

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

IN MATTER OF THE APPLICATION OF ST.)
CROIX OPERATING INC. FOR AN ORDER) CAUSE NO.
POOLING ALL INTEREST IN AN)
APPROXIMATE 160.00 ACRE DRILLING AND) DOCKET NO. 180900667
SPACING UNIT PROPOSED FOR THE)
DEVELOPMENT/OPERATION OF THE J-) TYPE: POOLING
SANDSTONE FORMATION UNDERLYING)
CERTAIN PORTIONS OF SECTION 15, 16, 21)
AND 22, TOWNSHIP 3 SOUTH, RANGE 51)
WEST, 6TH P.M., UNAMED FIELD,)
WASHINGTON COUNTY, COLORADO)

APPLICATION

St. Croix Operating Inc., Operator No. 81490, by and through its attorneys, Akers & Thompson, LLC, respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission" or "COGCC") for an order pooling all interests in an approximate 160-acre drilling and spacing unit ("DSU") proposed for the development and production from the J-Sandstone formation underlying certain portions of Section 15, 16, 21 and 22, Township 3 South, Range 51 West, 6th P.M., Unnamed Field, Washington County, Colorado. In support thereof, the Applicant states 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 owns substantial interests in the following lands ("Application Lands") and therefore has standing to file this application:

Township 3 South, Range 51 West, 6th P.M.

Section 15: SW $\frac{1}{4}$ SW $\frac{1}{4}$

Section 16: SE $\frac{1}{4}$ SE $\frac{1}{4}$

Section 21: NE $\frac{1}{4}$ NE $\frac{1}{4}$

Section 22: NW $\frac{1}{4}$ NW $\frac{1}{4}$

160 acres, more or less, Washington County, Colorado.

A reference map of the Application Lands is attached hereto.

3. Applicant has filed concurrently herewith an application requesting that the Commission establish an approximate 160-acre Drilling and Spacing Unit for the "J" Sandstone Formation underlying the Application Lands and authorize up to two vertical wells in the DSU.

4. Applicant intends to drill the following wells in the Application Lands:

Well Name	Formation	Location	Estimated Spud Date
Pronghorn # 1	"J" Sandstone	SW ¼ SW ¼, Section 15, Township 3 South, Range 51 West, 6 th P.M.	3 rd Quarter 2018
Pronghorn # 2	"J" Sandstone	NW ¼ NW ¼, Section 22, Township 3 South, Range 51 West, 6 th P.M.	3 rd Quarter 2018

5. Acting pursuant to the relevant provisions of §34-60-116(6) & (7), C.R.S. and Rule 530, Applicant seeks an order pooling all interests, in the above-described DSU for the Application lands, for the development and operation of the authorized wells.
6. Applicant requests that the Commission's pooling order be entered as a result of this Application and that it be made effective as of the date of this Application.
7. Further, Applicant requests that the interests of any owners with whom the Applicant has been unable to secure a lease or other agreement to participate in the drilling of the authorized wells, are made subject to the cost recovery provisions of §34-60-116(7), C.R.S., effective as of the date the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Authorized wells.
8. 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.
9. 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.
10. 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.
11. Applicant certifies that, at least thirty-five (35) days prior to the date of the scheduled protest deadline for this Application, each owner which Applicant was able to locate, not already leased or voluntarily pooled, will be provided with the well proposal and information required by Rule 530 and tendered a reasonable offer to lease (of an unleased mineral owner), or participate and bear costs associated with the drilling and completion of the Wells.


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

- A. Pooling all interests in the Application Lands for the development and operation of the "J" Sandstone Formation.
- B. Providing that the pooling order is made effective as of the date of this Application.
- C. Providing that the interests of any owners with whom the Applicant has been unable to secure a lease or other agreement to participate in the drilling of the authorized wells, are pooled by operation of statute, pursuant to §34-60-116(7), C.R.S., and made subject to the cost recovery provisions thereof.
- D. For such other findings and orders as the Commission may deem proper or advisable in the Application Lands.

Dated this 18th day of July, 2018

Respectfully Submitted,

Akers & Thompson, LLC

By: 

Troy L. Chatman II
John K. H. Akers, Jr.
Akers & Thompson, LLC
Attorneys for Applicant
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jakers@akersthompsonlaw.com

Address of Applicant


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600 S. Cherry St., Ste. 200
Denver, CO 80246
Mail: P.O. Box 13799
Denver, CO 80201-1799

VERIFICATION

STATE OF COLORADO)
) SS.
COUNTY OF DENVER)

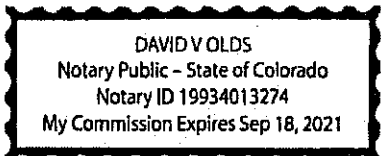
Paul B. Melnychenko, as President of St. Croix Operating, Inc., upon oath deposes and says that he has read the foregoing Application and that the statements contained therein are true to the best of his knowledge, information and belief.

St. Croix Operating, Inc.


Paul B. Melnychenko, President

Subscribed and sworn to before me this 17th day of July,
2018, by Paul B. Melnychenko, as President of St. Croix Operating, Inc.

Witness my hand and official seal.




Notary Public

EXHIBIT A

Township 3 South, Range 51 West, 6th P.M.

