

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

IN THE MATTER OF THE APPLICATION OF	)	
CONTINENTAL RESOURCES, INC., FOR AN	)	
ORDER ALLOWING UP TO TWO	)	Cause No.
HORIZONTAL WELLS IN A 1,280-ACRE	)	
DRILLING AND SPACING UNIT FOR THE	)	Docket No.
NIOBRARA FORMATION IN SECTIONS 1	)	
AND 12, TOWNSHIP 7 NORTH, RANGE 62	)	
WEST IN WELD COUNTY, COLORADO	)	

APPLICATION

Continental Resources, Inc. ("Applicant"), by and through its attorneys, Beatty & Wozniak, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") for an order authorizing up to two horizontal wells in the following-described 1,280-acre drilling and spacing unit:

Township 7 North, Range 62 West, 6<sup>th</sup> P.M.

Section 1: All

Section 12: All

Weld County, Colorado (together the "Application Lands"),

and further providing that the treated interval of each horizontal wellbore may be separated by a minimum of 600 feet 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 is an operator in good standing with the Commission.
2. Applicant owns substantial leasehold interests in the Application Lands.
3. On April 4, 2011, the Commission entered Order No. 535-9, which, among other things, established a 1,280-acre drilling and spacing units for certain lands, including the Application Lands, and allowed the drilling of one horizontal well within each drilling and spacing unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.
4. Applicant requests that up to two horizontal wells be authorized for production of oil, gas and associated hydrocarbons from the Niobrara Formation in the Application Lands.

5. In accordance with Rule 318, Applicant will locate and drill the wells so that the treated interval of the horizontal wells is no closer than 600 feet from the boundaries of the units. Applicant requests that the 1,200 foot internal wellbore setback of Rule 318 be relaxed so that the treated interval of the horizontal wells may be separated by a minimum of 600 feet.

6. Applicant asserts that additional wells are necessary to prevent waste, protect correlative rights, and to assure the maximum efficient recovery of oil, gas and associated hydrocarbons from the Niobrara Formation on the Application Lands.

7. The undersigned certifies that copies of this Application shall be served on each interested party within 7 days as required by Rule 503.e.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing, notice be given as required by law and that upon such hearing this Commission enter its order:

A. Authorizing up to two horizontal wells in the Application Lands for production of oil, gas and associated hydrocarbons from the Niobrara Formation.

B. Providing that said wells shall be located and drilled so that the treated interval of the wellbores are no closer than 600 feet from the boundaries of the unit and are separated by a minimum of 600 feet.

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

Dated: April 18, 2012

By: 


Elizabeth Y. Gallaway  
Kenneth A. Wonstolen  
Beatty & Wozniak, P.C.  
216 Sixteenth Street-Suite 1100  
Denver, CO 80202-5115

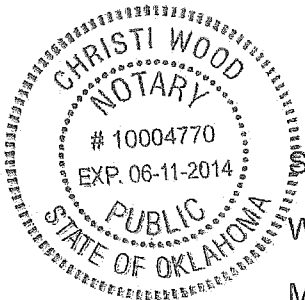
Address of Applicant  
Continental Resources, Inc.  
ATTN: Matthew Callaway  
20 N. Broadway  
PO Box 269091  
Oklahoma City, OK 73126

VERIFICATION

STATE OF OKLAHOMA                     )  
  )  
COUNTY OF OKLAHOMA                )     ss.

Matthew D. Callaway, of lawful age, being first duly sworn upon oath, deposes and says that he is Northern Region Landman for Continental Resources, 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.

  
Matthew D. Callaway



Subscribed and sworn to before me this 18<sup>th</sup> day of April, 2013

Witness my hand and official seal.

My commission expires: 6/11/2014

  
Notary Public: Christi Wood

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

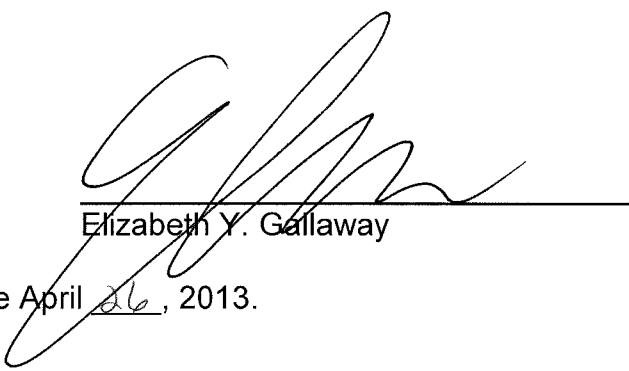
IN THE MATTER OF THE APPLICATION OF )  
CONTINENTAL RESOURCES, INC., FOR AN )  
ORDER ALLOWING UP TO TWO ) Cause No.  
HORIZONTAL WELLS IN A 1,280-ACRE )  
DRILLING AND SPACING UNIT FOR THE ) Docket No.  
NIOBRARA FORMATION IN SECTIONS 1 )  
AND 12, TOWNSHIP 7 NORTH, RANGE 62 ) Intake No. 65  
WEST IN WELD COUNTY, COLORADO )

AFFIDAVIT OF MAILING

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

Elizabeth Y. Gallaway, of lawful age, and being first duly sworn upon her oath, states and declares:

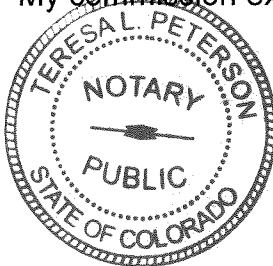
That she is an attorney for Continental Resources, Inc., that on or before April 29, 2013, she caused a copy of the above-captioned Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on the Notice List attached hereto.

