

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

IN THE MATTER OF THE APPLICATION OF CONDOR
ENERGY TECHNOLOGY LLC FOR AN ORDER
POOLING ALL INTERESTS IN THE NIOBRARA
FORMATION IN A 1280-ACRE EXPLORATORY
DRILLING AND SPACING UNIT LOCATED IN
SECTIONS 15 AND 16, TOWNSHIP 7 NORTH, RANGE
60 WEST, 6th P.M., AN UNNAMED FIELD, IN WELD
COUNTY, COLORADO

CAUSE NO.

DOCKET NO.

APPLICATION

COMES NOW Condor Energy Technology LLC ("Applicant"), by its attorneys, Beatty & Wozniak, P.C., and makes application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order pooling all interests in a 1,280 acre drilling and spacing unit for the development of the Niobrara Formation on the following described lands:

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

Section 15: All

Section 16: All

Weld County, Colorado (hereinafter "Application Lands").

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

1. Applicant is a limited liability company duly authorized to conduct business in the State of Colorado, and is a registered operator in good standing with the Commission.
2. Applicant holds the right to operate for a substantial portion of the Application Lands.
3. Applicant has filed, concurrently with this Application, a spacing application requesting that the Commission establish a 1280-acre exploratory drilling and spacing unit, which applies to the Application Lands. The concurrent spacing application also requests the right to drill and complete one (1) horizontal well with the option to drill seven (7) additional horizontal wells in the 1280-acre exploratory drilling and spacing unit.
4. Applicant, pursuant to the provisions of C.R.S. § 34-60-116 (6) & (7) and Commission Rule 530, seeks an order pooling of all interests in the Application Lands for the development of the Niobrara Formation, including any nonconsenting interests therein, to accommodate the State 16-7-60 1H Well (API No. to be provided upon filing of Application for Permit to Drill), and any subsequently drilled wells within the 1,280 acre drilling and spacing unit.
5. Applicant requests that the Commission's pooling order be made effective as of the earlier of the date of this Application, or the date that the costs specified in C.R.S. § 34-60-

116(7)(b)(II) are first incurred for the drilling of a horizontal well to the Niobrara Formation on the Application Lands.

6. Applicant certifies that copies of this Application will be served on all persons owning an interest in the mineral estate of the tracts to be pooled within seven (7) days of the date hereof, as required by Rule 507.b(2), and that at least thirty (30) days prior to the hearing on this matter, each such interest owner not already leased or voluntarily pooled will be offered the opportunity to lease, or to participate in the drilling of all wells, and will be provided with the information required by Rule 530. The list of such interested parties is attached hereto as Exhibit A.

7. That in order to prevent waste and to protect correlative rights, all interests in the Application Lands should be pooled for the orderly development of the Niobrara Formation, including any nonconsenting interests therein.

WHEREFORE, Applicant requests that this matter be set for hearing at the next available opportunity, that notice be given as required by law, and that upon such hearing, the Commission enter its order:

A. Pooling all interests in the 1,280 acre drilling and spacing unit on the Application Lands for the development of the Niobrara Formation.

B. Providing that the Commission's pooling order is made effective as of the earlier of the date of this Application, or the date that the costs specified in C.R.S. § 34-60-116(7)(b)(II) are first incurred for the drilling of any horizontal well drilled to the Niobrara Formation on the Application Lands.

C. Providing that the interests of any owners with whom the Applicant has been unable to secure a lease or other agreement to participate in the drilling of the authorized wells are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(7), and made subject to the cost recovery provisions thereof.

D. For such other findings and orders as the Commission may deem proper or advisable in this matter.

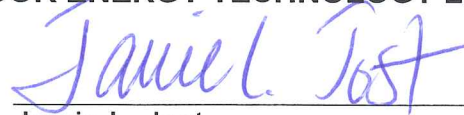
WHEREFORE, Applicant respectfully requests that this matter be set for hearing in January 2013, that notice be given as required by law, and that upon such hearing, the Commission enter its order consistent with Applicant's request as set forth above.

Dated: October 31, 2012.

Respectfully submitted:

CONDOR ENERGY TECHNOLOGY LLC

By:



Jamie L. Jost

Ken Warner

Beatty & Wozniak, P.C.

Attorneys for Applicant

216 16th Street, Suite 1100

Denver, Colorado 80202

Applicant's Address:

Condor Energy Technology LLC

c/o STXRA

ATTN: Angie Galvan

1416 Campbell, Building B, Suite 204

Houston, Texas 77055

VERIFICATION

STATE OF CALIFORNIA

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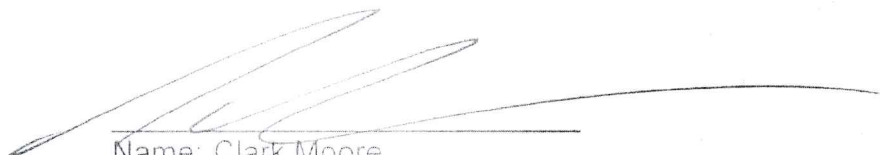
) ss.

