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

IN THE MATTER OF AN APPLICATION BY SRC ENERGY INC. FOR AN ORDER POOLING ALL INTERESTS IN THREE APPROXIMATE 573.12-ACRE DESIGNATED WELLBORE SPACING UNITS ESTABLISHED FOR PORTIONS OF SECTIONS 5 AND 6, TOWNSHIP 6 NORTH, RANGE 66 WEST, 6TH P.M. AND PORTIONS OF SECTION 1, TOWNSHIP 6 NORTH, RANGE 67 WEST, 6TH P.M., FOR THE DEVELOPMENT AND OPERATION OF THE NIOBRARA AND CODELL FORMATIONS, WATTENBERG FIELD, WELD COUNTY, COLORADO

CAUSE NO. 407

DOCKET NO.

TYPE: POOLING

APPLICATION

SRC Energy Inc., Operator No. 10311 ("SRC" 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 three approximate 573.12-acre designated horizontal wellbore spacing units established for portions of Sections 5 and 6, Township 6 North, Range 66 West, 6th P.M. and portions of Section 1, Township 6 North, Range 67 West, 6th P.M., for the development and operation of the Niobrara and Codell Formations. In support of its Application, Applicant states and alleges as follows:

- 1. Applicant is a corporation duly authorized to conduct business in the State of Colorado, and has registered as an operator with the Commission.
 - 2. Applicant owns a leasehold interest in the below-listed lands:

Township 6 North, Range 66 West, 6th P.M.

Section 5:

SW1/4NW1/4; NW1/4SW1/4

Section 6:

S1/2N1/2; N1/2S1/2

Township 6 North, Range 67 West, 6th P.M.

Section 1:

S1/2NE1/4; N1/2SE1/4

Wellbore Spacing Unit ("WSU") Nos. 1 - 3 573.12 acres, more or less, Weld County, Colorado.

These lands are hereinafter referred to as the "Application Lands" and depicted in Exhibit A attached hereto.¹

¹ The Application Lands contain irregular lots. Accordingly, the acreage comprising the wellbore spacing units has been modified to reflect the presence of irregular quarter-quarter sections.

- 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 three approximate 573.12-acre horizontal wellbore spacing units comprised of the Application Lands, for the below-described wells, for the production of oil, gas, and associated hydrocarbons from the Niobrara and Codell Formations. Applicant notified all owners in the proposed wellbore spacing units pursuant to Rule 318A.e.(5). Applicant did not receive objections to the establishment of the proposed horizontal wellbore spacing unit within the 30-day response period:
 - a. Golden Eagle 25N-1B-M Well (API No. to be assigned) WSU No. 1 Niobrara;
 - b. Golden Eagle 25C-1-M Well (API No. to be assigned) WSU No. 2 Codell;
 - c. Golden Eagle 25N-1A-M Well (API No. to be assigned) WSU No. 1 Niobrara.

These wells are hereinafter referred to as the "Subject Wells."

- 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 Nos. 1 3 established for the Application Lands, for the development and operation of the Niobrara and Codell Formations.
- 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 Wells within WSU Nos. 1 3.
- 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 Wells, 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 Wells.
- 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.

The undersigned certifies that copies of this Application will be served on each interested party as required by Rules 503 and 507.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing. that notice be given as required by law and that upon such hearing, this Commission enter its order:

- Α. Pooling all interests in WSU Nos. 1 - 3 established for the Application Lands, for the development and operation of the Niobrara and Codell Formations, 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 Wells within WSU Nos. 1 - 3.
- В. 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 Wells, 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 Wells
- C. For such other findings and orders as the Commission may deem proper or advisable in the premises.

DATED this 10 this day of January, 2019.

Respectfully submitted,

SRC ENERGY INC.

By: Jaluarah Citterlunse Jillian Fulcher

James P. Parrot

Jobediah J. Rittenhouse

Beatty & Wozniak, P.C.

