

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

IN THE MATTER OF AN **AMENDED** APPLICATION
BY KERR-MCGEE OIL & GAS ONSHORE LP FOR
AN ORDER POOLING ALL INTERESTS IN TWO
APPROXIMATE 720-ACRE DESIGNATED
HORIZONTAL WELLBORE SPACING UNITS FOR
CERTAIN PORTIONS OF SECTIONS 35 AND 36,
TOWNSHIP 2 NORTH, RANGE 67 WEST, 6TH P.M.,
CERTAIN PORTIONS OF SECTION 31, TOWNSHIP 2
NORTH, RANGE 66 WEST, 6TH P.M., CERTAIN
PORTIONS OF SECTIONS 1 AND 2, TOWNSHIP 1
NORTH, RANGE 67 WEST, 6TH P.M., AND CERTAIN
PORTIONS OF SECTION 6, TOWNSHIP 1 NORTH,
RANGE 66 WEST, 6TH P.M., FOR THE
DEVELOPMENT/OPERATION OF THE **NIOBRARA**
AND CODELL FORMATIONS, WATTENBERG FIELD,
WELD COUNTY, COLORADO

CAUSE NO. 407

DOCKET NO. 180900694

TYPE: POOLING

AMENDED APPLICATION

Kerr-McGee Oil & Gas Onshore LP (Operator No. 47120) ("Kerr-McGee" or "Applicant"), by and through its attorneys, Beatty & Wozniak, P.C., respectfully submits this **Amended** Application ("**Application**") to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order pooling all interests in two approximate 720-acre horizontal wellbore spacing units established for certain portions of Sections 35 and 36, Township 2 North, Range 67 West, 6th P.M., certain portions of Section 31, Township 2 North, Range 66 West, 6th P.M., certain portions of Section 1 and 2, Township 1 North, Range 67 West, 6th P.M., and certain portions of Section 6, Township 1 North, Range 66 West, 6th P.M., for the development and operation of the **Niobrara and** Codell Formations. In support of its Application, Applicant states and alleges as follows:

1. Applicant is a limited partnership duly authorized to conduct business in the State of Colorado, and has registered as an operator with the Commission.

2. Applicant owns a leasehold interest in the below-listed lands:

Township 2 North, Range 67 West, 6th P.M.

Section 35: SE $\frac{1}{4}$ SW $\frac{1}{4}$, S $\frac{1}{2}$ SE $\frac{1}{4}$

Section 36: S $\frac{1}{2}$ S $\frac{1}{2}$

Township 2 North, Range 66 West, 6th P.M.

Section 31: S $\frac{1}{2}$ SW $\frac{1}{4}$

Township 1 North, Range 67 West, 6th P.M.

Section 1: N $\frac{1}{2}$ N $\frac{1}{2}$

Section 2: NE $\frac{1}{4}$ NW $\frac{1}{4}$, N $\frac{1}{2}$ NE $\frac{1}{4}$

Township 1 North, Range 66 West, 6th P.M.
Section 6: N½NW¼

Wellbore Spacing Unit ("WSU") Nos. 1 and 2
720 acres, more or less, Weld County, Colorado.

These lands are hereinafter collectively referred to as the "Application Lands" and depicted in Exhibit A, attached hereto.

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 again amended to, among other things, address drilling of horizontal wells. The Application Lands are subject to Rule 318A.

4. Upon information and belief, Applicant designated two approximate 720-acre horizontal wellbore spacing units comprised of certain portions of the Application Lands, for the below-described wells, for the production of oil, gas and associated hydrocarbons from the **Niobrara and** Codell Formations. Applicant notified all owners in the proposed wellbore spacing units pursuant to Rule 318A.e.(5). Applicant did not receive objections to the establishment of the proposed horizontal wellbore spacing units within the 30-day response period:

- a. Baja Berg 35-8HZ Well (API No. to be assigned) - Codell Formation - WSU #1;
- b. Baja Berg 35-9HZ Well (API No. to be assigned) - **Codell Niobrara** Formation - WSU #2.

These wells are hereinafter referred to as the "Subject Wells."

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, including, but not limited to, any nonconsenting interests, in WSU Nos. 1 and 2 established for the Application Lands, for the development and operation of the **Niobrara and** Codell Formations.

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 §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject Wells within WSU Nos. 1 and 2.

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 Subject Wells, are made subject to the cost recovery provisions of §34-60-116(7), C.R.S., effective as of the earlier of the date of the Application, or the date the

costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject 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.

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 WSU Nos. 1 and 2 established for the Application Lands, for the development and operation of the **Niobrara and** Codell Formations, effective as of the earlier of the date of this Application, or the date that the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject Wells within WSU Nos. 1 and 2.

