

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

IN THE MATTER OF THE APPLICATION OF)
KERR-MCGEE OIL & GAS ONSHORE LP FOR)
AN ORDER POOLING ALL NONCONSENTING)
INTERESTS IN THE CODELL-NIOBRARA)
FORMATION IN AN ESTABLISHED 160-ACRE)
DRILLING AND SPACING UNIT LOCATED IN)
THE WATTENBERG FIELD, WELD COUNTY,)
COLORADO)

Cause No. _____

Docket No. _____

APPLICATION

Kerr-McGee Oil & Gas Onshore LP (referred to herein as “Applicant”), by and through its undersigned attorney, hereby submits this application to the Oil and Gas Conservation Commission of the State of Colorado (“COGCC”), for an order to pool all non-consenting interests for the drilling of a well in a 160-acre drilling and spacing unit in the Codell-Niobrara Formation consisting of the S/2NW/4 and the N/2SW/4 of Section 24, Township 5 North, Range 66 West, 6th P.M., Weld County, Colorado. In support thereof, the Applicant states and alleges as follows:

1. That the Applicant is a limited partnership duly authorized to conduct business in the State of Colorado.
2. That the Applicant owns certain leasehold interests in the unit requested for pooling.
3. That pursuant to COGCC Orders originally established in Cause No. 407, specifically Order Nos. 407-1 and 407-10, 80-acre drilling and spacing units for the Codell-Niobrara Formation were established, including the following described lands at issue in this Application. These lands are also subject to the provisions of Rule 318A of the Rules and Regulations of this Commission which allows designation of 160-acre drilling and spacing units in order to properly allocate production.

Township 5 North, Range 66 West, 6th P.M.
Section 24: S/2NW/4 and N/2SW/4

4. Applicant proposes to drill the following well within the 160-acre drilling and spacing unit described in paragraph 3 above as follows: SEGL 22-24, with proposed bottomhole to be located 2620’ FSL and 1320’ FWL of Section 24 as reflected on the approved APD attached hereto as Exhibit B.
5. That some of the parties listed on Exhibit A hereto own separate leased mineral interests in the S/2NW/4 and N/2SW/4 of Section 24 encompassed within the drilling and spacing unit, and such parties have been offered the option to participate in the drilling of the well in the unit, but to date one or more of such parties have refused to participate by bearing their proportionate shares of the costs and risks of drilling or operating the wells. An AFE containing the information required by COGCC Rule 530.a. was sent regarding this well more than thirty (30) days prior to the date of the hearing on this Application. A copy of an example of such AFE and letter is attached hereto as Exhibit C.
6. Moreover, that with respect to any non-consenting owners of unleased mineral interests listed on Exhibit A, Applicant has made reasonable attempts pursuant to COGCC Rule 530.b. to enter into leases with such parties but has as of yet been unsuccessful in such attempts.
7. That in order to prevent waste, protect correlative rights and in the best interests of conservation, all interests owned by the nonconsenting parties listed on Exhibit A should be pooled in the Codell-Niobrara Formation in accordance with C.R.S. § 34-60-116 and Rule 530 of the COGCC.

8. That the names and addresses of the interested parties with respect to this Application are as set forth in Exhibit A hereto.

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

A. That all leasehold working interest owners with whom Applicant has been unable to secure an agreement for the drilling of the proposed well and all unleased mineral interests owners who refuse to execute a lease as described in paragraphs 4 and 5 be pooled involuntarily with respect to the Codell-Niobrara Formation well, and that such owners be treated as non-consenting owners under C.R.S. § 34-60-116 and made subject to the terms and penalties provided for therein.

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

DATED this 5th day of September, 2006.

Respectfully submitted,

KERR-MCGEE OIL & GAS ONSHORE LP

By: _____
Michael J. Wozniak
BEATTY & WOZNIAK, P.C.
216 16th Street, Suite 1100
Denver, CO 80202
(303) 407-4499

Applicants' Address:

1999 Broadway, Suite 3700
Denver CO 80202

VERIFICATION

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

Joseph Lorenzo of lawful age, being first duly sworn upon oath, deposes and says that he is the Land Manager, DJ Basin for Kerr-McGee Oil & Gas Onshore LP 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.