Attorneys for Applicant

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jrittenhouse@bwenergylaw.com

Address of Applicant SRC Energy Inc. ATTN: Kaitlyn Cass 1675 Broadway, Suite 2600 Denver, Colorado 80202

VERIFICATION

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

Kaitlyn Cass, Senior Landman for SRC Energy Inc., upon oath deposes and says that she has read the foregoing Application and that the statements contained therein are true to the best of her knowledge, information, and belief.

SRC ENERGY INC.

Kaitlyn Cass

Witness my hand and official seal.

My commission expires: (2-22-2022)

SHANICE MARTINEZ Notary Public State of Colorado Notary ID # 20184026112 My Commission Expires 06-22-2022 Motary Public

EXHIBIT A

Reference Map for Pooling Application

Township 6 North, Range 66 West, 6th P.M.

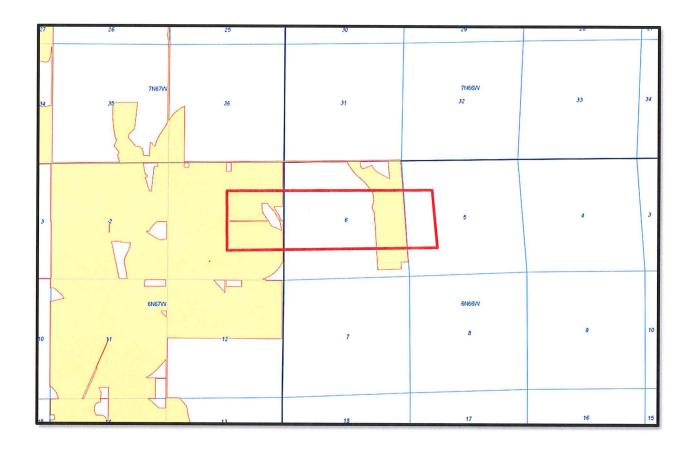
Section 5: SW1/4NW1/4; NW1/4SW1/4

Section 6: S½N½; N½S½

Township 6 North, Range 67 West, 6th P.M.

Section 1: S½NE¼; N½SE¼

Wellbore Spacing Unit ("WSU") Nos. 1-3 573.12 acres, more or less, Weld County, Colorado





BEFORE THE OIL & 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 NIOBRARA)	DOCKET NO. 190300207
AND CODELL FORMATIONS, WATTENBERG)	
FIELD, WELD COUNTY, COLORADO)	TYPE: POOLING

CERTIFICATE OF SERVICE

I hereby certify that on February 4, 2019, a true and correct copy of the Application and Notice of Hearing in the above-referenced docket were deposited in the U.S. Mail, postage pre-paid, addressed to the parties in the list attached hereto.

DATED this _5th day of February, 2019

Grace Go-Høveland

LIST OF INTERESTED PARTIES

GARY W. HERGERT 1408 W 42ND ST SCOTTSBLUFF, NE 69631

DEVCO INVESTORS LLC 1927 WILMINGTON DRIVE FORT COLLINS, CO 80528

CECIL FARMS, A COLROADO PARTNERSHIP 1639 35TH AVE CT GREELEY, CO 80634

ROYALTY ASSET HOLDINGS, LP 5956 SHERRY LANE, SUITE 1221 DALLAS, TX 75225

INA KAY DEVERS 205 EAST PALO VERDE ST GILBERT, AZ 85296

OVERLAND ENERGY PARTNERS FUND II, LLC 700 17TH ST, SUITE 900 DENVER, CO 80201

HEIRS, DEVISEES OR SUCCESSORS OF W. THOS. DAVIS, AKA W. THOMAS DAVIS C/O WLD HOLDINGS, LLC 4924 BALBOA BLVD, # 489 ENCINO, CA 91316

