

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

IN THE MATTER OF THE PROMULGATION ) CAUSE NO. 407  
AND ESTABLISHMENT OF FIELD RULES )  
TO GOVERN OPERATIONS FOR THE ) DOCKET NO. 181200862  
NIOBRARA FORMATION, WATTENBERG )  
FIELD, WELD COUNTY, COLORADO ) TYPE: POOLING

NOTICE OF WITHDRAWAL OF COUNSEL

PLEASE TAKE NOTICE that Applicant PDC Energy, Inc. ("PDC"), by its attorneys, Burns, Figa & Will, P.C., hereby gives notice of withdrawal of counsel. Courtney M. Shephard withdraws as counsel of record for PDC in this matter. Michael T. Jewell will continue to represent PDC.

DATED this 14<sup>th</sup> day of November, 2018.

Respectfully submitted,

BURNS, FIGA & WILL, P.C.

By: Courtney M. Shephard  
Courtney M. Shephard

Attorneys for PDC Energy, Inc.

**CERTIFICATE OF SERVICE**

I hereby certify that on November 14, 2018, Burns, Figa & Will, P.C. caused the foregoing Notice of Withdrawal of Counsel in Colorado Oil and Gas Conservation Commission Docket No. 181200862 to be served via electronic mail and by USPS to the Colorado Oil and Gas Conservation Commission pursuant to the applicable rules at the addresses listed below:

Colorado Oil and Gas Conservation Commission  
Attn: Michael Eden, Hearing Officer  
1120 Lincoln Street - Suite 801  
Denver, CO 80203  
[michael.eden@state.co.us](mailto:michael.eden@state.co.us)  
[dnr\\_hearingapplications@state.co.us](mailto:dnr_hearingapplications@state.co.us)

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Courtney M. Shephard  
Burns, Figa & Will, P.C.

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

IN THE MATTER OF THE PROMULGATION )	CAUSE NO.	
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TO GOVERN OPERATIONS FOR THE )	DOCKET NO.	181200862
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FIELD, WELD COUNTY, COLORADO )	TYPE:	POOLING

APPLICATION

PDC Energy, Inc. (Operator No. 69175) (“PDC” or “Applicant”), by and through its attorneys Burns, Figa & Will, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the “Commission”) for an order to pool all interests for the development of the Niobrara Formation on the following described lands:

Township 4 North, Range 64 West, 6<sup>th</sup> P.M.  
Section 4: N½, N½S½  
Section 5: N½, N½S½  
Section 6: N½, N½S½

Weld County, Colorado (containing a total of approximately 1,440 acres)

Referred to herein as the “Application Lands.” A reference map depicting the Application Lands is attached hereto and marked as Exhibit B.

In support of its Application, PDC states and alleges as follows:

1. PDC is a corporation duly authorized to do business in Colorado and is registered as an operator in good standing with the Commission.
2. PDC is an Owner with the right to drill into and produce from the Application Lands.
3. PDC is filing this Application in conjunction with a separate application to establish an approximate 1,440-acre drilling and spacing unit for the Application Lands and to approve up to twenty (20) wells for development of the Niobrara and Codell Formations. Two (2) surface locations will be used to develop the requested wells.
4. PDC excludes from this Application all existing vertical and directional wells located on the Application Lands, to the extent they are still producing, and asserts that the production and payments from the existing vertical and directional wells should be maintained under the authority of all applicable Commission rules and orders.

5. The Application Lands also contain the following permitted wells (“Excluded Permitted Wells”). PDC excludes from this Application the Excluded Permitted Wells and asserts that production and payments from the Excluded Permitted Wells should be maintained under the authority of all applicable Commission rules and orders.

- A. Judy 6X-314 Well (API No. 05-123-45741)
- B. Judy 6D-312 Well (API No. 05-123-45740)
- C. Harold 6X-204 Well (API No. 05-123-45753)
- D. Harold 6X-202 Well (API No. 05-123-45747)
- E. Wilmoth 5J-234 Well (API No. 05-123-45491)
- F. Wilmoth 5J-232 Well (API No. 05-123-45487)

6. PDC filed Permits to Drill/Form 2As for the following wells (“Permitted Wells”), which will be drilled in and paid on the approximate 1,440-acre drilling and spacing unit comprised of the Application Lands.

