

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

IN THE MATTER OF THE **AMENDED**
APPLICATION OF CONOCOPHILLIPS
COMPANY FOR AN ORDER TO AUTHORIZE
AN ADDITIONAL ~~SIX~~ **SEVEN** HORIZONTAL
WELLS, FOR A TOTAL OF UP TO ~~EIGHT~~ **NINE**
HORIZONTAL WELLS IN AN APPROXIMATE
1,280-ACRE DRILLING AND SPACING UNIT
ESTABLISHED FOR SECTIONS 34 AND 35,
TOWNSHIP 3 SOUTH, RANGE 65 WEST, 6TH
P.M., FOR PRODUCTION FROM THE
NIOBRARA FORMATION UNNAMED FIELD,
ADAMS COUNTY, COLORADO

CAUSE NO. 535

DOCKET NO. 181200959

TYPE: ADDITIONAL WELLS

AMENDED 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 **Amended** Application to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") for an order to authorize an additional ~~six~~ **seven** horizontal wells, for a total of up to ~~eight~~ **nine** horizontal wells in 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 3 South, Range 65 West, 6th P.M.

Section 34: All

Section 35: All

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

A reference map of the Application Lands is attached hereto.

3. On October 31, 2011, the Commission entered Order No. 535-89 which, among other things, established 18 approximate 640-acre drilling and spacing units and approve up to two horizontal wells within each unit, for the production of oil, gas and

associated hydrocarbons from the Niobrara Formation, with surface locations being located anywhere within the unit or adjacent lands, but the lateral of such well may not enter the Niobrara Formation any closer than 300 feet from the section line, 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. Section 34, Township 3 South, Range 65 West, 6th P.M. is subject to this Order for the Niobrara Formation.

4. On October 28, 2013, the Commission entered Order No. 535-430 which, among other things, vacated an approximate 640-acre drilling and spacing unit established by Order No. 535-89 for Section 34, Township 3 South, Range 65 West, 6th P.M., and established an approximate 1280-acre exploratory drilling and spacing unit and approved up to two horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. Sections 34 and 35, Township 3 South, Range 65 West, 6th P.M. are subject to this Order for the Niobrara Formation.

5. On December 16, 2013, the Commission entered Order No. 535-441 which, among other things, pooled all interests in an approximate 1280-acre exploratory drilling and spacing unit established for Sections 34 and 35, Township 3 South, Range 65 West, 6th P.M., to accommodate the Reserve 3-65 34 & 35 1H Well, for the development and operation of the Niobrara Formation.

6. The records of the Commission reflect that there is one horizontal well currently producing from the Niobrara Formation in the Application Lands, the Reserve 3-65 34 & 35 1H Well (API No. 05-001-09805).

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 six ~~seven~~ horizontal wells, for a total of up to eight ~~nine~~ horizontal wells, in 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 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 460 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~~ **January 29-30, 2019**, that notice be given as required by law, and that upon such hearing this Commission enter its order to:

A. Authorize an additional ~~six~~ **seven** horizontal wells, for a total of up to ~~eight~~ **nine** horizontal wells, in an approximate 1,280-acre drilling and spacing unit established for Sections 34 and 35, Township 3 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 460 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 authorization of up to ~~eight~~ **nine** horizontal wells within an approximate 1,280-acre drilling and spacing unit for the development of the Niobrara Formation on the Application Lands 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 6th day of **December**, 2018.

Respectfully submitted:

ConocoPhillips Company

By: 

Jamie L. Jost
Kelsey H. Wasylenky
Jost Energy Law, P.C.
Attorneys for Applicant
1401 17th Street, Suite 370
Denver, Colorado 80202
(720) 446-5620

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

VERIFICATION

[illegible]

Zach Ray, 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 Amended Application and that the matters therein contained are true to the best of his knowledge, information and belief.


Zach Ray
Senior Landman
ConocoPhillips Company

Subscribed and sworn to before me this both day of December, 2018.

Witness my hand and official seal.

