

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

IN THE MATTER OF THE APPLICATION OF )  
EXTRACTION OIL & GAS, INC., FOR AN ORDER ) CAUSE NO. 407  
POOLING ALL INTERESTS WITHIN THE APPROXIMATE )  
555.672-ACRE RULE 318A. HORIZONTAL WELLBORE ) DOCKET NO. *To be assigned*  
SPACING UNIT ESTABLISHED FOR CERTAIN LANDS )  
LOCATED IN SECTIONS 26 AND 27, TOWNSHIP 7 ) TYPE: Pooling  
NORTH, RANGE 67 WEST, 6<sup>TH</sup> P.M., FOR DEVELOPMENT )  
AND OPERATION OF THE CODELL FORMATION, AND )  
AUTHORIZING COST RECOVERY AND RISK PENALTIES )  
FROM CERTAIN NONCONSENTING OWNERS FOR A )  
CERTAIN WELL DRILLED WITHIN THE UNIT, )  
WATTENBERG FIELD, WELD COUNTY, COLORADO )

**APPLICATION**

Extraction Oil & Gas, Inc. (“Extraction” or “Applicant”), Operator #10459, by and through its below-signed attorneys, Poulson, Odell & Peterson, 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 within the approximate 555.672-acre Rule 318A. horizontal wellbore spacing unit established for certain lands located in Sections 26 and 27, Township 7 North, Range 67 West, 6<sup>th</sup> P.M., for development and operation of the Codell Formation, and authorizing cost recovery and statutory risk penalties from certain nonconsenting owners for a certain authorized horizontal well constructed within said unit. In support of this Application (“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 COGCC.
2. Applicant owns substantial leasehold interests in the below-listed lands (“Application Lands”):

Township 7 North, Range 67 West, 6<sup>th</sup> P.M.

Section 26: N<sup>1</sup>/<sub>2</sub> S<sup>1</sup>/<sub>2</sub> and S<sup>1</sup>/<sub>2</sub> N<sup>1</sup>/<sub>2</sub>

Section 27: N<sup>1</sup>/<sub>2</sub> SE<sup>1</sup>/<sub>4</sub>, S<sup>1</sup>/<sub>2</sub> NE<sup>1</sup>/<sub>4</sub>, NE<sup>1</sup>/<sub>4</sub> SW<sup>1</sup>/<sub>4</sub> and SE<sup>1</sup>/<sub>4</sub> NW<sup>1</sup>/<sub>4</sub>

The Application Lands comprise 555.672 acres, more or less. An Application Map depicting the Application Lands is attached hereto and marked Exhibit A.

3. On April 27, 1988, 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 Cretaceous Age Formations from the base of the Dakota Formation to the surface. Rule 318A. supersedes all prior Commission drilling and spacing orders affecting well location and density requirements of Greater Wattenberg Area wells. On December 5, 2005, Rule 318A. was amended, among other things, 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, among other things,

to address drilling of horizontal wells. The Application Lands are subject to Rule 318A. for the Codell Formation.

4. Acting pursuant to notice requirements found in Rule 318A.e.(5), Extraction established the approximate 555.672-acre horizontal wellbore spacing unit (defined by Rule 318A.a.(4)D.) for the Application Lands, for production of oil, gas and associated hydrocarbons from the Codell Formation. Following the establishment of the unit, Extraction submitted an Application for Permit-to-Drill (one horizontal well per unit), which was subsequently approved by the Director and described in the table below (the “Well”):

<i>Well Name / Number</i>	<i>API Number</i>	<i>Target Formation</i>
Launer 26W-15-2C	05-123-45170	Codell

5. Acting pursuant to relevant provisions of §34-60-116(6), C.R.S., Applicant seeks an order pooling all interests in the approximate 555.672-acre Rule 318A. horizontal wellbore spacing unit established for the Application Lands, for development and operation of the Codell Formation.

