

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

IN THE MATTER OF THE **AMENDED**
APPLICATION OF ENCANA OIL & GAS (USA)
INC. FOR AN ORDER TO POOL ALL
INTERESTS IN FOUR APPROXIMATE 320-
ACRE DESIGNATED WELLBORE SPACING
UNITS **AND ONE APPROXIMATE 160-ACRE**
DESIGNATED WELLBORE SPACING UNIT
LOCATED IN **SECTIONS 27 AND 28**, TOWNSHIP
2 NORTH, RANGE 66 WEST, 6TH P.M., FOR THE
J SAND, CODELL AND NIOBRARA
FORMATIONS, WATTENBERG FIELD, WELD
COUNTY, COLORADO

CAUSE NO.

DOCKET NO. 1303-UP-68

AMENDED APPLICATION

COMES NOW Encana Oil & Gas (USA) Inc. ("Applicant"), by its attorneys, Beatty & Wozniak, P.C., and makes this **amended** application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order pooling all interests within four approximate 320-acre **and one approximate 160-acre** designated wellbore spacing units for the drilling of **the Maier 4B-28H-O266 Well (API No. to be determined) and the Maier 4D-28H Well (API No. to be determined)**, for the development of the **Codell Formation**, the **Maier 4C-28H-P266 Well (API No. to be determined)** and the **Maier 4A-28H-O266 Well (API No. to be determined)** for the development of the **Niobrara Formation** and the **Diane 8-6-28 Well (API No. 05-123-35602)** for the development of the **J Sand, Codell and Niobrara Formations** (collectively "Wells"), on the following described lands:

Township 2 North, Range 66 West, 6th P.M.

Section 28: E½ (WSU#1 - Maier 4B-28H-O266)

Section 28: E½ (WSU#2 - Maier 4D-28H)

Section 28: E½ (WSU#3 - Maier 4C-28H-P266)

Section 28: W½E½, E½W½ (WSU#4 - Maier 4A-28H-O266)

Section 27: W½SW¼ (WSU#5 – Diane 8-6-28)

Section 28: E½SE¼

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

In support thereof, 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 certain leasehold interests in the Application Lands.

3. On November 17, 1970, the Commission issued Order No. 232-1, which among other things established 320-acre drilling and spacing units for the production of gas and associated hydrocarbons from the "J" Sand Formation underlying certain lands in the Wattenberg Gas Spaced Area. On August 21, 1979, by Order No. 232-20 and October 19, 1981, by Order No. 232-23, Order No. 232-1 was amended allowing the drilling of an additional well on each 320-acre drilling and spacing unit.

4. On February 19, 1992, the Commission issued Order No. 407-87 (amended August 20, 1993), which among other things, established 80-acre drilling and spacing units for the production of oil and/or gas from the **Codell and Niobrara Formations** underlying certain lands, including the Application Lands, with the permitted well locations in accordance with the provisions of Order No. 407-1.

5. On April 27, 1998, the Commission adopted Rule 318A, which, among other things, allowed certain drilling locations to be utilized to drill or twin a well, deepen a well or recomplete a well and to commingle any or all of the Cretaceous Age Formations from the base of the Dakota Formation to the surface. On December 5, 2005, Rule 318A was amended to allow interior infill and boundary wells to be drilled and wellbore spacing units to be established. On August 8, 2011, Rule 318A was again amended to, among other things, address drilling of horizontal wells. The Application Lands are subject to Rule 318A for the **J Sand, Codell and Niobrara Formations**.

6. Applicant designated the wellbore spacing units, as defined below, for the production of oil, gas, and associated hydrocarbons from the **J Sand, Codell and/or Niobrara Formation** pursuant to Rule 318A. and notified the appropriate parties under Rule 318A.

7. Applicant, pursuant to Commission Rule 530 and/or the provisions of C.R.S. § 34-60-116 (6) and (7), hereby requests an order to pool all interests, including but not limited to, any nonconsenting interests, in the Application Lands for the development of:

The Codell Formation underlying the following approximate 320-acre designated wellbore spacing units:

Township 2 North, Range 66 West, 6th P.M.

Section 28: E $\frac{1}{2}$ (WSU#1 - Maier 4B-28H-O266)

Section 28: E $\frac{1}{2}$ (WSU#2 - Maier 4D-28H)

The Niobrara Formation underlying the following approximate 320-acre designated wellbore spacing units:

Township 2 North, Range 66 West, 6th P.M.

