

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

IN THE MATTER OF THE APPLICATION OF  
NOBLE ENERGY, INC. FOR AN ORDER  
VACATING ORDER NO. 535-3, IN PART,  
VACATING ORDER NO. 535-110,  
VACATING ORDER NO. 535-125, AND  
ESTABLISHING AN APPROXIMATE 3200  
ACRE UNIT IN SECTIONS 3, 4, 9, 10 AND  
16, TOWNSHIP 9 NORTH, RANGE 58  
WEST, 6<sup>TH</sup> P.M., IN AN UNNAMED FIELD,  
CODELL-NIOBRARA FORMATION, WELD  
COUNTY, COLORADO

CAUSE NO. \_\_\_\_\_

DOCKET NO. \_\_\_\_\_

**APPLICATION**

Noble Energy, Inc. ("Applicant"), by and through its attorneys, Beatty & Wozniak, P.C., respectfully submits this Application to the Colorado Oil and Gas Conservation Commission ("Commission") for an order vacating Order No. 535-3, in part, vacating Order No. 535-110, vacating Order No 535-125, and establishing a 3,200 acre unit for the production of oil, gas, and associated hydrocarbons from the Codell-Niobrara Formation covering certain described lands in Weld County, Colorado and in support of its Application, Applicant states and alleges as follows:

**General Information**

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 holds a majority of the leasehold interests in the lands described below (hereafter the "Application Lands"):

Township 9 North, Range 58 West, 6<sup>TH</sup> P.M.

Section 3: ALL

Section 4: ALL

Section 9: ALL

Section 10: ALL

Section 16: ALL

3,200 acres, more or less, Weld County, Colorado.

A reference map of the Application Lands is attached hereto.

3. The Codell-Niobrara Formation in this area is defined as the stratigraphic equivalent of the interval between 5,587 feet and 5,921 feet as found in the Rohn PC LD09-01 Well located in the NE/4NE/4 of Section 9, Township 9 North, Range 58 West,

6<sup>th</sup> P.M., Weld County, Colorado. The Codell-Niobrara Formation should be considered a common source of supply underlying the Application Lands because there is no significant stratigraphic barrier between the formations and could be completed as a single completion.

### **Existing Commission Orders**

4. Order No. 535-3, entered by the Commission on February 22, 2011, established 640 acre drilling and spacing units for Sections 3, 4, 9 and 10 of the Application Lands, allowed one (1) horizontal well in each unit for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, and approved the surface location for any permitted horizontal well to be located anywhere in the drilling and spacing unit with the initial perforation and ultimate bottomhole to be located no closer than 600 feet from the unit boundary without exception being granted by the Director.

5. Order No. 535-110, entered by the Commission on December 12, 2011, allowed all non-consenting interests in the 640 acre drilling and spacing unit established for Section 10 of the Application Lands to be pooled pursuant to 34-60-116, C.R.S. for the Niobrara formation.

6. Order No. 535-125, entered by the Commission on January 23, 2012, established a 640 acre drilling and spacing unit for Section 16 of the Application Lands, allowed one (1) or more horizontal wells and one (1) or more vertical wells for the production of oil, gas and associated hydrocarbons from the Codell and Niobrara formations, approved the treated interval of any permitted well to be drilled no closer than 600 feet from the boundaries of said unit and not less than 150 feet from another well or treated interval of a well, and required that any wells be drilled from no more than four (4) well pads per quarter section, with wells on each pad to be drilled within 50 feet of an adjacent well.

### **Treatment of Existing Commission Orders**

7. Applicant requests that the Commission vacate Order No. 535-3 only as it applies to Sections 3, 4, 9 and 10 of the Application Lands and apply the unit method set forth below.

8. Applicant requests that the Commission vacate Order No. 535-110.

9. Applicant requests that the Commission vacate Order No. 535-125 as it applies to Section 16 of the Application Lands and apply the unit method set forth below.

