

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

IN THE MATTER OF THE APPLICATION OF )  
WHITING OIL AND GAS CORPORATION FOR )  
AN ORDER VACATING ORDER NO. 535-32, )  
ESTABLISHING SIX 960-ACRE DRILLING AND )  
SPACING UNITS, TWO 640-ACRE DRILLING )  
AND SPACING UNITS AND ESTABLISHING )  
WELL LOCATION RULES APPLICABLE TO )  
THE DRILLING AND PRODUCING OF WELLS )  
FROM THE NIOBRARA FORMATION )  
COVERING CERTAIN LANDS IN SECTIONS 2, )  
3, 10, 14, 15, 22, 24, 25, 27, 30 AND 34, )  
TOWNSHIP 10 NORTH, RANGE 57 WEST, 6TH )  
P.M., WELD COUNTY, COLORADO. )

Cause No. 535

Docket No.

APPLICATION

Whiting Oil and Gas Corporation ("Applicant" or "Whiting"), by and through its attorneys, Welborn Sullivan Meck & Tooley, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order establishing six approximate 960-acre drilling and spacing units and two approximate 640-acre drilling and spacing units, and establishing well location rules applicable to the drilling of one well with the option to drill and complete up to a total of sixteen wells for production of oil, gas and associated hydrocarbons from the Niobrara Formation covering certain lands in Weld County, Colorado. In support of its Application, Applicant states as follows:

1. Applicant owns leasehold interests in the following lands ("Application Lands"):

Township 10 North, Range 57 West, 6<sup>th</sup> P.M.

Section 2: Lots 1 – 4, S $\frac{1}{2}$ N $\frac{1}{2}$ , S $\frac{1}{2}$  (ALL)  
("DSU #1" containing 642.84 acres, more or less)

Township 10 North, Range 57 West, 6<sup>th</sup> P.M.

Section 3: Lots 1 – 4, S $\frac{1}{2}$ N $\frac{1}{2}$ , S $\frac{1}{2}$  (ALL)  
Section 10: N $\frac{1}{2}$   
("DSU #2" containing 963.20 acres, more or less)

Township 10 North, Range 57 West, 6<sup>th</sup> P.M.

Section 14: ALL  
("DSU #3" containing 640.00 acres, more or less)

Township 10 North, Range 57 West, 6<sup>th</sup> P.M.

Section 10: S $\frac{1}{2}$   
Section 15: ALL  
("DSU #4" containing 960.00 acres, more or less)

Township 10 North, Range 57 West, 6<sup>th</sup> P.M.

Section 22: ALL  
Section 27: N $\frac{1}{2}$   
("DSU #5" containing 960.00 acres, more or less)

Township 10 North, Range 57 West, 6<sup>th</sup> P.M.

Section 24: ALL  
Section 25: N $\frac{1}{2}$   
("DSU #6" containing 960.00 acres, more or less)

Township 10 North, Range 57 West, 6<sup>th</sup> P.M.  
Section 30: Lots 3, 4, E $\frac{1}{2}$ SW $\frac{1}{4}$ , SE $\frac{1}{4}$  (S/2)  
Section 31: Lots 1 – 4, E $\frac{1}{2}$ W $\frac{1}{2}$ , E $\frac{1}{2}$  (ALL)  
("DSU #7" containing 943.39 acres, more or less)

Township 10 North, Range 57 West, 6<sup>th</sup> P.M.  
Section 27: S $\frac{1}{2}$   
Section 34: ALL  
("DSU #8" containing 960 acres, more or less)

A reference map of the Application Lands is attached hereto.

2. Except for the N $\frac{1}{2}$  of Section 25, the Application Lands are subject to Commission Rule 318.a. which provides that a well drilled in excess of 2,500' in depth shall be located not less than 600' from any lease line, and shall be located not less than 1,200' from any other producible or drilling oil or gas well when drilling to the same source of supply, unless authorized by order of the Commission upon hearing.

