

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

IN THE MATTER OF THE APPLICATION OF
NOBLE ENERGY, INC. FOR AN ORDER TO
POOL ALL INTERESTS IN NINE DESIGNATED
HORIZONTAL WELLBORE SPACING UNITS
ESTABLISHED FOR PORTIONS OF
SECTIONS 2, 3, 4, 9, 10, 11, 15, AND 16,
TOWNSHIP 5 NORTH, RANGE 63 WEST, 6TH
P.M., FOR THE PRODUCTION OF OIL, GAS
AND ASSOCIATED HYDROCARBONS FROM
THE CODELL AND NIOBRARA FORMATIONS,
WATTENBERG FIELD, WELD COUNTY,
COLORADO

CAUSE NO. 407

DOCKET NO. 180900____

TYPE: POOLING

APPLICATION

COMES NOW Noble Energy, Inc. (Operator No. 100322) ("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 nine (9) designated horizontal Wellbore Spacing Units, as defined below, for the production and operation of the following wells (collectively, the "Wells"): Wells Ranch State #BB09-617 (API No. 05-123-44948) in WSU #1, the Wells Ranch #BB09-626 (API No. 05-123-44953) in WSU #2, the Wells Ranch #BB09-639 (API No. 05-123-44952) in WSU #3, the Wells Ranch #BB09-649 (API No. 05-123-44958) in WSU #4, the Wells Ranch #BB09-650 (API No. 05-123-44963) in WSU #5, the Wells Ranch #BB09-654 (API No. 05-123-44960) in WSU #6, the Wells Ranch #BB09-665 (API No. 05-123-44967) in WSU #7, the Wells Ranch #BB09-674 (API No. 05-123-44964) in WSU #8, and the Wells Ranch State #BB09-683 (API No. 05-123-44965) in WSU #9 for the development and operation of the Codell and Niobrara Formations on the following lands (hereinafter collectively, the "Application Lands" and the "Wellbore Spacing Units"):

WSU #1:

Wells Ranch State #BB09-617 (API No. 05-123-44948) (Niobrara)

Township 5 North, Range 63 West, 6th P.M.

Section 9: S/2S/2

Section 10: S/2S/2

Section 11: SW/4SW/4

Section 15: N/2N/2

Section 16: N/2N/2

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

WSU #2 – WSU #3:

Wells Ranch #BB09-626 (API No. 05-123-44953) (Niobrara)

Wells Ranch #BB09-639 (API No. 05-123-44952) (Niobrara)

Township 5 North, Range 63 West, 6th P.M.

Section 9: S/2

Section 10: S/2

Section 11: W/2SW/4

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

WSU #4 – WSU #5:

Wells Ranch #BB09-649 (API No. 05-123-44958) (Niobrara)

Wells Ranch #BB09-650 (API No. 05-123-44963) (Codell)

Township 5 North, Range 63 West, 6th P.M.

Section 9: S/2N/2; N/2S/2

Section 10: S/2N/2; N/2S/2

Section 11: SW/4NW/4; NW/4SW/4

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

WSU #6:

Wells Ranch #BB09-654 (API No. 05-123-44960) (Niobrara)

Township 5 North, Range 63 West, 6th P.M.

Section 9: S/2N/2

Section 10: S/2N/2

Section 11: SW/4NW/4

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

WSU #7 – WSU #8:

Wells Ranch #BB09-665 (API No. 05-123-44967) (Codell)

Wells Ranch #BB09-674 (API No. 05-123-44964) (Niobrara)

Township 5 North, Range 63 West, 6th P.M.

Section 9: N/2

Section 10: N/2

Section 11: W/2NW/4

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

WSU #9:

Wells Ranch State #BB09-683 (API No. 05-123-44965) (Niobrara)

Township 5 North, Range 63 West, 6th P.M.

Section 2: SW/4SW/4

Section 3: S/2S/2

Section 4: S/2S/2

Section 9: N/2N/2

Section 10: N/2N/2

Section 11 NW/4NW/4

720-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 April 27, 1998, the Commission adopted Rule 318A, which, among other things, allowed certain drilling locations to be utilized to drill or twin a well, deepen a well or recomplete a well and to commingle any or all of the Cretaceous Age Formations from the base of the Dakota Formation to the surface. On December 5, 2005, Rule 318A was amended to allow interior infill and boundary wells to be drilled and wellbore spacing units to be established. On August 8, 2011, Rule 318A was amended to, among other things, address drilling of horizontal wells but did not prohibit the establishment of drilling and spacing units within the Greater Wattenberg Area. The lands encompassing the Application Lands are subject to Rule 318A for wells drilled and producing in the Codell and Niobrara Formations.
4. On February 19, 1992 (amended August 20, 1993), the Commission entered Order No. 407-87 which, among other things, established 80-acre drilling and spacing units for the production of oil, gas and associated hydrocarbons from the Codell and Niobrara Formations, with permitted well locations in accordance with the provisions of Order No. 407-1. The Application Lands are subject to this Order for the Niobrara Formation.
5. Prior to the date of this Application, the Commission entered various Orders pooling wellbore spacing units within portions of the subject Application Lands. These Orders are wellbore specific and do not affect this Application.
6. Applicant designated the nine (9) horizontal Wellbore Spacing Units defined in this Application for the production of oil, gas and associated hydrocarbons from the

Codell and Niobrara Formations pursuant to Rule 318A and notified the appropriate parties under Rule 318A.

7. 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 and Niobrara Formations underlying the following nine (9) designated horizontal Wellbore Spacing Units for the drilling of the following nine (9) wells:

WSU #1:

Wells Ranch State #BB09-617 (API No. 05-123-44948) (Niobrara)

Township 5 North, Range 63 West, 6th P.M.

