

**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 A
640-ACRE EXPLORATORY DRILLING AND
SPACING UNIT LOCATED IN SECTION 9,
TOWNSHIP 6 NORTH, RANGE 60 WEST, 6th
P.M., IN THE NIOBRARA FORMATION,
UNNAMED FIELD, IN MORGAN 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 640 acre drilling and spacing unit for the development of the Niobrara Formation on the following described lands:

Township 6 North, Range 60 West, 6th P.M.
Section 9: All

Morgan 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. The Application Lands are subject to Commission Rule 318.a. which provides that a well to be drilled in excess of two thousand five hundred (2,500) feet in depth shall be located not less than six hundred (600) feet from any lease line, and shall be located not less than one thousand two hundred (1,200) feet 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.
4. Applicant has concurrently filed with this Application a spacing application ("Spacing Application") requesting that the Commission establish a 640-acre exploratory drilling and spacing unit, with the right to drill and complete one (1) horizontal well and the option to drill three (3) additional horizontal wells in the 640-acre exploratory drilling and spacing unit for the development of the Niobrara Formation. Said Spacing Application is scheduled to be heard at the February 11, 2013 Commission Hearing. Approval of the current application is contingent upon Commission approval of Applicant's Spacing Application.

5. Applicant, pursuant to Commission Rule 530 and 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.

6. 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 the Wickstrom 9-1H Well and all other wells to the Niobrara Formation on the Application Lands.

7. 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.

8. 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 640-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 the Wickstrom 9-1H Well and all other horizontal wells 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 February 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: December 13, 2012.

Respectfully submitted:

CONDOR ENERGY TECHNOLOGY LLC

By:



Jamie L. Jost
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)
) ss.
COUNTY OF _____)

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 13 day of December, 2012, by Clark Moore,
_____ for Condor Energy Technology LLC.

Witness my hand and official seal.

My commission expires: May 26, 2016



Valentina Babichev
Notary Public

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LLC FOR AN ORDER POOLING ALL
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SPACING UNIT LOCATED IN SECTION 9,
TOWNSHIP 6 NORTH, RANGE 60 WEST,
6th P.M., IN THE NIOBRARA
FORMATION, UNNAMED FIELD, IN
MORGAN COUNTY, COLORADO

DOCKET NO.

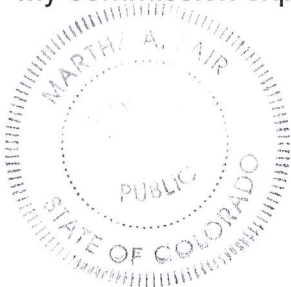
STATE OF COLORADO)
)ss.
CITY AND COUNTY OF DENVER)

That she is the attorney for Condor Energy Technology LLC, that on or before December ___, 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.

James L. Best

Subscribed and sworn to before me on December 13, 2012.

My commission expires: April 14, 2016



Martha A. Lai
Notary Public

EXHIBIT A
INTERESTED PARTIES

Catherine Patricia Trask
8012 Juniper
Shawnee Mission, KS 66208

Ralph V. St. John
PO Box 4602
Jackson, MS 39296

Esenjay Minerals, Ltd.
500 N. Water St., Ste 1100S
Corpus Christi, TX 78471

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

Winn Exploration Co., Inc.
800 North Shoreline Blvd., Ste. 1900 N
Corpus Christi, TX 78401

Crain Energy, Ltd.
222 East Tyler St.
Longview, TX 7606

Marathon Oil Company
5555 San Felipe
Houston, TX 77056

Vecta Oil & Gas, Ltd.
222 East Tyler St.
Dallas, TX 75235

Lacy Properties, Ltd.
5950 Cedar Springs Road, Suite 100
Longview, TX 75605

Foreland Resources, LLC
5950 Cedar Springs Rd., Ste. 100
Dallas, TX 75235

Ravco, Inc.
3756 Bratton
Corpus Christi, TX 78413

Arentee Investments
20124 Hwy 124
Jonesville, LA 71343

Schibi Oil & Gas, Ltd.
4706 Grand Lake
Corpus Christi, TX 78413

WYOCO Royalty Partners, LLC
PO Box 280969
Lakewood, CO 80228

Apple Creek, LLC
335 South York St.
Denver, CO 80209

Prima Exploration, Inc.
100 Fillmore, Ste. 450
Denver, CO 80206

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

Blackland Petroleum, LLC
17190 East Dorado Pl.
Centennial, CO 80015

Prima Exploration as Nominee
for Marshall Resources, LLC
4295 South Fox St.
Englewood, CO 80110

Todd G. Wickstrom
33040 MCR#4
Orchard, CO 80649

Delbert Schmidt
715 Murchy Place
Fort Morgan, CO 80701

Evelyn M. Schwisow
22795 Highway 392
Greeley, CO 80631

Centennial Mineral Holdings, LLC
5950 Cedar Springs Rd., Ste. 200
Dallas, TX 75235

Cary L. Wickstrom
33040 MCR#4
Orchard, CO 80649

Patricia R. Wickstrom
33040 MCR#4
Orchard, CO 80649

Karen Haley, as Trustee of the Karen R. Haley
Revocable Trust
9550 East Orchard Dr.
Greenwood Village, CO 80111

John Frederick Schmidt
4374 D Whittier Rd.
Clayton, WA 99110

McMahon Energy Partners, LP
4545 Monaco St., No. 144
Denver, CO 80237

Tofte Energy Partners, LP
PO Box 4221
Casper, WY 82604

Gloria Spurlock
4618 Warwick Blvd., Apt. 2C
Kansas City, MO 64112

Donald Wickstrom
33040 MCR#4
Orchard, CO 80649

Richard W. Mann and Laurilla J. Mann
23510 Highway 257
Milliken, CO 80543

Mary Ann Gablehouse
3120 58th Ave. Court
Greeley, CO 80634

Dakota-Tex Oil Company
4545 S. Monoco St., No. 144
Denver, CO 80237

Patricia A. Wickstrom
33178 County Rd. 3
Orchard, CO 80293

Centennial Mineral Holding, LLC
5950 Cedar Springs Rd., Ste. 200
Dallas, TX 75235