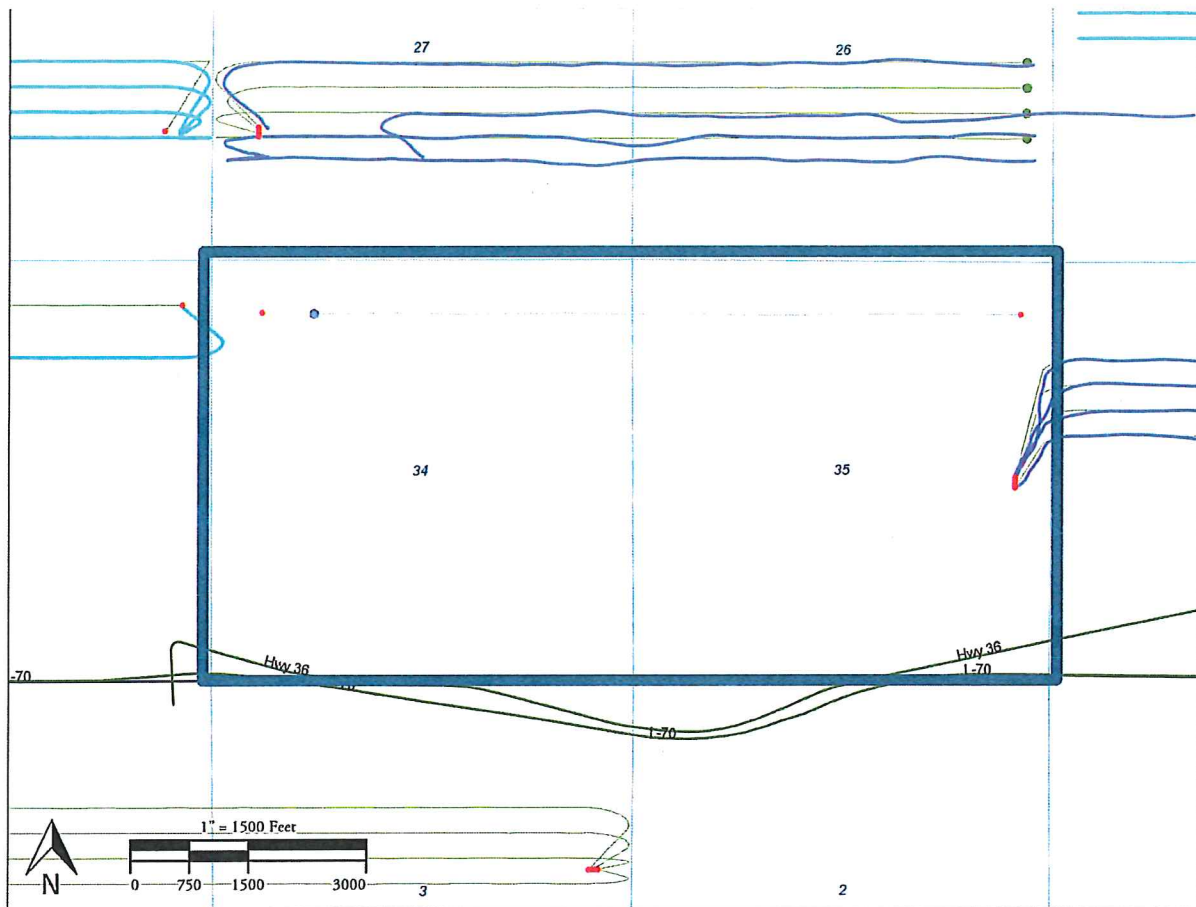


My commission expires: August 6, 2021

Notary Public

Reference Map
ConocoPhillips Company

Sections 34 and 35, Township 3 South, Range 65 West, 6th P.M.



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ADAMS COUNTY, COLORADO

TYPE: ADDITIONAL WELLS

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

Jamie L. Jost
Kelsey H. Wasylenky



Notary Public

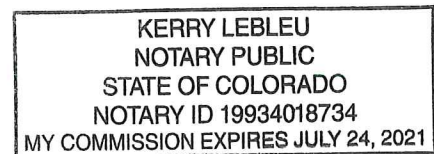


EXHIBIT A
RESERVE 3-65 34-35

Morenergy Exploration Company
410 17th Street, Suite 1150
Denver, CO 80202

Summit Petroleum Corporation
602 North Baird Street, Suite 200
Midland, TX 79701

McCullis Resources Co., Inc.
620 17th Street, Suite 1320
Denver, CO 80293

George G. Vaught, Jr.
PO Box 13557
Denver, CO 80201

Brandon 1983 Drilling Program
7 Fairview Terrace
Maplewood, NJ 07040

Alexander 1983 Drilling Program
240 West 35th Street
New York, NY 10001

Burlington Resources Oil & Gas Company
600 N. Dairy Ashford
Houston, TX 77079

ConocoPhillips Company
600 N. Dairy Ashford
Houston, TX 77079

Christine Dougherty
Adams County Community & Economic
Development
4430 South Adams County Pkwy.
Brighton, CO 80601-8218

Sean Hackett
Colorado Department of Public Health &
Environment
4300 Cherry Creek Drive South
Denver, CO 80246-1530

Brandon Marette
Energy Liaison Colorado Parks and Wildlife
Northeast Regional Office
6060 Broadway
Denver, CO 80216