Section 28: E $\frac{1}{2}$ (WSU#3 - Maier 4C-28H-P266)

Section 28: W $\frac{1}{2}$ E $\frac{1}{2}$, E $\frac{1}{2}$ W $\frac{1}{2}$ (WSU#4 - Maier 4A-28H-O266)

The J Sand, Codell and Niobrara Formation underlying the following approximate 160 designated wellbore spacing unit:

Township 2 North, Range 66 West, 6th P.M.

Section 27: W $\frac{1}{2}$ SW $\frac{1}{4}$

(WSU#5 – Diane 8-6-28)

Section 28: E $\frac{1}{2}$ SE $\frac{1}{4}$

8. Applicant requests that the Commission's pooling order be made effective as of the earlier of the **original January 24, 2013 filing date for 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 **Maier 4B-28H-O266 Well and the Maier 4D-28H Well** for the development of the **Codell Formation**, the **Maier 4C-28H-P266 Well and the Maier 4A-28H-O266 Well** for the development of the **Niobrara Formation** and the **Diane 8-6-28 Well** for the development of the **J Sand, Codell and Niobrara Formations** on the Application Lands.

9. 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 the Wells, and will be provided with the information required by Rule 530 as applicable. The list of such interested parties is attached hereto as Exhibit A.

10. That in order to prevent waste and to protect correlative rights, all interests in **WSU#1, and WSU#2**, should be pooled for the orderly development of the **Codell Niobrara Formation**, **WSU#3, and WSU#4** should be pooled for the orderly development of the **Niobrara Formation** and, and **WSU#5** for the development of the **J Sand, Codell and Niobrara Formations** 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 in **WSU#1 and WSU#2** for the development of the **Codell Formation**, **WSU#3 and WSU#4** for the development of the **Niobrara Formation**, and **WSU#5** for the development of the **J Sand, Codell and Niobrara Formations**.

B. Providing that the Commission's pooling order is made effective as of the earlier of the **original January 24, 2013 filing date for this application**, or the date that any of the costs specified in C.R.S. § 34-60-116(7)(b)(II) are first incurred for the drilling of each of the Wells in **WSU#1, and WSU#2, to the Codell Formation, WSU#3, and WSU#4 to the Niobrara Formation** and **WSU#5** for the development of the **J Sand, Codell and Niobrara Formations** 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 Wells are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(6) and (7), and made subject to the cost recovery provisions thereof with respect to the Well drilled to develop the **Codell Formation in WSU#1 and WSU#2, the Niobrara Formation in WSU#3, and WSU#4** and the **J Sand, Codell and Niobrara Formations in WSU#5** comprising 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 March, 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: **February 25**, 2013.

Respectfully submitted:

Encana Oil & Gas (USA) Inc.

By:



Jamie L. Jost

Elizabeth Y. Gallaway

Gregory J. Nibert Jr.

Beatty & Wozniak, P.C.

Attorneys for Applicant

216 16th Street, Suite 1100

Denver, Colorado 80202

(303) 407-4499

Applicant's Address:

Encana Oil & Gas (USA) Inc.

ATTN: Lisa H. Roy

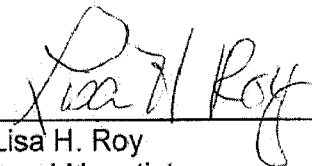
370 17th Street, Suite 1700

Denver, CO 80202

VERIFICATION

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

Lisa H. Roy, of lawful age, being first duly sworn upon oath, deposes and says that she is a Land Negotiator for Encana Oil & Gas (USA) Inc. and that she has read the foregoing **Amended** Application and that the matters therein contained are true to the best of his knowledge, information and belief.

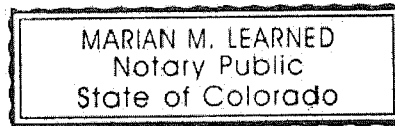


Lisa H. Roy
Land Negotiator
Encana Oil & Gas (USA) Inc.

Subscribed and sworn to before this 25th day of February 2013.

Witness my hand and official seal.

