

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

IN THE MATTER OF THE APPLICATION)	
OF DJ RESOURCES, INC. FOR AN ORDER)	Cause No. _____
ESTABLISHING FIELD RULES AND FOR)	
POOLING CERTAIN INTERESTS FOR)	Order No. ____ - _____
PRODUCTION FROM THE "O" SAND)	
FORMATION AND THE "J" SAND)	
FORMATION UNDERLYING CERTAIN)	
LANDS IN LOGAN COUNTY, COLORADO)	

AMENDED APPLICATION

The Applicant, DJ Resources, Inc. ("DJ Resources"), by and through its undersigned counsel, respectfully petitions the Colorado Oil & Gas Conservation Commission (the "Commission") for (a) an order establishing 40-acre spacing units for production of oil and associated hydrocarbons from the "O" Sand Formation underlying certain lands as described herein; (b) an order establishing 40-acre spacing units for production of oil and associated hydrocarbons from the "J" Sand Formation, underlying those same lands together with certain additional lands; and (c) an order for the pooling of interests within a certain 40-acre spacing unit comprised of the NE/4NW/4 of Section 26, Township 11 North, Range 53 West. In support thereof, DJ Resources states as follows:

1. DJ Resources is a Delaware corporation duly authorized to conduct business in the State of Colorado.
2. DJ Resources owns leasehold interests in the lands for which it is seeking the establishment of spacing units.
3. The lands sought to be spaced under this Application with respect to the "O" Sand Formation are the following lands located in Logan County, Colorado:

Township 11 North, Range 53 West

Section 26: All

The lands sought to be spaced under this Application with respect to the "J" Sand Formation are the following lands located in Logan County, Colorado:

Township 11 North, Range 53 West

Section 23: All

Section 24: W/2
Section 25: W/2
Section 26: All

4. Colorado Revised Statutes § 34-60-116 authorizes the Commission to establish drilling units of specified and uniform size and shape covering any pool.

5. DJ Resources requests the Commission to establish 40-acre spacing units within the lands described above for production of oil and associated hydrocarbons from the "O" Sand Formation. Further, DJ Resources requests that the permitted well location within each spacing unit be in accordance with the Commission's Rule 318.

6. Evidence and testimony to be provided by DJ Resources will show that a 40-acre spacing unit is not smaller than the maximum area that can be efficiently and economically drained by one well drilled into the "O" Sand Formation or into the "J" Sand Formation underlying the applicable subject lands.

7. The establishment of such 40-acre spacing units will prevent or assist in preventing waste and will protect the correlative rights of leasehold owners and mineral owners.

8. The names and addresses of the interested parties, based on DJ Resources' information and belief, are set forth on Exhibit A attached hereto.

9. A reference map showing the Application lands in proximity to lands previously approved by the Commission for similar requests is attached hereto as Exhibit 1.

APPLICATION FOR INVOLUNTARY POOLING

10. Colorado Revised Statutes § 34-60-116 authorizes the Commission to pool separately owned interests located within a spacing unit for the development and operation thereof. DJ Resources desires to drill a well to test the "O" Sand Formation and "J" Sand Formation in the NE/4NW/4 of Section 26, Township 11 North, Range 53 West (the "Subject Unit").

11. There **IS ONE OTHER LESSEE** ~~are no other lessees~~ within the Subject Unit. DJ Resources has and will make reasonable offers to lease the unleased mineral interests underlying the Subject Unit, and such offers have and will be upon terms no less favorable than those currently prevailing in the area. Further, the unleased mineral owners shall have been furnished such owner's share of the estimated drilling and completion cost of the well, the location and objective depth of the well and estimated spud date for the well or range of time in which spudding is to occur.

12. An order of the Commission pooling all interests in the NE/4NW/4 of Section 26, Township 11 North, Range 53 West is necessary in order to afford each interest owner in the Subject Unit the opportunity to recover and receive its just and equitable share of production from the "O" Sand Formation and the "J" Sand Formation underlying the Subject Unit.

13. The granting of such an order would not be prejudicial to the owners in the Subject Unit and would prevent waste, protect correlative rights and be in the best interests of conservation.

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

A. Establishing 40-acre drilling and spacing units consisting of quarter-quarter sections within the applicable subject lands for production of oil and associated hydrocarbons from the "O" Sand Formation and from the "J" Sand Formation with the permitted well in each unit to be as established by the Commission's Rule 318.

B. To pool all interests in the NE/4NW/4 of Section 26, Township 11 North, Range 53 West with respect to all owners from whom DJ Resources has been unable to secure an oil and gas lease or agreement for the drilling of the proposed well with respect to the "O" Sand Formation and "J" Sand Formation 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.

C. For such other findings and orders as the Commission may deem proper or advisable.

DATED this ____ day of April, 2007.

Respectfully submitted,

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