

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 THIRTEEN 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 12 NORTH, RANGE 56)
WEST, TOWNSHIP 12 NORTH, RANGE 57)
WEST AND TOWNSHIP 11 NORTH, RANGE 56)
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 thirteen 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 12 North, Range 56 West

Section 30: Lots 3, 4, E2SW, SE (S/2)

Section 31: Lots 1, 2, 3, 4, E2W2, E2 (ALL)

Township 12 North, Range 57 West

Section 23: ALL

Section 26: N2

Township 12 North, Range 57 West

Section 28: S2

Section 33: ALL

Township 12 North, Range 57 West

Section 29: S2

Section 32: ALL

Township 11 North, Range 56 West

Section 4: Lots 1, 2, 3, 4, S2N2, S2 (ALL)

Section 9: N2

Township 11 North, Range 56 West

Section 5: Lots 1, 2, 3, 4, S2N2, S2 (ALL)

Section 8: N2

Township 11 North, Range 56 West

Section 6: Lots 1, 2, 3, 4, 5, 6, 7, SENW, S2NE, E2SW, SE (ALL)

Section 7: Lots 1, 2, E2NW, NE (N2)

Township 11 North, Range 56 West

Section 7: Lots 3, 4, E2SW, SE (S2)

Section 18: Lots 1, 2, 3, 4, E2W2, E2 (ALL)

Township 11 North, Range 56 West

Section 8: S2
Section 17: ALL

Township 11 North, Range 56 West

Section 21: ALL
Section 28: N2

Township 11 North, Range 56 West

Section 20: ALL
Section 29: N2

Township 11 North, Range 56 West

Section 19: Lots 1, 2, 3, 4, E2W2, E2 (ALL)
Section 30: Lots 1, 2, E2NW, NE (N2)

Township 11 North, Range 56 West

Section 29: S2
Section 32: 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. 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. To promote 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 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 13th day of December, 2012.

Respectfully submitted,

WELBORN SULLIVAN MECK & TOOLEY, P.C.

By: 
Stephen J. Sullivan
Chelsey J. Russell
Welborn Sullivan Meck & Tooley, P.C.
Attorneys for Applicant
1125 - 17th Street, Suite 2200
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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.

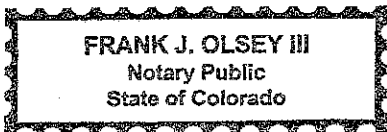
WHITING OIL AND GAS CORPORATION

[Handwritten signature]

Scott McDaniel, Regional Landman

Subscribed and sworn to before me this 12th day of December, 2012 by Scott McDaniel, Regional Landman for Whiting Oil and Gas Corporation.

Witness my hand and official seal.



Handwritten signature: *Handwritten signature*
ry Public

Notary Public

My Commission Expires: 8-31-2014

EXHIBIT A

INTERESTED PARTIES

Cervi Enterprises, Inc., a Colorado corporation
P. O. Box 1930
Greeley, CO

Vlademar Lodholm
2450 C East 5th Avenue
Denver, CO 80206

Donald M. McEndaffer, Jr.
2841 Kendrick
Golden, CO 80401

J. Marc Cottrell, as Trustee of the J. Marc Cottrell Trust, under Trust dated 8/24/1994
P. O. Box C
Meade, KS 67864-0108

West Plains Land & Cattle Co., a partnership
1025 9th Avenue
Greeley, CO 80631

Estate of Jean Caudill, deceased
608 S. 3rd Avenue
Brighton, CO 80601

Kenneth V. McEndaffer and Naomi K. McEndaffer
61331 Hwy 71
Stoneham, CO 80754-9300

David A. McEndaffer
5113 Mail Creek Lane
Fort Collins, CO 8052

Lou Ann Littlefield Family Trust, Robert Littlefield and Roger Littlefield, Trustees
38355 Weld County Road 153
Stoneham, CO 80754

Lorraine Delcamp
9730 US Hwy 385
Bridgeport, NE 69336

Vernon K. McEndaffer, aka Kenneth V. McEndaffer
61331 Hwy 71
Stoneham, CO 80754

Margaret L. Box
14087 Cottonwood Circle
Sterling, CO 80751

Fred L. Voght and Evelyn M. Vogt, JT
1025 9th Avenue
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Vlademar Lodholm
2450 C East 5th Avenue
Denver, CO 80206

The Clayton 1964 Exploration Program, Ltd.
1840 First National Bank Building
Denver, CO 80202

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P. O. Box 393
Alpine, CA 92001

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4152 Bellville Drive
Lincoln, NE 68504

