

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

IN THE MATTER OF THE APPLICATION OF
CONTINENTAL RESOURCES, INC. FOR AN
ORDER ESTABLISHING AN APPROXIMATE
1,280 ACRE DRILLING AND SPACING UNIT
FOR THE NIOBRARA FORMATION
UNDERLYING CERTAIN DESCRIBED LANDS IN
WELD COUNTY, COLORADO

CAUSE NO.

DOCKET NO.

APPLICATION

COMES NOW Continental Resources, Inc. ("Applicant"), a Delaware corporation, by its attorneys, Beatty & Wozniak, P.C., and makes application to the Oil and Gas Conservation Commission of the State of Colorado for an order establishing an approximate one thousand, two hundred eighty (1,280) acre drilling and spacing unit for the drilling of a horizontal well in the Niobrara Formation underlying the following described lands in Weld County, Colorado:

Township 7 North, Range 62 West, 6th P.M.
Sections 1 and 12

(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.
2. That Applicant owns a leasehold interest in the Niobrara Formation underlying the Application Lands.
3. That the Application Lands currently are not spaced as to the Niobrara Formation and are subject to the Commission's Rule 318 which provides that wells 2,500 feet or deeper shall be located not less than six hundred (600) feet from any lease line and 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 common source of supply, unless authorized by order of the Commission upon hearing.
4. That Applicant is experienced in drilling horizontal wells with laterals in excess of 9000 feet.
5. That the Niobrara Formation underlying the Application Lands is ideal for the drilling of a horizontal well with a lengthy lateral.
6. That 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 having longer laterals.

7. That appropriate setbacks for the drilling of a horizontal well within the Niobrara Formation of the Application Lands should be as follows:

(a) That the surface location may be located anywhere on the Application Lands.

(b) That the lateral within the Niobrara Formation shall be located no closer than 600 feet from the section line of the Application Lands.

(c). That the lateral within the Niobrara Formation shall be located no closer than 300 feet from any other wellbore on the Application Lands which has penetrated the Niobrara Formation.

8. That the proposed drilling and spacing unit will allow more efficient development of the oil and gas resources within the Niobrara Formation, will not promote waste and will not violate correlative rights.

9. 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 October 2010; 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 February, 2011

BEATTY & WOZNIAK, P.C.

By: _____
William A. Keefe
216 Sixteenth Street, Suite 1100
Denver, Colorado 80202-5155
303-407-4475

VERIFICATION

[illegible]

Michael D. Schooley, of lawful age, being first duly sworn upon oath, deposes and says that he is a Landman for Continental Resources, Inc. 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.

Michael D. Schooley

Subscribed and sworn to before me this _____ day of February 2011.

Witness my hand and official seal.