- A. Wilmoth 5A-202 Well (API No. 05-123-45483)
- B. Wilmoth E 5A-232 Well (API No. 05-123-45485)
- C. Wilmoth E 5A-302 Well (API No. 05-123-45490)
- D. Wilmoth E 5A-312 Well (API No. 05-123-45484)
- E. Wilmoth E 5K-312 Well (API No. 05-123-45480)
- F. Wilmoth W 5A-204 Well (API No. 05-123-45489)
- G. Wilmoth W 5A-214 Well (API No. 05-123-45481)
- H. Wilmoth W 5A-304 Well (API No. 05-123-45486)
- I. Wilmoth W 5A-314 Well (API No. 05-123-45482)
- J. Wilmoth W 5A-334 Well (API No. 05-123-45488)
- K. Judy 6D-212 Well (API No. 05-123-45735)
- L. Judy 6S-202 Well (API No. 05-123-45736)
- M. Judy 6S-204 Well (API No. 05-123-45745)
- N. Judy 6S-212 Well (API No. 05-123-45742)

- O. Judy 6S-214 Well (API No. 05-123-45737)
- P. Judy 6S-234 Well (API No. 05-123-45739)
- Q. Judy 6S-302 Well (API No. 05-123-45738)
- R. Judy 6S-314 Well (API No. 05-123-45744)
- S. Judy 6S-332 Well (API No. 05-123-45743)
- T. Judy 6S-334 Well (API No. 05-123-45734)

7. PDC, pursuant to the provisions of C.R.S. § 34-60-116(6-7) and Rule 530, seeks an order pooling all interests, including, but not limited to, any nonconsenting interests, in the Application Lands for the development of the Niobrara Formation.

8. PDC requests that the Commission's pooling order be made effective as of the earlier date of this Application, or the date that the costs specified in C.R.S. § 34-60-116(7)(b)(II) are first incurred for the drilling of a horizontal well to the Niobrara Formation on the Application Lands.

9. PDC certifies that copies of this Application will be served on all owners of the mineral estate, as indicated and required by Rule 507.a.(1) and Rule 507.b.(2), underlying the Application Lands to be pooled, and that at least sixty (60) days prior to the hearing on this matter, each such interest owner not already leased or voluntarily pooled will be offered the opportunity to lease, or to participate in the drilling of the well, and will be provided with the information required by Rule 530. The list of such interested parties is attached as Exhibit A.

10. Pursuant to discussions with the COGCC, PDC requests that this Application be received in the priority for the October 2018 COGCC hearings, however, that this Application not be docketed until the December 17-18, 2018 COGCC hearings. All timelines and procedural requirements for the December 17-18, 2018 COGCC hearings timeline, including timing of notices, shall apply.

11. In order to prevent waste and to protect correlative rights, all interests in the Application Lands should be pooled for the orderly development of the Niobrara Formation.

12. The granting of this Application is in accordance with the Oil and Gas Conservation Act, C.R.S. § 34-60-101 et seq., and the Commission Rules.

13. PDC requests that the relief granted under this Application be effective upon oral order of the Commission, and PDC hereby agrees to be bound by such oral order.

14. The names of the interested parties, according to PDC's information and belief, are set forth in the attached Exhibit A, and the undersigned certifies that copies of

this Application will be served on each interested party at least thirty-five (35) days in advance of the December 17-18 COGCC hearings, pursuant to Rule 507.