Joseph Lorenzo

Subscribed and sworn to before this ____ day of September, 2006.

Witness my hand and official seal.

My commission expires:

Notary Public

[SEAL]

EXHIBIT A

Interested Parties
SEGL 22-24

Lucas L. Alaniz and Heather L. Alaniz 2908 Spring Cove Dr. Evans, Colorado 80620	BKH, LP P.O. Box 838 Belgrade, Montana 59714	Emma Margaret Dannevik 6660 Washington University City, Missouri 80215
Anderson Construction Company, Inc. P.O. Box 1155 Wellington, Colorado 80594	Jeremy A. Brown and Kelly J. Brown 229 Augusta Court Loveland CO 80538-8719	Peggy Decker and Bryan Keith Decker 3321 34th Avenue Place Greeley CO 80634
Magdaleno Arellano 2904 Spring Cove Dr Evans, Colorado 80620	Verna Brubacher 3306 33rd Avenue Court Greeley CO 80634	Clifford P. Deibel Jr. and Cheryl L. Deibel 3001 Rock Point Dr. Evans, Colorado 80620
Jack C. Armbruster and Leased Juanita M. Armbruster 3107 Rock Point Ct. Evans, Colorado 80620	Jo Anne Brubaker 2918 Rock Point Dr. Evans, Colorado 80620	Karen D. Diehl 25847 County Road 43 Greeley CO 80631
Jason D. Ault 3411 North Point Dr. Evans, Colorado 80620	Michelle A. Brug 3401 Sheltered Harbor Dr. Evans, Colorado 80620	DKN Development 2762 24th Street Greeley CO 80631
Richard D. Baird 3340 34th Street Greeley CO 80634-9432	Troy Bunyard and Jana Bunyard 2912 Spring Cove Dr. Evans, Colorado 80620	Archie Lee Dodson and Kathleen Freda Dodson 3325 34th Avenue Place Greeley CO 80634
Scott E. Barber and Leased Karen L. Barber 2118 27th Ave. Greeley CO 80634	Thomas J. Canzona and Annabelle M. Canzona 1410 38th Avenue Greeley CO 80634	Jeremiah Edwards and Breanna Beasley 3333 34th Avenue Court Greeley CO 80634
Kathryn M. Bare 3357 West 35th Street Greeley CO 80634	Thomas J. Canzona, Annabelle M. Canzona and Monica L. Canzona 1015 39th Avenue Greeley CO 80634	F. Leon Engstrand and Leased Ida L.Sherman 3413 34th Road Greeley CO 80634
Nancy L. Barnard 121 Clubhouse Drive Greeley, Colorado 80634	Kyle Canzona 1410 38th Avenue Greeley CO 80634	City of Evans 1100 37th Street Evans CO 80620-2036
Christina K Barrera and Daniel A. Barrera 35 Lodgepole Drive Windsor CO 80550	Henry E. Carpio and Teodora E. Carpio 3301 33rd Avenue Court Greeley CO 80631	Executive Homes, Inc. 220 E. Main Street Windsor, Colorado 80550
Toni Marie Beaver and Leased Charles Marks Beaver III 2918 Spring Cove Dr. Evans, Colorado 80620	Bernardino Chavez and Adriana Leos 2913 Swan Point Ct. Evans, Colorado 80620	Zack M. Ferrier and Loni L. Ferrier 1963 26th Avenue Court Greeley CO 80634
Shawn Becker and Tonja Becker 3009 Spring Cove Dr. Evans, Colorado 80620	Citimortgage, Inc. 5280 Corporate Dr Frederick MD 21703	The First Presbyterian Leased Church of Boulder, CO 1520 - 15th Street Boulder, Colorado 80302
Belles Family Trust 3841 Lissa Drive Loveland, Colorado 80537	Jerry Clark and Constance E. Clark 3334 West 34th Street Greeley CO 80631	Russell Scott Foose 3404 34th Avenue Greeley CO 80634
David A. Benavidez and Amanda S. Koithan 2915 Spring Cove Dr. Evans, Colorado 80620	James Kelly Cooper 3322 34th Avenue Court Greeley CO 80634	Foust Properties, Inc. P.O. Box 336038 Greeley CO 80633-6038
Michael A. Benavidez Leased and Rachel J. Benavidez 2906 Swan Point Ct. Evans, Colorado 80620	The Cropper Country Inns 3353 West 35th Street Greeley CO 80634	Janice C. Frank Leased 3316 34th Avenue Place Greeley CO 80634
Billie A. Bennett 3610 Watermans Landing Dr. Evans, Colorado 80620	The Cropper Family Trust 3353 35th Street Greeley CO 80631-9405	Front Range Land Resources, Inc. 1301 Wazee Street, #4-D Denver, Colorado 80204
Luella Bentz 5907 Willmette Rd Bethesda, Maryland 80215	Francis L. Cropper and Sharon M. Cropper 3353 West 35th Street Greeley CO 80634	Frank Fumich and Leased Marion Fumich 3330 33rd Avenue Court Greeley CO 80634

