

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

IN THE MATTER OF THE APPLICATION OF  
BILL BARRETT CORPORATION FOR AN  
ORDER CLARIFYING PRIOR ORDERS OF THE  
COMMISSION ESTABLISHING SPACING, WELL  
DENSITY AND LOCATION RULES FOR THE  
WILLIAMS FORK FORMATION AND ILES  
FORMATION OF THE MESAVERDE GROUP  
FOR CERTAIN DESCRIBED LANDS IN MAMM  
CREEK FIELD AREA, GARFIELD COUNTY,  
COLORADO

CAUSE NO. 191

DOCKET NO.

**APPLICATION**

COMES NOW Bill Barrett Corporation ("Applicant"), a Delaware corporation, by its attorneys, Beatty & Wozniak, P.C., and makes application to the Oil and Gas Conservation Commission of the State of Colorado for clarification of prior orders of the Commission establishing spacing, well density and location rules applicable to the drilling and producing of wells from the Williams Fork Formation and Iles Formation of the Mesaverde Group covering certain described lands in the Mamm Creek Field area in Garfield County and in support of its application 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 in all or a substantial portion of following described lands:

Township 6 South, Range 92 West, 6<sup>th</sup> P.M.  
Section 24: All

3. That on November 22, 2004 ("November 2004 Application"), Applicant filed an application with the Commission requesting certain spacing, well location and setback requirements for the drilling of Williams Fork Formation wells. Among the lands covered by such application was Section 24, Township 6 South, Range 92 West, 6<sup>th</sup> P.M. Applicant's intent with respect to such lands was that the 640 acre drilling and spacing unit (constituting said Section 24) previously established for the production of gas and associated hydrocarbons produced from the Mesaverde Formation (Order No. 191-4 dated February 22, 1994) should be vacated as it applies to the Williams Fork Formation, with the W/2 of the section then being established as an approximate 320 acre drilling and spacing unit for the production of gas and associated hydrocarbons from the Williams Fork Formation and the E/2 of said section becoming unspaced as to the Williams Fork Formation. Likewise, on March 10, 2005 ("March 2005 Application"), Applicant filed an application with the Commission requesting certain spacing, well location and setback requirements for the drilling of Iles Formation wells. Again, the lands covered by the application included Section 24, Township 6 South Range 92 West, 6<sup>th</sup> P.M. And again, Applicant's intent with respect to such lands was that the 640 acre drilling and spacing unit

(constituting said Section 24) previously established for the production of gas and associated hydrocarbons from the Mesaverde Formation be vacated as it applies to the Iles Formation, with the W/2 of the section then being established as an approximate 320 acre drilling and spacing unit for the production of gas and associated hydrocarbons from the Iles Formation and the E/2 of the section becoming unspaced as it applies to the Iles Formation.

4. Reference is made to the Commission's Order 191-8 (Second Correction) dated January 19, 2005 (which is the order approving the November 2004 Application) and to the Commission's Order 191-10 (Second Correction) dated May 16, 2005 (which is the order approving the March 2005 Application). Under both of these orders, the W/2 of Section 24 was established as an approximate 320 acre drilling and spacing unit for the Williams Fork Formation and Iles Formation respectively. However, the language under the orders is unclear that the 640 acre drilling and spacing unit previously established for the Mesaverde Formation (under the Commission's Order 191-4) was vacated. Further, the language of the orders is unclear that the E/2 of said Section 24 became unspaced as to the Williams Fork Formation and Iles Formation.

5. In order to erase the possibility of contrary interpretations of Orders 191-8 and 191-10 as they apply to Section 24, it is requested that the orders be clarified to provide that Order 191-4 establishing Section 24 as a 640 acre drilling and spacing unit for the production of gas and associated hydrocarbons from the Mesaverde Formation be deemed vacated; that the W/2 of Section 24 be confirmed as having been established as an approximate 320 acre drilling and spacing unit for both the Williams Fork and Iles Formations and that the E/2 of Section 24 be confirmed as being unspaced for both the Williams Fork and Iles Formations. The setbacks and well densities as stated under Orders No. 191-8 and 191-10 for the newly established 320 acre drilling and spacing units (including the W/2 of Section 24) and for unspaced lands (including the E/2 of Section 24) shall continue to apply for both the Williams Fork and Iles Formations.

6. That the above-proposed clarifications will allow development of the Williams Fork Formation and Iles Formations to occur; will not promote waste; will not violate correlative rights and will assure the greatest ultimate recovery of gas and associated hydrocarbon substances from the reservoir.

7. 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 May 2009; 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 \_\_\_\_\_ day of March, 2009.

**BEATTY & WOZNIAK, P.C.**

By: \_\_\_\_\_  
William A. Keefe  
216 Sixteenth Street, Suite 1100  
Denver, Colorado 80202-5155  
303-407-4475

**VERIFICATION**

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

Cindy Sandell, of lawful age, being first duly sworn upon oath, deposes and says that she is Landman for Bill Barrett Corporation 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.

\_\_\_\_\_

Subscribed and sworn to before me this \_\_\_\_\_ day of March, 2009.

Witness my hand and official seal.

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

\_\_\_\_\_  
Notary Public

Exhibit "A"  
Spacing Application Section 24-6S-92W  
Interested Parties

Antero Resources II Corporation  
1625 17th Street, Suite 300  
Denver, CO 80202

Apollo Energy, Inc.  
1538 Wazee Street, Suite 200  
Denver, CO 80202

Flag Resources Inc. Profit Sharing Plan  
1412 County Road 311  
Silt, CO 81652

Harry A. & Leslie L. Garner, JT  
4181 County Road 311  
Silt, CO 81652

Judith H. Jordan  
Garfield County  
375 County Road 352, Bldg 2060  
Rifle, CO 81650-8412

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**AFFIDAVIT OF MAILING**

STATE OF COLORADO                     )  
   )  
CITY AND COUNTY OF DENVER    )

ss.

William A. Keefe of lawful age, and being first duly sworn upon his oath, states and declares:

That he is the attorney for Bill Barrett Corporation, that on or before March \_\_\_\_\_, 2009, he caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A.

\_\_\_\_\_  
William A. Keefe

Subscribed and sworn to before me March\_\_\_\_\_, 2009.

Witness my hand and official seal.

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

\_\_\_\_\_  
Notary Public