6. Rule 530. provides that an application for involuntary pooling may be filed at any time prior or after the drilling of a well, with any pooling order retroactive to the date the application is filed with the Commission unless the payor agrees otherwise. Extraction will provide Rule 530. well proposal materials to putative nonconsenting owners within the approximate 555.672-acre horizontal wellbore spacing unit established for the Application Lands, thereby allowing those owners at least 60 days to make an election as to their participation in the drilling of the Well, or leasing their interests, if unleased.

7. Acting pursuant to §34-60-116(6) & (7), C.R.S., and Rule 530., Applicant hereby seeks an order authorizing cost recovery and statutory risk penalties associated with the drilling, completion and operation of the Well, from interests belonging to those nonconsenting owners, for development and operation of the Codell Formation.

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 COGCC rules.

9. Applicant requests that relief granted as result of this Application should be effective on oral order by the Commission, and Applicant hereby agrees to be bound by the oral order of the Commission.

10. That the names and addresses of interested parties (those 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 will be set forth in Exhibit B and submitted with a certificate of service for the Application within seven days as required by Rule 503.e.

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

A. Pooling all interests in the approximate 555.672-acre horizontal wellbore spacing unit established for the Application Lands, for development and operation of the Codell Formation, with the pooling order effective as of the date of the Application.

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 Well, for production of oil, gas and associated hydrocarbons from the Codell Formation, having been pooled by operation of statute, pursuant to §34-60-116(6) & (7), C.R.S., are made subject to cost recovery and risk penalties provided therein.

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

*{The remainder of this page is intentionally left blank}*

DATED this 30<sup>th</sup> day of August, 2018.

Respectfully submitted,

EXTRACTION OIL & GAS, INC.

By: Robert A. Willis  
Robert A. Willis (Colorado Bar #26308)  
Poulson, Odell & Peterson, LLC  
1775 Sherman Street, Suite 1400  
Denver, CO 80203  
(303) 861-4400 (main)  
(303) 264-4418 (direct)  
(303) 995-5120 (cell)

Applicant's Address:  
Extraction Oil & Gas, Inc.  
370 Seventeenth St., Suite 5300  
Denver, CO 80202

VERIFICATION

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

Sean Flanagan, Landman for Extraction Oil & Gas, 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.

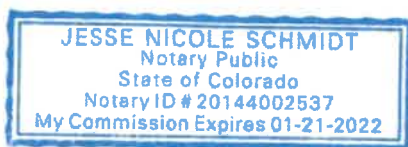
EXTRACTION OIL & GAS, INC.

Sean Flanagan  
Sean Flanagan

Subscribed and sworn to before me this 29<sup>th</sup> day of August, 2018, by Sean Flanagan, Landman for Extraction Oil & Gas, Inc.

Witness my hand and official seal.