Edward Gable
1101 Sherbrooke Drive
Deltona, Florida 32725

Gregory A. Gagne and
Mary G. Gagne
3103 Rock Point Ct.
Evans, Colorado 80620

Abraham Frank Garcia and
Juana Garcia
923 16th Street
Greeley CO 80631-5511

Alvin Garcia
1410 38th Avenue
Greeley CO 80634

Alvin and Annabelle M. Garcia
c/o New Horizons & Associates
1015 39th Ave
Greeley, CO 80634

Tony Garcia and Lori M.Garcia
3331 34th Street
Greeley CO 80634

John P. Germann and
Jacqueline A. Coleman-Germann
6409 County Rd. 29C
Bellvue, Colorado 80512

Bradley Dean Gies and
Darla J. Gies
3314 34th Avenue Court
Greeley CO 80634

Michael V. Glass and
Rebecca L. Glass
2914 Rock Point Dr
Evans, Colorado 80620

Judy Gordy-Avis
3121 Swan Point Drive
Evans, Colorado 80620

The Greeley Church
of God Family
c/o Pastor David Naranjo
3415 W. 34th St. Road
Greeley, CO 80634

Jose L. Guillen
3002 Spring Cove Dr.
Evans, Colorado 80620

Armando Gutierrez
3006 Spring Cove Dr.
Evans, Colorado 80620

Juan L. Gutierrez, Jr. and
Terilyn A. Gutierrez
441 North Wydham Avenue
Greeley Co 80634

Thomas R. Haberman and
Noris Craig Petersen
1420 40th Ave.
Greeley, CO 80634

Glenn W. Hamilton, deceased
c/o Glenn G. Hamilton
6916 W. 99th St.
Overland Park, Kansas 66212

William R. Hamilton Leased
Route 2, Box 2839
Wheatland, Missouri 65779

Lawrence R. Hamilton, deceased
c/o Lawrence K. Hamilton
13710 Berger Ave
Bonner Springs, Kansas 66012

Beryl Renee Harmen and
Megan R. Hoodenpyle
3437 West 35th Street
Greeley CO 80634

Joyce E. Haug and Leased
Fredrick H. Haug
3312 34th Avenue Place
Greeley CO 80631

Terry L. Hawkins and Deborah
L. Hawkins
3413 West 34th Street
Greeley CO 80631

Haythorn Bros., LLLP Leased
630 Cheyenne Avenue
Eaton CO 80615-0004

Norma L. Heinz
3324 34th Avenue Place
Greeley CO 80631

Barbara J. Hergenreder Leased
3443 35th Street
Greeley CO 80634

Ruben Hernandez-Paz and
Manuel Hernandez-Urias
3418 Sheltered Harbor Dr.
Evans, Colorado 80620

