

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

IN THE MATTER OF THE APPLICATION OF )  
WHITING OIL AND GAS CORPORATION FOR )  
AN ORDER ESTABLISHING EIGHT 960-ACRE )  
DRILLING AND SPACING UNITS AND )  
ESTABLISHING EXISTING WELL LOCATION )  
RULES APPLICABLE TO THE DRILLING AND )  
PRODUCING OF WELLS FROM THE )  
NIOBRARA FORMATION COVERING CERTAIN )  
LANDS IN TOWNSHIP 10 NORTH, RANGE 58 )  
WEST, WELD COUNTY, COLORADO. )

Cause No. 535

Docket No. \_\_\_\_\_

APPLICATION

Whiting Oil and Gas Corporation (“Applicant”), by and through its attorneys, Welborn Sullivan Meck & Tooley, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (“Commission”) for an order establishing eight 960-acre drilling and spacing units and establishing well location rules applicable to the drilling of wells and producing of oil and gas from the Niobrara Formation covering certain lands in Weld County, Colorado. In support of its Application, Applicant states as follows:

1. Applicant owns leasehold interests in the following lands (“Application Lands”):

Township 10 North, Range 58 West  
Section 21: ALL  
Section 28: N2

Township 10 North, Range 58 West  
Section 22: ALL  
Section 27: N2

Township 10 North, Range 58 West  
Section 23: ALL  
Section 26: N2

Township 10 North, Range 58 West  
Section 26: S2  
Section 35: ALL

Township 10 North, Range 58 West  
Section 27: S2  
Section 34: ALL

Township 10 North, Range 58 West  
Section 28: S2  
Section 33: ALL

Township 10 North, Range 58 West  
Section 29: S2  
Section 32: ALL

Township 10 North, Range 58 West  
Section 30: S2  
Section 31: ALL

A reference map of the Application Lands is attached hereto.

2. The Application Lands are subject to Commission Rule 318.a. which provides that a well drilled in excess of 2,500' in depth shall be located not less than 600' from any lease line, and shall be located not less than 1,200' from any other producible or drilling oil or gas well when drilling to the same source of supply, unless authorized by order of the Commission upon hearing. Sections 26, 27, 28, 31, 32, 33, 34, 35, Township 10 North, Range 58 West are subject to Order No. 535-3, which permits one horizontal well per 640 acre unit.

3. The Niobrara Formation in the area of the Application Lands is defined as the stratigraphic equivalent of the interval between 5,777' (top of the Niobrara) and 6,101' (base of the Niobrara) as found in the Walker #3 Well located in Township 10 North, Range 58 West, Section 31, Weld County, Colorado. The Niobrara Formation is a common source of supply under the Application Lands.

4. To promote more efficient drainage within the Niobrara Formation of the Application Lands, to protect correlative rights and to avoid waste, the Commission should establish drilling and spacing units of approximately 960 acres of the Application Lands.

5. Applicant has drilled, tested and completed wells in the Niobrara Formation upon lands in close proximity to the Application Lands.

6. The above-proposed drilling and spacing units will allow for more efficient drainage of the Niobrara Formation, will prevent waste, will not adversely affect correlative rights and will assure the greatest ultimate recovery of gas and associated hydrocarbon substances from the Niobrara Formation. The proposed drilling and spacing units are not smaller than the maximum area that can be economically and efficiently drained by the proposed wells in such drilling and spacing unit. Applicant further maintains that a well drilled in the above-proposed drilling and spacing units will have no adverse effect on correlative rights of adjacent owners.

7. Applicant is requesting to drill and complete one horizontal well in each 960-acre drilling and spacing unit described above, with the option to drill and complete an additional three wells in each drilling and spacing unit. The Applicant states the proposed horizontal well shall be located on the surface anywhere within the designated drilling and spacing unit with initial perforation of the Niobrara Formation and an ultimate bottomhole location no closer than 600' from the boundaries of the drilling and spacing unit. The Applicant further maintains that the proposed horizontal well will have no adverse effect on correlative rights of adjacent lands owners.

8. The names and addresses of the interested parties according to the information and belief of the Applicant are set forth in Exhibit A attached hereto and made a part hereof, and the undersigned certifies that copies of this Application shall be served on each interested party within the next seven days as required by Rule 503.e.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing, 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 this \_\_\_\_\_ day of May, 2012.

Respectfully submitted,

WHITING OIL AND GAS CORPORATION

By: \_\_\_\_\_  
Stephen J. Sullivan  
Chelsey J. Russell  
Welborn Sullivan Meck & Tooley, P.C.  
Attorneys for Applicant  
1125 - 17th Street, Suite 2200  
Denver, CO 80202  
303-830-2500

Applicant's Address:

1700 Broadway, Suite 2300  
Denver, CO 80290-2300

VERIFICATION

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

Scott McDaniel, Regional Landman with Whiting Oil and Gas Corporation, 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.

