

BEFORE THE COLORADO OIL AND GAS CONSERVATION COMMISSION

STATE OF COLORADO

Cause No. _____

APPLICATION TO DESIGNATE BARR LAKE STATE PARK AS A DESIGNATED
OUTSIDE ACTIVITY AREA PURSUANT TO RULE 603.d

Applicant Board of Parks and Outdoor Recreation (hereinafter the “Parks Board”), by and through the Office of the Attorney General and the undersigned counsel, hereby files this application to designate Barr Lake State Park as a “Designated Outside Activity Area” pursuant to Oil and Gas Conservation Commission Rule 603.d and in support of its Application states the following:

1. The Parks Board is the state agency with overall responsibility and authority for the acquisition, development and management of state parks in Colorado, including Barr Lake State Park.

2. The real property interests, including fee title and leasehold interests, that comprise Barr Lake State Park, are owned by the Parks Board and have been developed and are currently managed by the Division of Parks and Outdoor Recreation on behalf of the Parks Board.

3. Barr Lake State Park is a 2,715 acre parcel located in Adams County, Colorado. A map of the area depicting the boundaries of Barr Lake State Park is attached hereto and incorporated herein by this reference as exhibit 1. Park facilities at Barr Lake include, but are not limited to, the park headquarters and shop complex, the Barr Lake Nature and Environmental Education Center, 32 individual picnic sites, a Group Picnic Area, boat ramp and boat docks, 9 miles of trails suitable for hiking, bicycling and equestrian use, boardwalks, restroom facilities, and waterfowl hunting blinds. Recreational activities occurring at Barr Lake State Park include, but are not limited to, trail use activities (hiking, biking, horseback riding), individual and group picnicking, environmental education, boat fishing, motorized and non-motorized boating, fishing, ice fishing, sightseeing, wildlife viewing, waterfowl hunting, and various special events.

4. Barr Lake State Park is valuable state park asset located within a short distance of the Denver metropolitan area and is heavily used both by residents of and nonresident visitors to Colorado. Annual visitation to Barr Lake State Park exceeds 85,000 visitors. A copy of the most recent Park Visitor Summary Report (July 2006 to June 2007) is attached hereto and incorporated herein by this reference as exhibit 2.

5. Pursuant to Oil and Gas Conservation Commission Rules a “Designated Outside Activity Area” is a “well defined outside area (such as a playground, recreation area, outdoor theater, or other place of public assembly) that is occupied by twenty (20) or more persons on at least forty (40) days in any twelve (12) month period or by at least five hundred (500) or more people on at least three (days) in any twelve (12) month period. See Oil and

Gas Conservation Commission Rules and Regulations “Definitions” (100 Series), 2 CCR 404-1. Public usage of Barr Lake State Park satisfies both usage requirements for its designation as a “Designated Outside Activity Area.”

6. Oil and gas development activity, which is otherwise subject to regulation by the Oil and Gas Conservation Commission, is occurring in and around Barr Lake State Park. Such oil and gas development activity adversely impacts public use and enjoyment of Barr Lake State Park.

7. Barr Lake State Park meets the requirements for and is entitled to designation as a “Designated Outside Activity Area” and the additional regulatory protections provided by the Oil and Gas Conservation Commission Rules and Regulations including, but not limited to, minimum setback requirements for wellheads and production equipment and requirements regarding the development of multiple reservoirs and locations for existing well pads. See Oil and Gas Conservation Commission Rules and Regulations “Definitions (100 Series) and Rules 903.d and e.

8. Pursuant to Oil and Gas Conservation Commission Rule 603.d, and upon application and hearing, the Oil and Gas Conservation Commission is authorized to determine the appropriate boundaries and setbacks and other regulatory requirements applicable to oil and gas development in proximity to a designated outside activity area.

WHEREFORE the Parks Board respectfully requests that the Oil and Gas Conservation Commission set the Parks Board’s Application for hearing at the earliest

possible date, that the Oil and Gas Conservation Commission designate Barr Lake State Park as a “Designated Outside Activity Area” and otherwise establish minimum setbacks and other regulatory requirements applicable to oil and gas development in proximity to Barr Lake State Park that are sufficient to protect the public’s use and enjoyment of Barr Lake State Park and that the Oil and Gas Conservation Commission grant the Parks Board such other relief as the Commission determines to be just and appropriate.

Respectfully submitted this 5th day of December, 2007.