3. On June 27, 2011, the Commission issued Order No. 535-32 establishing an approximate 640-acre drilling and spacing unit for the production of oil, gas and associated hydrocarbons from the Niobrara Formation covering Section 25, Township 10 North, Range 57 West, 6<sup>th</sup> P.M. Three wells were drilled in the S $\frac{1}{2}$  of Section 25, Township 10 North, Range 57 West, 6<sup>th</sup> P.M. Intermountain Oil Co. drilled the Shapely # 1 Well (API # 05-123-05750) in SE $\frac{1}{4}$ SE $\frac{1}{4}$  of Section 25 in 1956 and it is now dry and abandoned. Nerdlihc Company Inc. drilled the Shapley #1-25 Well (API # 05-123-14652) in the SE $\frac{1}{4}$ SW $\frac{1}{4}$  of Section 25 in 1990 and it is now dry and abandoned. Rex Energy Rockies LLC spud the Shapley #14-25H Well (API # 05-123-32760) in the SW $\frac{1}{4}$ SW $\frac{1}{4}$  of Section 25 on March 13, 2011 and to Applicant's understanding this well has been plugged and abandoned.

4. The Niobrara Formation in the area of the Application Lands is defined as the stratigraphic equivalent of the interval between 5,777' (top of the Niobrara) and 6,101' (base of the Niobrara) as found in the Walker #3 Well located in Township 10 North, Range 58 West, 6<sup>th</sup> P.M., Section 31, Weld County, Colorado. The Niobrara Formation is a common source of supply under the Application Lands.

5. To promote efficient drainage within the Niobrara Formation of the Application Lands, to protect correlative rights and to avoid waste, the Commission should establish six drilling and spacing units of approximately 960-acres and two drilling and spacing units of approximately 640-acres covering the Application Lands.

6. Applicant has drilled, tested and completed wells in the Niobrara Formation upon lands in close proximity to the Application Lands.

7. The above-proposed drilling and spacing units will allow efficient drainage of the 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 Niobrara Formation. The proposed drilling and spacing units are not smaller than the maximum area that can be economically and efficiently drained by the proposed wells in such drilling and spacing units. Applicant further maintains that a well drilled in the above-proposed drilling and spacing units will have no adverse effect on correlative rights of adjacent owners.

8. Applicant is requesting that Order No. 535-32 be vacated and that the above described drilling and spacing units be established.

9. Applicant is further requesting to drill and complete one horizontal well in each of the approximate 960-acre and 640-acre drilling and spacing units described above, with the option to drill and complete up to a total of sixteen horizontal wells in each unit for production of oil, gas and associated hydrocarbons from the Niobrara formation in the Application Lands with the surface location to be located at a legal location in the above described drilling and spacing units or on adjacent lands. Applicant further requests that the treated interval of each wellbore be no closer than 200 feet from the treated interval of any other wellbore producing from the Niobrara formation, and no closer than 100 feet from a unit boundary unless such boundary abuts or

corners lands for which the Commission has not at the time of the drilling permit application granted the right to locate the treated interval of the wellbore no closer than 100 feet from a unit boundary. If the Commission has not at the time of the drilling permit application granted to the owners of the adjacent or cornering lands the right to locate the treated interval of the wellbore no closer than 100 feet from a unit boundary, then the treated interval of the wellbore shall be located no closer than the distance permitted in the adjacent or cornering lands, without exception being granted by the Director.


10. 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 the original 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, 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 18<sup>th</sup> day of July, 2013.

Respectfully submitted,

WELBORN SULLIVAN MECK & TOOLEY, P.C.

