

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 AN ESTABLISHED )	
DRILLING AND SPACING UNIT 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 units in the Codell and Niobrara Formations in Section 30, Township 5 North, Range 64 West, and Section 25, Township 5 North, Range 65 West, 6<sup>th</sup> 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 64 West, 6<sup>th</sup> P.M.

Section 30: SW¼NW¼, NW¼SW¼  
W½SW¼

Township 5 North, Range 65 West, 6<sup>th</sup> P.M.

Section 25: SE¼NE¼, NE¼SE¼  
E½SE¼

(“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: Conagra B30-32D and Conagra B-33D.
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. An example of such AFE and letter is attached hereto as Exhibit B.
6. 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.

7. 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 paragraph 4 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:

\_\_\_\_\_  
Susan L. Aldridge  
BEATTY & WOZNIAK, P.C.  
216 16<sup>th</sup> Street, Suite 1100  
Denver, CO 80202  
(303) 407-4499

Applicants' 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:

[SEAL]

Notary Public

## **EXHIBIT A**

### **Non-Consenting**

Ralph-Kincaid  
Unknown address  
Last known address:  
6767 South Spruce Street  
Suite 180  
Englewood, Colorado 80112

Joan & Jim Ault  
4283 W. 15<sup>th</sup> St. Road  
Greeley, Colorado 80634

Gary Yeager  
P.O. Box 457  
Orange Springs, Florida 32182-0457

David Calvin  
3695 65<sup>th</sup> Avenue  
Greeley, Colorado 80634

Merit Partners, LP  
13727 Noel Road, Suite 500  
Tower 2  
Dallas, Texas 75240