

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

IN THE MATTER OF THE APPLICATION OF PDC	)	CAUSE NO. 407
ENERGY, INC. FOR AN ORDER POOLING ALL	)	
INTERESTS IN THE NIOBRARA FORMATION IN 640	)	DOCKET NO.
ACRE DRILLING AND SPACING UNIT LOCATED IN	)	
SECTION 10, TOWNSHIP 6 NORTH, RANGE 61	)	
WEST, 6 <sup>TH</sup> PM, WATTENBERG FIELD, WELD	)	
COUNTY, COLORADO.	)	

**APPLICATION**

COMES NOW PDC Energy, Inc. ("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 for the development of the Niobrara Formation in a 640-acre drilling and spacing unit for the Rickards 41-10H Well ("Well") – API Number 05-123-32076:

Township 6 North, Range 61 West, 6th P.M.  
Section 10: ALL

Weld County, Colorado

(hereinafter "Application Lands")

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, and is a registered operator in good standing with the Commission.
2. Applicant owns leasehold interests in a substantial portion of the Application Lands.
3. Order No. 407-374, entered by the Commission on July 8, 2010, established a 640-acre drilling and spacing unit for the Application Lands and allowed up to two horizontal wells to be drilled within the unit for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, with a bottomhole location and the horizontal leg of any permitted well to be no closer than 460 feet from the boundaries of the unit.
4. Applicant, pursuant to Commission Rule 530 and pursuant to the provisions of C.R.S. §34-60-116 (6) and (7), seeks an order to pool all interests, including but not limited to, any nonconsenting interests, in the Application Lands for the development of the Niobrara Formation underlying the following 640-acre drilling and spacing unit:

Township 6 North, Range 61 West, 6th P.M.  
Section 10: ALL

(referred to herein as the "640-acre Drilling and Spacing Unit").

5. Applicant requests that the Commission's pooling order be made effective as 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 the Well within the 640-acre Drilling and Spacing Unit to the Niobrara Formation on the Application Lands, whichever is earlier.

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, or has already been, offered the opportunity to lease, or to participate in the drilling of the well, and will be provided with the information required by Rule 530. The interested parties list shall be filed with the Commission no later than seven (7) days after the filing of this application.

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 Application Lands and the 640-acre Drilling and Spacing Unit for the development of the Niobrara Formation.

B. Providing that the Commission's pooling order is made effective as of the date of this Application, or the date that any of the costs specified in C.R.S. § 34-60-116(7)(b)(II) were first incurred for the drilling of the Well, whichever is earlier.

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 Well are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(7), and made subject to the cost recovery provisions thereof with respect to the Well drilled to develop the Niobrara Formation in the 640-acre Drilling and Spacing Unit comprised of the Application Lands.

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

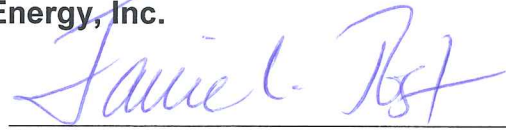
WHEREFORE, Applicant respectfully requests that this matter be set for hearing in January, 2013, that notice be given as required by law, and that upon such hearing, the Commission enter its order consistent with Applicant's request as set forth above.

Dated: October 31, 2012

Respectfully submitted:

PDC Energy, Inc.

By:



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Jamie L. Jost  
Elizabeth Y. Gallaway  
Beatty & Wozniak, P.C.  
Attorneys for Applicant  
216 16th Street, Suite 1100  
Denver, Colorado 80202

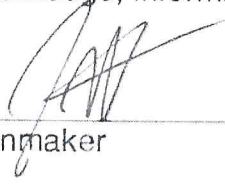
Applicant's Address:

PDC Energy, Inc.  
ATTN: Marie McCord  
1775 Sherman Street, Suite 3000  
Denver, CO 80203-4341

VERIFICATION

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

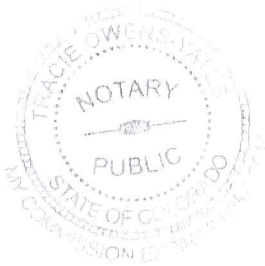
John Krattenmaker, of lawful age, being first duly sworn upon oath, deposes and says that he is the Landman for PDC Energy, Inc. and that he has read the foregoing Application and that the matters therein contained are true to the best of his knowledge, information and belief.


  
\_\_\_\_\_  
John Krattenmaker

Subscribed and sworn to before me this 30th day of October, 2012.

Witness my hand and official seal.

My commission expires: 3/5/14



  
\_\_\_\_\_  
Notary Public



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IN THE MATTER OF THE APPLICATION OF PDC  
ENERGY, INC. FOR AN ORDER POOLING ALL  
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ACRE DRILLING AND SPACING UNIT LOCATED IN  
SECTION 10, TOWNSHIP 6 NORTH, RANGE 61  
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) CAUSE NO. 407  
)  
) DOCKET NO.  
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AFFIDAVIT OF MAILING

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

Jamie L. Jost, of lawful age, and being first duly sworn upon his oath, states and declares:

That she is the attorney for PDC Energy and that on or before November 9, 2012 she 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.

  
\_\_\_\_\_  
Jamie L. Jost

Subscribed and sworn to before me on October 31, 2012.

Witness my hand and official seal.

My commission expires: 10-04-13.



