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

IN THE MATTER OF THE APPLICATION	)	
OF NOBLE ENERGY, INC. FOR AN	)	
ORDER POOLING CERTAIN	)	CAUSE NO. 407
NONCONSENTING INTERESTS IN THE	)	
CODELL AND NIOBRARA FORMATIONS	)	DOCKET NO.
IN ESTABLISHED DRILLING AND	)	
SPACING UNITS LOCATED IN THE	)	
WATTENBERG FIELD, WELD COUNTY,	)	
COLORADO	,	

#### **AMENDED APPLICATION**

**COMES NOW**, Noble Energy, Inc. ("Applicant"), by and through its undersigned counsel, and makes application to the Oil and Gas Conservation Commission of the State of Colorado ("COGCC") for an order pooling certain nonconsenting interests for wells drilled to the Codell/Niobrara Formations in the lands described in Paragraph 2, such lands comprising 160-acre drilling and spacing units for the Codell/Niobrara Formations, pursuant to Commission Order 407 *et seg.* In support thereof, Applicant states as follows:

- 1. Applicant is a corporation duly authorized to conduct business in the State of Colorado, and is a registered operator in good-standing with the COGCC.
  - 2. Applicant owns leasehold interests in the units requested for pooling:

Township 4 North, Range 65 West, 6<sup>th</sup> P.M. Section 6: W/2SW/4

Township 4 North, Range 66 West, 6<sup>th</sup> P.M.

Section 1: E/2SE/4

Weld County, Colorado

3. COGCC Order No. 407-87 established the 160-acre drilling and spacing units for the production of gas from the Codell and Niobrara Formations underlying certain lands, including the Application Lands described below. On April 27, 1998, the Commission adopted Rule 318A, which, among other things, allowed certain drilling locations to be utilized to drill or twin a well, deepen a well or recomplete a well and to commingle any or all of the Cretaceous Age Formation from the base of the Dakota Formation to the surface. On December 5, 2005, Rule 318A was amended to, among other

things, allow interior infill and boundary wells to be drilled and wellbore spacing units to be established. The Application Lands are subject to this Rule for the Codell and Niobrara Formations.

4. Applicant seeks an order, pursuant to Rule 318A.a(4)C, establishing an approximate 160-acre wellbore spacing unit for the below described Application Lands for the production of oil and associated hydrocarbons from the Codell and Niobrara Formations, and to pool all non-consenting interests in that 160-acre wellbore spacing unit, for the development and operation of the Codell and Niobrara Formations.

Township 4 North, Range 65 West, 6<sup>th</sup> P.M. Section 6: W½SW¼

Township 4 North, Range 66 West, 6<sup>th</sup> P.M. Section 1: E½SE¼

## ("Application Lands").

- **5**. Applicant proposes drilling the well listed below and shown on the plat attached hereto as <u>Exhibit 1</u>, for which it is requesting that this order apply, as of the spud date of the well:
  - Gemini G06-33

Applicant plans to spud this well on or about December 29, 2009.

- **6.** The interested parties listed on <u>Exhibit 2</u>, attached hereto, own leasehold working interests in the referenced lands and have been offered the opportunity to participate in the well, but have failed to respond to such offers.
- 7. The correspondence to North American Oil & Gas, Inc. and Trailblazer Oil & Gas, Inc. were returned as undeliverable, and Applicant has been unable to locate these parties, or a successor in interest, despite diligent efforts.
- **8**. Anadarko E&P Company, LP has acknowledged receipt of the correspondence but has not yet agreed to participate in the well.
- **9**. Applicant has not received any response from Merit Energy Company concerning the proposed well.
- **10**. Petro-Canada Resources (USA) Inc. has signed a Joint Operating Agreement with Applicant regarding the proposed well.
- **11**. Authorizations for Expenditure ("AFEs") containing the information required by COGCC Rule 530.a were sent to the interested parties regarding the

well more than thirty (30) days prior to the date of the hearing on this Application. Copies of the Notice of 318A.e. well proposal letters are attached as Exhibit 3. Also attached are copies of letters and AFEs with AFEs attached as Exhibit 4.