COUNTY OF Contra Costa

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Clark Moore, Executive Vice President, with Condor Energy Technology LLC, 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.

CONDOR ENERGY TECHNOLOGY LLC



Name: Clark Moore


Title: Executive Vice President

Subscribed and sworn to before me this 29 day of October, 2012, by Clark Moore,
_____ for Condor Energy Technology LLC.

Witness my hand and official seal.

My commission expires: May 26, 2016





Notary Public



Notary Public

EXHIBIT A
INTERESTED PARTIES

Condor Energy Technology, LLC
3315 Highway 50
Silver Springs, Nevada 89429

Pacific Energy Development Corporation
4125 Blackhawk Plaza Circle, Suite 201A
Danville, CA 94506

Esenjay Oil & Gas, Ltd.
500 N. Water Street, Suite 1100 South
Corpus Christi, TX 78401

Prima Exploration, Inc.
100 Fillmore Street, Suite 450
Denver, CO 80206

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

Black Land Petroleum, LLC
17190 East Dorado Pl.
Centennial, CO 80015

Apple Creek, LLC
335 South York Street
Denver, CO 80209

Prima Exploration, Inc. as nominee for
Marshall Resources, LLC
4295 South Fox Street
Englewood, CO 80110
Estate of Malcolm Wood
No Address of Record

Sharon W. Jones, Trustee of the Sharon
W. Jones Trust dated May 26, 1993
190 Brae Burn Dr.
Eugene, Oregon 97405

Linda Wood Strong
8816 Yuba Circle, Unit 1110A
Huntington Beach, CA 92646

Amber Waves, a General Partnership
25210 HWY 392
Greeley, CO 80631

Hat Creek Royalty, Ltd.
P.O. Box 3240
Midland, TX 79702

Fina Oil and Chemical Company
1601 NW Expressway, Ste. 900
Oklahoma City, OK 73118

Carrizo Oil & Gas, Inc.
1000 Louisiana St., Ste. 1500
Houston, TX 77002

New Frontier Energy, Inc.
1789 W. Littleton Blvd.
Littleton, CO 80120

Continental Resources, Inc.
302 N. Independence
Enid, OK 73701

Kenneth Littlefield and Mary Littlefield
No Address of Record

Estate of A.V. Anderson
No Address of Record

Fred Ullmann
No Address of Record

Margaret L. Mason
No Address of Record

Sonny G. Paul
No Address of Record

Nicholas R. Wood
107 Haytown Rd.
Lebanon, NJ 08833

Wray Area Foundation, Inc.
c/o Lance Bohall
PO Box 314
Wray, CO 80758

Thomas C. Wood
4655 Emerald Circle
Anchorage, AK 99502

James K. Ullmann and Sherri L.Ullmann
119 N. Fremont Ave.
Johnston, CO 80206

Kristen L. Johnson
830 Holmes Place
Berthoud, CO 80513

Linda L. Santora, f/k/a Linda L. Ullmann
813 E. 20th St. Dr.
Greeley, CO 80634

Patricia A. Truesdell
2205 37th St. #40
Evans, CO 80206

Todd R. Ullmann
800 Fairlane Ave. #B
Longmont, CO 80501

State of Colorado
State Board of Land Commissioners
360 Oak Avenue
Suite 110
Eaton, CO 80615

Antelope Energy Company, LLC
407 N. Big Spring, Ste. 240
Midland, TX 79701

Danielle R. Ullmann
2021 Shorebird Dr. #105
Ft. Collins, CO 80525

City of Wray, Colorado
P.O. Box 35
Wray, CO 80758

The United Methodist Church of Wray
500 Blake St.
Wray, CO 80758

IN THE MATTER OF THE APPLICATION OF
CONDOR ENERGY TECHNOLOGY LLC FOR
AN ORDER POOLING ALL INTERESTS IN THE
NIOBRARA FORMATION IN A 1280-ACRE
DRILLING AND SPACING UNIT LOCATED IN
SECTIONS 15 AND 16, TOWNSHIP 7 NORTH,
RANGE 60 WEST, 6th P.M., AN UNNAMED
FIELD, IN WELD COUNTY, COLORADO.


DOCKET NO. 1301-UP-01

STATE OF COLORADO

)ss.


CITY AND COUNTY OF DENVER

29 That she is the attorney for Condor Energy Technology LLC, that on or before November 2012, she caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed below.


Jamie L. Jost

Subscribed and sworn to before me on November 28, 2012.

My commission expires: 6/15/13


Notary Public