JOHN W. SUTHERS
Attorney General

/S/ Timothy J. Monahan

TIMOTHY J. MONAHAN, 16971*
First Assistant Attorney General
State and Trust Lands Unit
Natural Resources and Environment Section
Attorneys for Colorado Board of Parks and Outdoor
Recreation

1525 Sherman Street, 5th Floor
Denver, Colorado 80203
Telephone: (303) 866-5861
*Counsel of Record

VERIFICATION OF APPLICATION

I, David Giger, Regional Manager for the High Plains Region, Division of Parks and Outdoor Recreation, do hereby state on behalf of the Parks Board that the facts asserted in this Application are true and correct to the best of my personal knowledge.

/s/ David Giger

David Giger
Regional Manager
High Plains Region
Division of Parks and Outdoor Recreation

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

Subscribed and sworn to me this 5th day of December, 2007, by David Giger, Regional Manager, High Plains Region, Division of Parks and Outdoor Recreation, on behalf of the Board of Parks and Outdoor Recreation.

Witness my hand and official seal.

My commission expires:

Notary Public



Barr Lake State Park

Legend

- Park Roads
- Major Roads
- Local Roads
- Highways
- Park Boundary

State Park Parcels

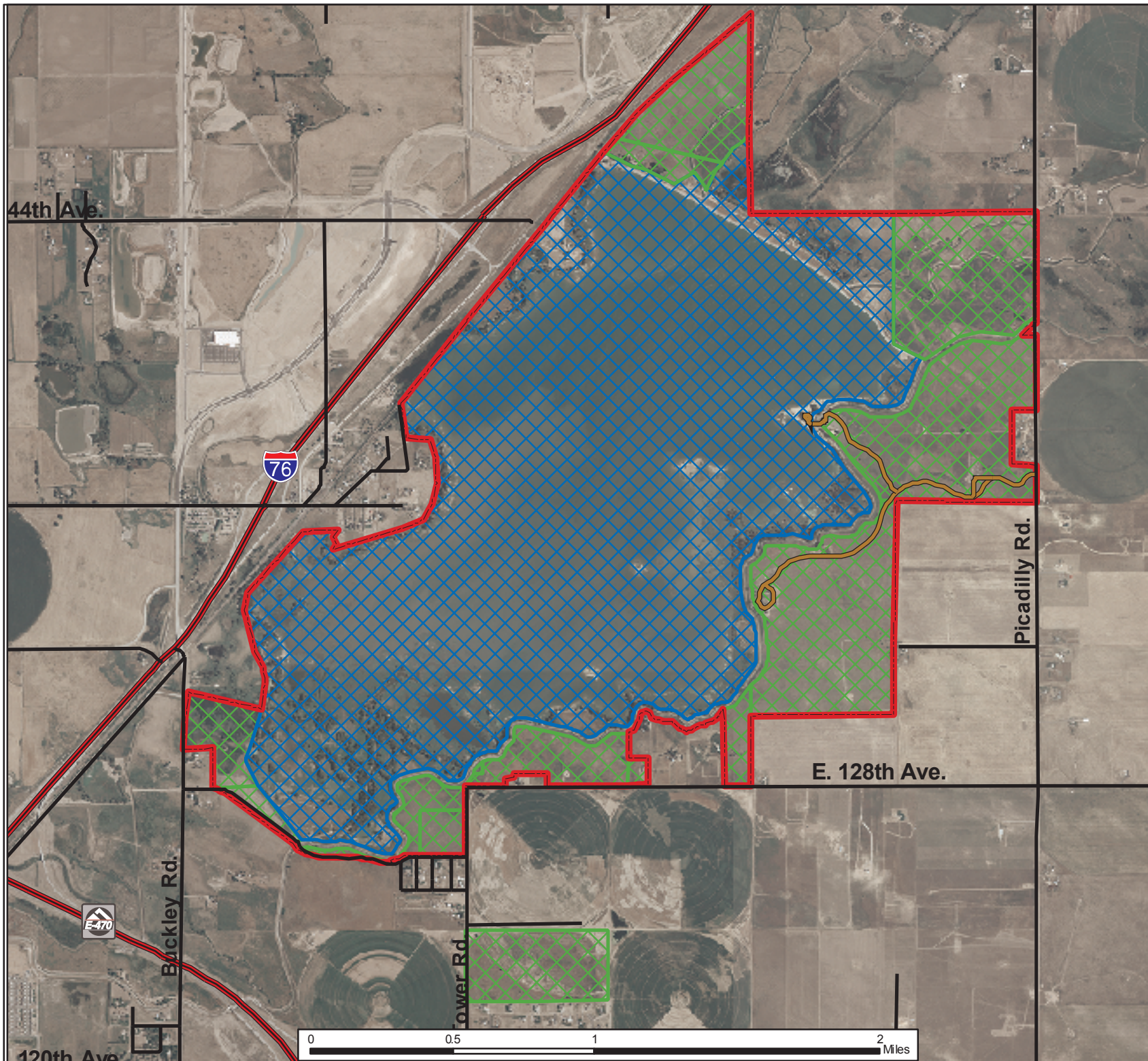
- Fee Title
- Lease



Cartographic Information:
UTM NAD 83
Zone 13 meters

Map Prepared By:
Colorado State Parks
Resource Stewardship
December 3, 2007

Department of Natural Resources Disclaimer
The Colorado Department of Natural Resources (CDNR) is not responsible and shall not be liable to the user for damages of any kind arising out of the use of data or information provided by the DNR, including the installation of the data or information, issues, or the results obtained from its use.
ANY DATA OR INFORMATION PROVIDED BY THE DNR IS PROVIDED "AS IS" WITHOUT WARRANTY OF ANY KIND, EITHER EXPRESS OR IMPLIED, INCLUDING BUT NOT LIMITED TO, THE IMPLIED WARRANTIES OF MERCHANTABILITY AND FITNESS FOR A PARTICULAR PURPOSE. Data or information provided by the DNR shall be used and relied upon only at the user's sole risk, and the user agrees to indemnify and hold harmless the DNR, its officials, officers and employees from any liability arising out of the use of the data or information provided.



Park Period Visitor Summary Report
 Barr Lake
 July 2006 to June 2007

Month	Counter Readings				Visitor Totals				