Section 15: SW $\frac{1}{4}$ SW $\frac{1}{4}$

Section 16: SE $\frac{1}{4}$ SE $\frac{1}{4}$

Section 21: NE $\frac{1}{4}$ NE $\frac{1}{4}$

Section 22: NW $\frac{1}{4}$ NW $\frac{1}{4}$

INTERESTED PARTIES

Zelda J. Emmert and Kevin R. Emmert
1176 Southeast Fenton Street,
Dallas, Oregon 97338

Donna J. Brown
8957 Manning Road
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Colleen R. Johnson
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Albert D. Travis
33970 County Road 25
Akron, Colorado 80720

William Martin Fowkes
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Boise, Idaho 83703

Holly Hyatt-Langdon
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Boulder, Colorado 80301

Charles Cavness
Magnolia Minerals Trust, LLC
1660 17th Street, Suite 325
Denver, Colorado 80202

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Scarborough, Maine 04074

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Scott Family Trust
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The Woodlands, Texas 77381

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State of Colorado
State Board of Land Commissioners
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Denver, Colorado 80203

Jaws Land Co.
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Colorado Department of Public Health & Environment
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Denver, CO 80246
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Email: kent.kuster@state.co.us.

Brandon Marette-Energy Liaison
Colorado Parks and Wildlife
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Denver, CO 80216
Phone: (303) 291-7327
Email: brandon.marette@state.co.us

St. Croix Operating Inc.
P.O. Box 13799
Denver, CO 80201

EXHIBIT B

Reference Map for Pooling Application

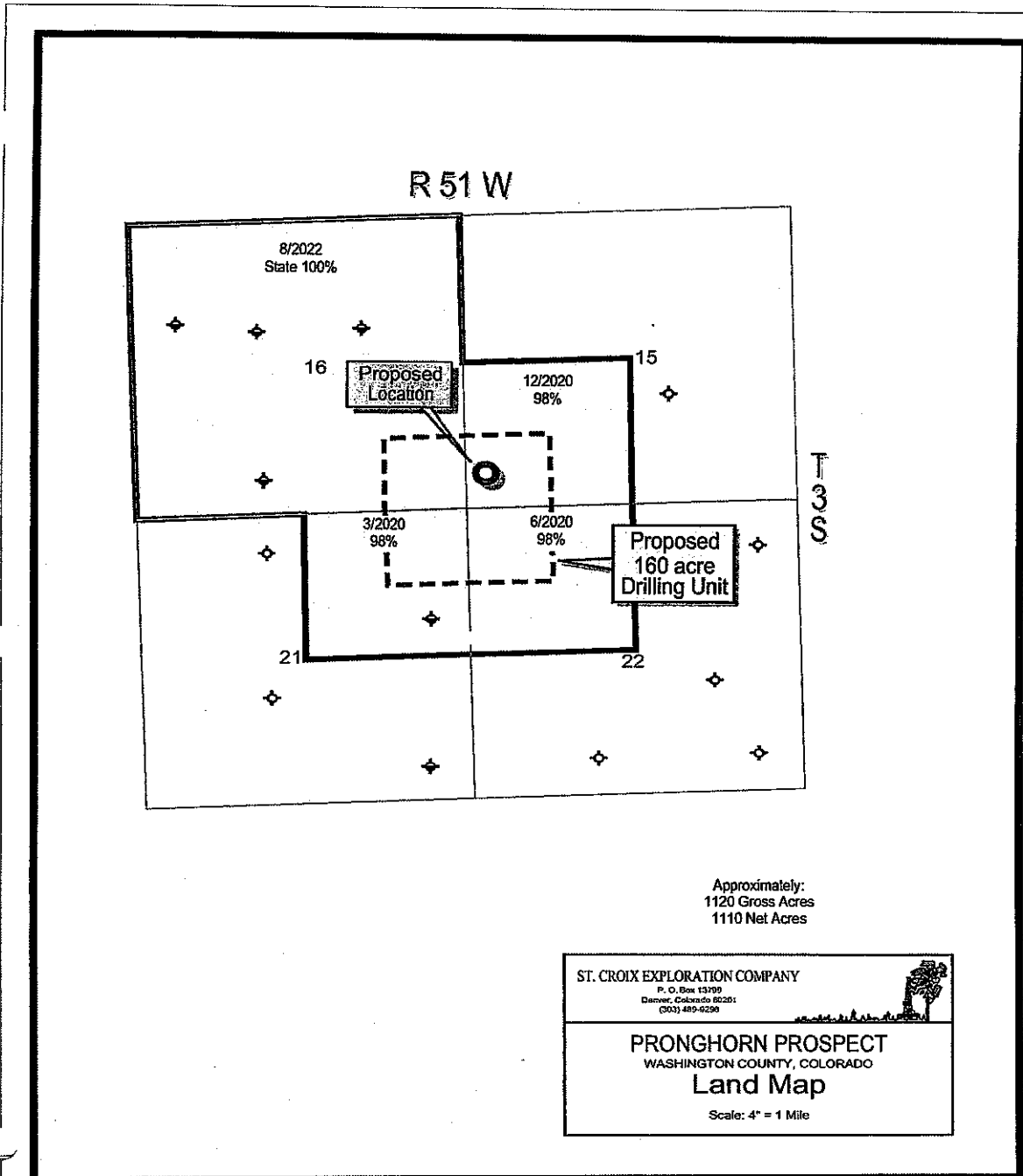
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CAUSE NO.
DOCKET NO. 180900667
TYPE: POOLING

AFFIDAVIT OF MAILING

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

I, Troy L. Chatman II, of lawful age, and being first duly sworn upon my oath, state, and declare that I am the attorney for St. Croix Operating Inc., and that on or before July 25, 2018, I caused a copy of the Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A to this Affidavit.

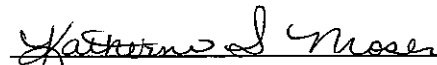


Troy L. Chatman II

Subscribed and sworn to before me this 19th day of July 2018.

Witness my hand and official seal.

My commission expires: October 15, 2019



Notary Public

