

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

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

APPLICATION

PDC Energy, Inc. (Operator No. 69175) ("PDC"), 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 pooling all interests within an approximate 560-acre Wellbore Spacing Unit, as further defined below, for the drilling of the Ottenhoff 29U-343 Well (API No. 05-123-43644) ("Well"), for the development of the Niobrara formation on the following described lands:

Township 5 North, Range 64 West, 6th P.M.

Section 28: W $\frac{1}{2}$ W $\frac{1}{2}$

Section 29: E $\frac{1}{2}$ E $\frac{1}{2}$

Section 32: E $\frac{1}{2}$ NE $\frac{1}{4}$, NE $\frac{1}{4}$ SE $\frac{1}{4}$

Section 33: W $\frac{1}{2}$ NW $\frac{1}{4}$, NW $\frac{1}{4}$ SW $\frac{1}{4}$

Weld County, Colorado, containing approximately 560.00 acres
("Application Lands")

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. On April 27, 1998, the Commission adopted Rule 318A, the Greater Wattenberg Area Special Well Location, Spacing and Unit Designation Rule. Sections 29 and 32, Township 5 North, Range 64 West, 6th P.M. are subject to this Rule for the Niobrara Formation.

4. On February 19, 1992, the Commission entered Order No. 407-87 (amended August 20, 1993) which, among other things, established 80-acre drilling and spacing units for the production of oil, gas, and associated hydrocarbons from the Codell-Niobrara Formations, the Codell Formation, and the Niobrara Formation underlying certain lands, including Sections 29 and 32, Township 5 North, Range 64 West, 6th P.M. with the permitted well locations in accordance with the provisions of Order 407-1.

5. On May 23, 2011, the Commission entered Order No. 407-416, which, among other things, pooled all non-consenting interests in an approximate 160-acre wellbore spacing unit for the NW $\frac{1}{4}$ of Section 33 of Township 5 North, Range 64 West, 6th P.M., for the Hoffman B#33-19 Well (API No. 05-123-30870), from the Codell and Niobrara formations. Order No. 407-416 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

6. On March 14, 2016, the Commission entered Order No. 407-1646, which, among other things, pooled all non-consenting interests in an approximate 720-acre wellbore spacing unit for the S $\frac{1}{2}$ SE $\frac{1}{4}$ of Section 19, the S $\frac{1}{2}$ S $\frac{1}{2}$ of Section 20, the S $\frac{1}{2}$ SW $\frac{1}{4}$ and SW $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 21, the N $\frac{1}{2}$ NW $\frac{1}{4}$ and NW $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 28, the N $\frac{1}{2}$ N $\frac{1}{2}$ of Section 29, and the N $\frac{1}{2}$ NE $\frac{1}{4}$ of Section 30, all of Township 5 North, Range 64 West, 6th P.M., for the Schneider 19Q-312 Well (API No. 05-123-39542), from the Niobrara formation. Order No. 407-1646 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

7. On March 14, 2016, the Commission entered Order No. 407-1647, which, among other things, pooled all non-consenting interests in an approximate 720-acre wellbore spacing unit for the S $\frac{1}{2}$ SE $\frac{1}{4}$ of Section 19, the S $\frac{1}{2}$ S $\frac{1}{2}$ of Section 20, the S $\frac{1}{2}$ SW $\frac{1}{4}$ and SW $\frac{1}{4}$ SE $\frac{1}{4}$ of Section 21, the N $\frac{1}{2}$ NW $\frac{1}{4}$ and NW $\frac{1}{4}$ NE $\frac{1}{4}$ of Section 28, the N $\frac{1}{2}$ N $\frac{1}{2}$ of Section 29, and the N $\frac{1}{2}$ NE $\frac{1}{4}$ of Section 30, all of Township 5 North, Range 64 West, 6th P.M., for the Schneider 19Q-202 Well (API No. 05-123-39541), from the Niobrara Formation. Order No. 407-1647 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

