

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

IN THE MATTER OF THE APPLICATION OF CONOCOPHILLIPS COMPANY FOR AN ORDER TO AUTHORIZE AN ADDITIONAL FOURTEEN (14) HORIZONTAL WELLS, FOR A TOTAL OF UP TO SIXTEEN (16) HORIZONTAL WELLS, AND TO APPROVE REDUCED PRODUCTIVE INTERVAL SETBACKS OF 330' FROM THE UNIT BOUNDARIES IN AN APPROXIMATE 1,280-ACRE DRILLING AND SPACING UNIT ESTABLISHED FOR SECTIONS 15 AND 16, TOWNSHIP 4 SOUTH, RANGE 65 WEST, 6TH P.M., FOR PRODUCTION FROM THE NIOBRARA FORMATION UNNAMED FIELD, ARAPAHOE COUNTY, COLORADO

CAUSE NO. 535

DOCKET NO. 181200____

TYPE: ADDITIONAL WELLS

APPLICATION

ConocoPhillips Company (Operator No. 19160) and its wholly owned subsidiary Burlington Resources Oil & Gas LP (Operator No. 26580) (together, "Applicant" or "COPC"), by and through its attorneys, Jost Energy Law, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") for an order to authorize an additional fourteen (14) horizontal wells, for a total of up to sixteen (16) horizontal wells, and to approve reduced productive interval setbacks of 330 feet from the boundaries of an approximate 1,280-acre drilling and spacing unit established for the Application Lands described below. In support of its Application, Applicant states and alleges as follows:

1. Applicant is a Delaware corporation duly organized and authorized to conduct business in the State of Colorado.

2. COPC and/or its subsidiary company Burlington Resources Oil & Gas Company LP are Owners as defined by the Colorado Oil and Gas Conservation Act and the Commission's 100 Series Rules and own certain leasehold interests or the right to operate leasehold interests in the following lands (hereafter "Application Lands"):

Township 4 South, Range 65 West, 6th P.M.

Section 15: All

Section 16: All

1,280 acres, more or less, Arapahoe County, Colorado.

A reference map of the Application Lands is attached hereto.

3. On October 31, 2011, the Commission entered Order No. 535-97 which established 25 approximate 640-acre drilling and spacing units and approved up to two horizontal wells within each unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, with the treated interval of the permitted wellbore to be located no closer than 460 feet from the boundary of the unit and no closer than 920 feet from the treated interval of any other well in the unit producing from the Niobrara Formation. Order No. 535-701 vacated the 640-acre drilling and spacing unit established by Order No. 535-97 for Section 15, Township 4 South, Range 65 West, 6th P.M.

4. On September 14, 2015, the Commission entered Order No. 535-701 which, among other things, (1) vacated an approximate 640-acre drilling and spacing unit established by Order No. 535-97 for Section 15, Township 4 South, Range 65 West, 6th P.M., (2) established an approximate 1,280-acre exploratory drilling and spacing unit for Sections 15 and 16, Township 4 South, Range 65 West, 6th P.M., and approved a total of up to two horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, providing that the productive interval of the wellbore shall be located no closer than 460 feet from the unit boundaries, without exception granted by the Director, and providing that the productive interval of the wellbores shall be no closer than 150 feet from the productive interval of any other wellbore located in the unit for Section 6, without exception granted by the Director.

5. On October 30, 2017, the Commission entered Order No. 535-869 which, among other things, pooled all interests in an approximate 1,280-acre drilling and spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation, and subjected any nonconsenting interests to the cost recovery provisions of §34-60-116(7), C.R.S., for the drilling of the Lone Tree 4-65 15-16 4H_D Well (API No. 05-005-07261) and the Lone Tree 4-65 15-16 3BH Well (API No. 05-005-07262).

6. The records of the Commission reflect that one horizontal well has been drilled but not completed in the Niobrara Formation on the Application Lands, the Lone Tree 4-65 15-16 #3BH (API No. 05-005-07261), operated by Applicant. The records of the Commission further reflect that there is one approved Form 2 APD on the Application Lands, the Lone Tree 4-65 15-16 4H_D well (API No. 05-005-07262).