  
\_\_\_\_\_  
Notary Public

## **Exhibit A – Interested Parties**

Swanson Production Company  
339 Indian Paintbrush Dr.  
Golden, CO

Western Operating Company  
51817 17th Street  
Denver, CO 80202

Steven & Donna Kirkwood  
473 South Sherman Street  
Denver, CO 80202

Caribou Resources LLC  
3801 S. Spruce Way  
Denver, CO 80231

David G. Majewski  
1823S. Maxwell Hill Road  
Littleton, CO 80127

Latitudes Research, LLC  
313 Jones Creek Circle  
Pine, CO 80470

RJC Energy, Inc.  
27250 Craig Lane  
Golden, CO 80401

RJC Ventures, Inc.  
27250 Craig Lane  
Golden, CO 80401

NB Waechter & Associates,  
Inc.  
6059 Elati Street  
Littleton, CO 80120

T Bar S, Inc.  
102 Mission Bay Drive  
Polson, MT 59860

Richard J. Adamson  
P.O. Box 48  
Granby, CO 80446

Shannon Warwick  
1000 Country Place, #73  
1000 Country Place, #73

Phillip Warnick  
5600 Sunny Vista Drive  
Austin, TX 78749

Alyson Warnick  
2723 D Street  
Sacramento, CA 95816

Ann Shannon Oil & Gas  
C/O Ann Shannon Oil & Gas  
LLC  
3609 South Wadsworth  
Lakewood, CO 80235

Mary Carherine Armatas  
2653 S. Niagara St.  
Denver, CO 80224

Brian S. Ash  
6725 Estelle Avenue  
Riverbank, CA 95367

Karen L. Ash  
P.O. Box 1478  
Ocean Park, WA 98640

Elizabeth Blunk  
9366 E. Asbury Place  
Denver, CO 80231

Jeffery N. Bunker  
& Stephanie K. Bunker, JT  
403 E. 1640 N  
Pleasant Grove, UT 84062

Daniel J. Dyer and  
Susan G. Dyer  
Joint Living Trust  
1505 Shetland Drive  
Laramie, WY 82070

Thomas Allan Dyer  
32B Martin Drive  
Whispering Pines, NC 28327

Michelle K. Easley  
41444 Orange Place  
Hemet, CA 92544

Michael Kirchhof Living Trust  
Leigh Ann Gonzalaz, Trustee  
27881 Busman Rd.  
Murreta, CA 92563

Pamela Goodrich  
56202 Western Avenue  
Mattawan,, MI 49071

Charline (Wiseman) Griffin  
P.O. Box 53372  
Lubbock, TX 79453

Kathleen Ives  
718 Easter Way  
Redlands, CA 92373

JSWH LLC  
C/O Calais Energy Acct LLC  
555 17th Street  
Suite 1400  
Denver, CO 80202

Bernadine Kirchhof  
5011 Elsbys Ave  
Dallas, TX 75209

Edward A. Kirchhor, Jr.  
P.O. Box 1449  
Silver City, NM 88062

Elizabeth Blunk  
9366 E. Asbury Place  
Denver, CO 80231

Francis & Ann Kirchhof  
Family Trust  
Ann Kirchhof, Trustee  
1663 Steele Street, Apt. 402  
Denver, CO 80206

Frank Kirchhof  
514 Americas Way, #2975  
Box Elder, SD 57719

James Lawrence Kirchhof  
2500 S. York Street, #314  
Denver, CO 80210

John Kirchhof  
124 East Chicago St.  
Quincy, MI 49082

Peter F. Kirchhof  
23783 E. Hinsdale Place  
Aurora, CO 80016

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C/O Calis Energy Acct LLC  
555 17th Street, Suite 1400  
Denver, CO 80202

Julia Mannion  
331 S. Poplar St.  
Denver, CO 80224

Mary Anne McCourt  
735 Jefferson Street NE  
Albuquerque, NM 87110

Meadow Oil and Gas LLC  
C/O Calis Energy Acct LLC  
555 17th Street, Suite 1400  
Denver, CO 80202

Neumayer 1999 Trust  
C/O Maureen Neumayer,  
Trustee  
P.O. Box 19056  
San Diego, CA 92159

Our Plum LLC  
C/O Margaret S. Lundock  
P.O. Box 218  
Lowell, FL 32663  
Emma Jane Owens  
4865 Vallejo  
Denver, CO 80221

Shirley Ann Pinkney  
9665 West 37th Avenue  
Wheatridge, CO 80033

Cynthia Rickards  
61 Indian Hill Rd.  
Worcester, MA 01606

Laurence N. Rickards Jr. &  
Barbara Jimmie Rickards  
278 Jackson Street  
Denver, CO 80206

Warren Rickards  
61 Indian Hill Rd.  
Worcester, MA 01606

Warren Rickards  
59 Indian Hill Rd.  
Worcester, MA 01606

SAE Oil & Gas Company LLC  
C/O Elizabeth A. Shannon  
C/O Shannon Management  
2609 South Wadsworth Blvd.  
Suite 112  
Lakewood, CO 80202

SEK Oil & Gas Company LLC  
C/O Calais Energy Acct LLC  
555 17th Street Suite 1400  
Denver, CO 80202

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Paula Shaw  
Revocable Living Trust  
203 Rolling Trail  
Amarillo, TX 79108

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Amarillo, TX 79118

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