- **12**. The name and last-known address of the interested parties are set forth in Exhibit 2, and the undersigned certifies that copies of this Application will be served on all interested parties within seven (7) days of the date hereof, as required by COGCC Rule 503.e.
- **13**. That in order to prevent waste, to protect correlative rights, and in the best interests of conservation, the non-consenting interest of the interested parties in the described lands should be pooled for the Codell/Niobrara Formations in accordance with C.R.S 34-60-116 and COGCC Rule 530.

WHEREFORE, Applicant requests that this matter be set for hearing at the next available opportunity and that notice thereof be provided as required by law, and that upon such hearing, this Commission enter its order:

- A. That all of the leasehold working interests of the interested parties in the lands and well described in this Application be pooled involuntarily with respect to the Codell/Niobrara Formations, and that all interested parties that have not agreed to participate in the well be treated as nonconsenting owners under C.R.S. 34-60-116 and be made subject to the terms and penalties provided for therein, as of the spud date of the well described in this Application.
- B. For such other findings and orders as the Commission may deem proper or advisable in this matter.

RESPECTFULLY SUBMITTED THIS .	DAY OF <b>JANUARY, 2010</b> .
	BEATTY & WOZNIAK, P.C.

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

Kenneth A. Wonstolen Andrew A. Bremner 216 16<sup>th</sup> Street, Suite 1100 Denver, CO 80202 303-407-4499 kwonstolen@bwenergylaw.com abremner@bwenergylaw.com

ATTORNEYS FOR NOBLE ENERGY, INC.

## **VERIFICATION**

STATE OF COLORADO		)		
CITY AND COUNTY OF DENVER		)	SS.	
Chuck Snure, Land Supervised deposes and says that he has statements contained therein are tradelief.	read the fo	regoi	•	
	NOBLE	ENE	ERGY INC.	
E	By: Chuck Snu	re, L	and Supervisor, Wattenberg	
Subscribed and sworn to before me this day of <b>January</b> , <b>2010</b> , by Chuck Snure, Land Supervisor of Noble Energy Inc.				
Witness my hand and officia	ıl seal.			
My commission expires:				
<u> </u>	Notary Public			

# BEFORE THE OIL AND GAS CONSERVATI ON COMMISSION OF THE STATE OF COLORADO

IN THE MATTER OF THE APPLICATION OF NOBLE ENERGY, INC. FOR AN ORDER POOLING CERTAIN NONCONSENTING INTERESTS IN THE CODELL AND NIOBRARA FORMATIONS IN ESTABLISHED DRILLING AND SPACING UNITS LOCATED IN THE WATTENBERG FIELD, WELD COUNTY, COLORADO	) ) CAUSE NO. 407 ) DOCKET NO. ) )
<u>AFFIDAVIT (</u>	OF MAILING
STATE OF COLORADO )	SS.
CITY AND COUNTY OF DENVER )	55.
Andrew A. Bremner, of law his oath, states and declares:	ful age, and being first duly sworn upon
<b>January</b> , <b>2010</b> , he caused a Application in the subject docket to	ey for Noble Energy, Inc., that on a copy of the attached <b>Amended</b> be deposited in the United States to the parties listed on Exhibit 2 to
I	Ву:
	Andrew A. Bremner
Subscribed and sworn to before me	e this day of January, 2010.
Witness my hand and official seal.	
My commission expires:	
Ī	Notary Public

## **EXHIBIT 2**

## **INTEREST PARTIES**

Petro-Canada Resources (USA) Inc. 999 18th St., Ste. 600 Denver, CO 80202

Merit Energy Partners 13727 Noel Road, Ste. 2000 Dallas, TX 75240

Anadarko E&P Company LP 1099 18th St., Ste. 1800 Denver, CO 80202

North American Oil & Gas, Inc., aka North American Oil & Gas Co. 4960 39th Ave. Denver, CO 80207

M. E. Hagan Est. c/o Marjorie Williams 813 S. Youngfield Lakewood, CO 80228

Trailblazer Oil & Gas, Inc. 7220 Trade St., Ste. 103 San Diego, CA 92121