

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.	
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 360-acre Wellbore Spacing Unit, as further defined below, for the drilling of the Popham 19N Well (API No. 05-123-47819) ("Well"), for the development of the Niobrara formation on the following described lands:

Township 4 North, Range 64 West, 6th P.M.
Section 3: E $\frac{1}{2}$ E $\frac{1}{2}$

Township 5 North, Range 64 West, 6th P.M.
Section 34: S $\frac{1}{2}$ SE $\frac{1}{4}$

Weld County, Colorado, containing approximately 360.00 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. Section 34, Township 5 North, Range 64 West, 6th P.M. and Section 2 and Section 3, Township 4 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 Section 2 and Section 3, Township 4 North, Range 64 West, 6th

P.M., and Section 34, 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 August 12, 2011, the Commission entered Order No. 407-461, which, among other things, established an approximate 320-acre wellbore spacing unit for the S $\frac{1}{2}$ S $\frac{1}{2}$ of Section 3, the N $\frac{1}{2}$ N $\frac{1}{2}$ of Section 10, all of Township 4 North, Range 64 West, 6th P.M., for the accommodation of the planned Oredigger C #10-69HN Well, from the Niobrara formation. Order No. 407-461 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

6. On October 29, 2018, the Commission entered Order No. 407-2665, which, among other things, established an approximate 1,360 acre drilling and spacing unit consisting of All Section 1, All Section 2, and the E $\frac{1}{2}$ E $\frac{1}{2}$ E $\frac{1}{2}$, all of Township 4 North, Range 64 West, 6th P.M. for the development of up to 16 horizontal wells from the Codell and Niobrara formations. Order No. 407-2665 is not affected by this Application, and proceeds from any shared lands will be accounted for in the production of the Well.

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

8. PDC designated an approximate 360-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.

9. 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 360-acre Wellbore Spacing Unit for the Popham 19N Well (API No. 05-123-47819):

Township 4 North, Range 64 West, 6th P.M.
Section 2: W $\frac{1}{2}$ W $\frac{1}{2}$
Section 3: E $\frac{1}{2}$ E $\frac{1}{2}$

Township 5 North, Range 64 West, 6th P.M.
Section 34: SE $\frac{1}{4}$ SE $\frac{1}{4}$

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

10. 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 Popham 19N Well to the Niobrara formation on the Application Lands.

11. 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. There are

no unleased nonconsenting mineral owners within the Application Lands and PDC certifies that this Application complies with C.R.S. § 34-60-116, as amended. The list of Interested Parties is attached as Exhibit A.

12. 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 Popham 19N 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.

DATED this 26th 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. J. Tyler Sims, MBA, CPL, Senior Regional Landman

1775 Sherman Street - Suite 3000

Denver, CO 80203

VERIFICATION

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

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

1. He is a Senior 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 Popham 19N 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.



J. Tyler Sims, MBA, CPL

Subscribed and sworn to before me this 26th day of November, 2018.