Vincent Higa
3365 W. 35th Street
Greeley, CO 80634

Patricia A. Hoehn and
Kenneth L. Hoehn
3321 33rd Avenue Court
Greeley CO 80631

Kenneth Holiman and
Sheryle Holiman
3414 Sheltered Harbor Dr.
Evans, Colorado 80620

Virginia Holmes
639 E. 12th Street
Casper, Wyoming 82601

James A. Horne and
Paula D. Horne
3314 33rd Avenue Court
Greeley CO 80634

Kevin G. Howell
3406 Sheltered Harbor Dr.
Evans, Colorado 80620

Jacqueline Humphreys and
Dennis W. Humphreys
3309 34th Avenue Place
Greeley CO 80634

Herbert Ikenouye and
Melba D. Ikenouye
3344 West 34th Street
Greeley CO 80634

Gary L. Jelinek and Leased
Linda C. Jelinek
3313 34th Avenue Court
Greeley CO 80634

Andrea D. Jewkes and
Jeffery David Jeweks
3005 Swan Point Ct.
Evans, Colorado 80620

John R. Johnson and
Marisa E. Johnson
10520 Jaguar Drive
Littleton, Colorado 80124-5201

Albert J. Kammerzell and
Karen E. Kammerzell, JT's
13606 CR 396
Millikin, Colorado 80543

Mary Elizabeth Karns and
Edward Karns III
4816 Insbruck
Fort Wayne, Indiana 80215

Jack E. Keene
5506 Arrowhead Drive
Greeley CO 80634-9351

Marguerite Kepes
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Center, Florida

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3422 Sheltered Harbor Dr.
Evans, Colorado 80620

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3402 33rd Avenue Court
Greeley CO 80634

Michael L. Knespel
3439 35th Street
Greeley CO 80634

John E. Kruse
3326 33rd Avenue Court
Greeley CO 80634

Peggy C. Lamb Leased
3318 33rd Avenue Court
Greeley CO 80634

Terry Wayne Lauber
Shirley M. Cox
1358 Brown Avenue
Kansas City, Kansas 66104

Althea Jo Larson and
Kenneth G. Larson
3412 34th Avenue
Greeley, CO 80631

Dave Lebsack
40 Ash Avenue
Eaton CO 80615

Bonnie E. Lorenz and
Ruby L. Lythgoe
3421 34th Ave.
Greeley CO 80631

Felipe Luna and Hortensia Luna
2921 Swan Point Ct.
Evans, Colorado 80620

Kelly J. Martinez and
Michael B. Martinez
3361 West 35th Street
Greeley CO 80631

Justin McGlasson and
Tiffany Rae Bahr
3410 Sheltered Harbor Dr.
Evans, Colorado 80620

