

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 ALLOWING A VARIANCE FROM)
RULE 318A.f. FOR THE NW¼ OF SECTION 2,)
TOWNSHIP 1 NORTH, RANGE 68 WEST, 6TH)
P.M., IN THE WATTENBERG FIELD, WELD)
COUNTY, COLORADO)

Cause No. 407

Docket No. _____

APPLICATION

COMES NOW Kerr-McGee Oil & Gas Onshore LP ("Applicant"), by and through its undersigned attorneys, and makes application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission"), for an order: (i) approving a variance from Commission Rule 318A.f. that establishes a limit of eight (8) producing completions for the J-Sand, Codell and Niobrara Formations as applied to the NW¼ of Section 2, Township 1 North, Range 68 West, 6th P.M., Weld County, Colorado ("Application Lands"), and (ii) allowing a total of twelve (12) producing completions for the J-Sand, Codell and Niobrara Formations for the Application Lands. 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 all or a substantial portion of the leasehold interests on the Application Lands.
3. On February 19, 1992, the Commission issued Order No. 407-87 (amended August 20, 1993), which among other things, established 80-acre drilling and spacing units for the production of oil and/or gas from the Codell and Niobrara Formations underlying certain lands, including the Application Lands, with the permitted well locations in accordance with the provisions of Order No. 407-1. Order No. 407-1 (amended on March 29, 2000 in accordance with Order No. 407-17, entered November 18, 1985), among other things, established 80-acre drilling and spacing units for the production of oil and/or gas and associated hydrocarbons from the Codell Formation underlying certain lands, including the Application Lands, with the drilling and spacing unit to be designated by the operator drilling the first well in the quarter section, (or the Director, if the operator fails to designate). The permitted well shall be located in the center of either 40-acre tract within the drilling and spacing unit with a tolerance of 200 feet in any direction. The operator shall have the option to drill an additional well on the undrilled 40-acre tract in each 80-acre drilling and spacing unit.
4. On April 27, 1998, the Commission adopted Rule 318A, which, among other things, established drilling windows and 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. The Application Lands are subject to the foregoing Order and Rule 318A. Pursuant to Rule 318A.j., Rule 318A supersedes all prior Commission drilling and spacing orders affecting well location and density requirements of GWA wells.
5. Commission Rule 318A.f. provides that Rule 318A does not limit the number of wells that may be located within the Greater Wattenberg Area windows but, absent a Commission order

otherwise, there shall be no more than eight (8) producing completions in the J-Sand, Codell or Niobrara Formations in any 160-acre governmental quarter section.

6. There is currently one (1) existing producing well on the Application Lands. Applicant proposes to directionally drill eleven (11) wells, for a total of twelve (12) wells (i.e. producing completions), for the production of oil, gas, and associated hydrocarbons from the J-Sand, Codell Formation or Niobrara Formations on the Application Lands.

7. The well orientation and proposed bottomhole locations of the additional four (4) wells will result in the NW¼ of Section 2, Township 1 North, Range 68 West containing twelve (12) wells. The drilling of the Dacono 28-2, Dacono 30-2, Dacono 31-2, and Dacono 32-2 Wells will result in such wells being the ninth (9th), tenth (10th), eleventh (11th), and twelfth (12th) wells, respectively, in the NW¼ of Section 2, Township 1 North, Range 68 West. Well Location Certificates for the Dacono 28-2, Dacono 30-2, Dacono 31-2, and Dacono 32-2 Wells are attached hereto.

8. The surface locations for the Dacono 28-2, Dacono 30-2, Dacono 31-2, and Dacono 32-2 Wells are located within an established drilling window pursuant to Commission Rule 318A.a. Further, the wells will be drilled concurrently therefore having minimal additional impact to the surface.

9. Applicant requests that this Commission approve a variance from the eight (8) well limit in Commission Rule 318A.f. and allow a total of twelve (12) wells to be drilled and completed to the J-Sand, Codell, or Niobrara Formations for the Application Lands.

10. Applicant asserts that this request to exceed the eight (8) well limit in the NW¼ of Section 2, Township 1 North, Range 68 West is made in order to prevent waste and to maximize the efficient and economic production of the Codell Formation and Niobrara Formation hydrocarbon reserves without adversely affecting correlative rights of adjacent owners.

11. Applicant has notified the parties listed on Exhibit A pursuant to Commission rules.

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:

A. Approving a Commission Rule 502.b. variance from the eight (8) well limit in Commission Rule 318A.f. and allow a total of twelve (12) wells to be drilled and completed to the J-Sand, Codell or Niobrara Formations for the Application Lands;

B. Approving the surface locations for Dacono 28-2, Dacono 30-2, Dacono 31-2, and Dacono 32-2 Wells as located within an established drilling window pursuant to Commission Rule 318A.a. and confirming that the drilling of such wells will result in minimal additional surface impact;

C. Finding that allowing a total of twelve (12) wells on the Application Lands will prevent waste, protect correlative rights, and will maximize the efficient and economic production of the J-Sand, Codell, and Niobrara Formations on the Application Lands; and

D. Granting any other relief necessary to prevent waste and protect correlative rights of the adjacent owners.

Dated this 17th day of March, 2011.