THE HEIRS, DEVISEES, CREDITORS, OR OTHER SUCCESSORS TO THE ESTATE OF M. PHILIP DAVIS
P.O. BOX 5204
CAREFREE, AZ 85377

HORIZON RESOURCES III, LLC 6990 W 38TH AVE, SUITE 301 WHEAT RIDGE, CO 80033

ALBERT R. WEBER TESTAMENTARY TRUST C/O LOIS E. MARTIN 215 NORTH POWER ROAD, # 249 MESA, AZ 85205

ELIZABETH M. SCHNEIDER 13830 WCR 74 EATON, CO 80615

KODY L. LEISY 25621 COOUNTY ROAD 25 EATON, CO 80615

NOBLE ENERGY, INC. 1625 BROADWAY, SUITE 2200 DENVER, CO 80202

PHELPS OIL AND GAS, LLC AS APPARENT SUCCESSOR TO THE ESTATE OF DOROTHY E. KASSLER, DECEASED 280 S HIGH ST DENVER, CO 80209

MICHAEL G. NORONE 12498 WCR 74 EATON, CO 80615 JOHNSON LIVING TRUST, DATED JULY 23, 2009 1221 BALDRIDGE DR SEVERANCE, CO 80615

BLACKROCK ENERGY, LLC 1621 CENTRAL AVE CHEYENNE, WY 82001

SANDRA SCHNEIDER 2201 COLLINS PATH COLLEYVILLE, TX 76051

NOBLE ENERGY WYCO, LLC 1625 BROADWAY, SUITE 2200 DENVER, CO 80202

CAROL EATON GRAHAM AS APPARENT SUCCESSOR TO THE ESTATE OF REA L. EATON, DECEASED 4912 FIRWOOD DR LAKE OSWEEGO, OR 97035

ROBERT H. TOTH AND JILLENE TOTH, JOINT TENANTS 2116 BLUE RIDGE DR SEVERANCE, CO 80615

LESLIE C. GOETTSCH 2121 BLUE RIDGE DRIVE SEVERANCE, CO 80615

PATTI WELFARE 4975 CLEARWATER DR LOVELAND, CO 80538

MARY L. WEBER C/O STEVEN CARL WEBER 12511 E 112TH AVE HENDERSON, CO 80640

DEE ANN LEE 1519 45TH AVE GREELEY, CO 80634

MICHAEL J. FOLEY AND ELEANOR A. FOLEY, JOINT TENANTS 2024 TRAIL RIDGE CIR SEVERANCE, CO 80615

JAMES A. BROWN AND BARBARA A. BROWN, JOINT TENANTS 1216 BALDRIDGE DR SEVERANCE, CO 80615

TIMOTHY J. ROHRBACHER AND CAROL J. ROHRBACHER, JOINT TENANTS 1220 BALDRIDGE DR SEVERANCE, CO 80615

JASON AVILES AND CASEY L. AVILES, JT 1222 BALDRIDGE DRIVE SEVERANCE, CO 80615

CRAIG R. PERRY AND LINDA M. PERRY, JOINT TENANTS PO BOX 52 SEVERANCE, CO 80546 TRENT VERQUER 1127 GREEN RIDGE DR SEVERANCE, CO 80615

