

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

IN THE MATTER OF THE APPLICATION OF
WILLIAMS PRODUCTION RMT COMPANY FOR
AN ORDER ESTABLISHING WELL LOCATION
AND SETBACK RULES FOR THE DRILLING OF
WILLIAMS FORK FORMATION WELLS ON
CERTAIN DESCRIBED LANDS IN GARFIELD
COUNTY, COLORADO

CAUSE NO:

DOCKET NO:

APPLICATION

COMES NOW Williams Production RMT Company ("Applicant"), a Delaware corporation, by its attorneys, Poulson, Odell and Peterson, LLC, and makes an 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 Garfield 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 Applicant owns oil and gas leasehold interests covering all or a portion of the following described lands (hereinafter "Application Lands"):

Township 7 South, Range 94 West, 6th P.M.

Section 13: S/2NW/4, SW/4

Section 14: All

Section 15: All

Section 22: Tracts A, B, C, D, E, F, G and H

Section 23: N/2SE/4, N/2S/2SE/4, NE/4

Section 24: N/2NW/4, SE/4NW/4, N/2SW/4NW/4, N/2NE/4SW/4,

Part of Drake No. 3

Part of Drake No. 4

Part of Drake No. 5

Part of Alberta No. 1

Part of Alberta No. 2

Part of Alberta No. 3

Part of Alberta No. 4

Part of Alberta No. 5

Part of P. C. Junior No. 1

Part of P. C. Junior No. 2

Part of P. C. Junior No. 3

Part of Virginia No. 1

Alice

Alice No. 1

Alice No. 2

Alice No. 3

Little Maud No. 1
Little Maud No. 3
Little Maud No. 5
Little Maud No. 7
Little Maud No. 9
Little Maud No. 11
Little Maud No. 13
and Little Maud No. 15

Oil Shale Placer mining claims designated as Survey No. 20096, embracing a portion of Sections Twenty-Four and Twenty-Five and the Unsurveyed portion of Township Seven South, Range Ninety-Four West of the Sixth Principal Meridian, as described in United States Patent Recorded December 17, 1932 in Book 164 at Page 486.

3. That the Application Lands are unspaced as to the Mesaverde Group 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.

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.

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 February, 2008, 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_____, 2008.

By: _____

William A. Keefe
POULSON, ODELL & PETERSON, LLC
1775 Sherman Street, Suite 1400
Denver, Colorado 80203
Telephone No.: (303) 861-4400
Facsimile No.: (303) 861-1225

VERIFICATION

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

Christopher M. Walsh, of lawful age, being first duly sworn upon his oath, states and declares:

That he is the Senior Staff Landman for Williams Production RMT Company, 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.

By: Christopher M. Walsh

Subscribed and sworn to before me this _____ day of January 2008.

Witness my hand and official seal.

My commission expires: _____

Notary Public

Exhibit A

Williams Production RMT Company
Christopher M. Walsh, Senior Staff Landman
1515 Arapahoe Street Tower 3 Suite 1000
Denver CO 80202

Williams Production RMT Company
1515 Arapahoe Street, Suite 1000
Tower 3
Denver, CO 80202

Board of County Commissioners
Garfield County, Colorado
Attn: John Martin, Chair
108 8th Street, Suite 213
Glenwood Springs, CO 81601

Yates Petroleum Corporation
Yates Drilling Company
ABO Petroleum Corporation
MYCO Industries, Inc.
Attn: Kathy Porter
105 S. Fourth St.
Artesia, NM 88210

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

Attn: Hank Szymanski
Bureau of Land Management
2850 Youngfield Street
Lakewood, CO 80215

Attn: Robin Hill-Richardson
Noble Energy, Inc.
1625 Broadway, Suite 2000
Denver, CO 80202

Attn: Rick Gallegos
EnCana Oil & Gas (USA) Inc.
Republic Plaza
370 17th Street
Suite 1700
Denver, CO 80202

William A. Keefe
POULSON, ODELL & PETERSON, LLC
1775 Sherman Street, Suite 1400
Denver, CO 80203

Judith H. Jordan
Garfield County
144 E. 3rd Street
Rifle, CO 81650

Steven W. Weller and Toni L. Weller
415 Bayou Cove Court
Houston, TX 77042

Piceance Royalty Partners, LLC
P.O. Box 36157
Denver, CO 80236

Freeman Investments
3415 S. Clayton Blvd.
Englewood, CO 80113-7611

JLW Investment, L.L.C.
2432 W. 82nd Pl., Suite I
Westminster, CO 80031

Cypress Land Acquisitions, LLC
2432 W. 82nd Pl., Suite I
Westminster, CO 80031

WYOTEX Oil Company
P.O. Box 36157
Denver, CO 80236

B. Kole Killion
1460 Little Raven St. No. 2-116
Denver, CO 80202

Huckleberry Minerals, LLC
15250 Emporia Street
Brighton, CO 80602

Charles F. Weller and Eva Charlene Weller
5331 Fenwick Way Ct.
Sugar Land, TX 77479

Attn: Mark R. Petry
Laramie Energy II, LLC
1512 Larimer Street, Suite 1000
Denver, CO 80202

Gordman Leverich LLP
1005 Waters Avenue
Aspen, CO 81611

Attn: Margaret A. Leiser
Black Diamond Minerals LLC
1600 Stout Street, #1350
Denver, CO 80202

Robert Mandich
PO Box 7964
Aspen, CO 81612

Norman A. Carpenter
19 Devonwood
San Antonio, TX 78257

George R. Bauer and Deanna J. Bauer
12 Sunrise Boulevard
Silt, CO 81652-9783

Teepee Park Ranch, LLC
7910 Ralston Road, Suite 7
Arvada, CO 80002

Daniel P. Flanigan and Ann B.F. Flanigan
3415 S. Clayton Blvd.
Englewood, CO 80113-7611

Laura S. Freeman
3415 S. Clayton Blvd.
Englewood, CO 80113-7611

Ann B.F. Flanigan as Custodian for Ellen S.
Freeman under the Colorado UTMA
3415 S. Clayton Blvd.
Englewood, CO 80113-7611

Ann B.F. Flanigan as Custodian for Betsy R.
Freeman under the Colorado UTMA
3415 S. Clayton Blvd.
Englewood, CO 80113-7611

Ann B.F. Flanigan as Custodian for Peter C.
Freeman under the Colorado UTMA
3415 S. Clayton Blvd.
Englewood, CO 80113-7611

Celeste C. Grynberg
5000 S. Quebec Street,
Suite 500,
Denver, Colorado 80237

Benson Mineral Group Inc.
1560 Broadway Ste 1900
Denver, CO 80202

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AFFIDAVIT OF MAIL

STATE OF COLORADO

)

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SS.

CITY AND COUNTY OF DENVER

)

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

That he is the attorney for Williams Production RMT Company, Applicant herein; that on the _____ day of January, 2008, he caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to each of the parties listed on Exhibit "A" to the Application.

By:

William A. Keefe

Subscribed and sworn to before me this _____ day of January, 2008.

Witness my hand and official seal.

My commission expires: July 22, 2011

Notary Public