

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

IN THE MATTER OF THE APPLICATION OF  
CHESAPEAKE EXPLORATION, LLC TO  
AFFIRM ORDER NO. 535-94

CAUSE NO: 535

DOCKET NO:

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**APPLICATION**

COMES NOW, Chesapeake Exploration, LLC ("Applicant"), by and through its undersigned attorneys, and makes application to the Oil and Gas Conservation Commission of the State of Colorado ("COGCC"), to affirm Order No. 535-94 so that it may be applied to interests that were not provided notice of the initial hearing on said order. Order No. 535-94 pooled all interests for the development of the Niobrara Formation underlying:

Township 8 North, Range 66 West, 6<sup>th</sup> P.M.

Section 20: All

Weld County, Colorado (hereinafter "Application Lands")

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

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado.
2. On August 29<sup>th</sup>, 2011 Applicant filed an Application for an order to pool all interests for the drilling of a horizontal Niobrara well in the Application Lands ("Pooling Application") in anticipation of drilling the Brent 20-8-66 1H Well.
3. Applicant provided notice and offers to participate or lease to those persons owning an interest in the mineral estate of the Application Lands then known to Applicant, in accordance with Commission rules.
4. Commission Order No. 535-94, effective October 31, 2011, pooled all interests in the Application Lands, and subjected any nonconsenting interests to the cost recovery provisions of C.R.S. § 34-60-116(7).
5. Subsequent to the October 31, 2011, hearing, Applicant learned of additional mineral interest owners within the Application Lands to whom notice of the Pooling Application, as well as offers to lease or participate had not been provided.
6. The grounds upon which Applicant sought the pooling order, and upon which Order No. 535-94 was entered, still pertain. Specifically:
  - (a) Applicant owns substantial leasehold interests in the Application Lands.

(b) The Application Lands were established as an approximate 640 acre drilling and spacing unit for the Niobrara Formation under Order No. 535-2, effective August 8, 2010.

(c) Applicant has drilled the Brent 20-8-66 1H Well, a horizontal well designed to test and produce oil and associated hydrocarbons from the Niobrara Formation underlying the Application Lands.

7. At least 30 days prior to the hearing on this application, Applicant will send to the previously unnoticed mineral interest owners an appropriate offer to lease or participate containing the information required under Rule 530.a.

8. The names and addresses of the previously unnoticed interest owners in the unit are set forth in Exhibit A hereto. Notice of this application will be provided to such owners within seven (7) days of the filing hereof.

WHEREFORE, Applicant requests that this matter be set for hearing, that notice thereof be given as required by law, and that upon such hearing the Commission enter its order affirming Order No. 535-94 so that it applies to all interests in the Application Lands, including said previously unnoticed interest owners, and for such other findings and orders as the Commission may deem proper or advisable in the premises.

DATED this 17th day of February, 2012.

Respectfully submitted:

Chesapeake Exploration, LLC

By:

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Kenneth A. Wonstolen  
Beatty & Wozniak, P.C.  
216 Sixteenth St. –Suite 1100  
Denver, Colorado 80202  
Telephone No.:(303) 407-4475

Applicant's Address:

Chesapeake Exploration, LLC.  
ATTN: Nick Watkins  
6100 N. Western Avenue  
Oklahoma City, OK 73118

## VERIFICATION

STATE OF OKLAHOMA

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SS.

COUNTY OF OKLAHOMA

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Nick Watkins of lawful age, being first duly sworn upon oath, deposes and says that he is District Landman for Chesapeake Exploration, LLC 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.

By: \_\_\_\_\_  
Nick Watkins

Subscribed and sworn to before me this 17th day of February, 2012.

Witness my hand and official seal.

My commission expires: \_\_\_\_\_

**Notary Public**

**Exhibit A**  
**Additional Interested Parties**

Donald Anderson  
3765 Wildfire Road  
East Helena, MT 59635

Deborah Quinn  
Heir to E. Jane Smith  
7810 Larkwood Street  
Commerce City, CO 80022

Estate of E. Jane Smith  
c/o Deborah Quinn  
7810 Larkwood Street  
Commerce City, CO 80022

Elmer Borgens, or Heirs of Elmer Borgens  
Unknown Address

Centennial Mineral Holdings, LLC  
5950 Cedar Springs Rd., Suite 200  
Dallas, TX 75235

Laurene Berger Irrevocable Trust Under Agreement  
fbo Laurene Berger Brooks  
U.S. Bank National Association, Trustee  
P.O. Box 17532 (CNDT0615)  
Denver, CO 80217

Laurene Berger Irrevocable Trust Under Agreement  
fbo Susan B. Sheridan  
U.S. Bank National Association, Trustee  
P.O. Box 17532 (CNDT0615)  
Denver, CO 80217

Janet K. Senn and Aaron J. Senn  
44708 Weld County Road 27  
Pierce, CO 80602

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AFFIDAVIT OF MAILING

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

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

That he is the attorney for Chesapeake Exploration, LLC, and that on or before February 24, 2012, 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.

\_\_\_\_\_  
Kenneth A. Wonstolen

Subscribed and sworn to before me February 17, 2012.

Witness my hand and official seal.

My commission expires: \_\_\_\_\_.

\_\_\_\_\_  
Notary Public