[SEAL]



My commission expires: 08/17/2015

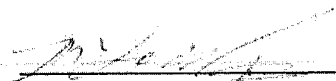


EXHIBIT A

Mary E.
Dempsey Biondo
Address Unknown

John Thomas Boston Estate,
Patrick M. Groom, Trustee
c/o Lind, Lawrence & Ottenhoff, LLP
1011 11th Avenue
Greeley, CO 80631

Gerhard Maier
4605 Reed Street
Wheatridge, CO 80033

Ursula Coltharp
4605 Reed Street
Wheatridge, CO 80033

Public Service Company of Colorado
1225 17th Street
Denver, CO 80202

John Michael Farrell
8145 W 71st Street
Arvada, CO 80004

Martin and Berta Gutierrez, JT
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Ft Lupton, CO 80621

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Ft. Lupton, CO 80621

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Ft Lupton, CO 80621

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Ft Lupton, CO 80621

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Thorsby, AL 35171

Jonathan D. Glover
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Ft Lupton, CO 80621

Anna May
Schlegel
116 Foxdale Place
Escondido, CA 92027

Robert John and Edna Mae Schlegel,
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Carlsbad, CA 92008

David Breickler
PO Box 424
Hudson, CO 80642

Estate of Douglas E. Breickler,
Shirley Breickler, PR
15169 Nancy Ave.
Ft. Lupton, CO 80621

S. Joanne Jacobson
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Golden, CO 80403

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Kevin Clark Scott
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Bismark, MO 63624

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Humansville, MO 65674

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Danny J and
Janie B Turner, JT
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Ft Lupton, CO 80621

PDC Energy, Inc.
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Denver, CO 80202

Kerr McGee Oil & Gas Onshore LP
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Denver, CO 80202

Noble Energy, Inc
1625 Broadway, Suite 2200
Denver, CO 80202

Mission Oil Corporation
410 17th Street, Suite 1170
Denver, CO 80202

Larry Rider
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South Laguna, CA 92677

Socorro Energy & Minerals
Address Unknown

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Nancy K. Hartley
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Greeley, CO 80634

Buck and Betty Lowry
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Edgar and Barbara Lohmann
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John and Marvene Solberg
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Larry and Theresa Danielson
Address unknown

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16766 Walpi
Apple Valley, CA 92307

Marvin Huck
PO Box 278
Brighton, CO 80601

Nancy and R.I. Christman, JT
Address unknown

Norris Mundy
PO Box 29159
Denver, CO 80229

Paul and Dorothy Keil
Address Unknown

Penrai
Address Unknown

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26405 Meadowview Drive
Farmington Hills, MI 48330

Sykes Enter. Cor. Defined Benefit Plan
Address Unknown

Bill Smith Address Unknown

Bruce and Lynn Billington, JT
Address Unknown

Charles and Sonja Russell, JT
Address Unknown

Cletus Carlton, Jr.
16093 Lakewood
Victorville, CA 92392

Dan B. Burden
Address Unknown

Danny and Debbie Finnigan, JT
Address Unknown

David and TamieFawcett, JT
Address Unknown

Donald L. Smith
107 Main Street
Platteville, CO 80651

James E. and Alda Hodgson, JT
Address Unknown

Jerry and Daisy Stewart, JT
14010 Jicarilla
Apple Valley, CA 92307

John R. Lautz
PO Box 1370
San Gabriel, CA 91778

Marvelle Pariseau
Address Unknown

Mark and Bonita Arndt, JT
Address Unknown

Mel and Colleen Jahnke, JT
PO Box 257
Fawnskin, CA 92333

Stacy M. Skinner
Address Unknown

Trustee of Bernice Clementine
Coburn Fitch Revocable Trust
1112 Bross Street
Longmont, CO

William Walter Fehr, Jr and Lawrence N.
Fehr, JT
1861 14th Street
Ft Lupton, CO 80621

Dale L., Eleanor G, and Forest L. Tedford, JT
325 Stanford Street
Brush, CO 80203

Bar Diamond, Inc. c/o Scott J. Strouts
1008 Plymouth Building
12 South Sixth Street
Minneapolis, MN 55402

Samuel and Cheryl Ann
Scheinberg Family Trust Agreement
2930 W Devils Lake Road
Lincoln City, OR 97367

Elliot Marvin Appel
PO Box 3707
Lacey, WA 98509

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OF THE STATE OF COLORADO**

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COUNTY, COLORADO

CAUSE NO.


DOCKET NO.

AFFIDAVIT OF MAILING

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

Gregory J. Nibert Jr. of lawful age, and being first duly sworn upon his oath, states and declares:

That she is the attorney for Encana Oil & Gas (USA) Inc., that on or before February 28, 2013, he caused a copy of the attached **Amended** Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A to the **Amended** Application.

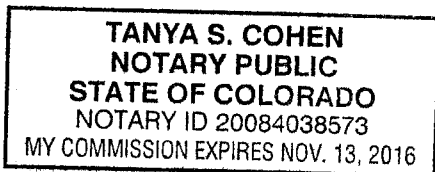



Gregory J. Nibert Jr.

Subscribed and sworn to before me on February 25, 2013.

Witness my hand and official seal.

My commission expires: 11/13/2016.





Notary Public