

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

IN THE MATTER OF AN APPLICATION BY NOBLE ENERGY, INC. FOR AN ORDER POOLING ALL INTERESTS IN ONE APPROXIMATE 799.444-ACRE DESIGNATED HORIZONTAL WELLBORE SPACING UNIT FOR CERTAIN PORTIONS OF SECTIONS 17, 20 AND 29, TOWNSHIP 3 NORTH, RANGE 64 WEST, 6TH P.M., FOR THE DEVELOPMENT AND OPERATION OF THE NIOBRARA FORMATION, WATTENBERG FIELD, WELD COUNTY, COLORADO

CAUSE NO. 407

DOCKET NO.

TYPE: POOLING

APPLICATION

Noble Energy, Inc., Operator No. 100322 ("Noble" or "Applicant"), by and through its attorneys, Beatty & Wozniak, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order pooling all interests in an approximate 799.444-acre horizontal wellbore spacing unit established for certain portions of Sections 17, 20 and 29, Township 3 North, Range 64 West, 6th P.M., for the development and operation of the Niobrara Formation. In support of its Application, Applicant states and alleges as follows:

1. Applicant is a company duly authorized to conduct business in the State of Colorado, and has registered as an operator with the Commission.

2. Applicant is an owner in the below-listed lands:

Township 3 North, Range 64 West, 6th P.M.

Section 17: SW $\frac{1}{4}$, S $\frac{1}{2}$ NW $\frac{1}{4}$

Section 20: W $\frac{1}{2}$

Section 29: N $\frac{1}{2}$ SW $\frac{1}{4}$, NW $\frac{1}{4}$

Wellbore Spacing Unit ("WSU") No. 1

799.444 acres, more or less, Weld County, Colorado

These lands are hereinafter collectively referred to as the "Application Lands."

3. On April 27, 1998, the Commission adopted Rule 318A. which, among other things, allowed certain drilling locations to be utilized to drill or twin a well, deepen a well or recomplete a well and to commingle any or all of the Cretaceous Age Formations from the base of the Dakota Formation to the surface. On December 5, 2005, Rule 318A. was amended to allow interior infill and boundary wells to be drilled and wellbore spacing units to be established. On August 8, 2011, Rule 318A. was again amended to, among other things, address drilling of horizontal wells. The Application Lands are subject to Rule 318A.

4. Upon information and belief, Applicant designated one approximate 799.444-acre horizontal wellbore spacing unit comprised of the Application Lands, for the below-described well, for the production of oil, gas, and associated hydrocarbons from the Niobrara Formation. Applicant notified all owners in the proposed wellbore spacing unit pursuant to Rule 318A.e.(5). Applicant did not receive objections to the establishment of the proposed horizontal wellbore spacing units within the 30-day response period:

a. Guttersen D29 - 770 Well (API No. 05-123-48040) – Niobrara Formation – WSU #1;

This well is hereinafter referred to as the "Subject Well."

5. Acting pursuant to the relevant provisions of §34-60-116(6) & (7), C.R.S., and Rule 530., Applicant seeks an order pooling all interests, including, but not limited to, any nonconsenting interests, in WSU No. 1 established for the Application Lands, for the development and operation of the Niobrara Formation.

6. 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 §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject Well within WSU No. 1.

7. Further, Applicant requests 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 Subject Well, are made subject to the cost recovery provisions of §34-60-116(7), C.R.S., effective as of the earlier of the date of the Application, or the date the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject Well.

8. The granting of this Application is in accord with the Oil and Gas Conservation Act, found at §§34-60-101, et seq., C.R.S., and the Commission rules.

9. Applicant requests that relief granted under this Application should be effective on oral order by the Commission, and Applicant hereby agrees to be bound by said oral order.

10. The undersigned certifies that copies of this Application will be served on each interested party as required by Rule 507 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, that notice be given as required by law and that upon such hearing, the Commission enter its order:

A. Pooling all interests in WSU No. 1 established for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the earlier of the date of this Application, or the date that the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject Well within WSU No. 1.

B. 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 Subject Well, are made subject to the cost recovery provisions of §34-60-116(7), C.R.S., effective as of the earlier of the date of the Application, or the date the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of the Subject Well.

C. For such other findings and orders as the Commission may deem proper or advisable in the premises.

DATED this 29th day of November, 2018

Respectfully submitted,

NOBLE ENERGY, INC.

By: 


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Jillian Fulcher
Evan Bekkedahl
Beatty & Wozniak, P.C.
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Applicant's Address:

Noble Energy, Inc.
Ryan D. Antonio, Attorney-in-Fact
1625 Broadway, Suite 2200
Denver, Colorado 80202

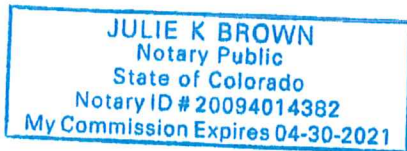
STATE OF COLORADO)
) ss.
CITY & COUNTY OF DENVER)

NOBLE ENERGY, INC.


Ryan D. Antonio

Witness my hand and official seal.

My commission expires: 04/30/2021



Notary Public

Exhibit A

Reference Map for Pooling Application

Township 3 North, Range 64 West, 6th P.M.

Section 17: SW $\frac{1}{4}$, S $\frac{1}{2}$ NW $\frac{1}{4}$

Section 20: W $\frac{1}{2}$

Section 29: N $\frac{1}{2}$ SW $\frac{1}{4}$, NW $\frac{1}{4}$

Wellbore Spacing Unit ("WSU") No. 1

799.444 acres, more or less, Weld County, Colorado

	7	8	9	
	18	17	16	
	19	20	3N64W 21	
	30	29	28	
	31	32	33	

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TYPE: POOLING

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

That she is a Legal Assistant at Beatty & Wozniak, P.C., attorneys for Noble Energy, Inc., and on or before the 6th day of December, 2018, caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on **Exhibit A** attached hereto.

Jo Cooks

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

Witness my hand and official seal.

Notary Public

TERESA L. PETERSON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 19894002026
MY COMMISSION EXPIRES OCTOBER 4, 2021

EXHIBIT A

INTERESTED PARTIES

The names and addresses of the interested parties (persons who own any interest in the mineral estate of the tracts to be pooled, except owners of overriding royalty interest) according to the information and belief of the Applicant are set forth in this **Exhibit A**.

Anadarko E&P Company, LP
PO Box 173779
Denver, CO 80217

Jaclynn Leslie Bohlender
22 Milliman Way
Carson City, NV 89706

The Bohlender Family Revocable Trust
12160 North Highway 191
Elfrida, AZ 85610

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

Guttersen & Co., a Colorado Limited
Partnership
PO Box 528
Kersey, CO 80644

James L. Bohlender Trust
39550 Co. Rd. 20
Holyoke, CO 80734

The Seldin Mineral Trust
3300 S. Parker Road, Suite 300
Aurora, CO 80014