

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

IN THE MATTER OF THE AMENDED
APPLICATION OF OXY USA WTP LP FOR AN
ORDER ESTABLISHING WELL LOCATION
AND SETBACK RULES FOR THE DRILLING OF
WILLIAMS FORK FORMATION WELLS ON
CERTAIN DESCRIBED LANDS IN THE GRAND
VALLEY FIELD AREA, GARFIELD COUNTY,
COLORADO

CAUSE NO.

DOCKET NO.

AMENDED APPLICATION

COMES NOW Oxy USA WTP LP ("Applicant"), a Texas limited partnership, by its attorneys, Poulson, Odell and Peterson, LLC, and makes this amended application to the Oil and Gas Conservation Commission of the State of Colorado for an order establishing well location and setback rules applicable to the drilling and producing of wells from the Williams Fork Formation of the Mesaverde Group underlying certain described lands in the Grand Valley Field area, Garfield County, Colorado and in support of its amended application states and alleges as follows:

1. That Applicant is a limited partnership duly authorized to conduct business in the State of Colorado.
2. That Applicant either own the oil and gas mineral estate or owns the leasehold interest covering all or a portion of the oil and gas mineral estate in the following described lands (hereinafter "Application Lands"):

Township 6 South, Range 97 West, 6th P. M.

Section 34: Lots 1 and 2

Township 7 South, Range 96 West, 6th P. M.

Section 9: S/2

Section 10: SW/4

Section 15: NW/4

Section 16: All

Section 17: NE/4, S/2

Section 18: S/2

Section 19: N/2, SW/4

Section 20: N/2
Section 30: NW/4

Township 7 South, Range 97 West, 6th P. M.

Section 3: Tracts 71 and 72, Amended Tract 75, Lots 5 - 7, SE/4SE/4
Sections 3, 4 & 9: Tract 77F
Section 4: Tracts 77B, 77C, 79E, 79F and 79G
Section 5: Lots 5 – 10, Tracts 84 and 85
Section 8: Lots 1 – 8, Tracts 85, 88 and 89
Section 9: Lots 1 and 2, Tracts 92, 93, 94A, 94B, 94C, 94D, 94E, 94F and 95
Section 10: All
Section 11: S/2S/2
Section 12: S/2S/2
Section 13: All
Section 14: W/2
Section 15: All
Section 16: All
Section 17: Lots 1 - 9, Tracts 103 and 111, S/2 SE/4
Section 18: Lots 5 - 10, Tracts 103 and 104, SE/4 SW/4, SW/4 SE/4
Section 19: Lots 5 - 9, W/2 NE/4, & E/2 NW/4
Section 20: Lots 1 - 3, E/2, E/2 W/2, & SW/4 SW/4
Section 21: Lots 3 and 4, Tract 112A (Echo #2), Tract 113 (Echo #3), Tract 114A, Tract 114 B (Echo #1 claim), Tract 115 A (Echo #4), Tract 124A-1 (Echo #6)
Section 22: All except Tract 112B
Section 23: All
Section 24: All
Section 25: N/2
Section 26: N/2
Section 27: Tract 120 A (Texas #41), Tracts 121B & C (Ransom #6 claim), Tract 122 (Texas #30), Tracts 123A & B (Ransom #5 claim), and Tract 124 A1 (Echo #6)
Section 28: Tract 124A1

3. That the following described Application Lands are subject to the Commission Order 510-1 which establishes setback rules for the Williams Fork Formation such that permitted Williams Fork Wells shall be located no closer than 400 feet from the boundaries of any lease line and no closer than 800 feet from any existing Williams Fork Formation well or wells:

Township 7 South, Range 97 West
Sections 11, 12, 13, 14

Township 7 South, Range 96 West

Section 9:	S/2
Section 10:	SW/4
Section 15:	NW/4
Section 16:	All
Section 17:	NE/4, S/2
Section 18:	S/2
Section 19:	N/2, SW/4
Section 20:	N/2
Section 30:	NW/4

4. That the remainder of the Application Lands are unspaced and subject to the Commission's Rule 318 (formerly Rule 316).

