

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

IN THE MATTER OF AN APPLICATION FOR AN)	CAUSE NO. 535
ORDER TO ESTABLISH AN APPROXIMATE 640-)	
ACRE DRILLING AND SPACING UNIT)	DOCKET NO. <i>To be assigned</i>
AUTHORIZING THE DRILLING OF UP TO EIGHT (8))	
HORIZONTAL WELLS FOR SECTION 9, TOWNSHIP 7)	
NORTH, RANGE 59 WEST, 6 TH P.M., FOR)	
PRODUCTION FROM THE NIOBRARA FORMATION,)	
UNNAMED FIELD, WELD COUNTY, COLORADO)	

APPLICATION

Prima Exploration, Inc. ("Prima" or "Applicant"), by and through its attorneys, Burleson LLP, respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") for an order to establish an approximate 640-acre drilling and spacing unit for Section 9, Township 7 North, Range 59 West, 6th P.M., and approve the drilling of up to eight (8) horizontal wells within the proposed unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation. 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 has registered as an operator with the Commission.

2. Applicant owns substantial leasehold interests in the below-listed lands:

Township 7 North, Range 59 West, 6th P.M.
Section 9: All

These lands are hereinafter referred to as the "Application Lands." Exhibit A, attached hereto, is the Application Map which depicts the location of said Application Lands.

3. The Application Lands are unspaced with respect to the Niobrara Formation, which is a common source of supply underlying said lands and, as such, Rule 318.a. applies to said lands and under said rule, wells greater than 2,500 feet in depth shall be located not less than 600 feet from any lease line, and shall not be located less than 1,200 feet from any other producible or drilling well when drilling to the same common source of supply, unless authorized by order of the Commission upon hearing.

4. Applicant requests an order establishing an approximate 640-acre drilling and spacing unit for the Application Lands, and the authority to drill up to eight (8) horizontal wells within the proposed unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, with the treated interval of the wellbore to be no closer than 600 feet from the proposed unit boundaries and an inter-well setback of not less than 150 feet from the treated interval of a well producing from the Niobrara Formation, without exception being granted by the Director. Applicant further alleges that there are no existing wells producing from the Niobrara Formation within the proposed unit.

5. That in order to promote efficient drainage of the Niobrara Formation underlying the Application Lands, to prevent waste, and to protect correlative rights, the Commission should establish the approximate 640-acre drilling and spacing unit requested herein for the drilling and completion of up to eight (8) horizontal wells within the unit. The requested drilling and spacing unit for the Application Lands is not smaller than the maximum area that can be economically and efficiently drained by up to eight (8) horizontal wells.

6. The granting of this application is in accord with the Oil and Gas Conservation Act, found at §34-60-101, *et seq.*, C.R.S., and the Commission rules.

7. That the names and addresses of the interested parties (owners within the proposed drilling and spacing unit) are attached hereto and marked Exhibit B. The Applicant shall submit a certificate of service for the Application within the 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:

A. Establishing an approximate 640-acre drilling and spacing unit for the Application Lands, and approve of up to eight (8) horizontal wells within the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, with the treated interval of the wellbore to be no closer than 600 feet from the unit boundaries and an inter-well setback of not less than 150 feet from the treated interval of a well producing from the Niobrara Formation, without exception being granted by the Director.

B. For such other findings and orders as the Commission may deem proper or advisable in the premises.

DATED this 1st day of March, 2013.

Respectfully submitted,

PRIMA EXPLORATION, INC.

By: 

Robert A. Willis (Colorado Bar No. 26308)
Burleson LLP
Wells Fargo Center
1700 Lincoln Street, Suite 1300
Denver, CO 80203
(303) 801-3200

Applicant's Address:
Prima Exploration, Inc.
Scott Homsher, Land Manager
100 Fillmore Street, Suite 450
Denver, CO 80206

VERIFICATION

STATE OF COLORADO

)


) SS.

CITY & COUNTY OF DENVER

)

Scott Homsher, Land Manager for Prima Exploration, Inc., 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.

PRIMA EXPLORATION, INC.

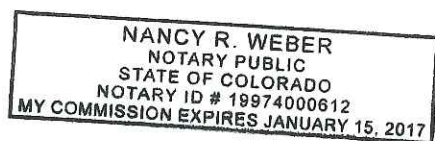

Scott Homsher

Subscribed and sworn to before me this 1st day of March, 2013, by Scott Homsher,
Land Manager for Prima Exploration, Inc.

