

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

IN THE MATTER OF THE APPLICATION OF
BAYHORSE PETROLEUM, LLC FOR AN ORDER
POOLING ALL NON-CONSENTING INTERESTS IN
THE MARMATON FORMATION FOR CERTAIN
DESCRIBED LANDS IN THE LEFT HAND FIELD
(ABD) AREA, KIOWA COUNTY, COLORADO

CAUSE NO: 252

DOCKET NO:

APPLICATION

COMES NOW, Bayhorse Petroleum, LLC (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 in an established eighty (80) acre drilling and spacing unit for drilling to the Marmaton Formation in the following described lands (hereinafter "Application Lands"):

Township 18 South, Range 47 West, 6th P.M.

Section 28: W/2 NE/4

In support of its application, Applicant states and avers as follows:

1. That the Applicant is a limited liability company duly authorized to conduct business in the State of Colorado.
2. That the Applicant owns a leasehold interest in all or a portion of the Application Lands.
3. That, based upon a pending application before the Colorado Oil and Gas Conservation Commission, it is anticipated that the Application Lands will be established as an approximate 80 acre drilling and spacing unit for the production of oil and associated hydrocarbons from the Marmaton Formation.
4. That, Applicant plans to drill the initial well (the Trade Winds 1-28 Well) to the Marmaton Formation in the drilling unit consisting of the Application Lands.
5. At least 30 days prior to hearing on this application, Applicant will have sent to affected owners an offer to participate and appropriate AFE (containing the information required the Commission's Rule 530) detailing the estimated costs of drilling of the initial well. Applicant anticipates, however, that one or more of such owners may refuse to participate in the drilling, testing and completion of this well or otherwise may fail to respond to Bayhorse's offer to participate.
6. Moreover, that with respect to any owners of unleased mineral interests in the Application Lands, Applicant will have made reasonable attempts pursuant to COGCC Rule 530.b. to enter into leases with such parties but, again, anticipates it may be unsuccessful in such attempts.
7. That in order to prevent waste, protect correlative rights and in the best interests of conservation, all interests of parties entitled to participate in the production from the initial well (such parties

and their addresses being listed in Exhibit "A" attached hereto) should be pooled as to production from the Marmaton Formation 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 that all non consenting owners who have refused to execute Applicant's AFE and otherwise join in the drilling of such well and all unleased mineral interest owners who have refused to execute a lease covering their mineral interests in the Application Lands, or, alternatively have refused to participate in the costs of drilling the initial well and future wells be treated as non-consenting owners under C.R.S. § 34-60-116 and made subject to the terms and penalties provided for therein and for such other findings and orders as the Commission may deem proper or advisable in the premises.

DATED this _____ day of August, 2009.

Respectfully submitted:

BAYHORSE PETROLEUM, LLC

By:

Susan L. Aldridge
William A. Keefe
Andrew A. Bremner
Beatty & Wozniak, P.C.
216 Sixteenth St. –Suite 1100
Denver, Colorado 80202
Telephone No.: (303) 407-4499

Applicant's Address:

Bayhorse Petroleum, LLC
ATTN: Rod Vaughn
2558 E. Portsmouth Avenue
Salt Lake City, UT 84121

VERIFICATION

STATE OF COLORADO

)

)

ss.

CITY AND COUNTY OF DENVER

)

Rod Vaughn of lawful age, being first duly sworn upon oath, deposes and says that he is a Geologist for Bayhorse Petroleum, LLC and that he has read the foregoing Application and that the matters therein contained are true to the best of his knowledge, information and belief.

By:

Rod Vaughn

Subscribed and sworn to before me this _____ day of August, 2009.

Witness my hand and official seal.

My commission expires: _____

Notary Public

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IN THE MATTER OF THE APPLICATION OF
BAYHORSE PETROLEUM, LLC FOR AN ORDER
POOLING ALL UNLEASED OR NON-CONSENTING
INTERESTS IN THE MARMATON FORMATION
FOR CERTAIN DESCRIBED LANDS IN THE LEFT
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COLORADO

CAUSE NO: 252

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

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

That he is an attorney for Bayhorse Petroleum, LLC, that on or before August ____, 2009, he caused a copy of the attached Application in the subject docket to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.