5. That multiple wells have been drilled, tested and completed in the Williams Fork Formation of the Mesaverde Group upon the Application Lands or upon lands in close proximity to the Application lands with the result that Williams Fork wells now should be allowed to be drilled on a ten (10) acre density basis upon the Application Lands.

6. That as to the Application Lands, the Commission should allow all future Williams Fork wells drilled thereon to be located downhole anywhere upon such lands but no closer than 100 feet from the outside boundary of the Application Lands unless such boundary abuts or corners lands in respect of which the Commission has not at the time of the drilling permit application granted the right to drill 10 acre density wells in which event the Williams Fork wells to be drilled upon the Application Lands should be drilled downhole no closer than 200 feet from that portion of the boundary which so abuts or corners the lands in respect of which 10 acre density downhole drilling for Williams Fork wells has not been ordered by the Commission.

7. That, except as previously authorized by order of the Commission, wells to be drilled under this Amended Application will be drilled from the surface either vertically or directionally from no more than one pad located on a given quarter quarter section unless exception is granted by the Colorado Oil and Gas Conservation Commission pursuant to application made for such exception.

8. The granting of this amended application will not promote waste; will not violate correlative rights and will assure the greatest ultimate recovery of gas and associated hydrocarbon substances from the reservoir.

9. That the names and addresses of the interested parties according to the information and belief of the Applicant are set forth in Exhibit A attached hereto and made a part hereof.

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

Dated: July____, 2006.

**POULSON, ODELL AND PETERSON,
LLC**

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

VERIFICATION

STATE OF TEXAS)
) ss.
COUNTY OF HARRIS)

Donna G. Havins, of lawful age, being first duly sworn upon oath, deposes and says that she is the Regulatory Advisor for Oxy USA WTP LP and that she has read the foregoing Amended Application and that the matters therein contained are true to the best of her knowledge, information and belief.

Donna G. Havins

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

Witness my hand and official seal.

My commission expires:_____

Notary Public

OIL AND GAS CONSERVATION COMMISSION
OF THE STATE OF COLORADO

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DOCKET NO.

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 Oxy USA WTP LP, that on July ____, 2006, he caused a copy of the attached Amended Application in the subject docket to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A to the Amended Application.

William A. Keefe

Subscribed and sworn to before me on July ____, 2006.

Witness my hand and official seal.

My commission expires: July 22, 2007.

Notary Public

EXHIBIT “A”

