

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

IN THE MATTER OF THE
PROMULGATION AND ESTABLISHMENT
OF FIELD RULES TO GOVERN
OPERATIONS IN THE WATTENBERG
AND UNAMED FIELDS, WELD AND
MORGAN COUNTIES, COLORADO

CAUSE NO. 407

DOCKET NO.

APPLICATION TO AMEND ORDER

Petroleum Development Corporation (d/b/a PDC Energy, "Applicant"), by its undersigned attorneys, petitions the Commission to amend Order No. 407-374, entered August 2, 2010 ("the Order"), by adding a single, contiguous section of land to the area spaced by the Order, which Order established 11 drilling and spacing units consisting of approximately 640 acres each for the drilling of up to 2 horizontal wells in the Niobrara Formation, with the second well at the option of the Applicant, in the following lands:

Township 6 North, Range 60 West, 6th P.M. – Morgan County
Section 6: All

Township 6 North, Range 61 West, 6th P.M. – Weld County
Sections 1, 2, 3, 10 & 11: All

Township 7 North, Range 61 West, 6th P.M. – Weld County
Sections 25, 26, 34, 35 & 36: All

Applicant proposes to apply the provisions of the Order to:

Township 6 North, Range 61 West, 6th P.M. - Weld County
Section 14: All

("Application Lands")

In support whereof, Applicant states:

1. Applicant is a company duly authorized to conduct business in Colorado, is a registered operator in good standing with the Commission, and owns a substantial leasehold position in the Application Lands.

2. The Application Lands are unspaced with respect to the Niobrara Formation, and are subject to Rule 318A.a(4)C. Under said rule, Applicant may designate a drilling and spacing unit not smaller than a governmental quarter-quarter section if the well is to be located no closer than 460 feet to the quarter-quarter section line in which it is to be located.

3. Applicant requests the right to drill up to two horizontal wells in the Niobrara Formation in the drilling and spacing unit to be established pursuant to this Application, with the initial formation penetration, lateral leg, and terminus (bottom-hole location) of each well to be no closer than 460 feet from the boundaries of the drilling and spacing unit, regardless of internal lease lines, if any, within such unit.

4. Applicant agrees that said wells, absent an exception location request approved by the Director, shall be drilled from a surface location within any of the GWA windows designated by Rule 318A.a(1)&(2).

5. Applicant requests that the Commission take official notice of the findings contained in the Order, said findings being equally applicable to the Application Lands, which consist of one approximately 640 acre section of land, contiguous to and immediately south of Section 11, Township 6 North, Range 61 West, 6th P.M. (see Exhibit B), to wit:

A. The Niobrara Formation is a common source of supply underlying the Application Lands, and in order to promote efficient drainage of said formation, to prevent waste, and to protect correlative rights, the Commission should establish approximate 640 acre drilling and spacing units as requested by Applicant, and allow up to two (2) horizontal wells in each of said units, with the second well at the option of Applicant.

B. Drilling and spacing units of the specified size and configuration are not smaller than the maximum area that can be economically and efficiently drained by the proposed well(s).

C. The size and configuration of the proposed drilling and spacing units, and the proposed surface locations of the well(s) are consistent with GWA Rule 318A.

6. That, according to the information and belief of the Applicant, the names and addresses of the interested parties hereto are set forth in Exhibit A; and the undersigned certifies that copies of this Application will be served on each interested party within seven (7) days of the filing hereof, as required by Rule 503.e.

7. That a draft hearing notice will be submitted by Applicant within seven (7) days of the filing hereof.

8. That Applicant agrees to be bound by an oral order of the Commission.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in October, 2010; that notice be given as required by law; and that upon such hearing this Commission enter its order consistent with Applicant's requests as set forth above.

Dated this 31st day of August, 2010.

BEATTY & WOZNIAK, P.C.

By: _____
Kenneth A. Wonstolen #11090
216 Sixteenth Street, Suite 1100
Denver, Colorado 80202-5155
303-407-4499

Applicant's Address:
1775 Sherman Street, Suite 3000
Denver, CO 80203

VERIFICATION

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

Carrie Eggleston, of lawful age, being first duly sworn upon oath, deposes and says that she is the Landman for PDC Energy 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.

Carrie Eggleston

Subscribed and sworn to before me this _____ day of August, 2010.

Witness my hand and official seal.

My commission expires:_____

Notary Public

EXHIBIT A
Interested Parties

Paul Nathan Babb
290 Westdale Drive
Santa Cruz, CA 95060

Gail Allison Perrigo
1338 Fourth Street
Kirkland, WA 98033

Bernice B. Frank Trust
2701 Valley Oak Drive
Loveland, CO 80538

L C Juhland
C/O Glen Juhl
350 W 13th Street
Garner, IA 50438

Noble Energy, Inc.
1625 Broadway, Suite 2000
Denver, CO 80202

Bonnie Taylor Wulff
21 Newell Court
Menands, NY 12204.

Diversified Operating Corporation
15000 West 6th Avenue, #102
Golden, CO 80401

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AFFIDAVIT OF MAILING

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

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

That he is the attorney for PDC Energy, that on or before September 1, 2010, 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 to the Application.

Kenneth A. Wonstolen

Subscribed and sworn to before me August ____, 2010.

Witness my hand and official seal.

My commission expires: _____.

Notary Public