Section 9: S/2S/2

Section 10: S/2S/2

Section 11: SW/4SW/4

Section 15: N/2N/2

Section 16: N/2N/2

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

WSU #2 – WSU #3:

Wells Ranch #BB09-626 (API No. 05-123-44953) (Niobrara)

Wells Ranch #BB09-639 (API No. 05-123-44952) (Niobrara)

Township 5 North, Range 63 West, 6th P.M.

Section 9: S/2

Section 10: S/2

Section 11: W/2SW/4

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

WSU #4 – WSU #5:

Wells Ranch #BB09-649 (API No. 05-123-44958) (Niobrara)

Wells Ranch #BB09-650 (API No. 05-123-44963) (Codell)

Township 5 North, Range 63 West, 6th P.M.

Section 9: S/2N/2; N/2S/2

Section 10: S/2N/2; N/2S/2

Section 11: SW/4NW/4; NW/4SW/4

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

WSU #6:

Wells Ranch #BB09-654 (API No. 05-123-44960) (Niobrara)

Township 5 North, Range 63 West, 6th P.M.

Section 9: S/2N/2

Section 10: S/2N/2

Section 11: SW/4NW/4

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

WSU #7 – WSU #8:

Wells Ranch #BB09-665 (API No. 05-123-44967) (Codell)

Wells Ranch #BB09-674 (API No. 05-123-44964) (Niobrara)

Township 5 North, Range 63 West, 6th P.M.

Section 9: N/2

Section 10: N/2

Section 11: W/2NW/4

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

WSU #9:

Wells Ranch State #BB09-683 (API No. 05-123-44965) (Niobrara)

Township 5 North, Range 63 West, 6th P.M.

Section 2: SW/4SW/4

Section 3: S/2S/2

Section 4: S/2S/2

Section 9: N/2N/2

Section 10: N/2N/2

Section 11: NW/4NW/4

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

8. 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 any of the Wells to the Codell or Niobrara Formations in WSU #1 through WSU #9 on the Application Lands.

9. 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.

10. In order to prevent waste and to protect correlative rights, all interests in WSU #1 through WSU #9 should be pooled for the orderly development and operation of the Codell and Niobrara Formations, including any non-consenting interests therein.

WHEREFORE, Applicant requests that this matter be set for hearing on September 17-18, 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 nine (9) designated horizontal Wellbore Spacing Units established for the Application Lands for the development and operation of the Codell and Niobrara Formations.

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 each Well in WSU #1 through WSU #9 for the production of oil, gas and associated hydrocarbons from the Codell and Niobrara Formations on the Application Lands.

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 Wells are 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 Wells drilled to develop the Codell and Niobrara Formations in the nine (9) Wellbore Spacing Units comprising the Application Lands.

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

DATED July 18, 2018.

Respectfully submitted:

NOBLE ENERGY, INC.


By: 

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


Ryan D. Antonio
Attorney-In-Fact
Noble Energy, Inc.


Notary Public

IN THE MATTER OF THE APPLICATION OF NOBLE ENERGY, INC. FOR AN ORDER TO POOL ALL INTERESTS IN NINE DESIGNATED HORIZONTAL WELLBORE SPACING UNITS ESTABLISHED FOR PORTIONS OF SECTIONS 2, 3, 4, 9, 10, 11, 15, AND 16, TOWNSHIP 5 NORTH, RANGE 63 WEST, 6TH P.M., FOR THE PRODUCTION OF OIL, GAS AND ASSOCIATED HYDROCARBONS FROM THE CODELL AND NIOBRARA FORMATIONS, WATTENBERG FIELD, WELD COUNTY, COLORADO

TYPE: POOLING

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

Jamie L. Jost
Kelsey H. Wasylenky


Notary Public

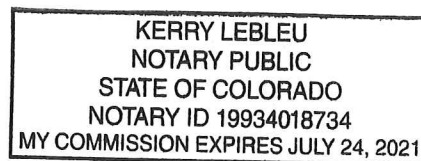


Exhibit A
FP - Wells Ranch State #BB09-617

Anadarko E&P Onshore LLC
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The Woodlands, TX 77380

Debra McLawchlin
P.O. Box 4
Santa Fe, TX 77380

Anadarko Land Corp.
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The Woodlands, TX 77380

Diane Brandt
355 S. Township Rd.
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Andler Investments, LLC
P.O. Box 296
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Arthur Ray Bruce
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Pasco, WA 98115

Dr. Bret David
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Ventura, CA 93004

Bart Davis
4169 Salt Spring Dr.
Ferndale, WA 98248

Family Tree Corp.
2150 W. 29th Ave, Suite 500
Denver, CO 80624

Betty Anne Belcourt Clark
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Freeland, WA 98115

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Houston, TX 77380

Gerry Brentari
3040 Dante Ave.
Vineland, NJ 8361

Centennial Mineral Holdings, LLC
8235 Douglas Avenue, Suite 815
Dallas, TX 77380

Heirs and Devisees of the Estate of Veda D.
Schafer
860 Cherry St.
Willamina, OR 97371

Cindy Jacobs
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Yukon, OK 73099

Janet J. Cornell
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Austin, TX 77380

Darla Hilman
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Lynnwood, WA 98115

Judy Thees
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Lynnwood, WA 98115

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Larry Ray Benner
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Laurene Loveland
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Portland Elks Lodge B.P.O.E. No. 142 Bldg
Fund
PO Box 20605
Portland, OR 97371

Raptor Resources, LLC
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Parker, CO 80624

Raye Ann Yapp
4228 SW Brittany Dr.
Gresham, OR 97371

Raymond C. Drasbek, Trustee, the
Raymond C. Drasbek Trust dtd February 8,
2012
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Redmond, OR 97756

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Kim, CO 80624

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