My commission expires: 1/21/22



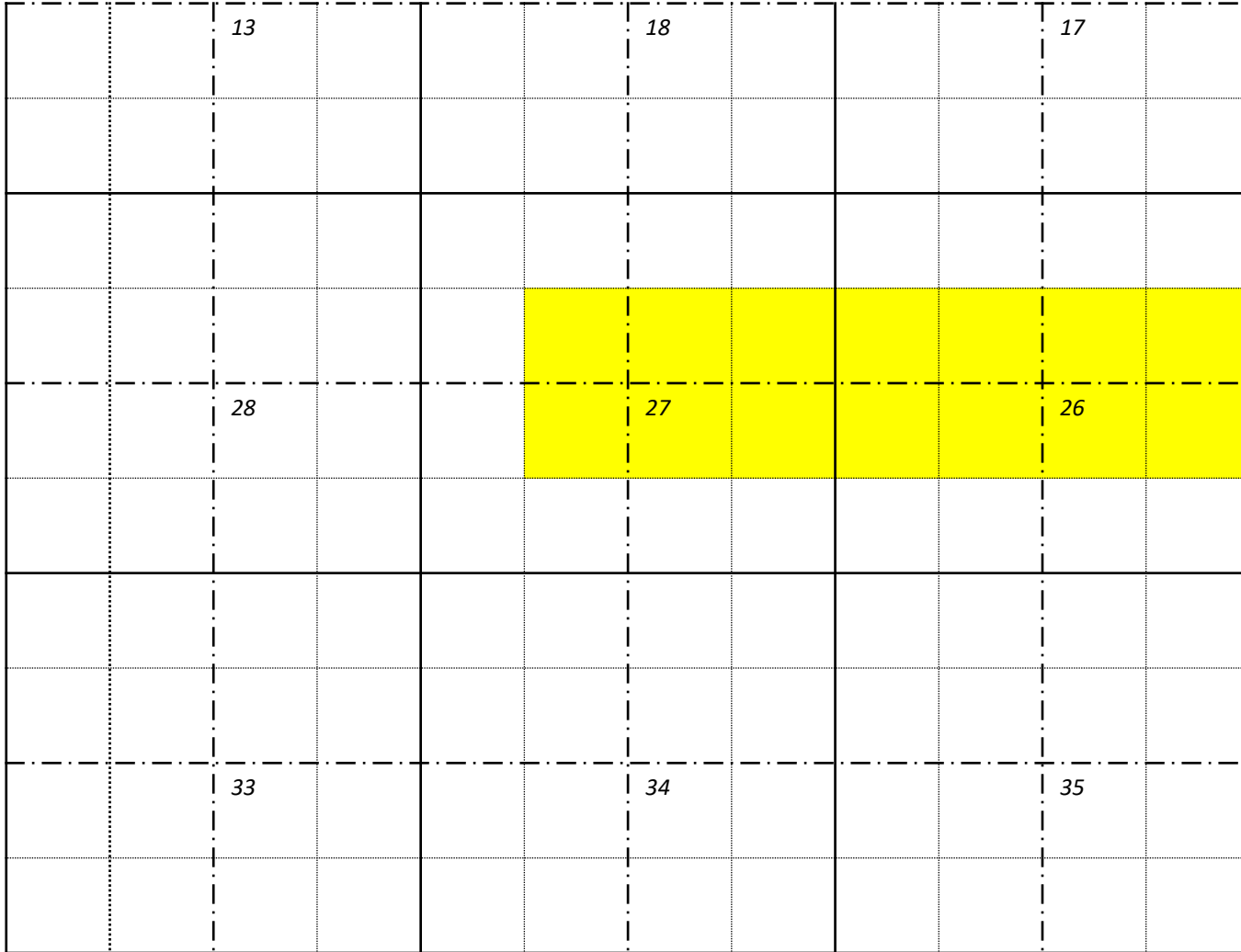
Jesse Schmidt  
Notary Public



**Application  
Lands**

Township 7 North, Range 67 West, 6<sup>th</sup> P.M.

Exhibit A  
Application Map



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OF THE STATE OF COLORADO

IN THE MATTER OF THE APPLICATION OF )  
EXTRACTION OIL & GAS, INC., FOR AN ORDER ) CAUSE NO. 407  
POOLING ALL INTERESTS WITHIN THE )  
APPROXIMATE 555.672-ACRE RULE 318A. ) DOCKET NO. 181000818  
HORIZONTAL WELLBORE SPACING UNIT )  
ESTABLISHED FOR CERTAIN LANDS LOCATED IN ) TYPE: Pooling  
SECTIONS 26 AND 27, TOWNSHIP 7 NORTH, RANGE )  
67 WEST, 6<sup>TH</sup> P.M., FOR DEVELOPMENT AND )  
OPERATION OF THE CODELL FORMATION, AND )  
AUTHORIZING COST RECOVERY AND RISK )  
PENALTIES FROM CERTAIN NONCONSENTING )  
OWNERS FOR A CERTAIN WELL DRILLED WITHIN )  
THE UNIT, WATTENBERG FIELD, WELD COUNTY, )  
COLORADO )

**CERTIFICATE OF MAILING**

I, Bridget Wittrock, hereby certify that on the 6th day of May, 2019, I caused a copy of (i) the Application and (ii) the Second Notice of Hearing in the above-referenced Docket Number to be deposited in the U.S. Mail, postage prepaid, addressed to the parties listed on Exhibit B attached hereto.