MELVIN E. SAMS AND JANITH M. SAMS, JOINT TENANTS 2010 TRAIL RIDGE DR SEVERANCE, CO 80615

LOUIS L. KIRK AND HOLLIS A. KIRK, JOINT TENANTS 120 BLUE RIDGE DR SEVERANCE, CO 80615

DONALD D. BROWN, JR., AND CHRISITINE BROWN, JOINT TENANTS 1126 GREEN RIDGE DRIVE EATON, CO 80546

CAREY BEECHAM AND SARAYAH BEECHAM 2018 TRAIL RIDGE DRIVE SEVERANCE, CO 80615

KEITH J. GRIFFIN AND DIANA L. GRIFFIN, JOINT TENANTS 15235 HEYWOOD LANE NATHROP, CO 81236

A. THOMAS EYMAN AND KAREN L. EYMAN, JOINT TENANTS 2026 TRAIL RIDGE CIR SEVERANCE, CO 80615

STEPHEN C. FIENHOLD AND RUTH FIENHOLD 5708 AKSARBEN DR. WINDSOR, CO 80550

JOHN DAVID KALINSKI AND JUDITH KAY KALINSKI, JOINT TENANTS 2009 TRAIL RIDGE DR SEVERANCE, CO 80615

DOUGLAS M. ROUP AND TERESA JEAN LAFEHR, JOINT TENANTS 886 CORN STALK DRIVE WINDSOR, CO 80550

TRAVIS CROTTEAU 1344 PARK RIDGE DR SEVERANCE, CO 80615

SHAWN SULLIVAN AND MICHELLE A. SULLIVAN, JOINT TENANTS 5657 WAVERLEY AVENUE FIRESTONE, CO 80504

DOUGLAS C. LEHMAN AND LISA K. LEHMAN, JTS 13462 WCR 74 EATON, CO 80615

DEVCO INVESTORS LLC 1927 WILMINGTON DRIVE FORT COLLINS, CO 80528

BAESSLER RESIDENTIAL COLORADO LLC 3780 W 10TH ST STE 200 GREELEY, CO 80634 RYAN & JAZMIN BARNES 2725 MAROON CT FORT COLLINS, CO 80525

ERIC L. EATON 1540 PARKVIEW RD MAPLE PLAIN, MN 55359

MICHAEL S. EATON, POA FOR ROSEMARY T. EATON 2118 CARRHILL RD VIENNA, VA 22181

MARTHA E. DIEBOLD REVOCABLE TRUST C/O SARA MARTHA EATON DIEBOLD PO BOX 236 LYME, NH 3768

BENJAMIN A. EATON 24206 CURRANT DR GOLDEN, CO 80401

PENNY HANCOCK 110 KOOTENAI ST POCATELLO, ID 83201

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CAROL EATON GRAHAM AS APPARENT SUCCESSOR TO THE ESTATE OF REA L. EATON, DECEASED 4912 FIRWOOD DR LAKE OSWEEGO, OR 97035

THE HEIRS, DEVISEES, CREDITORS, OR OTHER SUCCESSORS TO THE ESTATE OF REX C. EATON 1736 CLERMONT ST DENVER, CO 80220

TERSHIA D'ELGIN AS APPARENT SUCCESSOR TO THE ESTATE OF DOROTHY D. KASSLER, DECEASED 2801 B ST #150 SAN DIEGO, CA 92102

WOLFHAWK ENERGY HOLDINGS, LLC 999 18TH ST, SUITE 1650S DENVER, CO 80202

S.H.F. PARTNERSHIP 1357 43RD AVE #57 GREELEY, CO 80634

RAISA II LLC PO BOX 987 DENVER, CO 80201

BAYSWATER FUND III-A, LLC 730 17TH ST, SUITE 500 DENVER, CO 80202

JEFFREY JOHN STEVENS AND DAVID R. TALAMANTES, JT 2548 FOREST RIDGE DRIVE SE AUBURN, WA 96002 JONATHAN D. LONG AND MELODY J. HENNING LONG PO BOX 235 SEVERANCE, CO 80615