B. 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 Subject Wells, are made subject to the cost recovery provisions of §34-60-116(7), C.R.S., effective as of the earlier of the date of the Application, or the date the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject Wells.

C. For such other findings and orders as the Commission may deem proper or advisable in the premises.

DATED this ~~19th~~ day of July **8th day of August**, 2018.

Respectfully submitted,

KERR-MCGEE OIL & GAS ONSHORE LP

By: 
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Jillian Fulcher
Jobediah Rittenhouse
Beatty & Wozniak, P.C.
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jrittenhouse@bwenergylaw.com


Applicant's Address:
Kerr-McGee Oil & Gas Onshore LP
ATTN: Tom Yaley
1099 18th Street, Suite 1720
Denver, Colorado 80202

VERIFICATION

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

Will Vaughan, Landman for Kerr-McGee Oil & Gas Onshore LP, 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.

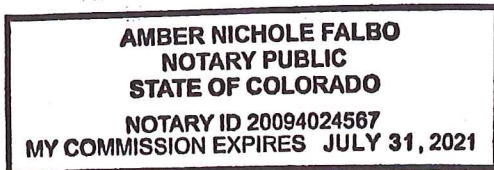
KERR-MCGEE OIL & GAS ONSHORE LP


Will Vaughan

Subscribed and sworn to before me this 8th day of August, 2018,
by Will Vaughan, Landman for Kerr-McGee Oil & Gas Onshore LP.

Witness my hand and official seal.

My commission expires: 07/31/2021



Alex Nichole Jallen
Notary Public

Exhibit A

Reference Map for Pooling Application

Township 2 North, Range 67 West, 6th P.M.

Section 35: SE $\frac{1}{4}$ SW $\frac{1}{4}$, S $\frac{1}{2}$ SE $\frac{1}{4}$

Section 36: S $\frac{1}{2}$ S $\frac{1}{2}$

Township 2 North, Range 66 West, 6th P.M.

Section 31: S $\frac{1}{2}$ SW $\frac{1}{4}$

Township 1 North, Range 67 West, 6th P.M.

Section 1: N $\frac{1}{2}$ N $\frac{1}{2}$

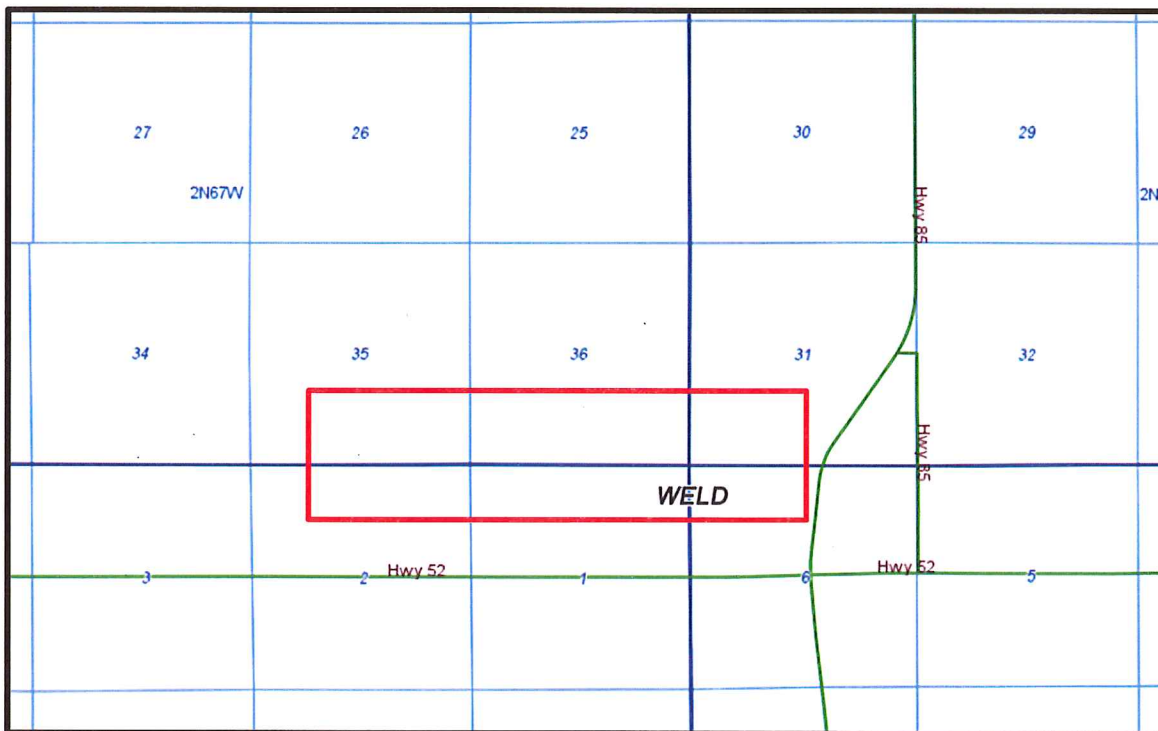
Section 2: NE $\frac{1}{4}$ NW $\frac{1}{4}$, N $\frac{1}{2}$ NE $\frac{1}{4}$

Township 1 North, Range 66 West, 6th P.M.