DATED this 7th day of May, 2019.


  
\_\_\_\_\_  
Bridget Wittrock  
Poulson, Odell & Peterson, LLC  
1660 Lincoln Street, Suite 1500  
Denver, Colorado 80264

EXHIBIT B

INTERESTED PARTIES

Macondo Fund IV, Ltd.  
PO Box 4216  
Midland, TX 79704  
181000818

Alma B. Gerbitz f/k/a Alma Brunner  
1902 Ptarmigan Tr #9  
Estes Park, CO 80517  
181000818

Anne Tarbel  
1423 East 34th St.  
Tulsa, OK 74015  
181000818

Bayswater Fund II-A, LLC  
730 17th Street, Suite 500  
Denver, CO 80202  
181000818

Bob Hill  
6169 S Carson St.  
Centennial, CO 80111  
181000818

Colorado State Bank and Trust, Trustee  
of Kent & Caroline B. Rickenbaugh  
Grandchildren's Trust  
1600 Broadway  
Denver, CO 80202 181000818

DanMar Production Company, LLC  
PO Box 336605  
Greeley, CO 80633  
181000818

Degenhart Minerals, LLC  
21 N First Ave. Suite 200  
Brighton, CO 80601  
181000818

A. Dean Koehler and Kathleen C.  
Koehler, joint tenants  
212 Main St  
Windsor, CO 80550  
181000818

Andrew Rohan, individually & as successor-  
in-interest to Estate of Mrs. George C.  
Sweeney aka Winifred Sweeney, dec.  
1132 East Gilbert Ave  
oeur d'Alene, ID 83815 181000818

Arthur A. Schulte, Jr.  
15936 NW Tullamorie Way  
Portland, OR 97229  
181000818

Bayswater Resources, LLC  
730 17th Street, Suite 500  
Denver, CO 80202  
181000818

Brian Lute Morton  
821 N Fox St.  
Denver, CO 80204  
181000818

Connie R. Weindel  
9400 Weld County Road 78  
Ft Collins, CO 80524  
181000818

David Alan Tarbel  
466 Washington St. Apt 2W  
New York, W 10013  
181000818

Donna Kay Morton  
904 Utah St.  
Gooding, ID 83330  
181000818

AK Resources LLC  
PO Box 6975  
Denver, CO 80206  
181000818

Ann W. Copenhaver, Trustee of Ann  
W. Copenhaver Trust dtd 9-22-89  
710 South Green Bay Rd  
Lake Forest, IL 60045 181000818

Babit Limited Partnership  
13 Trapper Land (PO Box 245)  
Story, WY 82842  
181000818

Beverly J. Kunzler  
6590 S. Hawksbill Circle  
Salt Lake City, UT 84123  
181000818

Brian M. Schulte  
1121 East 21st St.  
Casper, WY 82601  
181000818

Cornerstone Energy, LLC  
8952 Gander Vallet Lane  
Windsor, CO 80550  
181000818

Deborah J. Mitchell  
PO Box 370748  
Denver, CO 80237  
181000818

Duane F. Newell & Ryan Michael  
Zigray, joint tenants  
9778 Weld County Rd 80  
Fort Collins, CO 80524  
181000818

Elizabeth Tarbel Griffin  
4 Miriam Ct.  
Longview, TX 75605  
181000818

Frank L. Schulte, Jr.  
10998 Gray Circle  
Westminster, CO 80020  
181000818

Janet Ash  
2076 Vineyard Dr.  
Windsor, CO 80550  
181000818

John Launer  
10998 County Road 76 1/2  
Windsor, CO 80550  
181000818

Joyce G. Temby  
1125 Sunnyhills Rd.,  
Oakland, CA 94610  
181000818

Kenneth L. Schulte  
1555 S. Center St.,  
Casper, WY 82601  
181000818

Laurene B. Brooks Owen  
1201 Williams St. #17  
Denver, CO 80218  
181000818

Leonard E. Brunner  
P.O. Box 377323  
Ocean View, HI 96737  
181000818

Lois Sturgeon  
2595 Hawthorne Ave.  
Boulder, CO 80304  
181000818

Engelbert Family Trust, David  
Anthony Engelbert & Kristina  
Engelbert, Co-Trustees  
5430 W Ivnhoe Court  
Chandler, AZ 83226 181000818