Charlyne M. Vance
1426 West 99th Street
Los Angeles, CA 90047

Eugene D. Vance
26237 Lakeside Drive
Sun Lakes, AZ 85224

Forrest T. Vance, c/o Ernest C. Vance
18938 Santa Mariana Street
Fountain Valley, CA 92708

Estate of Frank Lawrence Rodman, deceased
c/o Lawrence K. Rodman
1702 Brookhurst Drive
Lake Oswego, OR 97034

Keith Rodman
2004 East 26th Avenue
Eugene, OR 97403

Roland K. Rodman
31563 Fox Hollow Road
Eugene, OR 97405

Weldco, LLC
118 Ginger Cove Rd
Valley, NE 68064

Myer J. Dritch
P. O. Box 700333
Tulsa, OK 74170

Zelda Ludman
4634 East 54th
Tulsa, OK 7413

Meridian Oil, Inc.
5613 DTC Parkway
Englewood, CO 80111

Gray's Jewelers, Inc.
5330 East 31st
Tulsa, OK 74135

Faudree Q Account, Ltd.
P. O. Box 3691
Midland, TX 79702

Tiras One LLC
a Texas Limited Liability Company
3388 Sage Rd. #1502
Houston, TX 77056

Moran Oil Enterprises, LLC
an Oklahoma Limited Liability Company
P. O. Box 1295
Seminole, OK 74818-1295

Rex Elliott Gates
P. O. Box 1195
Tulsa, OK 74037

Woodward Bentley Gates
P. O Box 703
Keller, TX 76244

Sterling J. Gates
P. O. Box 93397
Los Angeles, CA 90093

Alexander L. Gates
P. O. Box 35747
Tulsa, OK 74153

The Bryce C. Roby Revocable Trust
5532 East 46th Street
Tulsa, OK 74135

Alvin W. Johnson
210 Avalon Court
Michigan City, IN 46360

Jack L. Richardson
2409 East 31st Street
Tulsa, OK 74105

PEC Minerals LP
14860 Montfort Drive
Suite 209
Dallas, TX 75254

A. L. Latker
528 American National Bank Building
Denver, CO 80202

Rex Elliott Gates
P. O. Box 1195
Tulsa, OK 74037

Burlington Resources Oil & Gas Company, L. P., a Delaware Partnership
P. O. Box 7500
Bartlesville, OK 74005-7500

Wyeth J. Baker
4316 South Atlanta Place
Tulsa, OK 74105

Questar Exploration and Production Company, a Texas Company
1050 17th Street, Ste 500
Denver, CO 80265

Jack L. Richardson
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Tulsa, OK 74105

Alecta C. Erricksson
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Denver, CO 80212

Patricia c. Maupin, aka Patricia Cotter Maupin
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Howard H. Sidwell
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Beverly Raye Russell
620 South 7th Avenue
Show Low, AZ 85901

Blanche E. Homan, fka Blanche E. Perkins, fka Blanche E. Genereux
3417 East 12th Street
Cheyenne, WY 82001

David L. Linginsmith and
Beth M. Klinginsmith. J. T.
64800 County Rd. 119
Bushnell, NE 69128

Estate of Paul E. Smith, deceased.
Heir, Dick E. Smith
P. O. Box 317
Lodgepole, NE 69149

Nellie Smith
Box 317
Lodgepole, NE 69149

Donna Lee LaMore
Box 334
Chappell, NE 69129

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1625 Broadway, Suite 2200
Denver, CO 80202

Eva Maurine Lydiatt
Box 567
Chappell, NE 69129

Rose Carter, Trustee, or successor trustee under Carter Family Trust dated November 26, 1991, and
restated on the 26th of May, 2000
939 Tiffany Way
Chino Valley, AZ 86323

Redoubt Partners LC
3808 Audle St., Suite 6304
Houston, TX 77098

Estate of J. E. Rogers and Fredia Rogers, J. T., deceased
C/O Scott J. Merrill
720 Valley View Dr.
Ogallala, NE 69153

Laura A. Brown
P. O. Box 179
Medical Lake, WA 99022

Owen Betterton, Jr.
60 E. Gaylan Drive
Bremerton, WA 98310

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Littleton, CO 80121

George L. Caldwell
6001 South Franklin
Littleton, CO 80121

Okmar Oil Company
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Wichita, KS 67208

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Wichita, KS 67204

Matzliach, L. P.
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Denver, CO 80217

Chaparral Royalty Company
P. O. Box 66687
Houston, TX 77266

Pentagon Oil Company
Box 391
Kilgore, TX 75662

Colonial Royalties Limited Partnership
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Coweta, OK 74429

Kirby Mineral
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Oklahoma City, OK 74429

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Keller, TX 76244

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