

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

IN THE MATTER OF THE APPLICATION OF )  
KERR-MCGEE OIL & GAS ONSHORE LP FOR )  
AN ORDER POOLING ALL NONCONSENTING )  
INTERESTS IN THE CODELL, NIOBRARA )  
AND J SAND FORMATIONS WITHIN )  
CERTAIN DESCRIBED DRILLING AND )  
SPACING UNITS LOCATED IN THE )  
WATTENBERG FIELD, WELD COUNTY, )  
COLORADO

CAUSE NO. 407 and 232

Docket No. \_\_\_\_\_

APPLICATION

COMES NOW Kerr-McGee Oil & Gas Onshore LP (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 pooling non-consenting interests for certain described wells in designated drilling and spacing units established for the production of oil, gas and associated hydrocarbons from the Codell, Niobrara and J Sand Formations located within portions of Sections 7, 8, 17, 18 and 19 in Township 3 North, Range 66 West, 6th P.M. in Weld County, Colorado. In support thereof, the Applicant states and alleges as follows:

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado.
2. Applicant owns the majority of the leasehold interests within each of the units requested for pooling.
3. Attached hereto as Exhibit "A" is a spreadsheet of certain wells which Applicant has either drilled or is preparing to drill to produce gas from the Codell, Niobrara and J Sand Formations. Such spreadsheet also includes the land description of the spacing unit for each well. These wells are subject to 407-87, 232-23, and Rule 318A. Plats are available upon request.
4. Applicant seeks an order pooling all non-consenting interests in each drilling unit for the drilling of the described well within that unit, and for wells drilled in the future in that unit for the development and operation of the Codell, Niobrara, and J Sand, as applicable, Formations.
5. Applicant requests that the COGCC's order issued be effective retroactive to the date each listed well was (or is) spudded, or to the application date, whichever is the earliest.
6. Upon information and belief, all of the parties listed on Exhibit "B" attached hereto own unleased mineral interests in each of the wells described in Exhibit "A". Notwithstanding diligent and exhaustive efforts, Applicant has been unable to locate these parties.
7. In order to prevent waste, protect correlative rights, all interests owned by the nonconsenting parties listed on Exhibit "B" should be pooled for each of the described wells in the Codell, Niobrara and J Sand, as applicable, Formations in accordance with C.R.S. §34-60-116 and Rule 530 of the COGCC.

8. Due to the time and expense of determining the names and addresses of all interested parties (which is significant based on the number of drilling units) to this Application, Applicant also requests as part of this Application that a variance under Rule 502.b be granted to the giving of notice of this Application to all interested parties as otherwise required under Rule 503.e. The parties are not being force pooled and therefore they are not prejudiced by lack of specific notice. Notice of publication will also protect such interests.

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 shall enter its order pooling the interests of each and every party listed in Exhibit "B" in all of the wells and drilling units described in Exhibit "A" for the production of gas and associated hydrocarbons from the Codell, Niobrara and J Sand Formations, all in accordance with C.R.S. §34-60-116; that the effective date of such order as it is applicable to each of the described wells shall be the date the well was (or is) spudded, or the application date, if such date occurs before the spud date.

Respectfully submitted,

**KERR-MCGEE OIL & GAS ONSHORE LP**

By: \_\_\_\_\_  
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VERIFICATION

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

\_\_\_\_\_, of lawful age, being first duly sworn upon oath, deposes and says that he/she is Attorney-in-Fact for Kerr-McGee Oil & Gas Onshore LP and that he/she has read the foregoing Application and that the matters therein contained are true to the best of my knowledge, information and belief.

\_\_\_\_\_

Subscribed and sworn to before this \_\_ day of August, 2010.

Witness my hand and official seal.