Chelsie A. McKenzie and
Dennis E. McKenzie
24 IBS Ln
Pueblo, Colorado 81005

Carol J. McKercher
3106 Rock Point Ct.
Evans, Colorado 80620

Maritza Medina-Esparza Leased
3101 Rock Point Ct.
Evans, Colorado 80620

Gary B. Meek 4267 West 15th Lane Greeley CO 80634		Marlon D. Ogden and Sheila English-Ogden 5025 44th Avenue Greeley CO 80634	Leased	Harry A. & Patricia A. Rapp 16582 Longs Peak Rd. Greeley, CO 80631	Leased
Jose A. Mejia and Blanca E. Mejia 2923 Spring Cove Dr. Evans, Colorado 80620		Mark R. Okland, Pamela A. Okland and Bryson Wise 3001 Spring Cive Dr. Evans, Colorado 80620		William C. Rasek and Terry Lee Rasek 3335 34th Street Greeley CO 80631	
Dewayne Craig Melby, Dawn Marie Melby and Betty Jean Kerr 3409 34th Street Greeley, CO 80634	Leased	Cesar Olivas 3009 Rock Point Ct. Evans, Colorado 80620	Leased	Robert W. Reazin and Amber Reazin 3112 Swan Point Drive Evans, Colorado 80620	
Alvaro Mendoza and Higinia Mendoza 3401 33rd Avenue Court Greeley CO 80634		Vaughn Steeves Oteri and Brenda Darlene Oteri 2901 Swan Point Ct. Evans, Colorado 80620		Karen Sue Ann Reed 3363 West 35th Street Greeley CO 80631	Leased
Santana Mireles 2905 Swan Point Ct. Evans, Colorado 80620		Paul M. Packer, Dillion C. Boveri, Thomas W. Hawley & Matthew W. Hawley 3364 35th Street Greeley CO 80631		Timothy L. Reed and Amanda J. Reed 2917 Swan Point Ct. Evans, Colorado 80620	Leased
Lyle K. Mock and Loretta M. Mock 3320 34th Avenue Place Greeley CO 80634		The Park Family Trust 450 Northstar St. Rocklin, California 95677		Edmond Reek 2913 Rock Point Dr. Evans, Colorado 80620	
Todd M. Monahan and Kim A. Monahan 3326 34th Avenue Court Greeley CO 80634		Tracy Parker 1909 12 th Street Greeley, Colorado 80631		Barbara J. Rehborg 3408 34th Avenue Greeley CO 80631	
Frank W. Morris 1304 52nd Ave. Greeley, CO 80634-2113	Leased	Julie Parsely 3105 Swan Point Drive Evans, Colorado 80620		Randy Revak and Barbara J. Revak 5980 West 26th Street Greeley CO 80634	Leased
John A. Musil 2917 Rock Point Dr. Evans, Colorado 80620		Larry A. Pederson and Evelyn K. Pederson 3302 33rd Avenue Court Greeley CO 80634	Leased	Kevin J. Rhoades and Ivy Rhoades 2911 Spring Cove Dr. Evans, Colorado 80620	
Manual O. Naranjo and Kathleen R. Naranjo 212 N. 42nd Ave Greeley, CO 80634		Eduardo Perez 2919 Spring Cove Dr. Evans, Colorado 80620		Christopher E. Rice 3328 West 34th Street Greeley CO 80634	
Gilbert J. Natividad and Alice D. Natividad 3323 34th Avenue Court Greeley CO 80631		Betty Louise Peterson 1040 Ogden Street Denver CO 80218		Linda D. Richards 3118 Swan Point Drive Evans, Colorado 80620	
Brian Niccum 2910 Swan Point Ct. Evans, Colorado 80620		Dennis Peterson 2909 Swan Point Ct. Evans, Colorado 80620		Cathy L. Richardson and Randall R. Richardson 3330 34th Avenue Place Greeley CO 80634	
North Point Evans Development P.O. Box 272730 Fort Collins, Colorado 80527		Richard F. Peterson 23249 HWY 392 Greeley CO 80631		Guadalupe Rodriguez and Sandra Rodriguez 3108 Rock Point Ct. Evans, Colorado 80620	
Northpoint Condominiums of Evans Association c/o Anderson Construction Company P.O. Box 1155 Wellington, Colorado 80594		Jason W. Phipps 3311 34th Avenue Place Greeley CO 80634		Sergio Rodriguez and Yolanda J. Rodriguez 3001 Swan Point Ct. Evans, Colorado 80620	
Northpoint Home Owners Association c/o Faith Property Management 300 E. Boardwalk, Building 6N Fort Collins, Colorado 80525		Deborah S. Preston 3322 33rd Avenue Court Greeley CO 80634	Leased	James M. & Mary Rood 1501 Leo Street Mission, Texas	
North Point Homeowners Association c/o Faith Property Management 300 Boardwalk, Bldg. 6B Fort Collins, CO 80525 Attn: Anthony Nuccio		Roger Dean Quick and Susan Lynn Quick 3306 33rd Avenue Greeley CO 80634		Maria Salazar 3109 Rock Point Ct. Evans, Colorado 80620	
North Point Homeowners Association c/o Faith Property Management 300 Boardwalk, Bldg. 6B Fort Collins, CO 80525 Attn: Anthony Nuccio		Julio Rascon and Luz E. Rascon 3105 Rock Point Ct. Evans, Colorado 80620		Joseph M. Salazar and Margaret E. Salazar 3317 34th Avenue Place Greeley CO 80631	
Northern Colorado Construction Mgmt 220 E. Main Street Windsor, Colorado 80550		Thomas & Mary Rapp 15002 Windword Dr. #604 Corpus Christi, TX 78418	Leased	Jose Luis Salcido 3110 Rock Point Ct. Evans, Colorado 80	