WHEREFORE, PDC respectfully requests that this matter be received and set for the December 17-18, 2018 COGCC hearings, that notice be given as required by law pursuant to the December 17-18, 2018 COGCC hearings, and that the Commission enter an Order:

- A. Pooling all interests in the Application Lands for the development of the Niobrara Formation;
- B. Providing that the Commission's pooling order is made effective as of the earlier date of the Application, or the date that the costs specified in C.R.S. § 34-60-116(7)(b)(II) are first incurred for the drilling of a horizontal well to the Niobrara Formation on the Application Lands;
- C. Providing that the interests of any owners with whom PDC has been unable to secure a lease or other agreement to participate in the drilling of the authorized well(s) are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(7), and made subject to the cost recovery provisions thereof with respect to all wells drilled to develop the Niobrara Formation in the drilling unit comprised of the Application Lands; and
- D. Providing for such other findings and order as the Commission may deem proper or advisable in this matter.

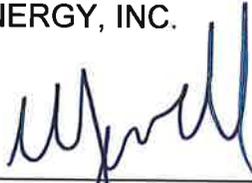
[SIGNATURE PAGE FOLLOWS]

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

Respectfully submitted,

PDC ENERGY, INC.

By:

A handwritten signature in blue ink, appearing to read "M. Jewell", written over a horizontal line.

Michael T. Jewell, Esq. #40902

Courtney M. Shephard, Esq. #47668

Burns, Figa & Will, P.C.

6400 S. Fiddler's Green Circle – Suite 1000

Greenwood Village, CO 80111

PDC Energy, Inc.  
Mr. Daniel R. McCoy  
1775 Sherman Street - Suite 3000  
Denver, CO 80203

VERIFICATION

STATE OF COLORADO                    )  
  )  
CITY AND COUNTY OF DENVER        )

ss.

The undersigned, of lawful age, having been first sworn upon his oath, deposes and states that:

1. He is a Regional Landman for PDC Energy, Inc., whose address is 1775 Sherman Street, Suite 3000, Denver, CO 80203.

2. He has read the within application, is familiar with the facts set forth therein, and states that said facts are true and correct to the best of his knowledge and belief.

Further Affiant sayeth not.



\_\_\_\_\_  
Daniel R. McCoy

Subscribed and sworn to before me this 30<sup>th</sup> day of August, 2018.

Witness my hand and official seal.

My commission expires: Jan. 7, 2021

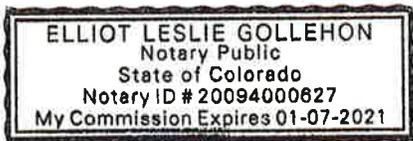


Exhibit A

Updated Interested Party List  
Pooling Application

Township 4 North, Range 64 West, 6<sup>th</sup> P.M.

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

Section 5: N $\frac{1}{2}$ , N $\frac{1}{2}$ S $\frac{1}{2}$

Section 6: N $\frac{1}{2}$ , N $\frac{1}{2}$ S $\frac{1}{2}$

“\*” denotes the interested parties that may be subject to the statutory cost recovery provisions of C.R.S. § 34-60-116.

PDC Energy, Inc.
Incline Niobrara Partners, LP
David J. Calvin*
Tenison Oil Company*
Colorado Energy Minerals, Inc.
Alison K. Connell
Aljan O & G, LLC
Arnold L. Goldblatt
Betterit Land & Title Holding Co., LLC
Betty L. Smith, subject to Beneficiary Deed in favor of Pamela K. Ard
BRE Resources, LLC
Brian L. Kaveny Trust
Brigham Minerals, LLC
Carol S. Chaffee, as Trustee of the Reuben Ehrlich Grandchildren Irrevocable Trust III
CAZ, Inc.
Central Weld County Water District
Christine Opdyke Paulson, or successor, as Trustee of the Christine Opdyke Paulson Trust under Agreement dated April 16, 1996, as amended
Clarence D. Ehrlich
Clarence George Sitzman
Claudia Colleen Ehrlick c/o Warren Henry Sitzman
CPJ Hydrocarbons LLC
Crews, Inc.
Cynthia A. E. Zeren
Dale D. Thomas and Marietta E. Thomas, joint tenants
Dale Norman Burman and Loretta Marie Burman, joint tenants