J. Gale Moody  
P.O. Box 210  
Eaton, CO 80615  
181000818

JoAnne Koehler & E.J. Koehler, as  
Trustees of The JoAnne Koehler LT,  
a/k/a JoAnne Koehler Loving® Trust  
610 SW Brook Lane  
Cedaredge, CO 81413 181000818

Johnson Family Farm, LLC  
10859 County Road 76 1/2  
Windsor, CO 80550  
181000818

Kabi Energy, LLC  
2016 Vineyard Drive  
Windsor, CO 80550  
181000818

Kevin P. Johnson & Angela  
Johnson, joint tenants  
5981 Stagecoach Ave.,  
Firestone, CO 80504  
181000818

LBGems, LLC  
1111 Race St PHA  
Denver, CO 80218  
181000818

Lind Farms, Inc.  
PO Box 335  
Severance, CO 80546  
181000818

Lois Sturgeon Trust  
2595 Hawthorne Ave.  
Boulder, CO 80304  
181000818

Extraction Oil & Gas, Inc.  
370 17th Street Suite 5300  
Denver, CO 80202  
181000818

James D. Barrington and C.  
Barrington, joint tenants  
10056 County Road 76 1/2  
Windsor, CO 80632  
181000818

John Gerhart Brunner a/k/a Gerhart  
John Brunner  
c/o Sherron Brunner  
33847 Siasconset  
Windsor, CO 80550 181000818

Joyce E. Johnson  
10859 County Road 76 1/2  
Windsor, CO 80550  
181000818

Kathleen Lee Ashenbrenner, as to life  
estate, Dane M. Moody & Jaime Lee  
Shipmaker, Grantee-Beneficiaries  
37010 County Road 59  
Eaton, CO 80615 181000818

Kidron, LLC  
36841 WCR 21  
Windsor, CO 80550  
181000818

Lenard C. Gale & Pamola S.  
Gale, joint tenants  
10485 Weld County Rd 76 1/2  
Windsor, CO 80550  
181000818

Lloyd E. Graybiel and Jessie C.  
Graybiel, joint tenants  
1215 Sunnyhills RD  
Oakland, CA 94610 181000818

Loup Reservoir Company  
10624 State Highway 392  
Windsor, CO 80550  
181000818



Margaret C. Tobin, Trustee of the  
Margaret C. Tobin Revocable Trust  
dated March 26, 1996  
2485 Park St.  
Laramie, WY 82070 181000818

Mark Alan Zigray and Suzy M.  
Zigray, joint tenants  
684 Phantom Ranch Rd.  
Red Feather Lakes, CO 80545  
181000818

Michael T. McDonnell, Successor  
Trustee of KWL Trust dtd 6-7-91  
5613 DTC Parkway Suite 1200  
Greenood Village, CO 80111  
181000818

Norwest Bank Colorado, N.A. and  
Harold A. Norblom, Trustees of the  
William J. Coulter Trust No. 4  
1740 Broadway  
Denver, CO 80274 181000818

Peter C. Hyland & Nancy D.  
Hyland, joint tenants  
37770 Jaz Rd.  
Windsor, CO 80550 181000818

Quentin Oil Associates  
PO Box 61247  
Denver, CO 80206  
181000818

Reichert Living Trust  
1309 Woodview Place  
Ft Collins, CO 80526  
181000818

Sean Ash  
2076 Vineyard Dr.  
Windsor, CO 80550  
181000818

Shelley L. Tregoning Lowndes  
10691 76 1/2 County Road  
Windsor, CO 80550  
181000818

Margaret W. Launer  
10998 County Road 76 1/2  
Windsor, CO 80550  
181000818

Mary Jo Schuman  
4013 NE 32nd Place  
Portland, OR 97212  
181000818

Mountaintop Minerals, LLC  
370 17th Street Suite 5300  
Denver, CO 80202  
181000818