ABO PETROLEUM CORPORATION
105 SOUTH FOURTH STREET
ARTESIA, NM 88210

ALBERTSON RANCHES CO
PO BOX 420
DEBEQUE, CO 81630-9723

BARRETT RESOURCES CORPORATION
1515 ARAPAHOE STREET, #1000
DENVER, CO 80202

BUREAU OF LAND MANAGEMENT
PO BOX 1009
GLENWOOD SPRINGS, CO 81602-1009

BUREAU OF LAND MANAGEMENT
2815 H ROAD
GRAND JUNCTION, CO 81506

CHEVRON USA INC.
C/O CHEVRON TEXACO
PROPERTY TAX
P O BOX 285
HOUSTON, TX 77001

CONOCOPHILLIPS
600 N DAIRY ASHFORD RD
HOUSTON, TX 77079-1100

DANIEL W. STROOCK
55 FROST STREET
CAMBRIDGE, MA 92140

EDWARD N. JUHAN
7675 W 14TH AVE, STE 202
LAKEWOOD, CO 80214

ENCANA Oil & Gas (USA) Inc.
555 17th ST., Suite 1850
DENVER, CO 80202

FEDERAL OIL SHALE LLC
3520 S. GLENCOE ST
DENVER, CO 80237

HUNTER FAMILY LTD PARTNERSHIP
P.O. BOX 6728
HELENA, MT 59604

JELCO G.V., INC.
971 MICHIGAN AVENUE
NAPLES, FL 34103

JOAN L. SAVAGE
5953 COUNTY ROAD 320
RIFLE, CO 81650

JRMD, LLC
P.O. BOX 1926
RIFLE, CO 81650-1926

JUHAN LTD PARTNERSHIP
2440 N COYOTE DR , STE 121
TUCSON, AZ 85745

LARAMIE ENERGY LLC
730 17th ST. STE 405
DENVER, CO 80202

MARY EDITH LOGAN ESTATE

1311 W. RIVERSIDE
CARLSBAD, NEW MEXICO 88220
MYCO INDUSTRIES, INC.
105 SOUTH FOURTH STREET
ARTESIA, NM 88210

OPAL C. LATHAM
PO BOX 127
DE BEQUE, CO 81630-0127

PATRICIA DUNN
625 SIERRA COURT
GRAND JUNCTION, CO 81501

PATRICIA P. COYNE
2 VISTA CLIFF PLACE
APT 221
RICHARDSON, TX 75080

PETRO ATLAS CORPORATION
P.O. BOX 281089
LAKEWOOD, CO 80228

PETROLEUM DEVELOPMENT CORPORATION
103 EAST MAIN STREET,
P.O. BOX 26
BRIDGEPORT, WV 26330

PGR PARTNERS, LLC
370 17TH ST., STE 4300
DENVER, CO 80202

PICEANCE OPERATING COMPANY, LLC
5201 TRUXTUN AVE., STE 300
BAKERSFIELD, CA 93309-0640

PUCKETT LAND COMPANY
5460 S QUEBEC ST STE 250 GREENWOOD VLG, CO
80111-1917

RODERICK B. POTTER
14337 N COPPERSTONE DR
ORO VALLEY, AZ 85755

SAVAGE LIMITED PARTNERSHIP 1
5953 COUNTY ROAD 320
RIFLE, CO 81650

SHELL FRONTIER OIL & GAS INC.
C/O SHELL OIL COMPANY
P.O. BOX 576
HOUSTON, TX 77001

SHELL OIL COMPANY
P.O. BOX 576
HOUSTON, TEXAS 77001

SUE STUART MORTIMORE ERPH
VANDE BOVENKAMP
c/o LOEB PARTNERS
41 WALL STREET
NEW YORK, NY 10005

TETON PICEANCE LLC
410 17TH ST., STE 1850
DENVER, CO 80202

THE GEORGE M. ANDERSON TRUST, c/o GEORGE M. ANDERSON TRUSTEE
P.O. BOX 37
DEBEQUE, CO 81630

WILLIAMS PRODUCTION RMT CO
1515 ARAPAHOE ST. TWR 3 STE1000
DENVER, CO 80202

YATES DRILLING COMPANY

105 SOUTH FOURTH STREET
ARTESIA, NM 88210

YATES PETROLEUM CORPORATION
105 SOUTH FOURTH STREET
ARTESIA, NM 88210

ZENITH DRILLING CORPORATION
1861 NORTH ROCK ROAD, STE 200
WICHITA, KS 67206-1264

WILLIAM A. KEEFE
POULSON, ODELL & PETERSON, LLC
1775 SHERMAN, SUITE 1400
DENVER, CO 80203

DONNA G. HAVINS
REGULATORY ADVISOR
OCCIDENTAL OIL AND GAS CORP
5 GREENWAY PLAZA, SUITE 110
HOUSTON, TX 77046-0521

TIMOTHY PINSON
GARFIELD COUNTY
HENRY BUILDING
144 E. 3RD STREET
RIFLE, CO 81650

UNKNOWN ADDRESSES

DAVID BAKER (DECEASED)

PDC 2004A, LIMITED PARTNERSHIP

PDC 2004B, LIMITED PARTNERSHIP