DDFS Partnership L.P.
Deborah J. Orr Living Trust dated February 17, 2015
Deep Pool Holdings LLC
Dietrich Family, LLLP
Dorothy Crews
Duwain D. Kaveny
EG, LLC
ESDR O & G LLC
ESMS O & G LLC
Estate of Melvin Dinner
Evelyn Ard and Pamela Ard, joint tenants
Farmers Reservoir and Irrigation Company
Fred J. Ley and Carol Ley, joint tenants, subject to Beneficiary Deed in favor of Justin John Ley, Jarold Edward Ley, Dayna Sue White, and Jace Anthony Ley, if living at the time of their parents' death, joint tenants
Gerald E. Monroe, Jr. and Jacqueline R. Monroe, tenants in common
Glen and Marta Cobb Family Trust
Glen H. Williams
Glen H. Williams and Marjorie L. Williams, Co-Trustees of the GMW Trust dated May 1, 1991
Grayrock Minerals LLC
Gregory Robert Dinner
GRP Energy LP
Heir(s) and/or Devisee(s) of Thomas S. Opdyke
HL American Oil and Gas LLC
J. Larry Ehrlich
J. Wallace Manaugh
Jimmie David Hinkle
Jonathan Ehrlich
Joyce Verlynne Sitzman
Kathleen Marie Whaley
Kevin M. Conners LLC
Kristi Ann Dinner
Larry Connell
Life Estate to Michael D. Grenemyer, for his life, remainder to Jerrod Brethauer and Starla Brethauer, joint tenants
Linda Dianne Weingardt
Lydia C. Hockaday

Majenole, LLC
Manuel Montoya and Vivian C. Pena, joint tenants
Marie Elena Haworth, subject to Beneficiary Deed in favor of Jeremey Vincent Haworth and Clifford Cary Haworth-Dodd
Mary T. Friselle, Trustee for the Mary T. Friselle Children's Trust
McClintock & Nikoloric LLC, BOKF, NA, d/b/a Colorado State Bank and Trust, Agent
McClintock & Nikoloric, LLC
Michael Jeffrey Dinner
Michael V. Croke
Monterrey Minerals, LLC
Naviatas Infinitas, LLC
Noble Energy, Inc.
North Colorado Medical Center Foundation
Oak Prairie Oil & Gas, LLC
Orin L. Haworth, subject to Beneficiary Deed in favor of Orin Lee Haworth and Sheila Lynne Richardson
Patrick A. Croke and Donna C. Croke, Trustees of The Croke 2003 Trust
Principle Energy, L.L.C.
Rapidan Partners, LLC
Rebecca J. Appel
Retova Resources, LP
Roger A. Kaveny Trust
Rudy's Holding Company, LLC
Russell Ehrlich
Russell T. Rudy Energy, LLC
Sally Alumbaugh
Sandy Kenney
Scott A. Ehrlich, as Trustee of the Reuben Ehrlich Grandchildren Irrevocable Trust I
Sidney E. Dinner as Trustee of the Shirley S. Dinner Family Trust U/A/D January 18, 1994
Springbok Energy Partners II, LLC
Stanley T. Ehrlich, as Trustee of the Reuben Ehrlich Grandchildren Irrevocable Trust II
Steven G. Wine
T. E. McClintock T/W fbo Mary M. Swift, BOKF, NA, Trustee
T. William Opdyke or Lynne H. Opdyke, or successor, as Trustee of the Opdyke Family Trust under Agreement dated October 20, 1982, as amended
T.E. McClintock T/W fbo Mary M. Swift

T.E. McClintock T/W fbo Mary M. Swift, Colorado State Bank and Trust, N.A., Trustee
T.E. McClintock, T/W fbo Mary M. Swift, U.S. Bank, N.A. Trustee
The Greeley National Bank, as Trustee of the Avis N. Roukema Family Trust
Tradewise, L.L.C.
United Amalgamated Consolidated, LLC
Warren Henry Sitzman
Water Oaks Capital Minerals, LLC
Wayne Scott Hinkle
Wendy Sue Dinner
William Craig Dunlap Lifetime Trust
Wilmoth Farms 2-M, LLC
Wilmoth Farms 3-W, LLC
Wolfhawk Energy Holdings, LLC

Exhibit B

Reference Map of Application Lands

