

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

IN THE MATTER OF THE APPLICATION OF CONDOR
ENERGY TECHNOLOGY LLC FOR AN ORDER
POOLING ALL INTERESTS IN THE NIOBRARA
FORMATION IN A 640-ACRE DRILLING AND SPACING
UNIT IN WELD COUNTY, COLORADO

CAUSE NO.

DOCKET NO.

APPLICATION

COMES NOW Condor Energy Technology LLC ("Applicant"), by its attorneys, Beatty & Wozniak, P.C., and makes application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order pooling all interests for the development of the Niobrara Formation on the following described lands:

Township 7 North, Range 59 West
Section 32

Weld County, Colorado

(hereinafter "Application Lands").

In support of its application, Applicant states and alleges as follows:

1. Applicant is a limited liability company duly authorized to conduct business in the State of Colorado, and is a registered operator in good standing with the Commission.
2. Applicant holds the right to operate for a substantial portion of the Application Lands.
3. Applicant has filed, concurrently with this Application, a spacing application requesting that the Commission establish three (3) exploratory drilling and spacing units of approximately 640 acres each, one of which applies to the Application Lands. The concurrent spacing application also requests the right to drill and complete up to two (2) horizontal wells in each exploratory 640-acre drilling and spacing unit.
4. Applicant, pursuant to the provisions of C.R.S. § 34-60-116 (6) & (7) and Commission Rule 530, seeks an order pooling all interests in the Application Lands for the development of the Niobrara Formation, including any nonconsenting interests therein.
5. Applicant requests that the Commission's pooling order be made effective as of the earlier of the date of this Application, or the date that the costs specified in C.R.S. § 34-60-116(7)(b)(II) are first incurred for the drilling of a horizontal well to the Niobrara Formation on the Application Lands.
6. Applicant certifies that copies of this Application will be served on all persons owning an interest in the mineral estate of the tracts to be pooled within seven (7) days of the date hereof, as required by Rule 507.b(2), and that at least thirty (30) days prior to the hearing on this matter, each such interest owner not already leased or voluntarily pooled will be offered the opportunity to

lease, or to participate in the drilling of the well, and will be provided with the information required by Rule 530. The list of such interested parties is attached hereto as Exhibit A.

7. That in order to prevent waste and to protect correlative rights, all interests in the Application Lands should be pooled for the orderly development of the Niobrara Formation, including any nonconsenting interests therein.

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

A. Pooling all interests in the Application Lands for the development of the Niobrara Formation.

B. Providing that the Commission's pooling order is made effective as of the earlier of the date of this Application, or the date that the costs specified in C.R.S. § 34-60-116(7)(b)(II) are first incurred for the drilling of a horizontal well to the Niobrara Formation on the Application Lands.

C. Providing that the interests of any owners with whom the Applicant has been unable to secure a lease or other agreement to participate in the drilling of the authorized well are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(7), and made subject to the cost recovery provisions thereof.

D. For such other findings and orders as the Commission may deem proper or advisable in this matter.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in March, 2012, that notice be given as required by law, and that upon such hearing, the Commission enter its order consistent with Applicant's request as set forth above.

Dated: January __, 2012.

Respectfully submitted:

CONDOR ENERGY TECHNOLOGY LLC

By:

Jamie L. Jost
Kenneth A. Wonstolen
Beatty & Wozniak, P.C.
Attorneys for Applicant
216 16th Street, Suite 1100
Denver, Colorado 80202

Applicant's Address:

Condor Energy Technology LLC
c/o STXRA
ATTN: Sean Fitzgerald
1416 Campbell, Building B, Suite 204
Houston, Texas 77055

VERIFICATION

STATE OF CALIFORNIA)
) ss.
COUNTY OF _____)

Clark Moore, Executive Vice President, with Condor Energy Technology LLC, 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.

CONDOR ENERGY TECHNOLOGY LLC

Printed Name: _____
Title: Executive Vice President

Subscribed and sworn to before me this _____ day of January, 2012, by Clark Moore,
_____ for Condor Energy Technology LLC.

Witness my hand and official seal.

My commission expires: _____

Notary Public

EXHIBIT A

Condor Energy Technology LLC
Attn: Clark Moore
3315 Highway 50
Silver Springs, Nevada 89429

Esenjay Oil & Gas, Ltd.
Attn: Linda D. Schibi, Vice President, Land
500 N. Water Street
Suite 1100 S
Corpus Christi, TX 78401-0236

Winn Exploration Co., Inc.
Attn: Michael W. Calley
800 North Shoreline Blvd.
Suite 1900 North
Corpus Christi, TX 78401

Crain Energy, Ltd.
Attn: Darren Groce, Legal/Land
222 East Tyler Street
PO Box 2146
Longview, TX 75606

Lacy Properties, Ltd.
Attn: Darren Groce, Legal/Land
222 East Tyler Street
PO Box 2146
Longview, TX 75606

Evolution Oil & Gas
19619 Mills Meadow Lane
Houston, TX 77094

Patty L Ford and Cindy L Loyd, as Co-
Trustees of the John E Ford Family Trust
2202 West 69th Ave
Greeley, CO 80634

Patty L Ford and Cindy L Loyd, as Co-
Trustees of the John E Ford Family Trust
1790 North 15th Street
Abilene, TX 79603-4434

Jud Orendorff Roberts and Marilyn
Hubbard Roberts as Trustees of the
Roberts Living Trust
260 S. Los Robles Avenue,
Suite 114,
Pasadena, CA 91101

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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 Condor Energy Technology LLC, that on or before January ___, 2012, she 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.

Jamie L. Jost

Subscribed and sworn to before me on January ____, 2012.

Witness my hand and official seal.

My commission expires: _____.

Notary Public