WHITING OIL AND GAS CORPORATION

\_\_\_\_\_  
Scott McDaniel, Regional Landman

Subscribed and sworn to before me this \_\_\_\_\_ day of May, 2012 by Scott McDaniel, Regional Landman for Whiting Oil and Gas Corporation.

Witness my hand and official seal.

\_\_\_\_\_  
Notary Public  
My Commission Expires:\_\_\_\_\_

## EXHIBIT A

### INTERESTED PARTIES

Noble Energy  
100 Glenborough Drive, Ste. 100  
Houston, TX. 77067

Estate of Adeline I. Ryden  
c/o Valera Graham  
3491 Mining Brook Road  
Placerville, CA 95667

GFL & Associates, LLC  
19751 East Main Street, Suite 334  
Parker, CO 80138

Estate of Armada Keefauver  
c/o Suzanne Basile  
1148 Rosewood Ave.  
San Carlos, CA 94070-4808

W. K. Rogers, LLC,  
a Limited Partnership  
C/O Warren K. Rogers  
1371 Seagull Drive South  
St. Petersburg, FL 33707

USA  
BLM Colorado State Office  
2850 Youngfield Street  
Lakewood, Colorado 80215-7093

Charter Royalty 96, LTD  
110 N Marienfield #101  
Midland, TX 79702

Gloria J. Rasmussen  
1915 E Evergreen Boulevard  
Vancouver, WA 98661

Penny Hammac  
4707 NW Lavina Street  
Vancouver, WA 98663

Grady Hubbard  
3440 W 66 Ave.  
Denver, CO 80221

William W. Hubbard  
3161 Westcliff Dr W  
Colorado Springs CO 80906-4591

Mary M. Stewart  
40 Eastview Dr  
Hollister CA 95023-5501

Robert M. Allan and  
Bonnie J. Allan, joint tenants  
186 Phoebus Drive  
Florissant, CO 80816

Paul Davis, LTD, a Texas Limited Partnership  
P.O. Box 871  
Midland, TX 79702

Continental Royalties  
Box 1585  
Amarillo, TX

Gene F. Lang & Co.  
19751 East Mainstreet, Suite 334  
Parker, CO 80138

Infinity Oil & Gas, Inc.  
730 17<sup>th</sup> Street, Suite 250  
Denver, CO 80202

H. S. Resources, Inc.  
1999 Broadway, Suite 3600  
Denver, CO 80202

Antelope Energy Company, LLC  
P.O. Box 577  
Kimball, NE 69145

Southwest Guaranty Trust Company,  
National Association, and Marian Neal Lyeth,  
Co-Trustees under the Will of William Bonner Rubey  
2121 Sage Road, Suite 150  
Houston, TX 77056

Hunter Baar  
PO Box R  
Aspen CO 81612-7419

Penn Royalty Company  
204 N. Robinson Ave  
Suite 1900  
Oklahoma City, OK 73102

Marie Ellinghausen and Mary Elizabeth Ellinghausen  
PO Box 2300  
Tulsa, OK 74102-2300

Michael Moose Watson and Katrina A. Watson  
5839 East Abbey Road  
Flagstaff, AZ 86004

Hattie Hammer  
715 South Normandie  
Los Angeles, CA

Gail Clifford Hutton  
16761 Coral Cay Lane  
Huntington Beach, CA 92649

Craig T. Clifford  
818 West Riverside Ave #880  
Spokane, WA 99201

Melanie Clifford Nedrud, aka,  
Melanie P. Nedrud  
1217 Lincoln Road  
Missoula, MT 59802

SKV, LLC  
PO Box 300687  
Denver, CO 80218

Mr. David Bauer  
Weld County  
1111 H Street  
Greeley, CO 80632

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

IN THE MATTER OF THE APPLICATION OF )  
WHITING OIL AND GAS CORPORATION FOR )  
AN ORDER ESTABLISHING EIGHT 960-ACRE )  
DRILLING AND SPACING UNITS AND ) Cause No. 535  
ESTABLISHING EXISTING WELL LOCATION )  
RULES APPLICABLE TO THE DRILLING AND ) Docket No. \_\_\_\_  
PRODUCING OF WELLS FROM THE )  
NIOBRARA FORMATION COVERING CERTAIN )  
LANDS IN TOWNSHIP 10 NORTH, RANGE 58 )  
WEST, WELD COUNTY, COLORADO. )

AFFIDAVIT OF MAILING

STATE OF COLORADO §  
CITY AND COUNTY OF DENVER §

I, Chelsey J. Russell, of lawful age, and being first duly sworn upon my oath, state and declare:

That I am the attorney for Whiting Oil and Gas Corporation and that on or before May \_\_\_\_, 2012, I 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.

\_\_\_\_\_  
Chelsey J. Russell

Subscribed and sworn to before me May \_\_\_\_, 2012.

Witness my hand and official seal.

\_\_\_\_\_  
Notary Public  
My commission expires: \_\_\_\_\_