

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

IN THE MATTER OF THE APPLICATION OF
WHITING OIL AND GAS CORPORATION FOR AN
ORDER ESTABLISHING WELL LOCATION AND
SETBACK RULES FOR THE DRILLING OF
WILLIAMS FORK FORMATION AND ILES
FORMATION (INCLUDING THE SEGO MEMBER
OF THE ILES FORMATION) WELLS ON CERTAIN
DESCRIBED LANDS IN RIO BLANCO COUNTY,
COLORADO

CAUSE NO.

DOCKET NO.

APPLICATION

COMES NOW Whiting Oil and Gas Corporation ("Applicant"), a Delaware corporation, by its attorneys, Poulson, Odell and Peterson, LLC, and makes 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 and Iles Formation (including the Sego member of the Iles Formation) of the Mesaverde Group underlying certain described lands in Rio Blanco County, Colorado and in support of its application states and alleges as follows:

1. That Applicant is a corporation duly authorized to conduct business in the State of Colorado.

2. That an affiliated company of Applicant owns oil and gas leasehold interests covering all or a portion of the following described lands (hereinafter "Application Lands"):

Township 2 South, Range 98 West
Section 27: NE/4NE/4

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

4. That multiple wells have been drilled, tested and completed in the Williams Fork Formation of the Mesaverde Group upon lands in proximity to the Application Lands. That some wells in the vicinity of the Application Lands have been drilled to the Iles Formation (including the Sego member of the Iles formation) of the Mesaverde Group.

5. That as to the Application Lands, the Commission should allow Williams Fork wells to be optionally drilled upon a ten (10) acre density basis with each such well to be located downhole anywhere upon such lands provided no such well shall be located downhole any 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 Williams Fork wells in which event the Williams Fork wells to be drilled upon the Application Lands shall 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. Further, the

Commission should allow Iles Formation (including the Sego member of the Iles Formation) wells to be optionally drilled on a ten (10) acre density basis with each such well to be located downhole anywhere upon the Application Lands provided that no such well shall be located downhole any closer than 400 feet to the outside boundary of the Application Lands, it being understood that Iles Formation and Sego Formation wells may be drilled only in conjunction with the drilling of Williams Fork Formation wells.

6. That, except as previously authorized by order of the Commission, wells to be drilled under this Application will be drilled from the surface either vertically or directionally from the equivalent of 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.

7. The granting of this 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.

8. 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 March, 2007, 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: January _____, 2007.

POULSON, ODELL AND PETERSON, LLC

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

VERIFICATION

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

Bill R. Moomey of lawful age, and being first duly sworn upon his oath, states and declares:

That he is the Regional Landman for Whiting Petroleum Corporation, parent company of Applicant, herein; that he has read the above and foregoing Application by him subscribed, knows the contents thereof, and that the allegations and matters therein stated are true and correct as he verily believes.

Bill R. Moomey

Subscribed and sworn to before me January ____, 2007.

Witness my hand and official seal.

My commission expires: _____.

Notary Public

EXHIBIT A

Mike Neumann
Rio Blanco County
Post Office Box 599
Meeker, Co 81641

Exxon Mobil Corporation
P. O. Box 2180
Houston, TX 77252-2180

Ceres Resources Partners, LP
3838 Oak Lawn Avenue, Suite 300
Dallas, TX 75219-4541

E. Roosevelt Limited Partnership
5956 Sherry Lane, Suite 1225
Dallas, Tx 75225

Oxy Usa Wtp Lp
6 Desta Drive, Suite 6000
Midland, Tx 79705-5505

Bureau Of Land Management
White River Resource Office
73544 Hwy #64
Meeker, Co 81641

ExxonMobil Corp.
P. O. Box 4358
Houston, TX 77252-4358

Bureau of Land Management
Attn: Sheryl Myers
White River Field Office
73544 Highway 64
Meeker, CO 81641

Bureau of Land Management
Attn: Duane W. Spencer
2850 Youngfield Street
Lakewood, CO 80215

Exxon Mobil Corporation
P. O. Box 2305
Houston, TX 77252-2305

William A. Keefe
Poulson, Odell & Peterson, LLC
1775 Sherman Street, Suite 1400
Denver, Colorado 80203

Bill R. Moomey
Whiting Petroleum Corporation
1700 Broadway, Suite 2300
Denver, Colorado 80290-2300

Sandridge Energy, Inc.
1601 NW Expressway
Oklahoma City, OK 73118

Industrial Gas Services, Inc.
4501 Wadsworth Blvd.
Wheat Ridge, CO 80033

John O. Whitney
2300 Riverside Drive, Apt. 15F
Tulsa, OK 74114

Williams Production RMT Company
Attn: Jim Schaff, Land Department
Tower 3, Suite 1000
1515 Arapahoe Street
Denver, CO 80202

ExxonMobil Production Company
Attn: Bill Nicas, Land Department
(Corp-WGR-642)
396 West Greens Road
Houston, TX 77067

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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 Whiting Oil and Gas Corporation, that on January _____, 2007, he caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.

William A. Keefe

Subscribed and sworn to before me on January _____, 2007.

Witness my hand and official seal.

My commission expires: July 22, 2007.

Notary Public