Paul V. Hoovler, life estate, remainder  
equally to Matthew R. Hoovler, Robert  
A. Hoovler, and Tyler P. Hoovler  
20019 N Ascot Dr.  
Sun City, AZ 85375 181000818

Peter J. Schulte  
3737 Eagle Dr.  
Casper, WY 82604  
181000818

R. Phillip Johnson, Jr.,  
Russell P. Johnson  
19 Old Pool Rd.  
Biddeford, ME 04005  
181000818

Robert M. Willard & Bruce W. Willard,  
as Co-Personal Representatives of the  
Robert W. Willard Revocable Trust  
2706 North College Drive  
Durango, CO 81301 181000818

Shane Martin Schvaneveldt and Chanel  
Lynn Schvaneveldt, joint tenants  
37477 County Rd 21  
Windsor, CO 80550  
181000818

Stephen I. Johnson  
901 Hagys Ford Road  
Narbeth, PA 19072  
181000818

Mark Alan Zigray  
684 Phantom Ranch Rd.  
Red Feather Lakes, CO 80545  
181000818

Michael L. Hedgren  
37301 WCR21  
Windsor, CO 80550  
181000818

Nancy Hyland  
37770 Jaz Rd.  
Windsor, CO 80550  
181000818

Peter C. Hyland  
37770 Jaz Rd.  
Windsor, CO 80550  
181000818

Peter W. Weeks  
10346 Coyote Ridge Dr.  
Windsor, CO 80550  
181000818

Regal Petroleum, L.L.C., R. Phillip  
Johnson, Jr. and Stephen I. Johnson  
1550 Larimer St., Ste 786  
Denver, CO 80202  
181000818

Ryan Michael Zigray  
9778 WCR 80  
Fort Collins, CO 80524  
181000818

Shelley L. Tregoning and Kyle E.  
Tregoning, joint tenants  
10691 76 1/2 County Road  
Windsor, CO 80550  
181000818

Steven Lynn Holt & Mary Schulte Holt,  
Trustees of Steven Lynn Holt & Mary  
Schulte Holt LT, dtd 3-8-17  
1811 South Walnut  
Casper, WY 82601 181000818

Susan H. Lake  
9112 Weld County Rd. 78  
Fort Collins, CO 80524  
181000818

Susan Suzy M. Zigray  
684 Phantom Ranch Rd.  
Red Feather Lakes, CO 80545  
181000818

Thomas P. O'Rourke  
274 Vine  
Denver, CO 80206  
181000818

Thomas W. Schulte  
1736 S McKinley  
Casper, WY 82601  
181000818

Tim A. Jewett  
PO Box 43  
Snowmass, CO 81654  
181000818

Troy D. Anderson and Ann M.  
Anderson, joint tenants  
10475 County Road 76 1/2  
Windsor, CO 80550  
181000818

Valerie A. Moody  
P.O. Box 210  
Eaton, CO 80615  
181000818

Viola Vestal Coulter Foundation  
1740 Boradway  
Denver, CO 80274  
181000818

Weld County, Colorado  
PO Box 758  
Greeley, CO 80632  
181000818

West Slope Energy Partners, LLC  
1515 Wynkoop Street, Suite 700  
Denver, CO 80202  
181000818

West Slope Energy Partners, LLC  
1696 Wynkoop Street, Suite 700  
Denver, CO 80202  
181000818

William Allen and  
Melissa Allen, joint tenants  
37421 County Road 21  
Windsor, CO 80550  
181000818

William L. Lake  
9112 Weld County Rd. 78  
Fort Collins, CO 80524  
181000818

Winter Severance Family  
Partnership, L.P.  
5207 W 13th Street Road  
Greeley, CO 80634  
181000818

WRCC, Inc.  
106 Elm Ave.  
Eaton, CO 80615  
181000818

WYOTEX Drilling Ventures, LLC  
P.O.Box 280969  
Lakewood, CO 80228  
181000818