Paul Daniel Sanchez & Jeanette Lynn Sanchez 3330 34th Street Greeley CO 80634	Leased	Robert R. Smith and Sharon B. Smith 3338 34th Street Greeley CO 80631	Leased	Steven Tracy 3202 Rock Point Ct. Evans, Colorado 80620
Anthony M. Sander and Linda Sander 3315 34th Avenue Court Greeley CO 80634		Karolynn L. Smith 3423 County Road 20 Longmont CO 80504-9417		Rodney R. Troyer and Sharla K. Troyer 3310 33rd Avenue Court Greeley CO 80631
Janice D. Sears 1722 Glen Meadows Dr. Greeley, CO 80631	Leased	Audrey J. Somerville and Brian N. Somerville 3104 Rock Point Ct. Evans, Colorado 80620		Alfredo Valenzuela and Marcia K. Valenzuela 3319 34th Avenue Court Greeley CO 80631
Jay A. Schaffer 3405 Sheltered Harbor Dr. Evans, Colorado 80620		South English Congregation Of Jehovah's Witnesses 3408 West 34th Street Road Greeley CO 80634		Rosalie Van Herwaarden 4306 29th Street Road Greeley CO 80634-9585
Jason Carl Schmidt C/O Donald & Carole Schmidt 1712 Montview Road Greeley CO 80631		Doyle K. Spence and Jessica J. Spence 3200 Rock Point Ct. Evans, Colorado 80620		Pamela Collins Vaughn 2914 Swan Point Ct. Evans, Colorado 80620
Byron Schmunk and Katherine D. Schmunk 3334 33rd Avenue Court Greeley CO 80634		Douglas Steder 3405 North Point Dr. Evans, Colorado 80620		Shawn M. Vigil 2914 Spring Cove Dr. Evans, Colorado 80620
Justin L. Schuetz and Sara L. McDowell 3004 Swan Point Ct. Evans, Colorado 80620		James R. Stegner and Eunice Stegner 1213 Montgomery St. Fort Collins, Colorado 80524		Loren Curtis Von Ahn 3409 North Point Drive Evans, Colorado 80620
Brant Schuman and E. Marlene Schuman 3403 West 34th Street Greeley CO 80634		Edwin L. Stevens Trust 5711 W. 99th Street Overland Park, Kansas 66207		Rick I. Wallace Family P.O. Box 861 Greeley CO 80632
Joseph J. Scott And Lisa Scott 3334 34th Avenue CourT Greeley CO 80634		Luz Estela Tarin 2414 27th Ave. Court Greeley, CO 80634		Deanna R. Wardrip 3369 West 35th Street Greeley CO 80634
Tyler R. Shupe and Crystal M. Shupe 3407 North Point Dr. Evans, Colorado 80620		Arthur L. Terrazas, Jr. 3114 Swan Point Drive Evans, Colorado 80620		Zachary A. Weber 3413 North Point Dr. Evans, Colorado 80620
Anne M. Smith 300 Village Drive, Apt. C-8 Jacksonville, NC 28546		Bert O. Thomas, Jr. and Brenda Thomas 3329 34th Street Greeley CO 80634		Delphine Weidenkeller 3327 34th Avenue Court Greeley CO 80634
		Darrell E. Thompson 2200 S. Corona St. Denver, Colorado		Donna W. Wells 3433 35th Street Greeley CO 80634
				Leased