KEITH D. RICHLING AND KRISTIN RICHLING, JOINT TENANTS 2005 TRAIL RIDGE DRIVE SEVERANCE, CO 80615

DEANNA K. PERSON 695 S CORONA ST DENVER, CO 80209

GOLDEN EAGLE ACRES, INC 1639 35TH AVE COURT GREELEY, CO 80634

TRP MINERALS LLC 4545 POST OAK PLACE, SUITE 240 HOUSTON, TX 77027

BOOTH LAND AND LIVESTOCK COMPANY PO BOX 72 LUCERNE, CO 80646

BALDRIDGE SUBDIVISION, LLC 1223 BALDRIDGE DRIVE SEVERANCE, CO 80615

OVERLAND ENERGY PARTNERS FUND I, LLC 700 17TH ST, SUITE 900 DENVER, CO 80201

BEVJAC ENTERPRISES, LLC 1223 BALDRIDGE DRIVE SEVERANCE, CO 80615

GUTTERSEN & COMPANY LLLP PO BOX 2176 GREELEY, CO 80632

KATHRYN BANKS 7011 GANDER WAY FORT COLLINS, CO 80524

ALMA I. CLARK 4212 W 14TH STREET LANE GREELEY, CO 80634

THE HEIRS, DEVISEES, CREDITORS, OR OTHER SUCCESSORS TO THE ESTATE OF REX C. EATON 1736 CLERMONT ST DENVER, CO 80220

COLTAN BERG AND SABRINA BERG, JT 35701 COUNTY ROAD 25 SEVERANCE, CO 80615

CHRISTA MOODY 12498 WCR 74 EATON, CO 80615

JACK R. SCHNEIDER AND BEVERLY I. SCHNEIDER 1223 BALDRIDGE DRIVE SEVERANCE, CO 80615 ROBERT E. SAWYER AND KATHRYN C. SAWYER, JT PO BOX 219 SEVERANCE, CO 80546

JESSE HOUGH 1920 17TH STREET #1202 DENVER, CO 80202

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WALTER A. BRINK AND JANICE P. BRINK, JOINT TENANTS PO BOX 247 SEVERANCE, CO 80546

JOSEPH A. KLICKNA, SR., AND MARY PATRICE KLICKNA, TENANTS IN COMMON 2750 IRONWOOD CIR ERIE, CO 80516

RONALD H. SCHAFER AND JACQUELYN D. SCHAFER, JOINT TENANTS 1132 GREEN RIDGE DR SEVERANCE, CO 80615

MICHAEL L. MAURO AND DEBORAH L. MAURO, JOINT TENANTS PO BOX 215 SEVERANCE, CO 80546

HAROLD J. STROMBERGER AND DEBORAH L. STROMBERGER, JOINT TENANTS 2020 TRAIL RIDGE DR SEVERANCE, CO 80615

NITA K. MOSER 5441 S FEDERAL CIR, APT C201 LITTLETON, CO 80123

LYNDA R. LOCKER PO BOX 634 BERTHOUD, CO 80513

LINCOLN ENERGY PARTNERS II, LLC 852 BROADWAY, SUITE 300 DENVER, CO 80203

JON YEAMAN AND KARA FIFFE, JOINT TENANTS 7390 WINDY PINE CIR DENVER, NC 28037

DANA PORTER IVERS AS APPARENT SUCCESSOR TO THE ESTATE OF REA L. EATON, DECEASED PO BOX 1828 TELLURIDE. CO 81435

RICK LYNCH AND VIRGINIA LYNCH, JOINT TENANTS 1228 BALDRIDGE DR SEVERANCE, CO 80615

DARREN W. WEIBLER AND JULIE L. S. WEIBLER, JOINT TENANTS PO BOX 296 SEVERANCE, CO 80546 KYLE J. KLINE AND DENISE N. KLINE JT 1348 PARK RIDGE CIR SEVERANCE, CO 80615

