

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

IN THE MATTER OF THE PROMULGATION AND
ESTABLISHMENT OF FIELD RULES TO
GOVERN OPERATIONS IN THE PARACHUTE
FIELD, GARFIELD COUNTY, COLORADO

CAUSE NO.

DOCKET NO.

APPLICATION

COMES NOW Williams Production RMT Company, a Delaware corporation authorized to do business in the State of Colorado ("Applicant"), by its attorneys, Poulson, Odell & Peterson, LLC, and makes application to the Oil and Gas Conservation Commission of the State of Colorado for an order pooling all non-consenting interests for the drilling and completion of the Diamond Elk PA 21-12, Diamond Elk PA 22-12, Diamond Elk PA 41-12 and Diamond Elk PA 42-12 wells (hereinafter "Diamond Elk Wells") located in Section 12 of Township 7 South, Range 95 West, 6th P.M. in Garfield County, Colorado (said described lands hereinafter referred to as "Application Lands"). In support of its application, Applicant states and alleges as follows:

1. The Application Lands constitute an approximate 640-acre drilling and spacing unit for the Mesaverde formation pursuant to the Commission's Order No. 139-16. Under the Commission's Order 139-28 Amended, up to sixteen (16) wells were allowed to be optionally drilled into and produced from the Williams Fork Formation of the Mesaverde Group. Applicant owns oil and gas leasehold interests within this drilling and spacing unit.

2. That the Diamond Elk Wells are planned to be drilled by Applicant in 2006 as potential producers of principally gas from the Williams Fork Formation of the Mesaverde Group.

3. That it is not clear at this time whether certain unleased mineral owners within the drilling and spacing unit will participate in the drilling of this well although these owners (who are more specifically identified on Exhibit "A" attached hereto) have been sent (or will have been sent) timely written offers allowing them to participate in the drilling and completion of the Diamond Elk Wells or to lease their interests. As of the date hereof, these owners either elected not to accept offers to participate in the drilling and completion in these wells or to lease their interests or have not responded to the correspondence from Applicant making such offers.

4. That Applicant desires to force pool the interests of these unleased mineral owners in these wells pursuant to the provisions of Colo. Rev. Stat. ¶ 34-60-116.

5. That in order to prevent waste, protect correlative rights, and in the best interest of conservation, the unleased mineral owners listed in Exhibit "A" should be pooled in the Williams Fork Formation in accordance with Colo. Rev. Stat. §34-60-116 [including subsections (7)(b)(i) and (ii)].

6. That the names and addresses of the lease owners and/or unleased mineral owners whose interests are to be pooled under this Application are set forth on Exhibit "A," attached hereto and made a part hereof.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in April, 2006, that notice be given as required by law and that upon such hearing this Commission enter its order consistent with the Applicant's requests as set forth above.

Dated this _____ day of March, 2006.

POULSON, ODELL & PETERSON, LLC

By: _____
William A. Keefe
1775 Sherman Street, Suite 1400
Denver, Colorado 80203
Telephone: 303-861-4400
Facsimile: 303-861-1225

VERIFICATION

STATE OF COLORADO)
)
) SS
CITY AND COUNTY OF DENVER)

Christopher M. Walsh, of lawful age, being first duly sworn upon oath, deposes and says that he is a Senior Landman of Williams Production RMT Company, 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.

Chris Walsh

Subscribed and sworn to before me this _____ day of March, 2006.

Witness my hand and official seal.

My commission expires: _____

Notary Public

EXHIBIT A

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AFFIDAVIT OF MAILING

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

William A. Keefe, of lawful age, and being first duly sworn upon his oath, states and declares:

That he is the attorney for Williams Production RMT Company, that on March 2, 2006, he caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed in Exhibit "A" to the Application.

William A. Keefe

Subscribed and sworn to before me March 2, 2006.

Witness my hand and official seal.

My commission expires July 22, 2007.

Notary Public