8. On August 20, 2018, the Commission entered Order No. 407-2538, which, among other things, pooled all non-consenting interests in an approximate 720-acre wellbore spacing unit for the S $\frac{1}{2}$ N $\frac{1}{2}$ and N $\frac{1}{2}$ S $\frac{1}{2}$ of Section 32, the S $\frac{1}{2}$ N $\frac{1}{2}$ and N $\frac{1}{2}$ S $\frac{1}{2}$ of Section 33, and the SW $\frac{1}{4}$ NW $\frac{1}{4}$ and the NW $\frac{1}{4}$ SW $\frac{1}{4}$ of Section 34, all of Township 5 North, Range 64 West, 6th P.M., for the Bath-Schmier 1C Well (API No. 05-123-45072), the Bath-Schmier 2N Well (API No. 05-123-45077), the Bath-Schmier 3N Well (API No. 05-123-45078), and the Bath-Schmier 4N Well (API No. 05-123-45074), from the Niobrara and Codell formations. Order No. 407-2538 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

9. On August 20, 2018, the Commission entered Order No. 407-2565, which, among other things, pooled all non-consenting interests in an approximate 720.42-acre wellbore spacing unit for the S $\frac{1}{2}$ of Section 32, the S $\frac{1}{2}$ of Section 33, and the W $\frac{1}{2}$ SW $\frac{1}{4}$ of Section 34, all of Township 5 North, Range 64 West, 6th P.M., for the Bath-Schmier 5N Well (API No. 05-123-45067), the Bath-Schmier 6N Well (API No. 05-123-45076), and the Bath-Schmier 7N Well (API No. 05-123-45081) from the Niobrara formation. Order No. 407-2565 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

10. On August 20, 2018, the Commission entered Order No. 407-2566, which, among other things, pooled all non-consenting interests in an approximate 360-acre wellbore spacing unit for the S $\frac{1}{2}$ S $\frac{1}{2}$ of Section 32, the S $\frac{1}{2}$ S $\frac{1}{2}$ of Section 33, and the SW $\frac{1}{4}$

SW¼ of Section 34, all of Township 5 North, Range 64 West, 6th P.M., for the Bath-Schmier 8N Well (API No. 05-123-45084), the Bath-Schmier 9N Well (API No. 05-123-45085) from the Niobrara formation. Order No. 407-2566 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

11. As of the date of this Application, the COGCC has not published any additional orders affecting spacing of the Application Lands.

12. PDC designated an approximate 560-acre Wellbore Spacing Unit for the production of oil, gas, and associated hydrocarbons from the Niobrara formation as provided by Rule 318A and notified the appropriate parties under Rule 318A.

13. Under the provisions of Rule 530 and C.R.S. § 34-60-116(6)–(7), PDC requests an order pooling all interests, including the ability to drill through all tracts, in the Application Lands for the development of the Niobrara formation underlying an approximate 560-acre Wellbore Spacing Unit for the Ottenhoff 29U-343 Well (API No. 05-123-43644):

Township 5 North, Range 64 West, 6th P.M.

Section 28: W½W½

Section 29: E½E½

Section 32: E½NE¼, NE¼SE¼

Section 33: W½NW¼, NW¼SW¼

Weld County, Colorado ("Wellbore Spacing Unit" in this Application)

14. 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 the Ottenhoff 29U-343 Well to the Niobrara formation on the Application Lands.

15. PDC certifies that copies of this Application will be served on all owners of the mineral estate, as indicated and required by Rule 507.b(2), underlying the tracts of the Application Lands to be pooled within seven (7) days of the date hereof. The list of Interested Parties is attached as Exhibit A.

16. In order to prevent waste and to protect correlative rights, all interests and tracts in the Wellbore Spacing Unit should be pooled for the orderly drilling and development of the Niobrara Formation.

WHEREFORE, PDC respectfully requests that this matter be set for hearing at the next available opportunity, that notice be given as required by law, and that the Commission enter an Order:

- A. Pooling all interests in the Application Lands and the Wellbore Spacing Unit 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 the Ottenhoff 29U-343 Well in the Wellbore Spacing Unit to the Niobrara formation on 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 21st day of November, 2018.

Respectfully submitted,

PDC Energy, Inc.

By:



Michael T. Jewell, Esq. #40902

Burns, Figa & Will, P.C.
6400 S. Fiddler's Green Circle – Suite 1000
Greenwood Village, CO 80111

PDC Energy, Inc.
Mr. Nicholas Lebsock, Regional Landman
1775 Sherman Street - Suite 3000
Denver, CO 80203

VERIFICATION

STATE OF COLORADO)
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 – PDC Energy, Inc., which address is 1775 Sherman Street, Suite 3000, Denver, CO 80203.

