

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

IN THE MATTER OF THE APPLICATION OF)	
NOBLE ENERGY, INC. FOR AN ORDER)	CAUSE NO. 407
POOLING ALL NONCONSENTING INTERESTS)	
IN THE CODELL AND NIOBRARA)	Docket No. _____
FORMATIONS IN ESTABLISHED DRILLING)	
AND SPACING UNITS LOCATED IN THE)	
WATTENBERG FIELD, WELD COUNTY,)	
COLORADO)	

APPLICATION

COMES NOW Noble Energy, Inc. (referred to herein as “Applicant”), by and through its undersigned attorneys, and makes application to the Oil and Gas Conservation Commission of the State of Colorado (“COGCC”), for an order to pool all non-consenting interests for the drilling of wells in the below described drilling and spacing unit in the Codell and Niobrara Formations in Section 18, Township 5 North, Range 66 West, 6th P.M., Weld County, Colorado. In support thereof, the Applicant states and alleges as follows:

1. That the Applicant is a corporation duly authorized to conduct business in the State of Colorado.
2. That the Applicant owns certain leasehold interests in the unit requested for pooling.
3. COGCC Order No. 407-1 established 80-acre drilling and spacing units for the production of oil and/or gas and associated hydrocarbons from the Codell Formation. COGCC Order No. 407-87 extended that to include the Niobrara formation. In accordance with Rule 318A, commingling of the Cretaceous Age formations is authorized and a unit designation of not smaller than a governmental quarter section is to be established when completing a well in the 800’ x 800’ center ¼ section window, which includes the following lands at issue in this Application:

Township 5 North, Range 66 West, 6th P.M.

Section 18: NW¼NE¼, SW¼NE¼

(“Application Lands”)

4. Applicant proposes to drill the following wells within the drilling and spacing units encompassed in the Application Lands and described in paragraph 3 above as follows: Lundvall J 18-02D, Lundvall J 18-17D, Lundvall J 18-18D, Lundvall J 18-21D, Lundvall J 18-22D, Lundvall J 18-27D, and Lundvall J 18-28D.
5. That the parties listed on Exhibit A hereto own separate leased mineral interests in the Application Lands encompassed within the drilling and spacing unit, and such parties have been offered the option to participate in the drilling of the referenced well in the unit, but to date one or more of such parties have refused to participate by bearing their proportionate shares of the costs and risks of drilling or operating the well. An AFE containing the information required by COGCC Rule 530.a. was sent respecting this well more than thirty (30) days prior to the date of the hearing on this Application. A copy of such AFE and letter is attached hereto as Exhibit B.
6. That with respect to any non-consenting owners of unleased mineral interests listed on Exhibit A, Applicant has made reasonable attempts pursuant to COGCC Rule 530.b. to locate and/or to enter into leases with such parties but has as yet been unsuccessful in such attempts.
7. That in order to prevent waste, protect correlative rights and in the best interests of conservation, all interests owned by the nonconsenting parties listed on Exhibit A should be pooled

in the Codell and Niobrara Formations in accordance with C.R.S. § 34-60-116 and Rule 530 of the COGCC.

8. That the names and addresses of the interested parties with respect to this Application are as set forth in Exhibit A hereto.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing, that notice thereof be given as required by law and that upon such hearing this Commission enter its order:

A. That all leasehold working interest owners with whom Applicant has been unable to secure an agreement for the drilling of the proposed well as described in paragraphs 4 and 5 be pooled involuntarily with respect to the Codell and Niobrara Formations, and that such owners be treated as non-consenting owners under C.R.S. § 34-60-116 and made subject to the terms and penalties provided for therein.

B. For such other findings and orders as the Commission may deem proper or advisable in the premises.

DATED this 20th day of April, 2009.

Respectfully submitted,

NOBLE ENERGY, INC.

By: _____
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Susan L. Aldridge
Beatty & Wozniak, P.C.
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(303) 407-4499

Applicant's Address:
1625 Broadway, Suite 2200
Denver, CO 80202

VERIFICATION

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

P. David Padgett, of lawful age, being first duly sworn upon oath, deposes and says that he is Attorney-in-Fact for Noble Energy, Inc. and that he has read the foregoing Application and that the matters therein contained are true to the best of my knowledge, information and belief.

P. David Padgett

Subscribed and sworn to before this ____ day of April, 2009.

Witness my hand and official seal.

My commission expires:

Notary Public

[SEAL]

EXHIBIT A

Working Interest & Unleased Mineral Owners

Consenting Owners

Noble Energy, Inc.
1625 Broadway, Suite 2200
Denver, CO 80202

Public Service Company of Colorado
550 Fifteenth Street, Suite 700
Denver, CO 80202
Department of Highways
State of Colorado

Estate of Lela K. Hagerman

(Died 1/1975 in Larimer County, CO)
(Alva Lloyd Hagerman, spouse died 4/1982,
in Larimer County, CO)
Heirship: Children

Dwain Douglas Hagerman (son) deceased
3/1996, Butler, Butler County, OH
Trust B, Anne H. Hand, Trustee
511 E. Chestnut,
Oxford, OH 45056

Joanne S. Hagerman (Dwain's surviving
spouse and beneficiary)
6195 Fairfield Road, Apt. 10
Oxford, OH 45056

Estate of Lela K. Hagerman
c/o Donald C. Hagerman
2850 Classic Drive, # 1515
Highlands Ranch, CO 80126
(Include Phone Number)

Estate of Lela K. Hagerman
c/o Joanne S. Hagerman
26 Ivywood Square
Oxford, OH 45056
(Include Phone Number)

Non-Consenting Owners

Estate of Genie Kidwell Sturgeon

(Floyd F. Sturgeon, spouse dec'd)
Heirship: Children

John P. Sturgeon, (son)
(Lois J. Sturgeon, Living Spouse)
2595 Hawthorn Avenue
Boulder, CO 80304
(303) 449-0287

Lois LaRue Dwyer, (deceased daughter)
(Died 10/12/08 in Boulder County, CO)
Charles Francis Dwyer, living spouse
2800 Youngfield St., Suite 214
Lakewood, CO 80215
(303) 233-6431

Valerie Marrs, (living granddaughter)
(Barry Marrs, living spouse)
2528 WCR 19
Ft. Lupton, CO 80621

Janet Cherne, (living granddaughter)
(Kent Cherne, living spouse)
c/o Valerie Marrs
2528 WCR 19
Ft. Lupton, CO
Denver, CO 80293

Julie Morris, (living granddaughter)
(Joe Morris, living spouse)
c/o Valerie Marrs
2528 WCR 19
Ft. Lupton, CO 80621

Estate of Jessie Kidwell Foster, also
formerly known as Jessie Kidwell Moss,
Died June 1980 in Santa Clarita, LA,
California 91350 according to the Social
Security Death Index SSN: xxx-xx-9754.
No probate or known children of record. Her
twin sister was Genie K. Sturgeon born
3/31/1907.