

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

IN THE MATTER OF THE VERIFIED APPLICATION OF MARATHON OIL COMPANY FOR AN ORDER RESCINDING POOLING, VACATING SPACING AND ESTABLISHING DRILLING AND SPACING UNITS AND WELL LOCATION, DENSITY AND SETBACK RULES FOR THE DRILLING OF WELLS IN THE NIOBRARA FORMATION, UNDERLYING CERTAIN LANDS LOCATED IN TOWNSHIP 7 NORTH, RANGE 60 WEST, SECTIONS 13, 28, 32 AND 33; TOWNSHIP 7 NORTH, RANGE 61 W, SECTION 31 AND TOWNSHIP 7 NORTH RANGE 62 WEST, SECTIONS 3, 13, 15, 18, 22-27, 30-33 AND 35 IN WELD COUNTY, COLORADO

CAUSE NO:

ORDER NO:

DOCKET NO:

VERIFIED APPLICATION

COMES NOW the Applicant, Marathon Oil Company, by and through its attorneys, Poulson, Odell & Peterson, LLC, and files this application with the Oil and Gas Conservation Commission of the State of Colorado for an Order establishing four (4) approximate 640 acre drilling and spacing units and two (2) approximate 1280 acre drilling and spacing units, vacating pooling granted by Order No. 535-27, vacating spacing granted by Order Nos. 535-13, 407-501 and 407-528 and establishing subsurface well location, density and setback rules applicable to the drilling and production of gas and associated hydrocarbons from the Niobrara Formation underlying certain described lands in Weld County, Colorado. In support thereof, Applicant states as follows:

1. That Applicant is a company duly authorized to conduct business in the State of Colorado.

2. The Applicant desires to create four (4) approximate 640 acre drilling and spacing units, on lands which are currently unspaced as to the Niobrara Formation, and subsurface well location and setback rules for the drilling of up to four horizontal wells to the Niobrara Formation in the following described lands located in Weld County, Colorado:

Township 7 North, Range 60 West, 6th P.M.

Section 13: All UNSPACED

Section 32: All UNSPACED

Township 7 North Range 62 West, 6th P.M.

Section 3: All UNSPACED

Section 18: All UNSPACED

The Applicant also desires to create one (1) approximate 1280 acre drilling and spacing unit, on lands which have been spaced and pooled, and subsurface well locations and setback rules for the drilling of up to four horizontal wells to the Niobrara Formation in the following described lands located in Weld County, Colorado:

Township 7 North, Range 60 West, 6th P.M.

Section 28:	All	535-13	535-27	2 WELLS
Section 33:	All			

The Applicant also desires to create one (1) approximate 1280 acre drilling and spacing unit, on lands which have been spaced but not pooled, and subsurface well locations and setback rules for the drilling of up to four horizontal wells to the Niobrara Formation in the following described lands located in Weld County, Colorado:

Township 7 North, Range 62 West, 6th P.M.

Section 24:	All	407-559	1 WELL
Section 25:	All	407-501 / 407-528	2 WELLS

The Applicant also desires to amend certain prior Commission orders limiting well densities to one horizontal well per 640 acre drilling and spacing unit drilled to the Niobrara Formation to instead permit up to four horizontal wells drilled to the Niobrara Formation in the following described lands located in Weld County, Colorado:

Township 7 North, Range 61 West, 6th P.M.

Section 31:	All	407-501	1 WELL
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Township 7 North, Range 62 West, 6th P.M.

Section 13:	All	407-501	1 WELL
Section 15:	All ¹	535-11 535-16	1 WELL
Section 22:	All	407-501	1 WELL
Section 23:	All	407-501	1 WELL
Section 26:	All	407-501	1 WELL
Section 27:	All	407-501	1 WELL
Section 30:	All	407-559	1 WELL
Section 31:	All	407-559	1 WELL
Section 32:	All	407-559	1 WELL
Section 33:	All	407-559	1 WELL
Section 35:	All	407-501	1 WELL

(collectively the "Application Lands").

3. That Applicant owns leasehold interests in all or part of the Application Lands. A reference map is attached as Exhibit "B".

4. On April 27, 1988, the Commission adopted Rule 318A, which among other things, 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 Cretaceous Age Formations from the base of the Dakota

¹ This Section is also subject to a forced pooling order, Order No. 535-16, which Marathon is currently investigating the impact of.

Formation to the surface. On December 5, 2005, Rule 318A was amended to, among other things, allow interior infill and boundary wells to be drilled and wellbore spacing units to be established. On September 30, 2011, Rule 318A was again amended to, among other things, more specifically address circumstances involving the drilling of horizontal well(s). The Application Lands are subject to this Rule.

5. Additionally, Commission Order Nos. 407-501, 407-559 and 535-11 established multiple approximate 640-acre drilling and spacing units with one horizontal well permitted within each unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, in Section 31, Township 7 North, Range 61 West and Sections 13, 15, 22, 23, 24, 25, 26, 27, 30-33 and 35, Township 7 North, Range 62 West, 6th P.M., among other lands.

6. The Commission also issued Order No. 407-528 which amended Order No. 407-501 to permit two horizontal wells within each unit previously established under Order No. 407-501, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, in Section 25, Township 7 North, Range 62 West, 6th P.M., among other lands.