### **Request for 3,200 acre Unit**

10. To promote efficient drainage within the Codell-Niobrara Formation of the Application Lands, to protect correlative rights and to avoid waste, the Commission should establish a unit of approximately 3,200 acres for the Application Lands.

11. That the above-proposed unit will allow efficient drainage of the Codell-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 reservoirs. The unit of the size and shape specified above is not smaller than the maximum area that can be economically and efficiently drained by the proposed well(s) in the unit.

12. That the Applicant is requesting to drill and complete the appropriate number of wells in order to efficiently and economically recover the oil, gas and associated hydrocarbons from the proposed unit.

13. The Applicant states that each proposed horizontal well shall be located on the surface anywhere within the unit, or on adjacent lands, with the treated interval of any horizontal well to be no closer than 600 feet from the boundaries of the 3,200 acre unit and no closer than 150 feet from another horizontal wellbore in the unit unless an exception is granted by the Director. The establishment of such unit will have no adverse effect on the correlative rights of adjacent owners.

### **Treatment of Wells in Proposed Unit**

14. Applicant requests that the Commission exclude any and all vertical or directional wells drilled and completed to the Codell-Niobrara Formation (or the Codell or Niobrara Formation individually, as indicated on the applicable Application for Permit to Drill – “APD”) from the proposed 3,200 acre unit. Any production from vertical or directional wells drilled and completed to the Codell-Niobrara Formation (or the Codell or Niobrara Formation individually, as indicated on the applicable APD) shall continue to be allocated on the current payment of production basis and such allocation shall not be effected by the approval of this Application.

15. Applicant requests that the Commission include any and all horizontal wells drilled and completed to the Codell-Niobrara Formation (or the Codell or Niobrara Formation individually, as indicated on the applicable APD) in the proposed unit.

16. That 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 24<sup>th</sup> day of January, 2013.

Respectfully submitted,

NOBLE ENERGY, INC.

By: 

Jamie L. Jost

Elizabeth Y. Gallaway

Beatty & Wozniak, P.C.

Attorneys for Applicant

216 16<sup>th</sup> Street, Suite 1100

Denver, Colorado 80202

(303)407-4499

Applicant's Address:

Noble Energy, Inc.

ATTN: Zach Shearon

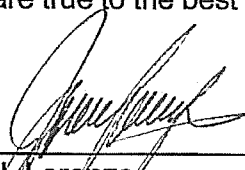
1625 Broadway, Suite 2200

Denver, Colorado 80202

VERIFICATION

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

Joseph H. Lorenzo, of lawful age, being first duly sworn upon oath, deposes and says that he is Attorney-in-Fact for Noble 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.

  
\_\_\_\_\_  
Joseph H. Lorenzo  
Attorney-in-Fact  
Noble Energy, Inc.

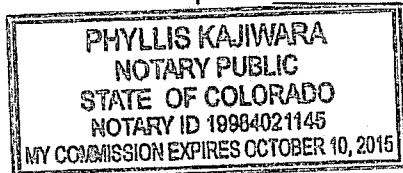
bb  
cmk

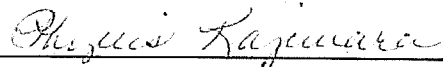
Subscribed and sworn to before this 22<sup>nd</sup> day of January 2013.

Witness my hand and official seal.

[SEAL]

My commission expires: \_\_\_\_\_



  
\_\_\_\_\_  
Phyllis Kajiwar

IN THE MATTER OF THE APPLICATION OF  
NOBLE ENERGY, INC. FOR AN ORDER  
VACATING ORDER NO. 535-3, IN PART,  
VACATING ORDER NO. 535-110,  
VACATING ORDER NO. 535-125, AND  
ESTABLISHING AN APPROXIMATE 3200  
ACRE UNIT IN SECTIONS 3, 4, 9, 10 AND  
16, TOWNSHIP 9 NORTH, RANGE 58  
WEST, 6<sup>TH</sup> P.M., IN AN UNNAMED FIELD,  
CODELL-NIOBRARA FORMATION, WELD  
COUNTY, COLORADO

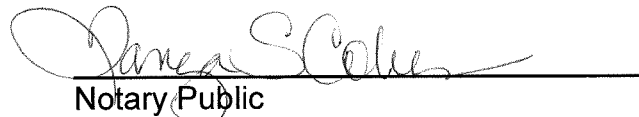
DOCKET NO. \_\_\_\_\_

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

That she is the attorney for Noble Energy, Inc., that on or before February 4, 2013, 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.

Subscribed and sworn to before me January 24, 2013.

My commission expires: 11/13/2016



**EXHIBIT A**

Mary Elizabeth Ellinghausen  
c/o Marie Ellinghausen  
1512 S. Denver Ave  
Tulsa, OK 74119

Ethel Jane Lockwood  
19 Sunset Terrace  
Baldwinsville, NY 13027

Hyman L. Fischbach  
301 W. 108th Street  
New York, NY 10025

Hosea V. Price  
13 E. 3rd  
Winston Salem, NC 27101

Heirs and/or Devisees of Fred L. Petty and Neva Petty, both deceased  
Attn: Susan Kay Petty  
901 Westminster Abby Ln., Apt #301  
Fenton, MO 63028

Emma Griggs, Est.  
c/o Mrs. Susan G. Young, Adm.  
109 S. Fulton Ave.  
Mt. Vernon, NY 10550-5105

Kerr-McGee Oil & Gas Onshore LP  
1099 18th St.  
Denver, CO 80202

Encore Trust and Marian Seward Rubey  
Co-Trustees of the Marian Sewart Rubey Trust under the Will of William B. Rubey  
Nine Greenway Plaza, Suite 1000  
Houston, TX 77056

Encore Trust and Robert Neal Rubey  
Co-Trustees of the Robert Neal Rubey Trust under the Will of William B. Rubey  
Nine Greenway Plaza, Suite 1000  
Houston, TX 77056

Hattie Hammer  
2167 Blueridge Drive  
Duncanville, TX 75137-4511

Catherine Bonner Rubey, aka Catherine Bonner Rubey McMurty  
4219 Whitman St.  
Houston, TX 77027

Penn Royalty Company  
204 N. Robinson Ave., Suite 1990  
Oklahoma City, OK 73102-6890

Noble Energy WyCo, LLC  
1625 Broadway, Suite 2200  
Denver, CO 80202

Whiting Oil and Gas Corporation  
1700 Broadway, Suite 2300  
Denver, CO 80290-2300

Ward Petroleum Corporation  
P.O. Box 1187  
Enid, OK 73702

SKV, LLC  
P.O. Box 300687  
Denver, CO 80218

Antelope Energy Company, LLC  
P.O. Box 577  
Kimball, NE 69145-0577

Bruce F. Evertson  
P.O. Box 397  
Kimball, NE 69145-0577

Carrizo (Niobrara) LLC  
500 Dallas Street, Suite 2300  
Houston, TX 77002

OIL India (USA) Inc.  
800 Brazos St, Ste 400  
Austin, TX 78701

IOCL (USA) Inc.  
800 Brazos St, Ste 400  
Austin, TX 78701

ACME Oil Corp., LLC  
1051-D West Highway 34  
Loveland, CO 80537

Exterra Resources, LLC  
518 17<sup>th</sup> Street, Suite 1105  
Denver, CO 80202



Lance A. Julander  
4185 South Oneida Street  
Denver, CO 80237

David Bauer  
Weld County  
1111 H Street  
Greeley, CO 80632

Michael Warren  
Energy Liaison  
Colorado Parks and Wildlife  
Northwest Regional Office  
711 Independent Ave.  
Grand Junction, CO 81505

Kent Kuster  
Colorado Department of  
Public Health & Environment  
4300 Cherry Creek Drive South  
Denver, CO 80246-1530