7. To promote efficient drainage within the Niobrara Formation of the Application Lands, to protect correlative rights and to avoid waste, the Commission should authorize an additional fourteen (14) horizontal wells, for a total of up to sixteen (16) horizontal wells, and should authorize reduced productive interval setbacks of 330 feet from the boundaries of the approximate 1,280-acre drilling and spacing unit established for the Application Lands for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

8. The above proposed additional wells and reduced setbacks will allow efficient drainage of the Niobrara Formation; will prevent waste; will not adversely affect correlative rights and will assure the greatest ultimate recovery of gas and associated hydrocarbon substances from the reservoirs. The unit of the size and shape specified above is not smaller than the maximum area that can be economically and efficiently drained by the proposed wells in the unit.

9. The Applicant maintains that there will be no more than two new well pads in the unit, or adjacent thereto, unless an exception is granted by the Director.

10. Applicant states that the productive interval of all proposed horizontal wells in the Application Lands shall be no closer than 330 feet from the boundaries of the unit (regardless of the lease lines within the unit) and all horizontal wells shall be no closer than 150 feet from the productive interval of another well producing from the same source of supply within the unit, unless an exception is granted by the Director.

11. The undersigned certifies that copies of this Application will be served on each interested party 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 on December 17-18, 2018, that notice be given as required by law, and that upon such hearing this Commission enter its order to:

A. Authorize an additional fourteen (14) horizontal wells, for a total of up to sixteen (16) horizontal wells, in an approximate 1,280-acre drilling and spacing unit established for Sections 15 and 16, Township 4 South, Range 65 West, 6th P.M., for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

B. Provide that the productive interval of any horizontal well shall be no closer than 330 feet from the boundaries of the unit and not less than 150 feet from the productive interval of another well within the unit, and authorizing up to two well pads in the unit, or adjacent thereto, unless an exception is granted by the Director.

C. Find that the approval of up to sixteen (16) horizontal wells and the reduced boundary setbacks in an approximate 1,280-acre drilling and spacing unit established for the Application Lands for the development of the Niobrara Formation will prevent waste, protect correlative rights, and maximize the efficient and economic production of the Niobrara Formation in the Application Lands.

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

DATED this 3rd day of October, 2018.

Respectfully submitted:

ConocoPhillips Company

By:

A handwritten signature in blue ink, appearing to be 'Jamie L. Jost', written over a horizontal line.

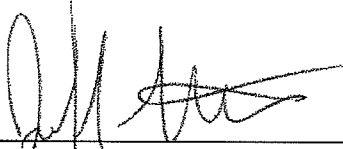
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Applicant's Address:
ConocoPhillips Company
Attn: Jeff Hartman
600 N. Dairy Ashford Road
Houston, TX 77079-1069

VERIFICATION

STATE OF TEXAS)
) ss.
COUNTY OF HARRIS)

Jeff Hartman, of lawful age, being first duly sworn upon oath, deposes and says that he is a Senior Landman for ConocoPhillips Company, and that he has read the foregoing Application and that the matters therein contained are true to the best of his knowledge, information and belief.

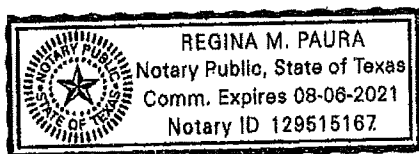


Jeff Hartman
Senior Landman
ConocoPhillips Company

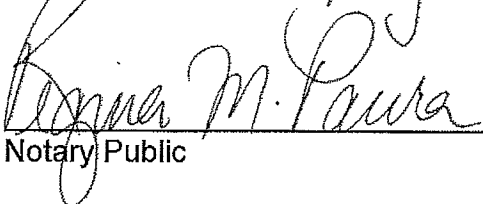
Subscribed and sworn to before me this 15th day of October, 2018.

Witness my hand and official seal.

