

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

IN THE MATTER OF THE APPLICATION OF | CAUSE NO.  
KERR-MCGEE OIL & GAS ONSHORE LP FOR |  
AN ORDER TO POOL ALL INTERESTS IN AN |  
APPROXIMATE 480-ACRE DESIGNATED |  
WELLBORE SPACING UNIT IN SECTIONS 21 |  
AND 22, TOWNSHIP 3 NORTH, RANGE 68 |  
WEST, 6TH P.M., FOR THE CODELL |  
FORMATION, WATTENBERG FIELD, WELD |  
COUNTY, COLORADO | DOCKET NO.

**APPLICATION**

COMES NOW Kerr-McGee Oil & Gas Onshore LP ("Applicant"), by its attorneys, Jost & Shelton Energy Group, P.C., and makes this application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order to pool all interests within an approximate 480-acre wellbore spacing unit for the drilling of the McKinstry 25C-21HZ Well, (API No. 05-123-36510) ("Well") for the development of the Codell Formation on the following described lands:

Township 3 North, Range 68 West, 6<sup>th</sup> P.M.  
Section 21: S $\frac{1}{2}$ NE $\frac{1}{4}$ , N $\frac{1}{2}$ SE $\frac{1}{4}$   
Section 22: S $\frac{1}{2}$ N $\frac{1}{2}$ , N $\frac{1}{2}$ S $\frac{1}{2}$

Weld County, Colorado (hereinafter "Application Lands").

In support thereof, Applicant states and alleges as follows:

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado, and is a registered operator in good standing with the Commission.

2. Applicant owns certain interests in the Application Lands.

3. On February 19, 1992, the Commission entered Order No. 407-87 (amended August 20, 1993), which among other things, established 80-acre drilling and spacing units for the production of oil and/or gas from the Niobrara Formation underlying certain lands, with the permitted well locations in accordance with the provisions of Order No. 407-1 and allowed downhole commingling of production from the Codell and Niobrara Formations.

4. On April 27, 1998, the Commission adopted Rule 318A, which, among other things, allowed certain drilling locations to be utilized to drill or twin a well, deepen a well or recomplete a well and to commingle any or all of the Cretaceous Age

Formations from the base of the Dakota Formation to the surface. On December 5, 2005, Rule 318A was amended to allow interior infill and boundary wells to be drilled and wellbore spacing units to be established. On August 8, 2011, Rule 318A was again amended to, among other things, address drilling of horizontal wells.

5. Applicant designated the 480-acre Wellbore Spacing Unit, as defined below, for the production of oil, gas, and associated hydrocarbons from the Codell Formation pursuant to Rule 318A, and notified the appropriate parties under Rule 318A.

6. Applicant, pursuant to the provisions of C.R.S. § 34-60-116(6), hereby requests an order to pool all interests in the Application Lands in the Codell Formation underlying the following approximate 480-acre designated wellbore spacing unit:

Township 3 North, Range 68 West, 6<sup>th</sup> P.M.

Section 21: S $\frac{1}{2}$ NE $\frac{1}{4}$ , N $\frac{1}{2}$ SE $\frac{1}{4}$

Section 22: S $\frac{1}{2}$ N $\frac{1}{2}$ , N $\frac{1}{2}$ S $\frac{1}{2}$

(hereafter "Wellbore Spacing Unit").

7. Applicant requests that the Commission's pooling order be made effective as of the date of this Application.

8. Applicant certifies that copies of this Application will be served on all persons owning an interest in the mineral estate of the tracts to be pooled within seven (7) days of the date hereof, as required by Rule 507.b(2), and that at least thirty (30) days prior to the hearing on this matter, each such interest owner not already leased or voluntarily pooled will be offered the opportunity to lease, or to participate in the drilling of the Well.

9. That in order to prevent waste and to protect correlative rights, all interests in the Wellbore Spacing Unit should be pooled for the orderly development of the Codell Formation.

WHEREFORE, Applicant 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, the Commission enter its order:

A. All interests in the Wellbore Spacing Unit are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(6), to develop the Codell Formation in the Wellbore Spacing Unit comprising the Application Lands.

B. 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 March 2014, 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: January 16, 2014.

Respectfully submitted:

Kerr-McGee Oil & Gas Onshore LP

By: 

Jamie L. Jost  
Joseph M. Evers  
Jost & Shelton Energy Group, P.C.  
Attorneys for Applicant  
1675 Larimer St., Suite 1400  
Denver, Colorado 80202  
(720) 379-1812

Applicant's Address:

Kerr-McGee Oil & Gas Onshore LP  
ATTN: Jason Rayburn  
1099 18<sup>th</sup> Street, Suite 1800  
Denver, CO 80202

VERIFICATION

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

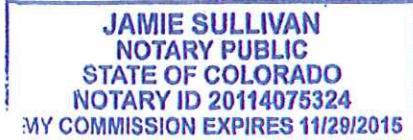
Jason Rayburn of lawful age, being first duly sworn upon oath, deposes and says that he/she is Landman for Kerr-McGee Oil & Gas Onshore LP, and that he/she has read the foregoing Application and that the matters therein contained are true to the best of his/her knowledge, information and belief.

Name: Jason Rayburn  
Title: Landman  
Kerr-McGee Oil & Gas Onshore LP

Subscribed and sworn to before me this 15<sup>th</sup> day of January 2014.

Witness my hand and official seal.

[SEAL]



My commission expires: 11/29/15

Jamie Sullivan  
Notary Public

BEFORE THE OIL AND GAS CONSERVATION COMMISSION  
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IN THE MATTER OF THE APPLICATION OF  
KERR-MCGEE OIL & GAS ONSHORE LP FOR  
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FORMATION, WATTENBERG FIELD, WELD  
COUNTY, COLORADO

**AFFIDAVIT OF MAILING**

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

I, Jamie Jost of lawful age, and being first duly sworn upon my oath, state and declare that I am the attorney for Kerr-McGee Oil & