

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

IN THE MATTER OF AN **AMENDED** APPLICATION  
BY ENERPLUS RESOURCES (USA) CORPORATION  
FOR AN ORDER POOLING ALL INTERESTS IN AN  
APPROXIMATE 1,280-ACRE DRILLING AND  
SPACING UNIT ESTABLISHED FOR SECTIONS 5  
AND 6, TOWNSHIP 7 NORTH, RANGE 65 WEST,  
6TH P.M., FOR THE DEVELOPMENT/OPERATION  
OF THE NIOBRARA, ~~FORT HAYES,~~ **AND** CODELL,  
~~AND CARLILE~~ FORMATIONS, UNNAMED FIELD,  
WELD COUNTY, COLORADO.

CAUSE NOS. 407

DOCKET NO. 181000787

TYPE: POOLING

**AMENDED APPLICATION**

Enerplus Resources (USA) Corporation (Operator No. 10177) ("Enerplus" 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 (the "Commission") for an order pooling all interests in an approximate 1,280-acre drilling and spacing unit established for portions of Sections 5 and 6, Township 7 North, Range 65 West, 6<sup>th</sup> P.M., for the development and operation of the Niobrara, ~~Fort Hayes,~~ **and** Codell, ~~and Carlile~~ Formations. In support of its Application, Applicant states and alleges as follows:

1. Applicant is a corporation 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 7 North, Range 65 West, 6<sup>th</sup> P.M.

Section 5: All

Section 6: All

1,280 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. On September 11, 2017, the Commission entered Order Nos. 407-2188, which, among other things, established an approximate 1,280-acre drilling and spacing unit, and authorized the drilling of eight (8) horizontal wells within the unit from the Niobrara, ~~Fort Hayes,~~ and Codell, ~~and Carlile~~ Formations within the unit for production of oil, gas, and associated hydrocarbons.

5. Pursuant to the Application, Applicant plans to drill the below-described wells within the Application Lands, for the production of oil, gas, and associated hydrocarbons from the Niobrara, ~~Fort Hayes,~~ and Codell, ~~and Carlile~~ Formations:

- a. Buffalo 7-65-5-6C (API No. to be assigned) – Codell Formation;
- b. Canada Lynx 7-65-5-6C (API No. to be assigned) – Codell Formation;
- c. Elk 7-65-5-6N (API No. to be assigned) – Niobrara Formation;
- d. Gray Fox 7-65-5-6C (API No. to be assigned) – Codell Formation;
- e. Grizzly 7-65-5-6C (API No. to be assigned) – Codell Formation;
- f. Mule Deer 7-65-5-6N (API No. to be assigned) – Niobrara Formation;
- g. Ram 7-65-5-6C (API No. to be assigned) – Codell Formation;
- h. Ringtail 7-65-5-6C (API No. to be assigned) – Codell Formation.

These wells are collectively referred to hereinafter as the “Subject Wells.”

6. 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 Application Lands, for the development and operation of the Niobrara, ~~Fort Hayes,~~ and Codell, ~~and Carlile~~ Formations.

7. 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 any of the Subject Wells.

8. 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 any of the Subject Wells.

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 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.

11. 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, this Commission enter its order:

A. Pooling all interests in the Application Lands, for the development and operation of the Niobrara, ~~Fort Hayes,~~ and Codell, ~~and Carlile~~ Formations, with the pooling order 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 any of the Subject Wells.

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 pooled by operation of statute, pursuant to §34-60-116(6) & (7), C.R.S., and made subject to the cost recovery provisions thereof, 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 any of the Subject Wells.

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

DATED this ~~30<sup>th</sup> day of August~~ 20<sup>th</sup> day of September, 2018

Respectfully submitted,


**ENERPLUS RESOURCES (USA) CORPORATION**

By: Jobediah Rittenhouse  
James Parrot  
Jillian Fulcher  
Jobediah Rittenhouse  
Beatty & Wozniak, P.C.  
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Address of Applicant  
Enerplus Resources (USA) Corporation  
Sean Gallagher, Senior Landman  
950 17th Street, Suite 2200  
Denver, Colorado 80202

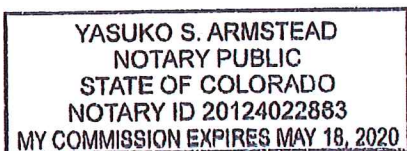
STATE OF COLORADO )  
 ) ss.  
CITY & COUNTY OF DENVER )


ENERPLUS RESOURCES (USA)  
CORPORATION

  
Sean Gallagher

Witness my hand and official seal.