2. He has read the attached application for the Ottenhoff 29U-343 Well, 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.


Ronald Nicholas Lebsock

Subscribed and sworn to before me this 21st day of November, 2018.

Witness my hand and official seal.

My commission expires: 9.24.22



Nicola De Luigi

EXHIBIT A

Interested Parties

Ottenhoff 29U-343 Well

PDC Energy, Inc.
James D. Fox and Patricia Fox, JT*
Horizon Resources III LLC
Anadarko E&P Onshore LLC
William Schott & Agnes M. Schott
Jimmie H. Cross and Charlotte L. Cross Living Trust
William H. and Shirley Adamson Trust
E. Richard Churchill & Linda R. Churchill
Eric Richard Churchill
Robert Sean Churchill
Raisa II Minerals, LLC
Pawnee Butte Royalties, LLC
RoxAnne Branch
Rena Sue Cross
Martin H. Wonenberg & Ruth E. Wonenberg, JT
Wesley Wonenberg
David F. Meisinger
Carolyn Rosenoff
Cirrus Minerals, LLC
Joanne E. Utkewicz
Pennsylvania Minerals, LLC
Heirs and Devisees of Beverly A. Solomon
Anne G. Kremer
Regal Petroleum, L.L.C.
Jake Pitts Solomon
Sarah Pitts Solomon
Hadley Barrett & Lee Brenner-Barrett, JT
Jacqueline M. Prebish & Jillene Kohler Rondinelli, JT
William P. Striegel & Gailee M. Striegel, JT
Albert L. Schott & Mary E. Schott, JT
Rafael Ibarra
Alfred D. Barber & Glenda Sue Barber
JoAnn D. Holman
Teresa Rogers
Richard Lloyd Thompson and Shirley Lynn Thompson, as Co-Trustees of The Richard & Shirley Thompson Living Trust, u/a dated April 23, 2010
Albert Holman, Jr.
James Holman & Elizabeth M. Holman, JT
PEP II Management, LLC
I. Lynn Brownlee & Ruby M. Brownlee

Brenda C. Lowe
Helen E. Madison
Byron A. Murray
South Park Royalty Company, LLC
Douglas J. Guion
The Farmers Reservoir and Irrigation Company
Melvin Brug & Ola Fae Brug
John M. Evans & Karen K. Evans, JT
Paula Jane Dickerson
David A. Holman
Jacqueline M. Frank
JoEll K. Matthews
The Lampson Living Trust, dated January 28, 2016
Renee Carrillo
Gail Carrillo
Rick Carrillo
Incline Minerals LLC
Thomas Carrillo
Todd Allen Holman & Susan Corinne Holman, JT
Brian Gregory Holman & Cary Lin Holman, JT
James P. Murphy
Deborah Voyles
Robert Foster
Eva Marie Clark
Kathleen Riley
Michael Foster
Jonathan Foster
Larry Foster
Jeanette Busby

EXHIBIT B

Plat

Ottenhoff 29U-343 Well



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

IN THE MATTER OF THE PROMULGATION) CAUSE NO.
AND ESTABLISHMENT OF FIELD RULES)
TO GOVERN OPERATIONS FOR THE) DOCKET NO. 190100102
NIOBRARA FORMATION, WATTENBERG)
FIELD, WELD COUNTY, COLORADO) TYPE: POOLING

CERTIFICATE OF SERVICE

Michael T. Jewell, of lawful age, and being first duly sworn upon his oath, states and declares:

That he is the attorney for PDC Energy, Inc., and that on November 28, 2018, he caused a copy of the Application submitted to COGCC on November 21, 2018, to be deposited in the United States Mail, postage prepaid, addressed to the interested parties with known addresses listed on Exhibit A to the Application.

DATED this 29th day of November, 2018.

By: _____

Michael T. Jewell, Esq.
License #40902
Burns, Figa & Will, P.C.
6400 S. Fiddler's Green Circle – Suite 1000
Greenwood Village, CO 80111

STATE OF COLORADO)
COUNTY OF ARAPAHOE) SS.

Subscribed and sworn to before me this 29th day of November, 2018

My commission expires: 06-03-2019