	Busses at Main Ent.	Main Entrance	West Side (Fishing)	CBO West Side	Bus	Vehicle	Trail	Total	Total To Date
7/2006*	2	4,353	50	42	60	10,418	42	10,520	10,520
8/2006	1	3,276	61	50	30	7,535	50	7,615	18,135
9/2006	9	3,349	92	85	270	7,127	85	7,482	25,617
10/2006	14	3,052	20	96	420	5,436	96	5,952	31,569
11/2006*	3	2,020	30	110	90	3,415	110	3,615	35,184
12/2006*	0	855	0	110	0	1,471	110	1,581	36,765
1/2007*	0	1,311	10	55	0	2,181	55	2,236	39,001
2/2007*	0	2,211	15	101	0	3,501	101	3,602	42,603
3/2007	0	3,594	30	109	0	6,096	109	6,205	48,808
4/2007	10	5,307	30	161	300	10,578	161	11,039	59,847
5/2007	20	5,284	85	195	600	12,165	195	12,960	72,807
6/2007	25	4,835	155	225	750	11,772	225	12,747	85,554
Total	84	39,447	578	1,339	2,520	81,695	1,339	85,554	85,554

* Park Manager Report has not been approved for this month

Run date: 12/3/2007 12:38:23 PM

List of Mineral Owners and Mineral Lessees

Subject Property:

Township 1 South, Range 66 West, 6th P.M., Adams County, Colorado
Section 15: SE $\frac{1}{4}$ NE $\frac{1}{4}$, SE $\frac{1}{4}$ SW $\frac{1}{4}$, SE $\frac{1}{4}$

Jane B. Shaw
31401 Via California, #37
San Juan Capistrano, CA 92675

Daphne S. Stegmaier
3205 Wake Drive
Kensington, MD 20895

Colorado State Parks Department
1313 Sherman Street, Suite 618
Denver, CO 80203

Farmers Reservoir and Irrigation Company
80 So. 27th Avenue
Brighton, CO 80601

Encana Oil & Gas (USA) Inc.
370 17th Street, Suite 1700
Denver, CO 80202

Section 21: SE $\frac{1}{4}$ NE $\frac{1}{4}$, W $\frac{1}{2}$ SE $\frac{1}{4}$

Farmers Reservoir and Irrigation Company
80 So. 27th Avenue
Brighton, CO 80601

Section 22: All

Farmers Reservoir and Irrigation Company
80 So. 27th Avenue
Brighton, CO 80601

Section 23: All

Farmers Reservoir and Irrigation Company
80 So. 27th Avenue
Brighton, CO 80601

DGHL Corporation, a dissolved corporation
c/o Lora B. Leech
745 So. Clinton Street
Denver, CO 80231

Sovereign Energy, LLC
621 17th Street, Suite 1520
Denver, CO 80293

Section 26: NW $\frac{1}{4}$, N $\frac{1}{2}$ SW $\frac{1}{4}$

Lora B. Leech
745 So. Clinton St.
Denver, CO 80231

Farmers Reservoir and Irrigation Company
80 So. 27th Avenue
Brighton, CO 80601

The Henrylyn Irrigation District
P.O. Box 85
Brighton, CO 80601

TARH E&P Holdings, L.P.
98 San Jacinto Blvd., Ste. 800
Austin, TX 78701

James W. Alexander, Trustee of the
James W. Alexander Living Trust
85 Jeffrey Pine Lane
Carson City, NV 89705