My commission expires:_____

Notary Public

EXHIBIT A

Lloyd B. Reed, appears deceased
NO ADDRESS

Eleanor Lydia Currie, deceased
PO BOX 192
Morgan Hill, CA

Jerold C. Witt
2808 25th St. Rd.
Greeley, CO 80634

Heir appears to be Donald H. Currie

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

Jacquelyn J. Cone
261 Everett
North Bend, OR 97459

Russel H. Volk, appears deceased,
2001 Kirby Drive Suite 705
Houston, TX 77019

Harry Kilian
3822 Wickersham Lane
Houston, TX 77027

Carolyn J. Truitt
9830 Ellison Ave.
Omaha, NE 68134

Trustee of the Russell H. Volk Trust

Mildred R. Duell, Harvey H. & Helen M.
7576 Vardon Way
Ft. Collins, CO 80528

Joy Schaefer Henry
PO BOX 177
Bonsall, CA 92003

Robinson Interests I, Ltd.
5005 Riverway, Suite 200
Houston, TX 77056

John M. Briggs
1110 14th Ave
Greeley, CO

Conrad Schaefer, Jr,
3750 Drake Dr.
Loveland, CO 80538

Duell, POA

Esther Marie Witt
2574 19th Ave.
Greeley, CO 80631

Judy Schaefer Puett
34397 Whispering Oaks
Ridge Manor, FL 33525

Juanita J.Ball
2574 19th Ave.
Greeley, CO 80631

Joan Schaefer Lovet
368 Blue Windsor
Colorado Springs, CO 80906

Dave Deison
PO BOX 1177
Weatherford, TX 76086

James L. Witt
4313 S. Delaware
Springfield, MO 65804

First Presbyterian Church
5300 Main St.
Houston, TX 77004

JC Petroleum Royalty
PO BOX 922
Delhi, LA 71232

Charles R. Witt & Eilleen Witt JT
PO BOX 211
Doniphan, NE 68832

Kelly H. Baxter
PO BOX 11193
Midland, TX 79702

Esandco Ltd
PO BOX 12008
Houston, TX 77004

Howard C. Warren, deceased, Heir
appears to be:
125 F.M. 1660
Taylor, TX 76574

Federal Royalty Properties
2001 Kirby, Suite 1210
Houston, TX 77019

N.C. Ginther
1714 Esperson Bldg.
Houston, TX

Hazel Owens
Route 4, Box 67
Frankford, WV 24938

W.L. Ginther
1714 Esperson Bldg.
Houston, TX

Johnny Mitchell, Trustee
NO ADDRESS

Roderick L. Suter
185 St. James Place
Brooklyn, NY 10038

Isaac W. Norman, Trustee of Fay's Trust
NO ADDRESS

Cimarron Minerals LLC C/O Frost
National Bank
600 Jefferson, 4th Floor
Houston, TX 77002

Est. of Marvin Sterl Bowes,
C/O Zella Bowes
Route 4, Box 63-A
Frankford, WV 24938

Diane R. Kliewer
2821 Wexley Rd.
Bloomington, IN 47401

Morris Rauch
NO ADDRESS

C.J. Thibodeaux
Cotton Exchange Bldg.
Houston, TX

Velma Sites Brackenrich
Vaga Route 4, Box 99
Frankford, WV 24938

Rex E. Hudson
NO ADDRESS

E.J. Pulaski
NO ADDRESS

A. Macy Smith
421 Cotton Exchange Bldg.
Houston, TX

Leonard Rauch
NO ADDRESS

George A. Butler
NO ADDRESS

Louis Pulaski
NO ADDRESS

W.C. DeArman
NO ADDRESS

J.A. Gray
NO ADDRESS

Marton Nadelman
NO ADDRESS

Rheba Joan Spiner
NO ADDRESS

Gerald Rauch
NO ADDRESS

M.M. Feld
NO ADDRESS

Joe Darsky, Trustee
NO ADDRESS

Veda Mae Glesby
NO ADDRESS

J.E. Leicher
NO ADDRESS

A.I. Lack
NO ADDRESS

J. S. Oshman
NO ADDRESS

John S. Gibson Production, LLC
PO BOX 482
Ft. Morgan, CO 80701

Betty Ann Sud
NO ADDRESS

A.I. Axelrod
NO ADDRESS

Hannon & Associates, Inc.
1615 California Street, Suite 623
Denver, CO 80202

Cheapeake Exploration, LLC
PO BOX 18496
Oklahoma City, OK 73154-0496

H.W. Krakower
NO ADDRESS

Dan J. Pulaski
NO ADDRESS

Noble Energy, Inc.
1625 Broadway, Suite 2200
Denver, CO 80202

Dean M. Meyers
NO ADDRESS

Joe Weingarten
NO ADDRESS

Abe Weingarten
NO ADDRESS

Irving Alexander
NO ADDRESS

Grindstone Resources, LLC
5228 Lonetree Drive
Loveland, CO 80537

Flatiron Energy Company
6666 Gunpark Drive, Suite 200
Boulder, CO 80301

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AFFIDAVIT OF MAILING

STATE OF COLORADO)
)
CITY AND COUNTY OF DENVER)

ss.

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

That he is the attorney for Continental Resources, Inc., that on or before February _____, 2011, 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 February _____, 2011.

Witness my hand and official seal.

My commission expires: _____.

Notary Public