By:  \_\_\_\_\_  
Stephen J. Sullivan  
Chelsey J. Russell  
Welborn Sullivan Meck & Tooley, P.C.  
Attorneys for Applicant  
1125 - 17th Street, Suite 2200  
Denver, CO 80202  
303-830-2500

Applicant's Address:

1700 Broadway, Suite 2300  
Denver, CO 80290-2300

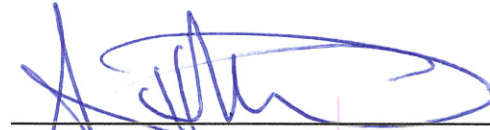
Attn: Scott McDaniel, Regional Land Manager  
Phone: 303-390-4261

VERIFICATION

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

Scott McDaniel, Regional Landman with Whiting Oil and Gas Corporation, 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.

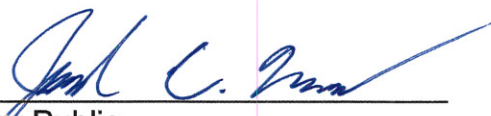
WHITING OIL AND GAS CORPORATION

  
\_\_\_\_\_  
Scott McDaniel, Regional Landman

Subscribed and sworn to before me this 17<sup>th</sup> day of July, 2013 by Scott McDaniel, Regional Landman for Whiting Oil and Gas Corporation.

Witness my hand and official seal.



  
\_\_\_\_\_  
Notary Public  
My Commission Expires: 9/20/2015

## EXHIBIT A

### INTERESTED PARTIES

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

OIL India (USA) Inc., c/o Thompson Knight, LLC  
333 Clay Street  
Suite 3300  
Houston, TX 77002

IOCL (USA) Inc., c/o Thompson Knight, LLC  
333 Clay Street  
Suite 3300  
Houston, TX 77002

Haimo Oil and Gas, LLC  
F6, TowerB, Grand Place, No. 5, Huizhong Road  
Chaoyang District, Beijing, 100101, China

Stoneham Production, LLC  
5945 Zinnia Ct.  
Arvada, CO 80004

HRM Resources, LLC  
410 - 17th Street, Suite 1200  
Denver, CO 80202

Bereenergy Corporation  
1888 Sherman Street, Suite 600  
Denver, CO 80203

Marathon Oil Company  
5555 San Felipe Street  
Houston, TX 77056-2723

The Chase Manhattan Bank, as Independent Trustee  
of the Herbert J. Frensey Trust  
P.O. Box 2558  
Houston, TX 77252-8033

F. Ferrell Davis  
P.O. Box 3061  
Midland, TX 79701

John R. Royall, Trustee under will of N.R. Royall, Jr.  
2715 One Main Place  
Dallas, TX 75250

John R. Royall, Trustee under will of Fannie May  
Royall  
2715 One Main Place  
Dallas, TX 75250

David Bauer  
Weld County  
1111 H Street  
Greeley, CO 80632

Kent Kuster  
Oil & Gas Consultant Coordinator  
CDPHE  
4300 Cherry Creek Drive South  
Denver, CO 80246-1500

Tom Schreiner  
Energy Liaison – Colorado Parks and Wildlife  
6060 Broadway  
Denver, CO 80216





**Legend**

- Application Lands
- Existing Spacing Units
- Whiting Leasehold



**Exhibit "A"**

Weld County, Colorado

Scale: 1:26,018

Projection: UTM Zone 13N

Date: 03/14/2013

Author: LAND



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AFFIDAVIT OF MAILING

STATE OF COLORADO §  
CITY AND COUNTY OF DENVER §

I, Chelsey J. Russell, of lawful age, and being first duly sworn upon my oath, state and declare:

That I am the attorney for Whiting Oil and Gas Corporation and that on or before July 23, 2013, I 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.

Chelsey J. Russell  
Chelsey J. Russell

Subscribed and sworn to before me July 25, 2013.

Witness my hand and official seal.

Melissa A. Morman  
Notary Public  
My commission expires: 8/29/2017

MELISSA A. MORMAN  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 19894012434  
MY COMMISSION EXPIRES AUGUST 29, 2017