

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

IN THE MATTER OF THE APPLICATION OF	)	
NOBLE ENERGY INC. FOR AN ORDER	)	
ESTABLISHING DENSITY AND WELL	)	
LOCATION RULES FOR DRILLING AND	)	
PRODUCING OF WELLS FROM THE	)	Cause No. 139
WILLIAMS FORK AND ILES FORMATIONS	)	Docket No. _____
OF THE MESAVERDE GROUP FOR	)	
CERTAIN DESCRIBED LANDS IN THE	)	
RULISON FIELD, GARFIELD AND MESA	)	
COUNTIES, COLORADO		

VERIFIED APPLICATION

Noble Energy Inc. (“Noble”), by and through its attorneys, Beatty & Wozniak, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the “Commission”) for an order establishing density and well location rules applicable to the drilling and producing of wells from the Williams Fork and Iles Formations of the Mesaverde Group covering certain described lands in the Rulison Field, Garfield and Mesa Counties, Colorado and in support of its Application states and alleges as follows:

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

2. Applicant owns leasehold interests in the following described lands:

Township 8 South, Range 95 West, 6<sup>th</sup> P.M.

Section 3: Lot 9 (18.19 acres)  
Section 10 : E½E½  
Section 14 : W½, except SW¼ NW¼NW¼, W½ SW¼ NW¼, W½ NW¼ SW¼, SE¼ NW¼ SW¼, SW¼ NE¼ SW¼, N½ SW¼ SW¼, NW¼ SE¼ SW¼  
Section 15 : NE¼NE¼, S½S½

Garfield and Mesa Counties, Colorado.

(hereafter the “Application Lands”).

3. Lands neighboring the Application Lands are subject to Commission Order No. 139-53, which provides that the number of wells which can be drilled into and produced from the Williams Fork Formation is the equivalent of one Williams Fork Formation well per ten (10) acres, with the permitted well to be located no closer than

100 feet from the unit boundary. The Application Lands are not spaced as to the Williams Fork Formation but are subject to Commission's Rule 318.a. and 318. b.

4. The Iles Formation underlying the Application Lands is unspaced and is subject to Commission's Rule 318.a. and 318.b.

5. That Applicant has drilled, tested and completed multiple wells in the Williams Fork and Iles Formations of the Mesaverde Group upon the lands nearby to the Application Lands.

6. That to promote efficient drainage within the Williams Fork and Iles Formations of the Mesaverde Group of the Application Lands, the Commission should apply consistent rules to the Application Lands to increase the number of wells which can be optionally drilled into and produced from each of the Williams Fork and Iles Formations of the Mesaverde Group of the Application Lands which constitute existing drilling units (or portions thereof) to the equivalent of one well per 10 acres.

7. That as to all future Williams Fork/Iles wells to be drilled upon the Application Lands, each well may be located downhole anywhere upon such lands but no closer than one hundred (100) feet from the unit boundary (or lease line, if applicable) unless the 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 ten (10) acre density wells, in which event the well shall be drilled downhole no closer than 200 feet from that portion of the unit boundary (or lease line, if applicable) which so abuts or corners the lands in respect of which ten (10) acre density downhole drilling for Williams Fork or Iles wells has not been ordered by the Commission.

8. Applicant commits that 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 unless exception is granted by the Director of the Colorado Oil and Gas Conservation Commission, and that both the Williams Fork and Iles formations will be reached from a single wellbore, *i.e.*, separate wells will not be drilled to reach each formation. In this manner the wells will be economic as to both formations.

9. That the above-proposed density and well location rules will allow more efficient drainage of the Williams Fork and Iles Formations of the Mesaverde Group; will

prevent waste; will not adversely effect correlative rights and will assure the greatest ultimate recovery of gas and associated hydrocarbon substances from the reservoir.

10. 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, and the undersigned certifies that copies of this Application shall be served on each interested party within the next seven days as required by Rule 503.d.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing, 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 this 4<sup>th</sup> day of August, 2008.

Respectfully submitted,

NOBLE ENERGY INC.

By: \_\_\_\_\_  
Michael J. Wozniak  
Susan L. Aldridge  
Beatty & Wozniak, P.C.  
Attorneys for Applicant  
216 16<sup>th</sup> Street, Suite 1100  
Denver, Colorado 80202  
(303) 407-4499

Applicant's Address:  
1625 Broadway, Suite 2000  
Denver, Colorado 80202

## VERIFICATION

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

Robin Hill-Richardson, Senior Landman for Noble Energy Inc., upon oath deposes and says that she has read the foregoing Application and that the statements contained therein are true to the best of his knowledge, information and belief.

NOBLE ENERGY INC.

By: Robin Hill-Richardson

Subscribed and sworn to before me this \_\_\_\_ day of \_\_\_\_\_, 2007, by  
Robin Hill-Richardson, Senior Landman for Noble Energy Inc.

Witness my hand and official seal. My commission expires:\_\_\_\_\_

Notary Public

**EXHIBIT A**  
**INTERESTED PARTIES**

**Noble Energy, Inc.**  
**1625 S. Broadway, Suite 2200**  
**Denver, Co 80202**

**White River National Forest**  
**900 Grand Avenue**  
**Glenwood Springs, CO 81601**

**United States Department of the Interior**  
**Bureau of Land Management**  
**2850 Youngfield Street**  
**Lakewood, Co 80215-7076**

**Battlement Creek Ranch LLC**  
**17630 E. Chandler Heights**  
**Higley, AZ 85238**

**Battlement Creek Ranch LLC**  
**C/O Mr. Homer Wilson**  
**1284 Santa Fe Cir**  
**Fruita, CO 81521**

**Chevron USA, Inc.**  
**Attention: Mr. Kevin Goldstein**  
**11111 South Wilcrest**  
**Houston, TX 77099**

**Williams Production RMT Company**  
**Attention: Mr. Chris Walsh**  
**1515 Arapahoe Street, Tower 3 Suite 1000**  
**Denver, Co 80202**

**Garfield County Government Designee**  
**Attention: Mr. Don DeFord**  
**108 8<sup>th</sup> Street, 219**  
**Glenwood Springs, CO 81601**

**Mesa County Government Designee**  
**Attention: Lyle DeChant**  
**P.O. Box 200000**  
**Grand Junction, CO 81502**