MICHAEL JOHN CROWE AND RENEE M. CROWE, JOINT TENANTS P O BOX 281 SEVERANCE, CO 80546

LUKE E. LINDHOLM AND MISTY A. LINDHOLM, JT 2006 TRAIL RIDGE DR SEVERANCE, CO 80615

JOHN W. MOORE AND JOYCE L. MOORE, JOINT TENANTS 1350 PARK RIDGE CIRCLE SEVERANCE, CO 80546

CHRISTOPHER D. DOUGLASS AND AMY JO DOUGLASS, JOINT TENANTS 1543 SANDY LN WINDSOR, CO 80550

ALFREDO FLOREZ AND DERLYN FLOREZ, JT 33040 LINCOLN AVE LUCERNE, CO 80646

ANTONIO BARRIENTOS JR AND CATHIE I. BARRIENTOS 2014 TRAIL RIDGE DR SEVERANCE, CO 80615

JOSEPH W. SALLEE AND KARIN E. SALLEE, JT 2015 TRAIL RIDGE DR SEVERANCE, CO 80615

TIMOTHY A. REICHEL AND BJORG MARIA REICHEL, TENANTS IN COMMON 2011 TRAIL RIDGE DR SEVERANCE. CO 80615

BLAKE W. TAYLOR AND HEATHER M. TAYLOR, JOINT TENANTS 2028 TRAIL RIDGE CIR SEVERANCE, CO 80615

RICHARD J. OLSON AND EILEEN M. OLSON, JOINT TENANTS 204 3RD AVE NE APT 2 MANDAN, ND 58554

BRYSON BOOTH 35480 CR 27 EATON, CO 80615

HARLAN G. SPEER 1113 GREEN RIDGE DR SEVERANCE, CO 80615

WESLEY J. WHITECOTTON AND BRENDA WHITECOTTON, TRUSTEES OF THE WESLEY J. AND BRENDA L. WHITECOTTON LIVING TRUST DATED MARCH 3,2008 1214 BALDRIDGE DR SEVERANCE, CO 80615

JOSHUA WAGGENER 2605 WHARF ST EVANS, CO 80620 ERIC & CAROL VAUGHAN 5051 PRAIRIE LAKE LN SEVERANCE, CO 80550

PAUL H. HAHLWEG 29909 COUNTY RD. 10 JULESBURG, CO 80737

ALEXANDRA WOOMANSEE 11564 KILDEER AVE GLENCO, MN 55336

CHARLES H. EATON 5800 GLEN EAGLE CT AVON, IN 46123

ROBERT L. EATON 1905 26TH AVE GREELEY, CO 80634

REX C. EATON, III 1736 CLEMONT ST DENVER, CO 80220

LAWRENCE EATON 201 CIRCLE DRIVE BOZEMAN, MT 59715

ROBIN DELP AS APPARENT SUCCESSOR TO THE ESTATE OF REA L. EATON, DECEASED 4265 CR 23 RIDGEWAY, CO 81432

PHELPS OIL AND GAS, LLC AS APPARENT SUCCESSOR TO THE ESTATE OF DOROTHY E. KASSLER, DECEASED 280 S HIGH ST DENVER, CO 80209

DANA PORTER IVERS AS APPARENT SUCCESSOR TO THE ESTATE OF REA L. EATON, DECEASED PO BOX 1828 TELLURIDE, CO 81435

ANN E. PHELPS AS APPARENT SUCCESSOR TO THE ESTATE OF DOROTHY E. KASSLER, DECEASED 735 S MILWAUKEE DENVER, CO 80209

INCLINE MINERALS, LLC 1626 WAZEE ST, SUITE 200B DENVER, CO 80202

WOLFHAWK ENERGY HOLDINGS LLC 999 18TH STREET, SUITE 1650S DENVER, CO 80202

GRIZZLY PETROLEUM COMPANY, LLC 1001 17TH STREET, SUITE 2000 DENVER, CO 80202

BILL BARRET CORPORATION 1099 18TH STREET, SUITE 2300 DENVER, CO 80202 PDC ENERGY, INC. 1175 SHERMAN STREET, SUITE 3000 DENVER, CO 80203

THOMAS R. BULLARD AND JUDY J. BULLARD, JOINT TENANTS 1335 PARK RIDGE DRIVE SEVERANCE, CO 80615

BAYSWATER RESOURCES LLC 730 17TH ST, SUITE 500 DENVER, CO 80202