

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

IN THE MATTER OF AN APPLICATION BY KERR-MCGEE OIL & GAS ONSHORE LP FOR AN ORDER POOLING ALL INTERESTS IN AN APPROXIMATE 240-ACRE DESIGNATED HORIZONTAL WELLBORE SPACING UNIT FOR PORTIONS OF SECTIONS 6, 7, AND 18, TOWNSHIP 1 NORTH, RANGE 67 WEST, 6TH P.M., FOR THE DEVELOPMENT/OPERATION OF THE NIOBRARA FORMATION, WATTENBERG FIELD, WELD COUNTY, COLORADO

CAUSE NO. 407

DOCKET NO.

TYPE: POOLING

APPLICATION

Kerr-McGee Oil & Gas Onshore LP (Operator No. 47120) ("Kerr-McGee" 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 240-acre designated horizontal wellbore spacing unit for portions of Sections 6, 7, and 18, Township 1 North, Range 67 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 limited partnership 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 1 North, Range 67 West, 6th P.M.

Section 6: SW $\frac{1}{4}$ SW $\frac{1}{4}$

Section 7: W $\frac{1}{2}$ W $\frac{1}{2}$

Section 18: NW $\frac{1}{4}$ NW $\frac{1}{4}$

Wellbore Spacing Unit ("WSU") No. 1

240 acres, more or less, Weld County, Colorado.

These lands are hereinafter collectively referred to as the "Application Lands" and depicted in Exhibit A, attached hereto. The Application Lands lie approximately 2 miles southeast of the intersection between I-25 and Hwy 52.

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 an approximate 240-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 designated horizontal wellbore spacing unit within the 30-day response period:

a. Ranger 7-3HZ Well (API No. 05-123-49375) - Niobrara Formation - WSU No. 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 of January, 2019

Respectfully submitted,

KERR-MCGEE OIL & GAS ONSHORE LP

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

Kerr-McGee Oil & Gas Onshore LP
ATTN: R.C. Kimball
1099 18th Street, Suite 1480
Denver, Colorado 80202

VERIFICATION

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

R.C. Kimball, Landman for Kerr-McGee Oil & Gas Onshore LP, upon oath deposes and says that he has read the foregoing Application and that the statements contained therein are true to the best of his knowledge, information, and belief.

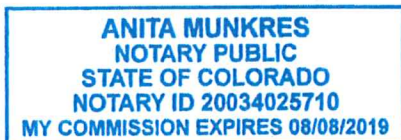
KERR-MCGEE OIL & GAS ONSHORE LP


R.C. Kimball

Subscribed and sworn to before me this 29th day of January, 2019,
by R.C. Kimball, Landman for Kerr-McGee Oil & Gas Onshore LP.

Witness my hand and official seal.

My commission expires: 8/8/2009



Notary Public

Exhibit A

Reference Map for Pooling Application

Township 1 North, Range 67 West, 6th P.M.

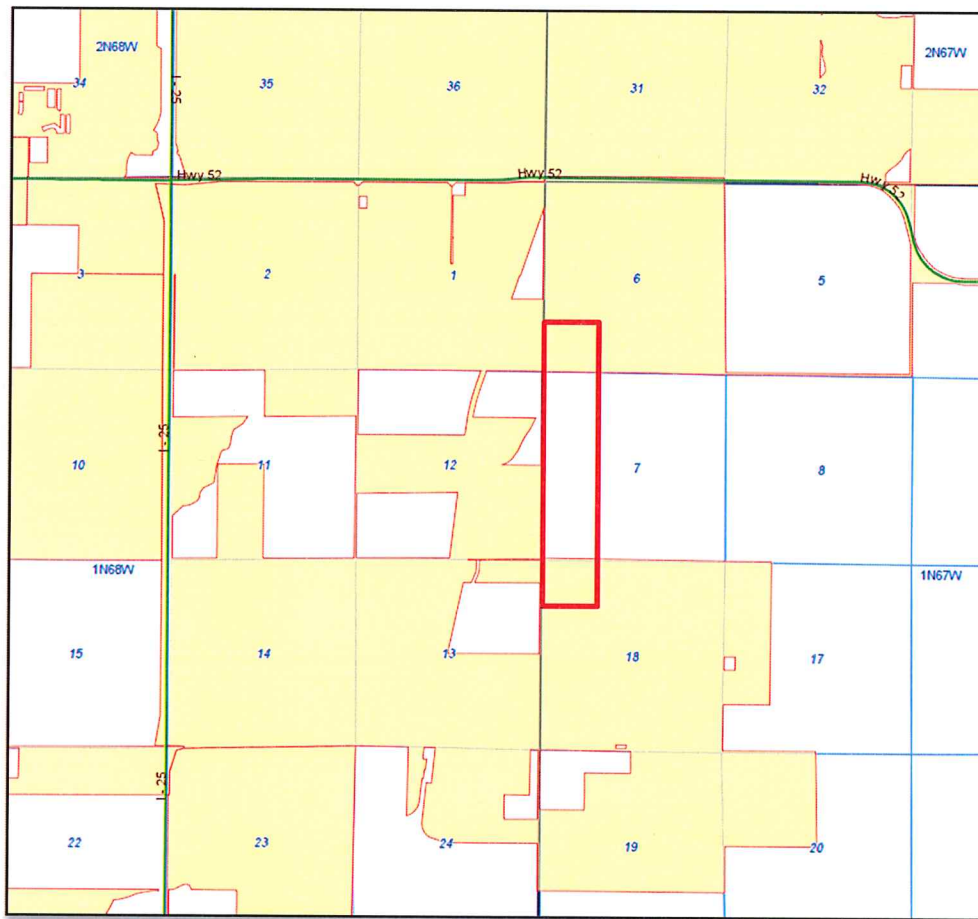
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Wellbore Spacing Unit ("WSU") No. 1

240 acres, more or less, Weld County, Colorado.



 = Application Lands

**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. 190400316
FORMATION, WATTENBERG FIELD, WELD)	
COUNTY, COLORADO)	TYPE: POOLING

CERTIFICATE OF SERVICE

I hereby certify that on February 22, 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 22nd day of February, 2019



Grace Go-Hoveland

LIST OF INTERESTED PARTIES

ANADARKO E & P ONSHORE LLC
1201 LAKE ROBBINS DR
THE WOODLANDS, TX 77380

WELD COUNTY COLORADO
1150 "O" STREET
GREELEY, CO 80632

INCLINE ENERGY LLC
5019 N. CENTRAL EXPRESSWAY SUITE B
DALLAS, TX 75205

ROBERT S PIRTLE
P.O. BOX 1310
TYLER, TX 75710-1310

KERR-MCGEE OIL & GAS ONSHORE LP
1099 18TH STREET, SUITE 1800
DENVER, CO 80202-1918

BRIDLE CREEK, LLC
600 WINSLOW WAY E., STE. 247
BAINBRIDGE ISLAND, WA 98110

BATAA OIL INC
3050 67TH AVENUE
GREELEY, CO 80634

PIRTLE PROPERTIES
P.O. BOX 3480
OMAHA, NE 68103-0480

CRESTONE PEAK RESOURCES
HOLDINGS LLC
1801 CALIFORNIA ST., STE 2500
DENVER, CO 80202