Witness my hand and official seal.
My commission expires: 8/24/2022

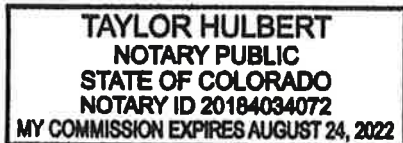




EXHIBIT A

Interested Parties

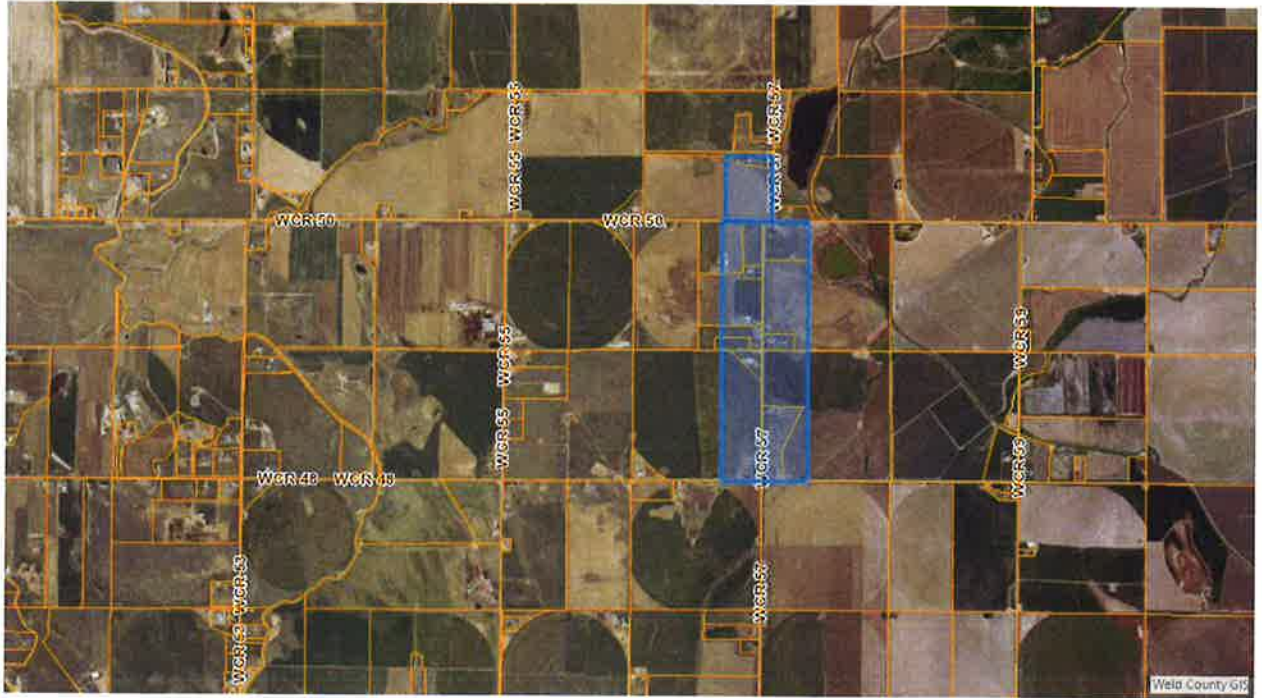
Popham 19N Well

PDC Energy, Inc.
Bonanza Creek Energy Operating Company, LLC*
Incline Niobrara Partners, LP*
CoBank, ACB
Dan J. Oster Revocable Trust
Denise A. Leafgren, life estate, remainder to Jackson T. Leafgren
Dennis J. Hoshiko, life estate, remainder to Heather A. Hoshiko
Diana L. Tomoi, life estate, remainder to Emily D. Tomoi
Everett D. Kissler
Gary D. Jackson and Valeen S. Jackson, as joint tenants
Georgia Held
James D. Eckhardt
Jeanne L. Gilley
Jerold J. Hoffman and Alice L. Hoffman, as joint tenants
Lynn H. Koenig and Connie L. Koenig, as joint tenants
Marlano Gonzalez
Pawnee Butte Royalties, LLC
Principle Energy, LLC
R. Theodore Warner
Robert L. Weil Trust FBO Richard F. Weil, Investors Independent Trust Company and Richard F. Weil, Co-Trustees
Rolene M. Barnhart
Ronald J. McNutt and Karen F. McNutt, as joint tenants
Scott A Beaman and Brenda A Bryant, as joint tenants
Teresa Ley Mercer
Thomas Scheirman
Willadeen R. Oster
William T. Matlock Trust
Wyoming Trust Company, Trustee of the Robert L. Weil Trust FBO Ronald Weil B2

EXHIBIT B

Plat

Popham 19N Well



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.	190100111
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 30, 2018, he caused a copy of the Application submitted to COGCC on November 26, 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 30th 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)
) SS.
COUNTY OF ARAPAHOE)

Subscribed and sworn to before me this 30th day of November, 2018

My commission expires: October 10, 2022

Pamela K. Brunson

<p>PAMELA K. BRUNSON NOTARY PUBLIC STATE OF COLORADO NOTARY ID 20044011125 MY COMMISSION EXPIRES OCT. 10, 2022</p>
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