

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

IN THE MATTER OF THE APPLICATION OF  
EE3, LLC, FOR AN ORDER ALLOWING ONE  
(1) ADDITIONAL HORIZONTAL WELL IN A  
617.38-ACRE DRILLING AND SPACING UNIT  
FOR THE NIOBRARA FORMATION IN  
SECTION 18, TOWNSHIP 7 NORTH, RANGE  
80 WEST, 6<sup>TH</sup> P.M., JACKSON COUNTY,  
COLORADO

Cause No.

Docket No.

APPLICATION

EE3, LLC ("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 one (1) additional horizontal well, for a total of three horizontal wells, in the following-described 617.38-acre drilling and spacing unit:

Township 7 North, Range 80 West, 6<sup>th</sup> P.M.  
Section 18: All

Jackson County, Colorado ("Application Lands").

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 July 15, 2008, the Commission issued Order No. 531-2, which among other things, various drilling and spacing units for the drilling and completion of one horizontal well, for certain lands, including the Application Lands, for production from the Niobrara Formation, with the option to drill a second horizontal well, in each of the drilling and spacing units.
4. On July 9, 2012, the Commission entered Order No. 531-3, which, among other things, pooled all interests in the Application Lands for the development and operation of the Niobrara Formation.
5. Applicant requests one (1) additional horizontal well, for a total of up to three horizontal wells, be authorized for production of oil, gas and associated hydrocarbons from the Niobrara Formation in the Application Lands, with wells being located on up to three wellpads within the unit and the treated interval of the horizontal wellbore to be no closer than 600 feet from the unit boundaries, and no closer than 600 feet from the treated interval of any other wellbore located in the unit, without exception being granted by the Director.
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.

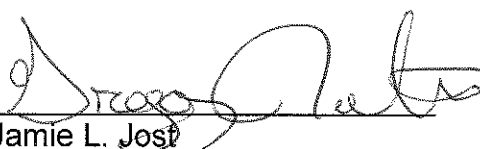
7. The names and addresses of the interested parties to this Application are set forth in Exhibit A, and the undersigned certifies that copies of this Application shall be served on each interested party as required by Rule 503.e.

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 one (1) additional horizontal well, for a total of three horizontal wells, in the Application Lands for production of oil, gas and associated hydrocarbons from the Niobrara Formation with wells being located on up to three wellpads within the unit and the treated interval of the horizontal wellbore to be no closer than 600 feet from the unit boundaries, and no closer than 600 feet from the treated interval of any other wellbore located in the unit, without exception being granted by the Director.

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

Dated: July 18, 2013

By:   
Jamie L. Jost  
Gregory J. Nibert Jr.  
Beatty & Wozniak, P.C.  
216 Sixteenth Street-Suite 1100  
Denver, CO 80202-5115

Address of Applicant  
EE3, LLC  
ATTN: Douglas Sandridge  
4410 Arapahoe Ave. Suite 100  
Boulder, CO 80303

VERIFICATION

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

Richard McClure, of lawful age, being first duly sworn upon oath, deposes and says that he is the President of EE3, LLC 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.

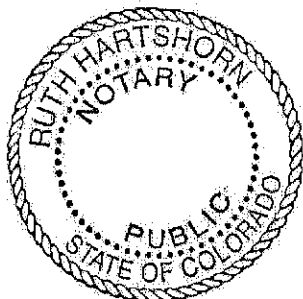
*Rich McClure*

Richard McClure, President

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

Witness my hand and official seal.

My commission expires: 03/11/2014



*Ruth Hartshorn*

Notary Public

Exhibit A

EE3, LLC  
4410 Arapahoe Ave. Suite 100  
Boulder, CO 80303

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

Wm Kent Crowder  
Jackson County Administrator  
PO Box 1019  
Walden, CO 80480

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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 he is the attorney for EE3, LLC, and that on or before July 25, 2013, he  
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.

  
\_\_\_\_\_  
Gregory J. Nibert, Jr.

Subscribed and sworn to before me July 18, 2013.

Witness my hand and official seal.

My commission expires: 3/31/15.

  
\_\_\_\_\_  
Notary Public

