

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

IN THE MATTER OF THE APPLICATION OF  
CONOCOPHILLIPS COMPANY FOR AN  
ORDER TO ESTABLISH AN EXPLORATORY  
640-ACRE DRILLING AND SPACING UNIT  
AND ESTABLISHING WELL LOCATION  
RULES FOR THE NIOBRARA FORMATION IN  
SECTION 9, TOWNSHIP 4 SOUTH, RANGE  
64 WEST, 6<sup>TH</sup> P.M., AN UNNAMED FIELD,  
ARAPAHOE COUNTY, COLORADO

Cause No. 535

Docket No.

APPLICATION

ConocoPhillips Company ("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 to establish an exploratory 640-acre drilling and spacing unit and authorizing up to two (2) horizontal wells in order to efficiently and economically recover the oil, gas and associated hydrocarbons within said 640-acre drilling and spacing unit from the Niobrara Formation underlying the below-described lands. In support of its Application, Applicant states and alleges as follows:

1. Applicant is a Delaware corporation duly organized and authorized to conduct business in the State of Colorado.
2. Applicant owns leasehold interests or holds the right to operate on the following lands (hereafter "Application Lands"):

Township 4 South, Range 64 West, 6<sup>th</sup> P.M.  
Section 9: All

640 acres, more or less, Arapahoe County, Colorado.

A reference map of the Application Lands is attached hereto.

3. The Application Lands are subject to Order No. 535-100, which allows for the lateral of a given horizontal well to enter the Niobrara Formation no closer than 300 feet from the section line; allowed for the treated interval within the Niobrara Formation to be located not closer than 460 feet from the section line; and allowed for the distance between the treated interval of Niobrara wells within the Application Lands to be not less than 920 feet; for production of oil, gas, and other hydrocarbons from the Niobrara Formation. Applicant requests that Order No. 535-100 be vacated only as to the Application Lands.

4. The records of the Commission reflect that no wells have been drilled or are currently producing in the Niobrara formation. The Daniel Kissler #1-9 well

was drilled and is currently producing from the J Sand formation in 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 an exploratory 640-acre drilling and spacing unit for the Application Lands.

6. That the above-proposed drilling and spacing unit 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 reservoirs. The unit of the size and shape specified above is not smaller than the maximum area that can be economically and efficiently drained by the proposed wells in the unit.

7. That the Applicant is requesting to drill and complete up to two (2) horizontal wells in order to efficiently and economically recover the oil, gas and associated hydrocarbons within the exploratory 640-acre drilling and spacing unit comprised of the Application Lands and that there will be no adverse effect on correlative rights of adjacent owners.

8. The Applicant maintains that there will be no more than two (2) well pads in the unit, unless an exception is granted by the Director.

9. The treated interval of each proposed horizontal well shall be no closer than 460 feet from the boundaries of the unit (regardless of the lease lines within the unit) and all horizontal wells shall be no closer than 960 feet from the treated interval of another well producing from the same source of supply within the unit, unless an exception is granted by the Director.

10. The undersigned certifies that copies of this Application will be served on each interested party within seven (7) days of the filing hereof, as required by Rule 503.e.

WHEREFORE, Applicant respectfully 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 this Commission enter its order:

A. Vacating Order No. 535-100 only as it applies to the Application Lands.

B. Establishing an exploratory 640-acre drilling and spacing unit for the Application Lands and allowing up to two (2) horizontal wells in the unit in order to efficiently and economically develop and recover the oil, gas and associated hydrocarbons from of the Niobrara Formation in the unit.

C. Providing that the treated interval any horizontal well shall be no closer than 460 feet from the boundaries of the unit and not less than 960 feet from the

treated interval of another well within the unit and authorizing two (2) well pads in the unit, unless an exception is granted by the Director.

D. Finding that an exploratory 640-acre drilling and spacing unit for the development of the Niobrara Formation on the Application Lands will prevent waste, protect correlative rights, and maximize the efficient and economic production of the Niobrara Formation on the Application Lands.

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

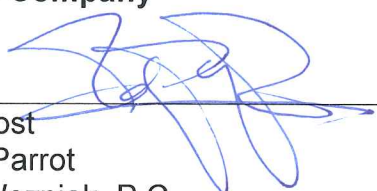
WHEREFORE, Applicant respectfully requests that this matter be set for hearing in September 2013, that notice be given as required by law, and that upon such hearing, the Commission enter its order consistent with Applicant's request as set forth above.

DATED this 16 day of July, 2013.

Respectfully submitted:

**ConocoPhillips Company**

By: \_\_\_\_\_

  
Jamie L. Jost  
James P. Parrot  
Beatty & Wozniak, P.C.  
Attorneys for Applicant  
216 16th Street, Suite 1100  
Denver, Colorado 80202  
(303) 407-4499

Applicant's Address:  
ConocoPhillips Company  
600 N. Dairy Ashford Road  
Houston, TX 77079-1069

VERIFICATION

STATE OF TEXAS

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)ss.

COUNTY OF HARRIS

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Sam A. Hamidi, Landman - Rockies with ConocoPhillips Company, 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.

CONOCOPHILLIPS COMPANY



Sam A. Hamidi

Landman, Rockies Business Unit, Niobrara Land

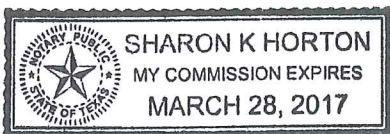
Subscribed and sworn to before me this 18<sup>th</sup> day of July, 2013, by Sam A. Hamidi, Landman - Rockies of ConocoPhillips Company.

Witness my hand and official seal.

My commission expires: March 28, 2017



Notary Public



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**AFFIDAVIT OF MAILING**

STATE OF COLORADO

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)ss.

COUNTY OF DENVER

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James P. Parrot of lawful age, and being first duly sworn upon his oath, states and declares:

That he is the attorney for ConocoPhillips Company, 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 attached hereto.

  
James P. Parrot

Subscribed and sworn to before me this 18 day of July, 2013.

Witness my hand and official seal.

My commission expires: 8/3/15

  
Notary Public

MARY GRACE T. GO-HOVELAND  
Notary Public  
State of Colorado

**Exhibit A**  
**Interested Parties**

Burlington Resources  
Oil & Gas Company LP  
600 N. Dairy Ashford  
Houston, TX 77079

ConocoPhillips Company  
600 N. Dairy Ashford  
Houston, TX 77079

B & D Land Company, LLC  
11414 N. Panorama Court  
Parker, CO 80134

Betty Ann Cavahaugh Williams,  
deceased  
Address Unknown

L. Alice Collister acting individually  
and as the wife of William B. Collister,  
William B. Collister a/k/a Buchtel Collister,  
acting individually as husband of Alice Collister,  
ACCE BCEE, LAC Company and the  
Madison Company granted certain ORRI to  
Las Colinas Minerals, LP  
6320 East 4th Avenue  
Denver, CO 80220

Diane Kocis  
Arapahoe County Public Works  
& Development  
6924 South Lima Street  
Centennial, CO 80112

Tom Schreiner  
Colorado Parks and Wildlife  
6060 Broadway  
Denver, CO 80526

Ken Kuster  
Colorado Department of State  
Health and Environment  
4300 Cherry Creek Drive South  
Denver, CO 80246-1530

Reference Map  
ConocoPhillips Company

Section 9, Township 4 South, Range 64 West, 6th P.M.