[SEAL]



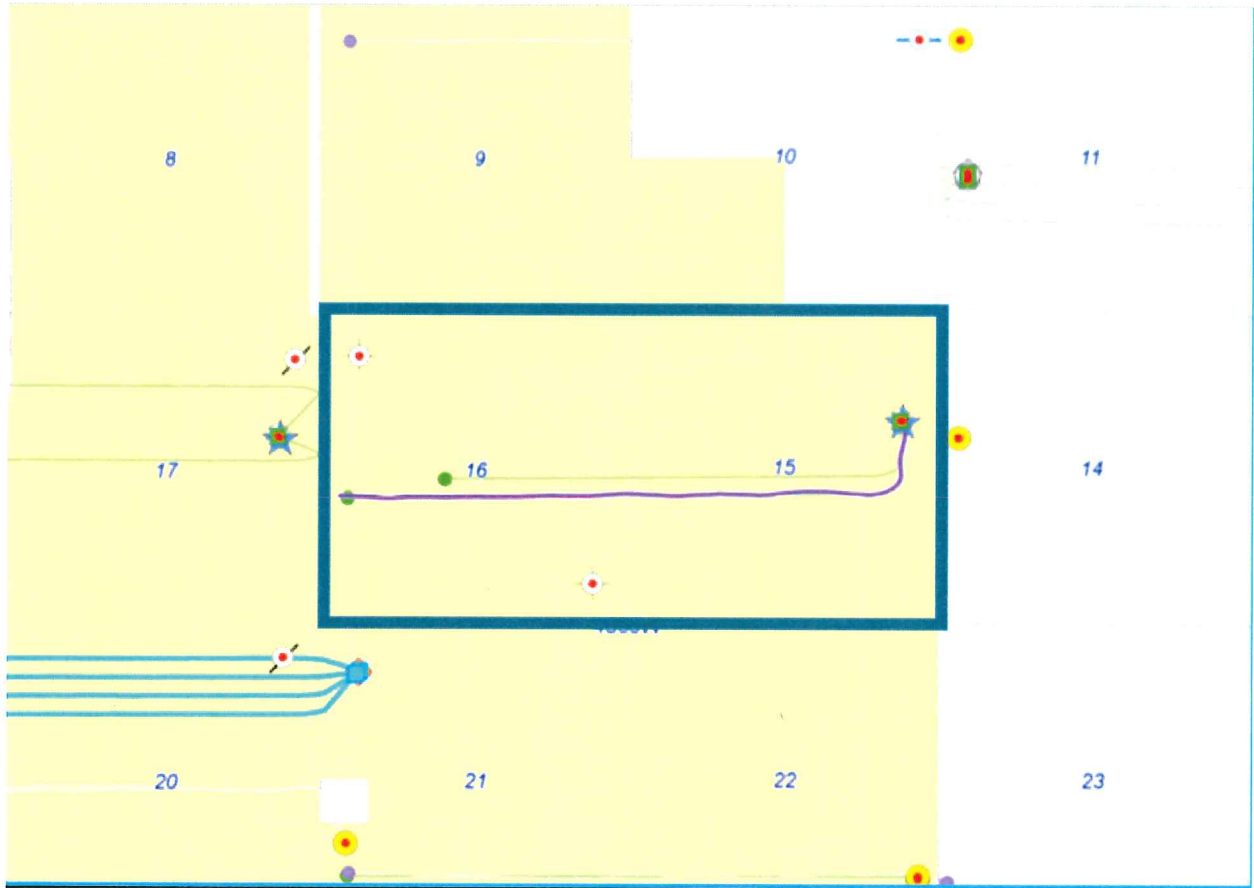
My commission expires: August 6, 2021



Notary Public

Reference Map
ConocoPhillips Company

Sections 15 and 16, Township 4 South, Range 65 West, 6th P.M.



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DALLAS, TX 75373-0875

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East Side Sunset, LLC
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Bruce A. Theil and Suzanne Avison Thiel,
Co-Trustees of the Suzanne Avison Thiel
Trust dated July 19, 2013
10536 SOUTHWEST 14TH DR
PORTLAND, OR 97219

William J. Avison, Trustee of the William J.
Avison Trust dated May 10, 2010
12638 SW 55TH PLACE
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Laura-Neta Temple, as Trustee of The MPT
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