Witness my hand and official seal.

My commission expires: 1-15-2017

Garcia J. Weber
Notary Public



Application Lands - 

Sec. 9, T7N, R59W
Weld County

Exhibit A
Application Map

13	18	17	16	15	14	13	18	17
24	19	20	21	22	23	24	19	20
25	30	29	28	27	26	25	30	29
36	31	32	33	34	35	36	31	32
1	6	5	4	3	2	1	6	5
12	7	8	9	10	11	12	7	8
13	18	17	16	15	14	13	18	17

EXHIBIT B

INTERESTED PARTIES

The names and addresses of the interested parties (owners within Section 9, Township 7 North, Range 59 West, 6th P.M.) according to the information and belief of the Applicant are set forth in this Exhibit B.

Prima Exploration, Inc.
100 Fillmore Street, Suite 450
Denver, CO 80206

Robert A. Willis
Burleson LLP
1700 Lincoln St., Suite 1300
Denver, CO 80203

Energy Liaison
Colorado Parks & Wildlife
6060 Broadway
Denver, CO 80216

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

David Bauer
Weld County LGD
1111 H Street
Greeley, CO 80632

Estate of John Paul Ahrens, Sr., deceased
John Paul Ahrens, Jr.
640 Princeton Street
New Milford, NJ 07646

Blackland Petroleum, LLC
17190 East Dorado Place
Centennial, CO 80015

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

Esenjay Petroleum Corporation
500 North Water Street
Corpus Christi, TX 78401

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

Estate of Marguerite Carter, deceased
2916 Chatsworth Blvd.
San Diego, CA 92106

Estate of Wirt L. Harris, deceased
James Harris Galloway
5820 North Barnes Circle
Oklahoma City, OK 73112

Condor Energy Technology, LLC
3315 Highway 50
Silver Springs, NV 89429

Crain Energy, Ltd.
222 East Tyler Street
Longview, TX 75606

Dalco Oil Company
1200 Mercantile Bank Building
Dallas, TX 75201

Estate of W.O. Duffie, deceased
Address unknown
Ada, OK 74820

Estate of Rose L. Dukes, deceased
Address unknown
Oklahoma City, OK 73102

Foreland Resources, LLC
5950 Cedar Springs Road, Suite 100
Dallas, TX 75235

Global Natural Resources Company
P.O. Box 4682
Houston, TX 72210

Lacy Properties, Ltd.
222 East Tyler Street
Longview, TX 75606

The McClelland Living Trust
Ann M. McClelland & Michael L. McClelland,
Trustees
7926 Sendero Ridge
Fair Oaks, Ranch, TX 78015

Eugene J. McGarvey Revocable Trust
Eugene J. McGarvey, Trustee
922 Bellevue Place
Kokomo, IN 46901

William K. McGarvey Revocable Trust
William K. McGarvey, Trustee
1816 Wood Valley Drive
Carmel, IN 46302

Estate of T.N. McLennan, deceased
Address unknown
Oklahoma City, OK

Marujakaba, Ltd.
P.O. Box 3894
Corpus Christi, TX 78463

Herbert D. Miller Revocable Trust
Herbert D. Miller Trustee
6701 North Grand Blvd.
Oklahoma City, OK 73116

Pacific Energy Development Corp.
4125 Blackhawk Plaza Circle, Suite 201A
Danville, CA 94506

C & E Ramsey Trust
William E. Ramsey & D. Christine Ramsey
Trustees
109 Dawn Isle Drive
Las Vegas, NV 89128

Mary F. Ramsey
4829 North Miller Road
Scottsdale, AZ 85251

The Ramsey Trust
Arthur B. Ramsey & Lyle O. Ramsey, Trustees
P.O. Box 11369
Albuquerque, NM 87192

R.C.L. Company
P.O. Box 20414
Oklahoma City, OK 73156

Vecta Oil & Gas, Ltd.
575 Union Blvd., Suite 208
Lakewood, CO 80228

Cecile Wagner Revocable Trust
525 South Main, Suite 700
Tulsa, OK 74103

Winn Exploration Co., Inc.
800 North Shoreline Blvd., Suite 1900 North
Corpus Christi, TX 75229

Vaughn D. Yeager
4306 Walnut Hill Lane
Dallas, TX 75229