for the production of oil, gas and associated hydrocarbons from the Codell Formation.

5. Applicant, pursuant to Commission Rule 530 and/or the provisions of C.R.S. § 34-60-116 (6) and (7), hereby requests an order to pool all interests, including but not limited to, any non-consenting interests and any party failing to fulfill its election, in the Application Lands in the Codell Formation underlying the drilling and spacing unit for the drilling of the Critter Creek 550-1411H (API No. 05-123-46864), Critter Creek 250-1411H (API No. 05-123-46842), Critter Creek 230-1411H (API No. 05-123-46702), and Critter Creek 210-1411H (API No. 05-123-46700).

6. Applicant requests that the Commission's pooling order be made effective as of the earlier of the date of this Application, or the date that the costs specified in C.R.S. § 34-60-116(7)(b) are first incurred for the drilling of the Wells to the Codell Formation on the Application Lands.

7. Applicant certifies that copies of this Application will be served on all persons owning a recorded and known interest in the mineral estate of the tracts to be pooled within seven days of the date hereof, as required by Rule 503.e., and that at least 60 days prior to the hearing on this matter, each such recorded and known interest owner not already leased or voluntarily pooled will be offered the opportunity to lease and/or participate and will be provided with the information required by Rule 530 as applicable.

8. In order to prevent waste and to protect correlative rights, all interests in the drilling and spacing unit should be pooled for the orderly development and operation of the Codell Formation, including any non-consenting interests therein.

WHEREFORE, Applicant requests that this matter be set for hearing on September 17, 2018, that notice be given as required by law, and that upon such hearing, the Commission enter its order:

A. Pooling all interests, including but not limited to any non-consenting interests and any party failing to fulfill its election, in the following approximate 1280-acre drilling and spacing unit established for the development and operation of the Codell Formation:

Township 11 North, Range 63 West, 6TH P.M.

Section 11: All

Section 14: All

1280-acres, more or less, Weld County, Colorado.

B. Providing that the Commission's pooling order is made effective as of the earlier of the date of this Application, or the date that any of the costs specified in C.R.S. § 34-60-116(7)(b) are first incurred for the drilling of the Critter Creek 550-1411H (API No. 05-123-46864), Critter Creek 250-1411H (API No. 05-123-46842), Critter Creek 230-1411H (API No. 05-123-46702), and Critter Creek 210-1411H (API No. 05-123-46700), for the production of oil, gas and associated hydrocarbons from the Codell Formation on the Application Lands.

C. Providing that any party who fails to make a timely election to lease or to participate is pooled by operation of statute, pursuant to C.R.S. § 34-60-116(6) and (7), and made subject to the cost recovery provisions thereof with respect to the Well drilled to develop the Codell Formation in the drilling and spacing unit comprising the Application Lands.


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

DATED July 11th, 2018.

Respectfully submitted:

HIGHPOINT OPERATING CORPORATION

By:



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VERIFICATION

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

Bryce Doty, of lawful age, being first duly sworn upon oath, deposes and says that he is the Landman for HighPoint Operating Corporation, 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.




Bryce Doty
Landman
HighPoint Operating Corporation

Subscribed and sworn to before me this 10th day of July, 2018.

Witness my hand and official seal.

[SEAL]

My commission expires: 10/6/2019



Notary Public