[SEAL]

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

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

142589

# EXHIBIT A

WELL NAME	TWN	RNG	SEC	DRILLING AND SPACING UNIT
DEVON 25-8 JSND	3N	66W	8	NWSE,NESW,SWNE,SENE
DEVON 25-8 CD-NB	3N	66W	8	NWSE,NESW,SWNE,SENE
HSR-TUTTLE 3-8 JSND	3N	66W	8	W/2
HSR-TUTTLE 4-8 JSND (aka TUTTLE 4-8 JSND)	3N	66W	8	W/2
HSR-TUTTLE 5-8 JSND (aka TUTTLE 5-8A JSND)	3N	66W	8	W/2
HSR-TUTTLE 6-8 JSND	3N	66W	8	W/2
TUTTLE INVESTMENT CO UNIT 1 JSND	3N	66W	8	W/2
TUTTLE J BURTON GU 1	3N	66W	8	W/2
MILLER ESTATE 8-11K JSND	3N	66W	8	W/2
HSR-BELLA 13-8A JSND	3N	66W	8	W/2
BELLA 19-8 JSND	3N	66W	8	W/2
HSR-TUTTLE 5-8 NB-CD (aka TUTTLE 5-8A NB-CD)	3N	66W	8	S/2NW/4
HSR-TUTTLE 6-8 NB-CD	3N	66W	8	S/2NW/4
HSR-TUTTLE 3-8 CD-NB	3N	66W	8	N/2NW/4
HSR-TUTTLE 4-8 NB-CD (aka TUTTLE 4-8 NB-CD)	3N	66W	8	N/2NW/4
BELLA 22-8 NB-CD	3N	66W	8	S/2NW & N/2SW/4
BELLA 21-8 NB-CD	3N	66W	8	E/2NW & W/2NE
BELLA FEDERAL 41-7 NB-CD	3N	66W	8 & 7	7: E/2NE 8: W/2NW
BELLA FEDERAL 41-7 JSND	3N	66W	8 & 7	7: E/2NE 8: W/2NW
HSR-STEWART 2-18 CD-NB	3N	66W	18	W/2NE/4
HSR-STEWART 2-18 jsnd	3N	66W	18	E/2
HSR-STEWART 7-18A CD-NB	3N	66W	18	W/2NE/4
HSR-STEWART 7-18A jsnd	3N	66W	18	E/2
HSR-STEWART 10-18 CD-NB	3N	66W	18	W/2SE/4
HSR-STEWART 10-18A JSND	3N	66W	18	E/2
HSR-SHUTT FEDERAL 1-18A J	3N	66W	18	E/2
HSR-SHUTT FEDERAL 1-18A CN	3N	66W	18	E/2NE/4
SHUTT FEDERAL 8-18A JSND	3N	66W	18	E/2
SHUTT FEDERAL 8-18A CD-NB	3N	66W	18	E/2NE/4
SHUTT 9-18 C/N	3N	66W	18	E/2SE/4
SHUTT 9-18 JSND	3N	66W	18	E/2
SHUTT FEDERAL 16-18A nb-cd	3N	66W	18	E/2SE/4
SHUTT FEDERAL 16-18A jsnd	3N	66W	18	E/2
HSR-CAMP 15-18 CD-NB	3N	66W	18	W/2SE/4
MAUDE ANDERSON GAS UNIT 1 JSND	3N	66W	18	E/2
MAUDE ANDERSON GAS UNIT 2 JSND	3N	66W	18	E/2
MAUDE ANDERSON GAS UNIT 2 NB-CD	3N	66W	18	SE/4
BARRON FEDERAL 24-18 NB-CD	3N	66W	18	S/2NE/4 & N/2SE/4
BARRON 39-18 NB-CD	3N	66W	18 & 17	18: E/2SE/4 17: W/2SW/4
BARRON FEDERAL 37-18 NB-CD	3N	66W	18 & 19	18: S/2SE/4 19: N/2NE/4
BARRON FEDERAL 23-18 NB-CD	3N	66W	18	E/2SW & W/2SE/4

## Exhibit B

William Clancy, son of Georgia Kelly Clancy and William Clancy (probably deceased - unknown/cannot find)

Peggy Ann Stephenson, daughter of Margaret Mauss Stephenson and Ross Stephenson (deceased)

Adopted daughter, "Jane Doe" of Georgia Kelly Clancy and William Clancy (probably deceased - unknown/cannot find)