7. Last, the Commission issued Order No 535-13 which spaced an approximate 640-acre drilling and spacing unit with two horizontal wells permitted within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, in Section 28, Township 7 North, Range 60 West, 6th P.M. The Commission then issued Order No. 535-27 which pooled all nonconsenting interests in the unit. Applicant, and its lessor, did not received notice of the forced pooling application as required under Rule 507(b)(2). Additionally, the AFE submitted in support of the forced pooling application listed an estimated spud date of September, 2011 and estimated completion date of November, 2011. Those dates have long ago expired and, upon information and belief, no APD has yet been filed thus invalidating the pooling order under Rule 530(b). Because of these infirmities Order No. 535-27 is invalid and must be rescinded by the Commission.

8. As to the Application Lands, geological studies, and geological and engineering information obtained in the drilling and producing of wells located in the general area, demonstrate that up to four horizontal wells drilled to the Niobrara Formation may produce oil and associated hydrocarbons in economic volumes from the Niobrara Formation.

9. Applicant requests the Commission to create four (4) approximate 640 acre drilling and spacing units, on lands which are currently unspaced as to the Niobrara Formation, for the drilling of up to four horizontal wells drilled to the Niobrara Formation in each such drilling and spacing unit, with the treated interval of the wellbore for the permitted well(s) to be located no closer than 460' from the unit boundaries in accordance with Rule 318A., and surface locations for authorized well(s) consistent with Rule 318A.; in order to prevent waste, protect correlative rights, and assure the greatest ultimate recovery of hydrocarbons, on the following described lands:

Township 7 North, Range 60 West, 6th P.M.

Section 13: All

Section 32: All

Township 7 North Range 62 West, 6th P.M.

Section 3: All

Section 18: All

10. Applicant also requests the Commission to create one (1) approximate 1280 acre drilling and spacing units, for the drilling of up to four horizontal wells drilled to the Niobrara Formation in each such drilling and spacing unit, with the treated interval of the wellbore for the permitted well(s) to be located no closer than 460' from the unit boundaries in accordance with Rule 318A., and surface locations for authorized well(s) consistent with Rule 318A.; in order to prevent waste, protect correlative rights, and assure the greatest ultimate recovery of hydrocarbons, on the following described lands:

Township 7 North, Range 60 West, 6th P.M.

Section 28: All

Section 33: All

Such request requires the Commission to vacate the 640 acre spacing and well density requirements currently covering Section 28 pursuant to Order No. 535-13. Applicant's request also requires the recession of Order No. 535-27 which pooled all nonconsenting interests in Section 28.

11. Applicant also requests the Commission to create one (1) approximate 1280 acre drilling and spacing units, for the drilling of up to four horizontal wells drilled to the Niobrara Formation in each such drilling and spacing unit, with the treated interval of the wellbore for the permitted well(s) to be located no closer than 460' from the unit boundaries in accordance with Rule 318A., and surface locations for authorized well(s) consistent with Rule 318A.; in order to prevent waste, protect correlative rights, and assure the greatest ultimate recovery of hydrocarbons, on the following described lands:

Township 7 North, Range 62 West, 6th P.M.

Section 24: All

Section 25: All

Such request requires the Commission to vacate the 640 acre spacing and well density requirements currently covering Sections 24 and 25 pursuant to Order Nos. 407-501, 407-528 and 407-559.

12. Applicant also requests the Commission to amend Order Nos. 407-501, 407-559 and 535-11 to permit the drilling of up to four horizontal wells to the Niobrara Formation in each existing drilling and spacing unit, in order to prevent waste, protect correlative rights, and assure the greatest ultimate recovery of hydrocarbons, on the following described lands:

Township 7 North, Range 61 West, 6th P.M.

Section 31: All

Township 7 North, Range 62 West, 6th P.M.

Section 13: All

Section 15: All

Section 22: All

Section 23: All

Section 26: All

Section 27: All

Section 30: All

Section 31: All

Section 32: All
Section 33: All
Section 35: All

13. Applicant alleges and believes that the granting of this Application will prevent waste, protect correlative rights, and assure the greatest ultimate recovery of hydrocarbons from the reservoir. Applicant further alleges and believes that the Niobrara Formation is a common source of supply underlying the Application Lands. Moreover, the proposed four (4) approximate 640 acre drilling and spacing units and two (2) approximate 1280 acre drilling and spacing units are no smaller than the maximum area that can be economically and efficiently drained by up to four horizontal wells in each drilling and spacing unit.

14. Pursuant to Rule 503(d) of this Commission, within seven (7) days of the filing of this Application, the Applicant shall submit a Certificate of Service to the Commission demonstrating that the Applicant served a copy of the Application on all persons entitled to Notice by mailing a copy thereof, first-class postage prepaid, to the last known mailing address of the interested parties. Applicant shall simultaneously submit said list of interested parties to the Commission via electronic media.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in May, 2012, 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: March 30, 2012.

MARATHON OIL COMPANY

By: _____

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Jeremy I. Ferrin
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Facsimile: (303) 861-1225

VERIFICATION

STATE OF TEXAS

)

)

ss.

COUNTY OF _____

)

Tricia L. Clarke, of lawful age, being first duly sworn upon oath, deposes and says that he/she is Landman for Marathon Oil Company, and that he/she has read the foregoing Application and that the matters therein contained are true to the best of his/her knowledge, information and belief.

MARATHON OIL COMPANY

By:

Tricia L. Clarke

Subscribed and sworn to before me this _____ day of March, 2012.

Witness my hand and official seal.

My commission expires: _____.

Notary Public

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