Alexander Energy
85 Jeffrey Pine Lane
Carson City, NV 89705

Section 27: All except Parcels B and C of the SE $\frac{1}{4}$

Terry E. & Darlene M. Strahm
Rt. 3, Box 193
Brighton, CO 80601

Ronald James Green
Lka: Adams County 1988

Crews & Zeren, LLC
970-351-0733

P.O. Box 336337

Page 2 of 4

Greeley, CO 80633
Fax 303-484-2110

DGHL Corporation, a dissolved corporation
c/o Lora B. Leech
745 So. Clinton Street
Denver, CO 80231

Colorado State Parks Department
1313 Sherman Street, Suite 618
Denver, CO 80203

Section 28: E $\frac{1}{2}$, SW $\frac{1}{4}$, S $\frac{1}{2}$ NW $\frac{1}{4}$, NE $\frac{1}{4}$ NW $\frac{1}{4}$

Colorado State Parks Department
1313 Sherman Street, Suite 618
Denver, CO 80203

Section 33: N $\frac{1}{2}$ N $\frac{1}{2}$, SW $\frac{1}{4}$ SE $\frac{1}{4}$

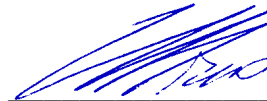
Anadarko E&P Company LP
Attn: Manager Land, Western Division
P.O. Box 9149
The Woodlands, TX 77387-9147

Noble Energy, Inc.
1625 Broadway, Suite 2000
Denver, CO 80202

Crews & Zeren, LLC, a mineral title company, states that to the best of its knowledge the foregoing is an accurate list of the names and last known addresses of the mineral owners and mineral leasehold owners having an interest in the Subject Property, based upon the real property records of Adams County, Colorado, as verified through June 13, 2008, and materials provided to Crews & Zeren, LLC by the Colorado State Parks Department. A photocopy or facsimile of this list shall, for all purposes, be as valid as the original hereof.

Dated this 17th day of June, 2008.

Crews & Zeren, LLC



By: William G. Crews, CPL
Certified Professional Landman #3477

Crews & Zeren, LLC
970-351-0733

P.O. Box 336337

Page 3 of 4

Greeley, CO 80633
Fax 303-484-2110

By acceptance and use of this list, the client agrees to all of the following:

William G. Crews ("Crews") and Cynthia A. E. Zeren ("Zeren") are Certified Professional Landmen certified by the American Association of Petroleum Landmen who have been asked by Client to provide listings of mineral owners entitled to notice pursuant to Colorado Oil and Gas Conservation Commission rules. Such lists will be prepared by Crews or Zeren, although the Client's contract is with, and all payments are due to, Crews & Zeren, LLC ("C&Z"), a Colorado limited liability company of which Crews and Zeren are the only members. Neither Crews nor Zeren is an attorney licensed to practice law.

Crews and Zeren have agreed to prepare listings of mineral estate owners for the Client only if the Client agrees that the liability of Crews, Zeren and C&Z in connection with such services shall conclusively be limited to the amount paid by the Client to C&Z for such services. Crews, Zeren and C&Z make no warranty, express, implied or statutory, in connection with the accuracy, completeness or sufficiency of any such listing of mineral estate owners. In the event any such listing proves to be inaccurate, incomplete, insufficient or otherwise defective in any way whatsoever or for any reason whatsoever, the liability of Crews, Zeren and C&Z shall never exceed the actual amount paid by Client to C&Z for such listing.

In order to induce Crews, Zeren and C&Z to provide such services, Client does hereby agree to indemnify and hold Crews, Zeren and C&Z harmless from and against all claims by all persons (including but not limited to Client) of whatever kind or character arising out of the preparation and use of each such listing of mineral estate owners, to the extent that such claims exceed the actual amount paid by Client to C&Z for such listing.

Client specifically intends that both the foregoing limitation on liability and the foregoing indemnification shall be binding and effective without regard to the cause of the claim, inaccuracy or defect, including but not limited to, breach of representation, warranty or duty, any theory of tort or of breach of contract, or the fault or negligence of any party (including Crews, Zeren and C&Z) of any kind or character (regardless of whether the fault or negligence is sole, joint, concurrent, simple or gross).

Please note that this list EXCLUDES coal.