

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

IN THE MATTER OF THE APPLICATION OF	)	CAUSE NO.
CONOCOPHILLIPS COMPANY FOR AN ORDER	)	
TO AFFIRM AN ORDER OF THE COLORADO	)	DOCKET NO.
OIL AND GAS CONSERVATION COMMISSION,	)	
POOLING ALL INTERESTS IN AN	)	
APPROXIMATE 1280-ACRE EXPLORATORY	)	
DRILLING AND SPACING UNIT LOCATED IN	)	
SECTIONS 23 AND 24, TOWNSHIP 4 SOUTH,	)	
RANGE 65 WEST, 6TH P.M. FOR THE	)	
NIOBRARA FORMATION, UNNAMED FIELD,	)	
ARAPAHOE COUNTY, COLORADO	)	

APPLICATION

COMES NOW ConocoPhillips Company ("Applicant"), by and through its attorneys, Jost & Shelton Energy Group, P.C., and respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission"), to affirm a prior order of the Commission so that it may be applied to additional interested parties. The prior pooling order ("Pooling Order") pooled all interests for the development of the Niobrara Formation underlying:

Township 4 South, Range 65 West, 6<sup>th</sup> P.M.  
Section 23: All  
Section 24: All

Arapahoe County, Colorado (hereinafter "Application Lands")

In support of its application, Applicant states and avers as follows:

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado.

2. On July 18, 2013, ConocoPhillips, by its attorneys, filed with the Commission pursuant to §34-60-116 C.R.S., a verified application for an order to pool all interests in an approximate 1280-acre exploratory drilling and spacing unit established for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the earlier of the date of the application, or the date that any of the costs specified in C.R.S. §34-60-116(7)(b)(II) were first incurred for the drilling of the Grimm Motocross 4-65 23-24 1H Well ("Well"), and to subject any nonconsenting interests to the cost recovery provisions of C.R.S. §34-60-116(7).

3. Applicant provided notice and offers to participate or lease to those persons owning an interest in the mineral estate of the Application Lands then known to Applicant, in accordance with Commission rules.

4. On October 28, 2013, the Commission entered the Pooling Order pooling all interests in the Application Lands, and subjecting any nonconsenting interests to the cost recovery provisions of C.R.S. § 34-60-116(7).

5. Subsequent to filing the original Application, ConocoPhillips learned of additional mineral interest owners within the Application Lands, to whom notice of the Pooling Application, as well as an AFE and offer to lease and/or participate, had not been provided by applicable deadlines.

6. The grounds upon which Applicant sought the pooling order, and upon which the Pooling Order was entered, still pertain. Specifically:

(a) Applicant owns substantial leasehold interests in the Application Lands.

(b) The Application Lands were established as an approximate 1280 acre drilling and spacing unit for the Niobrara Formation under Order No. 535-423, effective September 16, 2013.

(c) Applicant intends to drill the Well, a horizontal well designed to test and produce oil and associated hydrocarbons from the Niobrara Formation underlying the Application Lands.

7. At least 30 days prior to the December 16, 2013 hearing on this application, Applicant will send to the previously unnoticed mineral interest owners an appropriate offer to lease and/or participate, including an AFE containing the information required under Rule 530.a.

8. The names and addresses of the previously unnoticed interest owners in the unit are set forth in Exhibit A attached hereto.

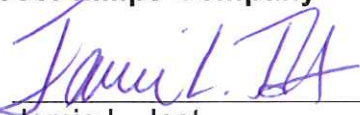
WHEREFORE, Applicant requests that this matter be set for hearing, that notice thereof be given as required by law, and that upon such hearing the Commission enter its order affirming the Pooling Order so that it applies to all interest in the Application Lands, including said previously unnoticed interest owners, and for such other findings and orders as the Commission may deem proper or advisable in the premises.

DATED this 17<sup>th</sup> day of October, 2013.

Respectfully submitted:

**ConocoPhillips Company**

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



Jamie L. Jost  
James P. Parrot  
Jost & Shelton Energy Group, P.C.  
Attorneys for Applicant  
1675 Larimer St., Suite 420  
Denver, Colorado 80202  
720.379.1812

Applicant's Address:

ConocoPhillips Company  
600 N. Dairy Ashford Road  
Houston, TX 77079-1069

VERIFICATION

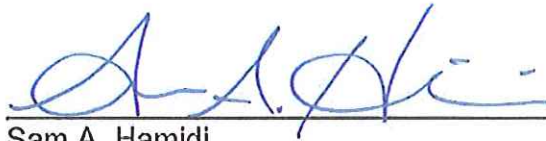
STATE OF TEXAS

)  
) ss.  
)

COUNTY OF HARRIS

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

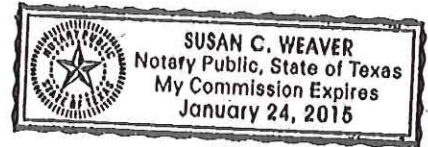


Sam A. Hamidi  
Landman, Rockies Business Unit, Niobrara Land

Subscribed and sworn to before me this 17 day of October, 2013, by Sam A. Hamidi, Landman - Rockies of ConocoPhillips Company.

Witness my hand and official seal.

My commission expires: 1-24-15

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

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

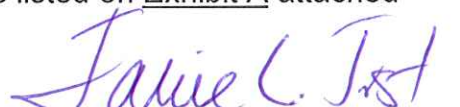
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**AFFIDAVIT OF MAILING**

STATE OF COLORADO	)	
	) ss.	
COUNTY OF DENVER	)	

Jamie L. Jost, of lawful age, and being first duly sworn upon her oath, states and declares:

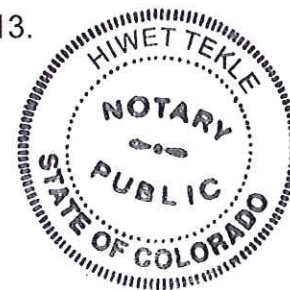
That she is the attorney for ConocoPhillips Company, that on or before October 24, 2013, she caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A attached hereto.

  
\_\_\_\_\_  
Jamie L. Jost

Subscribed and sworn to before me this 17<sup>th</sup> day of October, 2013.

Witness my hand and official seal.

My commission expires: 07/25/2015



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

**EXHIBIT A**  
**Interested Parties List**

Charles Pratt  
P.O. Box 117  
Tallulah Falls, GA 30573

Clayton Pratt  
2162 Hwy F  
Defiance, MO 63341

Winston Pratt  
15303 W. 94th ST  
Lenexa, KS 66219