By: Andrew A. Bremner

Subscribed and sworn to before me this _____ day of August, 2009.

Witness my hand and official seal.

My commission expires:

Notary Public

EXHIBIT A

Consenting and/or leased

Marty L. & Betsy A. Barnett
PO Box 216
1104 Luther
Eads, CO 81036-0216

Leonard M. Davis
1505 Flynn Lane
Dillon, MT 59725

T. T. Teal & Mina Loy Teal, trustees of the
T. T. Teal and Mina Loy Teal Living Trust
PO Box 1015
Clarksville, AR 72830

Helen M. Koch
3039 B 1/2 Road
Grand Junction, CO 81503

Stephen C. & Emily D. Hudkins
105 Legend Hills Blvd.
Llano, TX 78643

Glenn Lee & Phyllis G. Hunter
7730 Sea Crest Way N.
Noblesville, IN 46062-9098

Brett D. Nigh
trustee of the Nigh Revocable Trust
701 Countrywood Ct.
Noblesville, IN 46060

J. Ewing Walker Investment Company, L.L.C.
J. Ewing Walker, Jr., Manager
3916 Woodhead Street
Houston, TX 77098-2816

Merco of Oklahoma, Inc.
Ross M. Coe, Vice President
PO Box 18607
Oklahoma City, OK 73154

Vicki McCurry Cameron
1671 FM 3288 E.
Jacksonville, TX 75766

Patti McCurry Stepp (Patricia Louise)
PO Box 755
362 County Rd #3792
Cleveland, TX 77328

Julia McCurry
205 Turner Ave. #B105
Shelton, WA 98584

Janna Elizabeth McCurry & Clell Wayne Bailey
8457 Graystone Loop NW
Silverdale, WA 98383

Laura D. Sanders & Gary F. Moore
119 Kani Lane
Bastrop, TX 78602

Charles Earl & Linda Sweatt
1512 Cimarron Avenue
Odessa, TX 79761

Eloise Kathleen McRee Buck
900 Westway St.
Denton, TX 76201

Mary Sweatt Degan
2799 Scarlet Road
Germantown, TN 38139

Sandy S. & Ronald W. Selph
10407 N. 47th Drive
Glendale, AZ 85302

FOG, LLC
PO Box 18188
3024 Middlesex Dr.
Oklahoma City, OK 73154

Philip C. & Joanna B. Neilson
500 Hardy Drive
Edmond, OK 73013-5103

Mark & Julia McCurry
PO Box 111
503 NW H Street
Stigler, OK 74462

Non- Consenting and/or unleased

Troy L. & Barbara Davis
% Rafter T Ranch LLC
26351 N Hwy 281
Stephenville, TX 76401

Randy T. Wright
aka Randy T. Andrews
4 Harbor Road
Dayton, NV 89403

Frank W. Bunnell Trust
c/o Shannon Eckols, Trust Asset Manager
Wells Fargo Trust OGM Regional Office
750 E. Mulberry, Suite 402
San Antonio, TX 78212

Brockton M. Bunnell Trust
c/o Shannon Eckols, Trust Asset Manager
Wells Fargo Trust OGM Regional Office
750 E. Mulberry, Suite 402
San Antonio, TX 78212

Shelly D. Bunnell Trust
c/o Shannon Eckols, Trust Asset Manager
Wells Fargo Trust OGM Regional Office
750 E. Mulberry, Suite 402
San Antonio, TX 78212

Mildred D. Richard Estate
% Nancy Richard Greer, Executor
5813 N. Barnes Ave.
Oklahoma City, OK 73112-7320

Jones-Daube Mineral Company
c/o Patti Wilcox
PO Box 1169
Duncan, OK 73534-1169

Gary Mac & Loretta K. Dryden
1600 Elver Road
Canyon, TX 79015

Van Edward Dryden
2116 S Polk St
Amarillo, TX 79109-2652

Michael Victor & Dorothy R. McRee
263 NW Colquitt Way
Lake City, FL 32055-4853

Walker B. Comegys, Jr. Family LLC
1401 Holliday Street Suite 316
Wichita Falls, TX 76301-7145