

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

IN THE MATTER OF THE APPLICATION OF  
NOBLE ENERGY, INC. FOR AN ORDER TO  
POOL ALL INTERESTS IN THREE  
DESIGNATED HORIZONTAL WELLBORE  
SPACING UNITS ESTABLISHED FOR  
PORTIONS OF SECTIONS 27, 28, 29, AND 30,  
TOWNSHIP 6 NORTH, RANGE 62 WEST, 6<sup>TH</sup>  
P.M., FOR THE PRODUCTION OF OIL, GAS  
AND ASSOCIATED HYDROCARBONS FROM  
THE NIOBRARA FORMATION, WATTENBERG  
FIELD, WELD COUNTY, COLORADO

CAUSE NO. 407

DOCKET NO. 190100120

TYPE: POOLING

**APPLICATION**

COMES NOW Noble Energy, Inc. (Operator No. 100322) ("Applicant"), by its attorneys, Jost Energy Law, P.C., and makes this application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order to pool all interests within three (3) designated horizontal Wellbore Spacing Units, as defined below, for the production and operation of the following wells (collectively, the "Wells"): Wells Ranch AE29-650 (API No. 05-123-48166) in WSU #1, Wells Ranch AE29-640 (API No. 05-123-48162), in WSU #2, and Wells Ranch AE29-631 (API No. 05-123-38651) in WSU #3 for the development and operation of the Niobrara Formation on the following lands (hereinafter collectively, the "Application Lands" and the "Wellbore Spacing Units"):

**WSU #1:**

*Wells Ranch AE29-650 (API No. 05-123-48166) (Niobrara)*

Township 6 North, Range 62 West, 6<sup>th</sup> P.M.,

Sec. 27: SW $\frac{1}{4}$ NW $\frac{1}{4}$ , NW $\frac{1}{4}$ SW $\frac{1}{4}$

Sec. 28: S $\frac{1}{2}$ N $\frac{1}{2}$ , N $\frac{1}{2}$ S $\frac{1}{2}$

Sec. 29: S $\frac{1}{2}$ N $\frac{1}{2}$ , N $\frac{1}{2}$ S $\frac{1}{2}$

Sec. 30: SE $\frac{1}{4}$ NE $\frac{1}{4}$ , NE $\frac{1}{4}$ SE $\frac{1}{4}$

800-acres, more or less, Weld County, Colorado.

**WSU #2**

*Wells Ranch AE29-640 (API No. 05-123-48162) (Niobrara)*

Township 6 North, Range 62 West, 6<sup>th</sup> P.M.,

Sec. 27: NW $\frac{1}{4}$ SW $\frac{1}{4}$

Sec. 28: N $\frac{1}{2}$ S $\frac{1}{2}$

Sec. 29: N $\frac{1}{2}$ S $\frac{1}{2}$

Sec. 30: NE $\frac{1}{4}$ SE $\frac{1}{4}$

400-acres, more or less, Weld County, Colorado

**WSU #3:**

*Wells Ranch AE29-631 (API No. 05-123-38651) (Niobrara)*

Township 6 North, Range 62 West, 6<sup>th</sup> P.M.,

Sec. 27: W $\frac{1}{2}$ SW $\frac{1}{4}$

Sec. 28: S $\frac{1}{2}$

Sec. 29: S $\frac{1}{2}$

Sec. 30: E $\frac{1}{2}$ SE $\frac{1}{4}$

800-acres, more or less, Weld County, Colorado.

In support thereof, Applicant states and alleges as follows:

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado, and is a registered operator in good standing with the Commission.
2. Applicant is an Owner in the Application Lands, as defined by the Oil and Gas Conservation Act, and owns certain leasehold interests in the Application Lands and/or holds the right to operate certain leasehold interests in the Application Lands.
3. Rule 318.a. of the Rules and Regulations of the Oil and Gas Conservation Commission requires that, on unspaced lands, wells drilled in excess of 2,500 feet in depth be located not less than 600 feet from any lease line, and located not less than 1,200 feet from any other producible or drilling oil or gas well when drilling to the same common source of supply.
4. Prior to the date of this Application, the Commission entered various Orders pooling horizontal wellbore spacing units within portions of the subject Application Lands. These Orders are wellbore specific and do not affect this Application.
5. Applicant designated the three (3) horizontal Wellbore Spacing Units defined in this Application for the production of oil, gas and associated hydrocarbons from the Niobrara Formation pursuant to Rule 318A and notified the appropriate parties under Rule 318A.
6. Applicant, pursuant to Commission Rule 530 and/or the provisions of C.R.S. § 34-60-116 (6) and (7), hereby requests an order to pool all interests, including but not limited to, any non-consenting interests and any party failing to fulfill its election, in the Application Lands in the Niobrara Formation underlying the following three (3) designated horizontal Wellbore Spacing Units for the drilling of the following three (3) Wells:

**WSU #1:**

*Wells Ranch AE29-650 (API No. 05-123-48166) (Niobrara)*

Township 6 North, Range 62 West, 6<sup>th</sup> P.M.,

Sec. 27: SW $\frac{1}{4}$ NW $\frac{1}{4}$ , NW $\frac{1}{4}$ SW $\frac{1}{4}$

Sec. 28: S $\frac{1}{2}$ N $\frac{1}{2}$ , N $\frac{1}{2}$ S $\frac{1}{2}$

Sec. 29: S $\frac{1}{2}$ N $\frac{1}{2}$ , N $\frac{1}{2}$ S $\frac{1}{2}$

Sec. 30: SE $\frac{1}{4}$ NE $\frac{1}{4}$ , NE $\frac{1}{4}$ SE $\frac{1}{4}$

800-acres, more or less, Weld County, Colorado.

**WSU #2**

*Wells Ranch AE29-640 (API No. 05-123-48162) (Niobrara)*

Township 6 North, Range 62 West, 6<sup>th</sup> P.M.,

Sec. 27: NW $\frac{1}{4}$ SW $\frac{1}{4}$

Sec. 28: N $\frac{1}{2}$ S $\frac{1}{2}$

Sec. 29: N $\frac{1}{2}$ S $\frac{1}{2}$

Sec. 30: NE $\frac{1}{4}$ SE $\frac{1}{4}$

400-acres, more or less, Weld County, Colorado

**WSU #3:**

*Wells Ranch AE29-631 (API No. 05-123-38651) (Niobrara)*

Township 6 North, Range 62 West, 6<sup>th</sup> P.M.,

Sec. 27: W $\frac{1}{2}$ SW $\frac{1}{4}$

Sec. 28: S $\frac{1}{2}$

Sec. 29: S $\frac{1}{2}$

Sec. 30: E $\frac{1}{2}$ SE $\frac{1}{4}$

800-acres, more or less, Weld County, Colorado.

7. Applicant requests that the Commission's pooling order be made effective as of the earlier of the date of this Application, or the date that the costs specified in C.R.S. § 34-60-116(7)(b) are first incurred for the drilling of any of the Wells to the Niobrara Formation in WSU #1, WSI #2 and WSU #3 on the Application Lands.

8. Applicant certifies that copies of this Application will be served on all persons owning a recorded and known interest in the mineral estate of the tracts to be pooled within seven days of the date hereof, as required by Rule 503.e., and that at least 60 days prior to the hearing on this matter, each such recorded and known interest owner not already leased or voluntarily pooled will be offered the opportunity to lease and/or participate and will be provided with the information required by Rule 530 as applicable.



9. In order to prevent waste and to protect correlative rights, all interests in WSU #1, WSU #2 and WSU #3 should be pooled for the orderly development and operation of the Niobrara Formation, including any non-consenting interests therein.

WHEREFORE, Applicant requests that this matter be set for hearing on January 28-29, 2019, that notice be given as required by law, and that upon such hearing, the Commission enter its order:

A. Pooling all interests, including but not limited to any non-consenting interests and any party failing to fulfill its election, in three (3) designated horizontal Wellbore Spacing Units established for the Application Lands for the development and operation of the Niobrara Formation.

B. Providing that the Commission's pooling order is made effective as of the earlier of the date of this Application, or the date that any of the costs specified in C.R.S. § 34-60-116(7)(b) are first incurred for the drilling of each Well in WSU #1, WSU #2 and WSU #3 for the production of oil, gas and associated hydrocarbons from the Niobrara Formation on the Application Lands.

C. Providing that the interests of any owners with whom the Applicant has been unable to secure a lease or other agreement to participate in the drilling of the Wells are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(6) and (7), and made subject to the cost recovery provisions thereof with respect to the Wells drilled to develop the Niobrara Formation in the three (3) Wellbore Spacing Units comprising the Application Lands.

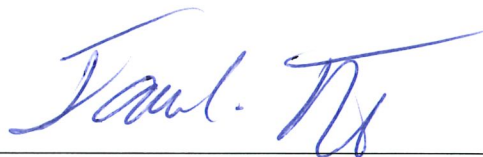
D. For such other findings and orders as the Commission may deem proper or advisable in this matter.

DATED March 28, 2019.

