

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

IN THE MATTER OF THE APPLICATION OF
WPX ENERGY ROCKY MOUNTAIN, LLC FOR
AN ORDER VACATING A CERTAIN
DESCRIBED DRILLING AND SPACING UNIT
PREVIOUSLY ESTABLISHED FOR THE
MESAVERDE FORMATION AND FOR THE
ESTABLISHMENT OF TWO DRILLING AND
SPACING UNITS LYING WITHIN THE W1/2
OF SECTION 13, TOWNSHIP 7 SOUTH,
RANGE 96 WEST, GARFIELD COUNTY,
COLORADO

CAUSE NO. 479

DOCKET NO. _____

AMENDED APPLICATION

COMES NOW WPX Energy Rocky Mountain, LLC (“Applicant”), a Delaware corporation, by its attorney, Gretchen VanderWerf, PC, and submits its application to the Colorado Oil and Gas Conservation Commission (“Commission”) for an order vacating the existing drilling and spacing unit established for the Mesaverde Formation covering the W½ of Section 13, Township 7 South, Range 96 West in Garfield County, Colorado and establishing in place thereof two drilling and spacing units for the production of gas and associated hydrocarbons from the Mesaverde Formation. In support of its application, Applicant states and alleges as follows:

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado.
2. Applicant owns an oil and gas leasehold interest in the following described lands (hereinafter referred to as “Application Lands”):

Township 7 South, Range 96 West, 6th P.M.
Section 13: W½

Garfield County, Colorado

3. Pursuant to the Commission’s Order No. 479-2 issued on May 18, 1990 (corrected November 1990), two 320-acre drilling and spacing units were established for Section 13, Township 7 South, Range 96 West for the production of gas and associated hydrocarbons from the Mesaverde Formation. Order No. 479-2 authorized one well to be drilled in each of the two spacing units in Section 13, Township 7 South, Range 96 West and further provided that an additional well could be drilled for production from the Mesaverde Formation for each governmental section at the option of the operator of the unit or units contained within the individual section, with the option well to be located in accordance with Rule 6, as stated in Order No. 479-2.

4. Applicant requests that the current spacing be vacated for the Application Lands and that the following drilling and spacing units be established for the Williams Fork and Iles Formations of the Mesaverde Group in the Application Lands:

Unit #1: Township 7 South, Range 96 West, 6th P.M.
SECTION 13: NW¹/₄

Unit #2: Township 7 South, Range 96 West, 6th P.M.
SECTION 13: SW¹/₄

5. Applicant, or its successors or assigns, shall be the operator of Unit #1. Petroleum Development Corporation, or its successors or assigns, shall be the operator of Unit #2.

6. In addition to the establishment of Unit #1 and Unit #2, as described in paragraphs 4 and 5 above, Applicant requests that all of the Application Lands be authorized for optional 10-acre density drilling for the Williams Fork Formation and the Iles Formation. Applicant further requests that 10-acre density be established in Unit #1 and Unit #2 within the Application Lands, whereby each permitted well may be located downhole anywhere within the unit, provided that no such wells shall be located downhole any closer than 100 feet from the boundary of the unit unless such boundary abuts or corners lands in respect of which the Commission has not at the time of the drilling permit application granted the right to drill 10-acre density Williams Fork Formation or Iles Formation wells, in which event Williams Fork Formation or Iles Formation wells to be drilled upon the given drilling and spacing unit shall be located downhole no closer than 200 feet from the portion of the unit boundary which so abuts or corners the lands in respect of which 10-acre density downhole drilling for Williams Fork Formation and Iles Formation wells has not been ordered by the Commission.

7. The names and addresses of the interested parties according to the information and belief of Applicant are set forth in Exhibit A attached hereto. Notice of this application has been provided to those parties.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in April, 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: February __, 2012.

Respectfully submitted,

WPX Energy Rocky Mountain, LLC

By: _____

Gretchen VanderWerf
Gretchen VanderWerf, PC
Attorney for Applicant
1525 17th Street
Denver, Colorado 80202
(303) 298-9939

Applicant's address:
1007 17th Street, Suite 2200
Denver, Colorado 80202

EXHIBIT A
Interested Parties

Antero Resources Corporation
Attn: Land Department
1625 17th Street
Denver, CO 80202

Board of County Commissioners
Garfield County, Colorado
Attn: Mr. John Martin, Chair
108 8th Street, Suite 213
Glenwood Springs, CO 81601

Bureau of Land Management
Attn: Mr. Duane Spencer
2850 Youngfield Street
Lakewood, CO 80215

Bureau of Land Management
Attn: Mr. Hank Szymanski
2850 Youngfield Street
Lakewood, CO 80215

Diamond Minerals, LLC
Attn: Mr. Sid Lindauer
P. O. Box 626
Parachute, CO 81635-0626

**KIRBY WYNN
OIL AND GAS LIAISON
GARFIELD COUNTY
0375 COUNTY ROAD 352
RIFLE, CO 81650**

Sydney R. Lindauer, Trustee
of the Sydney and Ruth
Lindauer Family Trust
P. O. Box 626
Parachute, CO 81635-0626

Oxy Y-1
Attn: Mr. Alan J. Schwartz,
Mid-Continent Land Manager
P. O. Box 27570
Houston, TX 77227-7570

Oxy USA Inc.
Attn: Mr. Ryan Fitzpatrick

Mid Continent BU, Land Negotiator
5 Greenway Plaza, Suite 110
Houston, TX 77046

Petroleum Development Corporation
Attn: Mr. E. Russell Koeniger
1775 Sherman St., Suite 3000
Denver, CO 80203

Petroleum Development Corporation
Attn: Mr. Paul Whisenand
1775 Sherman St., Suite 3000
Denver, CO 80203

Puckett Land Company
Attn: Mr. Ray Anderson
5460 So. Quebec St., Suite 250
Greenwood Village, CO 80111

Farmer's National Company, on behalf
of Union Pacific Railroad Company
Attn: Mr. Terry Young
5110 S. Yale, Suite 400
Tulsa, OK 74135

WPX Energy Rocky Mountain, LLC
Attn: Annette Apperson
1001 17th Street, Suite 1200
Denver, CO 80202

Yates Petroleum Corporation
ABO Petroleum Corporation
MYCO Industries, Inc.
Attn: Ms. Kathy Porter
105 S. Fourth St.
Artesia, NM 88210

Kent Kuster
Oil & Gas Consultant Coordinator
CDPHE
4300 Cherry Creek Drive South
Denver, CO 80246-1500

Kim Kaal, Energy Liaison
DOW
711 Independent Avenue
Grand Junction, CO 81505

LIST OF INTERESTED PARTIES TO BE NOTICED

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Kirby Wynn
Oil and Gas Liaison
Garfield County
0375 County Road 352
Rifle, Co 81650

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