Section 6: N $\frac{1}{2}$ NW $\frac{1}{4}$

Wellbore Spacing Unit ("WSU") Nos. 1 and 2

720 acres, more or less, Weld County, Colorado



 = Application Lands

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WELD COUNTY, COLORADO

TYPE: POOLING

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

That she is a Legal Assistant at Beatty & Wozniak, P.C., attorneys for Kerr-McGee Oil & Gas Onshore LP, and on or before 13th day of August, 2018, caused a copy of the attached **AMENDED** Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A attached hereto.

Grace Go-Hoveland

Witness my hand and official seal.

Notary Public



EXHIBIT A

INTERESTED PARTIES

The names and addresses of the interested parties (persons who own any interest in the mineral estate of the tracts to be pooled, except owners of overriding royalty interest) according to the information and belief of the Applicant are set forth in this Exhibit A.

KERR-MCGEE OIL & GAS ONSHORE, LP
1099 18TH STREET, SUITE 1800
DENVER, CO 80202

BETTY JEAN INOUE
12210 WELD COUNTY RD 14 1/2
FORT LUPTON, CO 80621

BERGER FAMILY, LLC
5901 WCR 21
FORT LUPTON, CO 80621

SHARI VYNCKIER
12123 CR 32 1/2
PLATTEVILLE, CO 80651

LINDA LOCKWOOD
3007 67TH AVE WAY
GREELEY, CO 80634

DONNA C. SUMMERS
259 CEDAR BROOK RD
SICKLERVILLE, NJ 08081-9378

ESTATE OF ANNIE NEIMAN YOCUM
ATTN: CANDICE MCCONNELL, PARALEGAL,
17 WEST MINER ST., PO BOX 660
WEST CHESTER, PA 19381

WOLF RESOURCES HOLDING I, LLC
621 17TH ST, SUITE 1601
DENVER, CO 80293

TOWN OF FORT LUPTON
130 S MCKINLEY AVE
FORT LUPTON, CO 80621

DEBORAH Y. HEIN
1324 ROXBURY CT
JACKSON, MS 39211

STACY M. HEIN
5626 COHN TERRACE LANE
HOUSTON, TX 77007

MEKUSUKEY OIL COMPANY, LLC
PO BOX 816
WEWOKE, OK 74884

ESTHER M. PHILIPS, TRUSTEE OF THE
ESTHER M. PHILLIPS LIVING TRUST
3807 BLUE SAGE RD
CHEYENNE, WY 82001

BEVERLY E. MOON
144 MESA CIRCLE
LAFAYETTE, CO 80026

CARLSON ROYALTIES LLC
20431 COUNTY ROAD D
LYMAN, NE 69352

JAMES GRANT TERRY
10711 COLORADO HIGHWAY 52
FORT LUPTON, CO 80621

J&E INVESTMENTS LLC
1110 WEST ENCLAVE CIR
LOUISVILLE, CO 80027

THE HEIRS AND DEVISEES OF THE ESTATE
OF NORA D. DAVIS
4242 WOODS EDGE ST.
SAGINAW, MI 48603-4242

JUSTIN T. GUNESCH
1333 OLD SPANISH TRAIL APT 3168
HOUSTON, TX 77054-1866

KEVIN J. GUNESCH
7340 S JACKSON GAP WAY
AURORA, CO 80016-2449

PETER A. GUNESCH TRUST U/A 9-22-75,
RUTH H. GUNESCH TRUSTEE
330 SHADYCROFT DRIVE
LITTLETON, CO 80120

KENNETH S. HENRY, JR.
406 W. MANTUA AVE.
WENONAH, NJ 08090

MELANIE K. HUMMEL
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COLORADO SPRINGS, CO 80918

STATE OF COLORADO ACTING BY AND
THROUGH ITS BOARD OF LAND
COMMISSIONERS
1127 SHERMAN ST., SUITE 300
DENVER, CO 80203

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JACKSON, MS 39211

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NOVATO, CA 94947

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PO BOX 273180
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THE HEIRS AND DEVISEES OF THE ESTATE
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FRANK A. MIHODA, TRUSTEE
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LITTLETON, CO 80123

JACK RICHARD HENRY
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JACKSON, CA 95642-9207

JOANN L. JOHNSTON AKA JOANN L. CLUGG
916 LAUREL LANE
MONTROSE, CO 81401-5653

MARIANN R. JOHNSTON
179 STATE ROAD 399
ESPANOLA, NM 87532-3169