

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

IN THE MATTER OF THE APPLICATION OF
ANADARKO E&P COMPANY LP FOR AN
ORDER ESTABLISHING THREE DRILLING AND
SPACING UNITS FOR HORIZONTAL WELLS IN
THE NIOBRARA FORMATION UNDERLYING
ALL OR PORTIONS OF SECTIONS 13, 14, 15,
22, 23 AND 24 IN TOWNSHIP 12 NORTH,
RANGE 65 WEST, 6TH P.M., WELD COUNTY,
COLORADO

CAUSE NO. _____

DOCKET NO. _____

APPLICATION

COMES NOW Anadarko E&P COMPANY LP ("Applicant"), by its undersigned attorneys, and makes application ("Application") to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order establishing three drilling and spacing units for the production of oil and associated hydrocarbons from the Niobrara Formation and allowing the drilling of up to two (2) horizontal wells in each such unit. The proposed units are comprised of the following described lands in Weld County, Colorado:

DSU 1: Township 12 North – Range 65 West, 6th P.M.
 Section 15: Lots 1-4
 92.00 Acres

 Section 22: All
 640.00 Acres

 Total: 732.00

DSU 2: Township 12 North – Range 65 West, 6th P.M.
 Section 14: Lots 1-4
 80.00 Acres

 Section 23: All
 640.00 Acres

 Total: 720.00

DSU 3: Township 12 North – Range 65 West, 6th P.M.
 Section 13: Lots 1-4
 68.80 Acres

 Section 24: All
 640.00 Acres

 Total: 708.80

(hereinafter "Application Lands")

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

1. That Applicant is a corporation duly authorized to conduct business in the State of Colorado and is a registered operator in good standing with the Commission.
2. That Applicant owns a substantial leasehold interest in the Niobrara Formation underlying the Application Lands.
3. The Application Lands, as to the Niobrara Formation are currently unspaced and are subject to Commission Rule 318.a. which provides that a well to be drilled in excess of two thousand five hundred (2,500) feet in depth shall be located not less than six hundred (600) feet from any lease line, and shall be located not less than one thousand two hundred (1,200) feet from any other producible or drilling oil or gas well when drilling to the same source of supply, unless authorized by order of the Commission upon hearing.
4. Based upon geological studies and horizontal drilling of the Niobrara Formation in the same general area of the Application Lands, Applicant asserts that the Niobrara Formation may produce economic volumes of oil when drilled and completed within horizontal wells.
5. That appropriate setbacks for the drilling of the two (2) exploratory horizontal wells within each drilling and spacing unit for the Niobrara Formation of the Application Lands should be as follows:
 - (a) That the surface location may be located anywhere on the Application Lands or surrounding lands.
 - (b) That the initial perforation, lateral and terminus of the horizontal wells within the Niobrara Formation shall be located no closer than 600 feet from the boundary of the established drilling and spacing unit.
 - (c) That the lateral within the Niobrara Formation shall be located no closer than 600 feet from any other wellbore on the Application Lands which has perforated the Niobrara Formation.
6. That the proposed drilling and spacing units will allow more efficient development of the oil and gas resources within the Niobrara Formation, will prevent waste and will not violate correlative rights.
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.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in February 2011; 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 December, 2010.

Respectfully submitted,

ANADARKO E&P COMPANY LP

By: _____
William A. Keefe
Beatty & Wozniak, P.C.
Attorneys for Applicant
216 16th Street, Suite 1100
Denver, Colorado 80202
(303) 407-4499

Applicant's Address:
1099 18th Street, Suite 1800
Denver, CO 80202

VERIFICATION

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

Patrick McGraw, Landman with Anadarko E&P Company LP, upon oath deposes and says that he has read the foregoing Application and that the statements contained therein are true to the best of his knowledge, information and belief.

ANADARKO E&P COMPANY LP

Patrick McGraw, Landman

Subscribed and sworn to before me this _____ day of December, 2010 by Patrick McGraw, Landman for Anadarko E&P Company LP.

Witness my hand and official seal.

My commission expires:_____

Notary Public

EXHIBIT A
INTERESTED PARTIES

Anadarko Land Corp.
1099 18th Street, Suite 1800
Denver, CO 80202

Anadarko E&P Company LP
1099 18th Street, Suite 1800
Denver, CO 80202

Gadeco, LLC
Attn: Jack J. Grynberg
3600 South Yosemite Street, Suite 900
Denver, CO 80237

Legacy Land Trust
214 South Colleg Avenue
Fort Collins, CO 80524

Chalk Bluffs Foundation for
Historic Preservation and Conservation
9 East Glenbrook Circle
Richmond, VA 23229

Mark T. Cox IV
9 East Glenbrook Circle
Richmond, VA 23229

Celia Greenman
Colorado Division of Wildlife
6060 Broadway
Denver, CO 80216

Kent Kuster
Colorado Department of
Public Health & Environment
4300 Cherry Creek Drive South
Denver, CO 80246-1530

Bruce T. Barker
Weld County
P.O. Box 758
Greeley, CO 80632

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

IN THE MATTER OF THE APPLICATION OF
ANADARKO E&P COMPANY LP FOR AN
ORDER ESTABLISHING THREE DRILLING AND
SPACING UNITS FOR HORIZONTAL WELLS IN
THE NIOBRARA FORMATION UNDERLYING
ALL OR PORTIONS OF SECTIONS 13, 14, 15,
22, 23 AND 24 OF, TOWNSHIP 12 NORTH,
RANGE 65 WEST, 6TH P.M., WELD COUNTY,
COLORADO

CAUSE NO. _____

DOCKET NO. _____

AFFIDAVIT OF MAILING

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

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

That he is the attorney for Anadarko E&P Company LP and that on or before December ___, 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.

William A. Keefe

Subscribed and sworn to before me December __, 2010.

Witness my hand and official seal.

My commission expires: _____.

Notary Public