

**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 VACATING CERTAIN  
DESCRIBED DRILLING AND SPACING UNITS  
PREVIOUSLY ESTABLISHED FOR THE  
WILLIAMS FORK FORMATION AND THE ILES  
FORMATION OF THE MESAVERDE GROUP  
AND FOR THE ESTABLISHMENT OF A  
DESCRIBED DRILLING AND SPACING UNIT  
FOR SUCH FORMATIONS UNDERLYING  
CERTAIN DESCRIBED LANDS IN TOWNSHIP  
7 SOUTH, RANGE 94 WEST, GARFIELD  
COUNTY, COLORADO

CAUSE NO: 139

ORDER NO:

DOCKET NO:

**APPLICATION**

COMES NOW Williams Production RMT Company ("Applicant"), a Delaware corporation, by its attorneys, Poulson, Odell & Peterson, LLC, and makes application to the Oil and Gas Conservation Commission of the State of Colorado for an order vacating certain below described drilling and spacing units established for the Williams Fork Formation and the Iles Formation of the Mesaverde Group covering all or parts of the S/2, S/2NE/4 and SE/4NW/4 of Section 8 in Township 7 South, Range 94 West in Garfield County, Colorado and to establish in place thereof an approximate 440 acre drilling and spacing unit for the production of gas and associated hydrocarbons from these two formations. In support of its application Applicant 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 covering the following described lands (hereinafter "Application Lands").

Township 7 South, Range 94 West  
Section 8: S/2, S/2NE/4, SE/4NW/4

3. That according to the Commission's Orders No. 139-14 one 640 acre drilling and spacing unit was established covering Section 8 in Township 7 South, Range 94 West for the production of gas and associated hydrocarbons from the Mesaverde Formation. The Commission's subsequent Order 139-64 confirms that said Section 8 was established as a 640 acre drilling and spacing unit for the production of gas and hydrocarbons from the Mesaverde Formation. Such Order 139-64 authorized the drilling of gas and associated hydrocarbons from the Williams Fork Formation of the Mesaverde Group on a ten (10) acre density basis. Pursuant to the Commission's Order 139-73 issued subsequently, forty (40) acre drilling and spacing units were established applicable to all of Section 8 of Township 7 South, Range 94 West and ten (10) acre density drilling was permitted thereon for the production of gas and associated hydrocarbons from both the Williams Fork Formation and the Iles Formation of the Mesaverde Group.

4. Both because of some uncertainty as to what size spacing units currently cover all or a portion of the Application Lands and also because of the advisability of having maximum flexibility in locating downhole ten (10) acre density wells, Applicant desires that all spacing be vacated as it applies to the Application Lands and that the Application Lands be established as an approximate 440 acre drilling and spacing unit for the production of gas and associated hydrocarbons from the Williams Fork Formation and the Iles Formation.

5. In addition, Applicant requests that ten (10) acre drilling density for both the Williams Fork Formation and the Iles Formation be reapproved, as necessary, for the Application Lands.

6. That the above-proposed vacation of spacing unit applicable to the Application Lands and the establishment of an approximate 440 acre drilling and spacing unit will allow gas and associated hydrocarbon substances from the Williams Fork Formation and the Iles Formation to be developed.

7. That any Williams Fork Formation and Iles Formation well drilled upon the Application Lands shall be located downhole anywhere upon such lands subject to the same setback requirements as set forth in the Commission's Order No. 139-73 except that such setback requirements shall apply to the boundaries of the newly established 440 acre drilling and spacing unit instead of the boundary or boundaries of the drilling and spacing units which are to be vacated pursuant to this application.

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, 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: February \_\_\_\_, 2008.

By:

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William A. Keefe  
POULSON, ODELL & PETERSON, LLC  
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 \_\_\_\_\_ 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.

By: \_\_\_\_\_  
Annette Apperson

Subscribed and sworn to before me this \_\_\_\_\_ day of February, 2008.

Witness my hand and official seal.

My commission expires: \_\_\_\_\_

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

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

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

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

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

Cypress Land Acquisitions, LLC  
c/o Apollo Energy, LLC  
1557 Ogden St., No. 300  
Denver, CO 80218

Huckleberry Minerals, LLC  
15250 Emporia St.  
Brighton, CO 80602

Charles F. Weller and Eva Charlene Weller, TC  
c/o Apollo Energy, LLC  
1557 Ogden St., No. 300  
Denver, CO 80218

Daniel P. Flanigan and Ann B.F. Flanigan, JT  
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

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

Larry Gilmore  
P.O. Box 2377  
Evergreen, CO 80437

JLW Investment, L.L.C.  
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1557 Ogden St., No. 300  
Denver, CO 80218

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

Robert D. Annear and Julie L. Annear, JT  
P.O. Box 1833  
Boulder, CO 80306

James R. Jones, Jr. and Lois D. Jones  
3067 B1/2 Road  
Grand Junction, CO 81503

Audrey J. Jones, Trustee of the  
Russell E. and Audrey J. Jones Trust  
866 South Gardenaire Place  
Boise, ID 83709

Fern Mae Jones  
3126 C Road  
Grand Junction, CO 81503-9627

Attn: William A. Keefe  
Poulson, Odell & Peterson, LLC  
1775 Sherman, Suite 1400  
Denver, CO 80203

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

Judith H. Jordan  
Garfield County  
144 E. 3rd Street, Suite 203  
Rifle, CO 81650

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