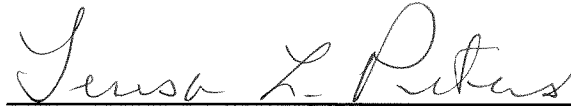
  
Elizabeth Y. Gallaway

Subscribed and sworn to before me April 26, 2013.

Witness my hand and official seal.

My commission expires: 10-04-13.



  
Teresa L. Peterson  
Notary Public

## Notice List

### Interested Parties

ABH Baxter, LLC  
PO Box 591  
Austin, TX 78767

Chesapeake Exploration, LLC  
PO Box 18496  
OKC, OK 73154-0496

Denver Basin Oil & Gas, LLC  
Address Unknown

Great Western Energy  
Address Unknown

Marathon Oil Company  
5555 San Felipe  
Houston, TX 77056

Marubeni Denver Julesburg, LLC  
2800 Post Oak Blvd., Suite 6000  
Houston, TX 77056

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

OOGC America, Inc.  
Address Unknown

A. Macy Smith  
Address Unknown

A.I. Axelrod  
Address Unknown

A.I. Look  
Address Unknown

Abe Weingarter  
Address Unknown

Ardis Kerns  
1811 Montview Blvd  
Greeley, CO 80634

Betty Ann Sud  
Address Unknown

C.J. Thibodeaux  
421 Cotton Exchange Bldg.  
Houston, TX 77001

Charles H. Witt and Eileen M. Witt  
Address Unknown

Cimarron Minerals, LLC  
c/o Frost National Bank 600 Jefferson, 4th Floor  
Houston, TX 77002

Clyde Nelson  
7455 Centennial Glen Dr.  
Colorado Springs, CO 80919

Dave Diesen  
PO Box 1177  
Weatherford, TX 76086

Dean M. Meyer  
Address Unknown

Diane R. Kliwer  
2821 Wexley Road  
Bloomington, IN 47401

E.J. Pulaski  
Address Unknown

Estate of Marvin Sterl Bowes  
c/o Zella Bowes  
Route 4, Box 63-A  
Frankford, WV 24938

Estate of Minnie Reed  
2439 Bluff Street  
Boulder, CO 80304-3719

Estate of Russell W. Reed  
Route 1, Box 2602  
West Sacramento, CA 95605

Esther Marie Witt (Estate of C.L. Witt)  
Address Unknown

First Presbyterian Church  
5300 Main Street  
Houston, TX 77004

George A. Butler  
Address Unknown

Gerald Rauch  
Address Unknown

Harry Killian  
Address Unknown

Hazel Owens  
Route 4, Box 67  
Frankford, WV 24938

Helen Crews  
6600 W. 20th Street, #35  
Greeley, CO 80634

Irving Alexander  
Address Unknown

J.A. Gray  
Address Unknown

J.E. Leicher  
Address Unknown

J.S. Oshman  
Address Unknown

JC Petroleum Royalty Unit, LLC  
PO Box 922  
Delta, LA 71232

Joan Schaefer Lovett  
368 Blue Windsor  
Colorado Springs, CO 80906

Joe Darsky  
Address Unknown

Joe Weingarter  
Address Unknown

John M. Briggs  
410 14th Ave  
Greeley, CO 80631

Johnny Mitchell, Trustee  
Address Unknown

Joy Shaefer Henry  
PO Box 177  
Bonsall, CA 92003

Juanita J. Ball (Estate of C.L. Witt)  
Address Unknown

Judy Brannberg  
PO Box 211  
Louviers, CO 80131

Judy Schaefer Puett  
34397 Whispering Oaks  
Ridge Manor, FL 33525

Leaonard Rauch  
Address Unknown

Lloyd B. Reed  
3738 Oakwood Place  
Riverside, CA 92506-1868

Louis Pulaski  
Address Unknown

Martin Nadelman  
Address Unknown

Morris Ranch  
Address Unknown

N.G. Ginther  
1714 Esperson Bldg  
Houston, TX 77056

N.M. Feld  
Address Unknown

N.W. Erabruer  
Address Unknown

Rex E. Hudson  
Address Unknown

Rheba Joan Spiner  
Address Unknown

Robinson Interest I, Ltd.  
Address Unknown

Roderick L. Suter  
185 St. James Place  
Brooklyn, NY 10038

Russell H. Volk Family Trust  
1135 Petroleum Club Bldg  
Denver, CO 80401

Veda Mae Glasby  
Address Unknown

Velma Sites Brackenrich  
Vaga Route 4, Box 99  
Frankford, WV 24938

W.C. DeArman  
Address Unknown

W.L. Ginther  
1714 Eperson Bldg  
Houston, TX 77019

David Bauer  
Weld County  
1111 H Street  
Greeley, CO 80632

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

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