

**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 DENSITY AND WELL  
LOCATION RULES FOR THE WILLIAMS FORK  
FORMATION OF THE MESAVERDE GROUP FOR  
CERTAIN DESCRIBED LANDS IN THE RULISON  
FIELD AREA, 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 application to the Oil and Gas Conservation Commission of the State of Colorado for an order establishing well density and well location rules applicable to the drilling and producing of wells from the Williams Fork Formation of the Mesaverde Group covering certain described lands in the Rulison Field area, 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 a leasehold interest in a substantial portion of the following described lands:

Township 6 South, Range 94 West, 6<sup>th</sup> P.M.

Section 31: All

(hereinafter "Application Lands")

3. That the N/2 and S/2 of the Application Lands were established as 320 acre drilling and spacing units for the production of gas and associated hydrocarbons from the Mesaverde Formation under the Commission's Order No. 139-8 entered September 16, 1979.

4. That each of the 320 acre drilling and spacing units consisting of the Application Lands were approved for the drilling of up to eight wells to be optionally drilled into and produced from the Williams Fork Formation under the Commission's Order No. 139-28 (Corrected) entered March 15, 1995, amended April 26, 1995 and corrected February 21, 2000,

4. 5. That multiple wells have been drilled, tested and completed in the Williams Fork Formation of the Mesaverde Group upon lands in the immediate vicinity of the Application Lands.

6. That to promote efficient drainage within the Williams Fork Formation of the Mesaverde Group, the Commission should increase the number of wells which can be optionally drilled into and produced from the Williams Fork Formation of the Application Lands to the equivalent of one Williams Fork well per ten (10) acres.

7. That as to all future Williams Fork wells to be drilled upon each of the units constituting the Application Lands, the wells should be located downhole anywhere in each of the drilling and spacing units constituting the Application Lands but no closer than 100 feet from the boundaries of the unit without exception being granted by the Director of the Oil and Gas Conservation Commission. It is provided however that in cases where a unit abuts or corners lands in respect of which the Commission has not at the time of drilling permit application granted the right to drill 10 acre density Williams Fork wells, the well should be located downhole no closer than 200 feet from the boundary or boundaries of the drilling unit so abutting or cornering such lands without exception being granted by the Director of the Oil and Gas Conservation Commission.

8. 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 no more than one pad located on a given quarter quarter section (or lots or parcels approximately equivalent thereto) unless exception is granted by the Director of the Oil and Gas Conservation Commission pursuant to application made for such exception.

10. 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.

11. 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 January, 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: November \_\_\_\_\_, 2007.

**POULSON, ODELL AND PETERSON, LLC**

By: \_\_\_\_\_  
William A. Keefe  
1775 Sherman Street, Suite 1400  
Denver, Colorado 80203  
(ph) 303-861-4400  
(fax) 303-861-1225

**VERIFICATION**

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

Annette Apperson, of lawful age, being first duly sworn upon oath, deposes and says that she is a Senior Landman for Williams Production RMT Company and that she has read the foregoing Application and that the matters therein contained are true to the best of her knowledge, information and belief.

\_\_\_\_\_  
Annette Apperson

Subscribed and sworn to before me this \_\_\_\_\_ day of November, 2007.

Witness my hand and official seal.

My commission expires:

\_\_\_\_\_  
Notary Public

## EXHIBIT A

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: Paul L. Keffer  
ExxonMobil Production  
396 West Greens Road  
Houston, TX 77067

Attn: David S. Clodfelter  
Laramie Energy II, LLC  
1512 Larimer Street, Suite 1000  
Denver, CO 80202

Apollo Energy, LLC  
1557 Ogden Street, Ste. 300  
Denver, CO 80218

Judith H. Jordan  
Garfield County  
144 E. 34d St., Suite 203  
Rifle, CO 81650

Ivy Energy, LLC  
403 S. Cheyenne, Suite 800  
Tulsa, OK 74103-3842

Savage Resources LLC  
910 16th Street, Suite 201  
Denver, CO 80202

Attn: Raymond S. Anderson  
Puckett Land Company  
5460 South Quebec St., #250  
Greenwood Village, CO 80111

Attn: Ms. Anne Feeser,  
Property Leasing Manager  
Colorado Department of Transportation  
15285 South Golden Road, Bldg 47  
Golden, CO 80401

Marion J. Wells  
6691 County Road 309  
Parachute, CO 81635

Robert E. Smith and Naomi K. Spink  
112 Home Ave.  
Silt, CO 81652

Stuart and Keri Jensen  
6434 County Road 309  
Parachute, CO 81635

Blane Colton  
6565 County Road 309  
Parachute CO, 81635

Estate of E. E. Kungel  
c/o Ms. Helen Kungel  
140 NW 11<sup>th</sup> Street  
Cedaredge, CO 81413

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

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

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GROUP FOR CERTAIN DESCRIBED LANDS IN  
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COLORADO

CAUSE NO.

DOCKET NO.

**AFFIDAVIT OF MAILING**

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

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

That he is the attorney for Williams Production RMT Company, that on November \_\_\_\_\_, 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 November \_\_\_\_\_, 2007.

Witness my hand and official seal.

My commission expires: July 22, 2011.

\_\_\_\_\_  
Notary Public