My commission expires: 5/10/2020



  
Notary Public

## Exhibit A

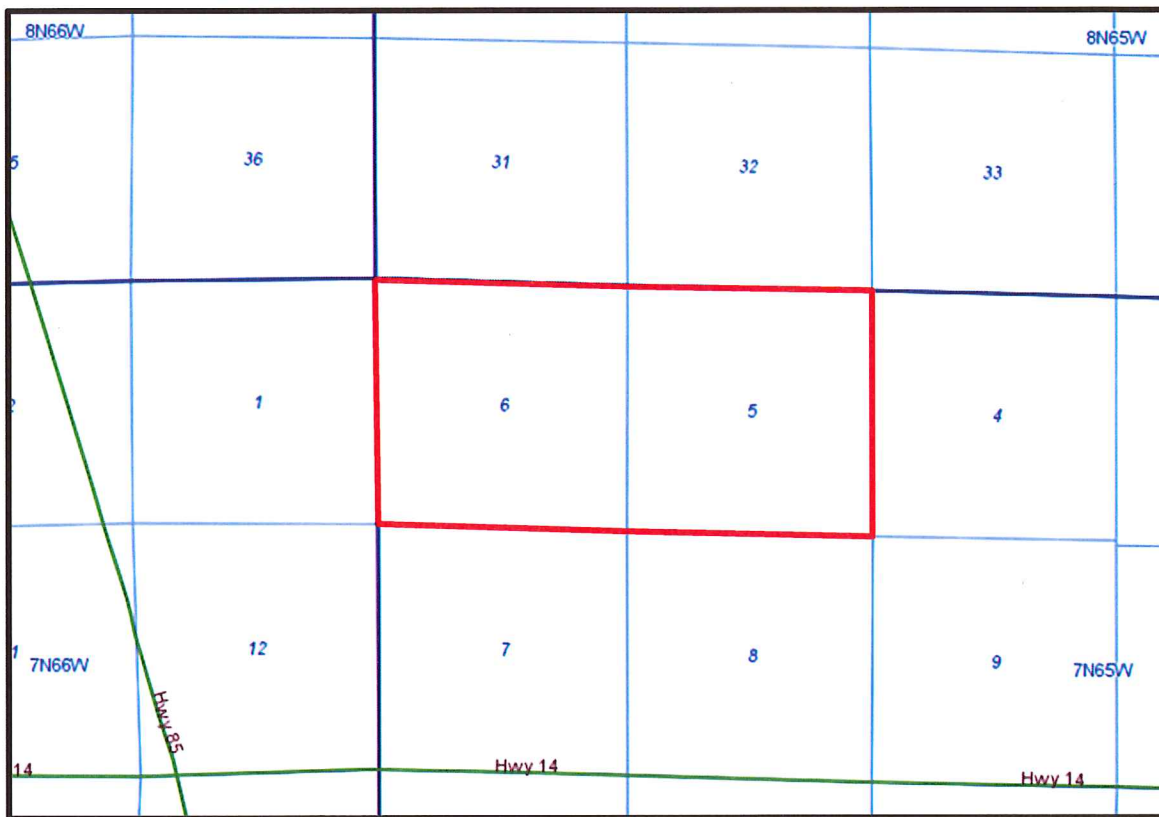
### Reference Map for Pooling Application

Township 7 North, Range 65 West, 6<sup>th</sup> P.M.

Section 5: All

Section 6: All

1,280 acres, more or less, Weld County, Colorado




 = Application Lands

IN THE MATTER OF AN APPLICATION BY  
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CARLILE FORMATIONS, UNNAMED FIELD, 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 Enerplus Resources (USA) Corporation, and on or before the 24<sup>th</sup> day of September, 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.