Respectfully submitted,

KERR-MCGEE OIL & GAS ONSHORE LP

By: _____

Jamie L. Jost
Michael J. Wozniak
Beatty & Wozniak, P.C.
Attorneys for Applicant
216 16th Street, Suite 1100
Denver, Colorado 80202
(303) 407-4499

Applicant's Address:

P.O. Box 173779
Denver, CO 80217-3379

VERIFICATION

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

David Kulmann, of lawful age, being first duly sworn upon oath, deposes and says that he is Attorney-in-Fact for Kerr-McGee Oil & Gas Onshore LP 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.

David Kulmann, Regulatory Affairs Supervisor
Kerr-McGee Oil & Gas Onshore LP

Subscribed and sworn to before this ____ day of March, 2011.

Witness my hand and official seal.

[SEAL]

My commission expires: _____

Notary Public

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AFFIDAVIT OF MAILING

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

Jamie L. Jost of lawful age, and being first duly sworn upon her oath, states and declares:

That she is the attorney for Kerr-McGee Oil & Gas Onshore LP, that on or before March ___, 2011, she attempted to cause 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, but there is no known address for such parties.

Jamie L. Jost

Subscribed and sworn to before me on March ___, 2011.

Witness my hand and official seal.

My commission expires: _____.

Notary Public

EXHIBIT A
INTERESTED PARTIES

June Ann Pease
34750 Church Road
Warren, OR 97053-9609

Lucille Armstrong
701 E. Lassen Ave. #134
Chico, CA 95973

Roberta A. Hensley
985 California St.
Rodeo, CA 84572

Beverly J. Collins
2764 s. Golden Way
Denver, CO 80227-3846

Betty Jean Gilkinson
16008 NE 26th St.
Bellevue, WA 98008-2203

Freda June Erwin
4020 Corbin
Billings, MT 59106

Viola Lara
1836 Winchester Dr.
Manteca, CA 95336

The Heirs and Devisees
of Richard Thomas Cosslett
C/O Freda June Erwin
4020 Corbin
Billings, MT 59106

Vivian Nelson, Trustee of the Vivian Nelson Trust
5642 McDonald Ave.
Neward, VA 94560

Frederick Development Company Inc.
2500 Arapahoe Ave., Suite 220
Boulder, CO 80302

David P. Nelson Family Partnership, LLP
11023 W. Hinsdale Dr.
Littleton CO 80127-3417

Carol N. Coburn Family Limited Partnership, LLP
5133 W. Jointbir Lane
Marana, AZ 85658

Kent P. Nelson Family Partnership, LLP
1449 Ajax Way
Longmont, CO 80504

State of Colorado, Department of Highways
CO Dept. of Transportation
4201 E. Arkansas Ave.
Denver, CO 80222

Cecilia M. Gorce Trust
P.O. Box 161
Boulder, CO 80306

Marjorie M. Zimmerman
650 Kenwood Dr.
Menlo Park, CA 94025

McWilliams LLC
620 Lantern Parkway
Kerrville, TX 78028

Donna M. Schnitzen
As Trustee of the Donna M. Schnitzen
Family Trust
446 Mallard Dr.
Santa Rosa, CA 95401

Marcella I. Koll
Trustee of the Koll Trust dated 2/8/90
Sub-Trust A
1408 Highland Ave.
Glendale CA 91202-1469

Fairchild/Zimmerman LLC
40499 Glen Meadow Pl.
Aldie, VA 20105

Melvin Dinner
3660 E. Dartmouth
Denver, CO 80210

Dacono 25 Partners, LLC
2404 N. Rio Grande Ave.
Orlando, FL 32804

Mary Naomi Woolley
Mary Alice Billings as Personal Rep. of Estate
2246 Riverside Dr.
Lyons, CO 80540

Dacono 25 Partners, LLC
2404 N. Rio Grande Ave.
Orlando, FL 32804

David Bauer
Weld County Government
1111 H Street
Greeley, CO 80632

Anadarko Land Corp.
P.O. Box 173779
Denver, CO 80217-3779

Grant Brothers, A partnership

Fred B. Foreman
L.B. Flanders as Personal Rep of his Estate
401 Main St., Suite 1
Longmont, CO 80501

Haley Land Company, LLC
14491 WCR 5
Longmont CO 80504

The Woolley Family Trust
C/O Donna Woolley Trustee
P.O. Box 223
Allenspark, CO 80510

C & M Resources, LLC
C/O Susan Troudt
16 Sunset Circle
Longmont CO 80501

Alan F. Hobbs
2309 11th St SW
Great Falls, MT 59404

Glenn Troudt
16 Sunset Circle
Longmont CO 80501

Carla Johnson Hobbs
2309 11th St SW
Great Falls, MT 59404

Susan Johns Troudt
16 Sunset Circle
Longmont CO 80501

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

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