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) Cause No. 535
ALLOWING ADDITIONAL WELLS TO BE)
DRILLED TO THE NIOBRARA FORMATION) Docket No
IN SECTION 2, TOWNSHIP 9 NORTH,)
RANGE 59 WEST, WELD COUNTY,)
COLORADO.)

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") to amend an existing spacing order to allow the drilling of up to three additional horizontal wells in one existing 640-acre drilling and spacing unit 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 9 North, Range 59 West Section 2: ALL

A reference map of the Application Lands is attached hereto.

- 2. The Application Lands are subject to Commission Order 535-75 establishing approximate 640-acre drilling and spacing units consisting of Sections 2, 4, 5 and 6 in Township 9 North, Range 59 West and allowing up to four horizontal wells within each unit for production of oil, gas and associated hydrocarbons from the Niobrara formation, with the surface location of the permitted well to be located anywhere within the proposed unit and the treated interval of the wellbore to be no closer than 600 feet from the unit boundaries, without exception being granted by the Director. There are no other specific Commission Orders applicable to the Niobrara Formation underlying the Application Lands.
- 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. Applicant has determined through drilling operations and other geological and engineering analyses that to promote efficient drainage within the Niobrara Formation of the Application Lands, and to avoid waste, the Commission should allow up to three additional wells within the Application Lands for production of oil, gas and associated hydrocarbons from the Niobrara formation, with the surface location of the permitted well to be located anywhere within the proposed unit and the treated interval of the wellbore to be no closer than 600 feet from the unit boundaries and no closer than 460 feet from the treated interval of any other wellbore producing from the Niobrara formation, without exception being granted by the Director.
- 5. Applicant has drilled, tested and completed wells in the Niobrara Formation on the Application Lands and on lands in close proximity to the Application Lands.

- The above-proposed drilling and spacing units will allow 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.
- 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 2012.

Respectfully submitted, WHITING OIL AND GAS CORPORATION

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 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 20th day of June, 2012 by Scott McDaniel, Regional Landman for Whiting Oil and Gas Corporation.

Witness my hand and official seal.

FRANK J. OLSEY III **Notary Public** State of Colorado

My Commission Expires: 8-31-2014

EXHIBIT A

INTERESTED PARTIES

Dora Johnson 1265 Folsom Court Coquille, OR 97423

Dennis Hamlin 1672 R Fork Foots Creek Rd. Gold Hill, OR 97525-0000

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