  
Jo Cooks

Witness my hand and official seal.

th day of September, 2018.

  
\_\_\_\_\_  
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 AND GAS ONSHORE, LP  
ATTN: WATTENBERG LAND MANAGER  
1099 18TH STREET, SUITE 1800  
DENVER, COLORADO 80202-1918

BAYSWATER FUND III-A, LLC  
730 17TH STREET, SUITE 500  
DENVER, CO 80202

BAYSWATER RESOURCES, LLC,  
A DELAWARE LLC  
730 17TH STREET, SUITE 500  
DENVER, CO 80202

COLORADO COMMUNITY BANK  
BILL BOWLDS, SPECIAL ASSET MANAGER  
1050 EAGLE DRIVE  
LOVELAND, CO 80537

BILL B. AND LUCILLE SAMESHIMA REVOCABLE  
TRUST DATED 1/6/1993  
18549 CR 84  
AULT, CO 80610

NOBLE ENERGY, INC., A DELAWARE  
CORPORATION  
1625 BROADWAY, SUITE 2000  
DENVER, CO 80202

RAISA II, LLC, A DELAWARE LLC  
10058 CIRCLEVIEW DRIVE  
AUSTIN, TX 78733

RAISA II, LLC  
1560 BROADWAY SUITE 2050  
DENVER, CO 80202

CITY OF THORNTON, A CO MUNICIPAL  
CORPORATION  
9500 CIVIC CENTER DRIVE  
THORNTON, CO 80229

WAYNE B. AND JUDI L. SAMESHIMA,  
HUSBAND AND WIFE, AS JOINT TENANTS  
18541 WCR 84  
AULT, CO 80610

DPOC, LLC  
1400 16TH STREET, SUITE 300  
DENVER, CO 80202

ANADARKO LAND CORP.  
ATTN: WATTENBERG LAND MANAGER  
1099 18TH STREET, SUITE 1800  
DENVER, COLORADO 80202-1918

BIG M FEEDLOT, LLC  
5013 W 12TH ST. DR.  
GREELEY, CO 80634

CAROL KRAFT, TRUSTEE OR SUCCESSORS  
IN TRUST UNDER THE CAROL KRAFT LIVING  
TRUST, DATED MARCH 4, 2008  
PO BOX 533  
BILLINGS, MT 59103

RAISA II MINERALS, LLC, A DELAWARE LLC  
PO BOX 987  
DENVER, CO 80201

SAMUEL B. SPENCER  
3657 GREENWOOD ROAD  
SEDALIA, CO 80135

ELIZABETH KEIRNES MULHERN  
131 STANLEY CIRCLE DRIVE  
ESTES PARK, CO 80517

PAUL M. HOFFNER, A SINGLE MAN  
1550 N. FEDERAL BOULEVARD  
RIVERTON, WY 82501

RODNEY K. HOFFNER AND  
VIRGINIA HOFFNER, H/W  
3942 W. 22ND STREET  
GREELEY, CO 80634

TRACY C. SPENCER  
35523 WCR 31  
EATON, CO 80615

MICHELLE A. LUCK  
11816 SPARKS ROAD  
MANOR, TX 78653

LINCOLN ENERGY PARTNERS II, LLC  
852 BROADWAY, SUITE 300  
DENVER, CO 80203

DAVID J. STEYAERT, JR., A SINGLE MAN  
9098 PATTY LN  
PARKER, CO 80134

JAMES BROWN FARMS COMPANY  
MARY GIBBS JIMENEZ, MANAGING PARTNER  
1336 PLAINS COURT  
EATON, CO 80615

DENNIS E. ISAKSON AND LINDA ISAKSON,  
AS TRUSTEES OF THE DENNIS E. ISAKSON AND LINDA  
ISAKSON REVOCABLE TRUST, DTD 12/19/2017  
14245 ROAD 47  
VAN TASSELL, WY 82242

ANITA F. MARTIN  
476 SOUTH LOGAN STREET  
DENVER, CO 80209

DAVID S. FARRELL  
140315TH AVENUE  
GREELEY, CO 80631