Respectfully submitted:

**NOBLE ENERGY, INC.**

By:



Jamie L. Jost  
Kelsey H. Wasylenky  
Jost Energy Law, P.C.  
Attorneys for Applicant  
555 17<sup>th</sup> Street, Suite 975  
Denver, Colorado 80202  
(720) 446-5620

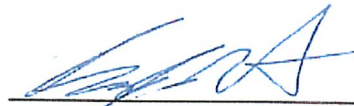
Applicant's Address:

Noble Energy, Inc.  
ATTN: Brian Bolton  
1625 Broadway, Suite 2200  
Denver, CO 80202

VERIFICATION

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

Ryan D. Antonio, of lawful age, being first duly sworn upon oath, deposes and says that he is a Land Manager for Noble Energy, Inc., 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.



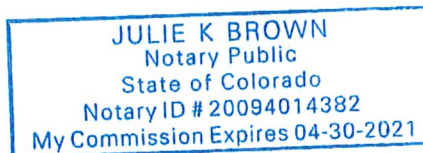
Ryan D. Antonio  
Attorney-In-Fact  
Noble Energy, Inc.

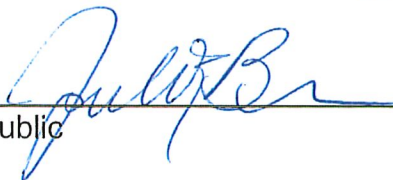
q/b  
BSD

Subscribed and sworn to before me this 28th day of March, 2019.

Witness my hand and official seal.

[SEAL]




  
\_\_\_\_\_  
Notary Public

IN THE MATTER OF THE APPLICATION OF  
NOBLE ENERGY, INC. FOR AN ORDER TO  
POOL ALL INTERESTS IN THREE  
DESIGNATED HORIZONTAL WELLBORE  
SPACING UNITS ESTABLISHED FOR  
PORTIONS OF SECTIONS 27, 28, 29, AND 30,  
TOWNSHIP 6 NORTH, RANGE 62 WEST, 6<sup>TH</sup>  
P.M., FOR THE PRODUCTION OF OIL, GAS  
AND ASSOCIATED HYDROCARBONS FROM  
THE NIOBRARA FORMATION, WATTENBERG  
FIELD, WELD COUNTY, COLORADO

TYPE: POOLING

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

  
\_\_\_\_\_  
Jamie L. Jost  
Kelsey H. Wasylenky

CHARLOTTE LAWLESS  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 20144023899  
MY COMMISSION EXPIRES JUNE 16, 2022

**EXHIBIT A**  
**Noble – FP Wells Ranch**

Noble Energy, Inc.  
1625 Broadway, Suite 2200  
Denver, CO 80202

Raisa DJ Basin II, LLC  
P.O. Box 987  
Denver, CO 80201

Bonanza Creek Energy Operating  
Company, LLC  
410 17th St., Suite 1400  
Denver, CO 80202

OOGC America, LLC  
945 Bunker Hill Road, Suite 1000  
Houston, TX 77024

Trinity Clover Energy Resources, LLC  
208 Nanterre St.  
Danville, CA 94506

Beth and Ken Karmin Family Trust  
1555 Capri Drive  
Pacific Palisades, CA 90272

Wolfhawk Energy Holdings, LLC  
5956 Sherry Lane, Suite 1221  
Dallas, TX 75225

DPOC, LLC  
1400 16th Street, Ste 300  
Denver, CO 80202

Osprey Resources, Inc.  
1010 Lamar, Suite 1570  
Houston, TX 77002

Anadarko Royalty Holdings Company  
1099 18th Street, Suite 1800  
Denver, CO 80202

Steven G. Shaddock  
925 St. Andrews Lane  
Louisville, CO 80027

Oak Prairie Oil & Gas, L.L.C.  
29 South Parkgate Circle  
Shenandoah, TX 77381

Beth and Ken Karmin Family Trust  
1555 Capri Drive  
Pacific Palisades, CA 90272

Royalty Asset Holdings, LLC  
5956 Sherry Lane, Suite 1221  
Dallas, TX 75225

Monterrey Minerals, LLC  
PO Drawer 379  
Tilden, TX 78072

Mike's Oil Well, LLC  
108 Martinek Lane  
Palmer, TX 75152

Paul L. McCulliss  
P.O. Box 3248  
Littleton, CO 80161

George G. Vaught, Jr.  
P.O. Box 13557  
Denver, CO 80201

Freeman Investments  
3415 S. Clayton Blvd.  
Englewood, CO 80113

ZRC Minerals, LP  
P.O. Box 570174  
Houston, TX 77257-0174

Osprey Resources, Inc.  
1010 Lamar, Suite 1570  
Houston, TX 77002

CoBank, FCB (as successor by merger of  
CoBank and U.S. AgBank, FCB f/k/a Farm  
Credit Bank of Wichita)  
245 N. Waco St.  
Wichita, KS 67202



Anadarko E&P Onshore LLC  
1099 18th Street, Suite 1800  
Denver, CO 80202

Wells Ranch, LLLP  
32010 CR 63  
Gill, CO 80624-9314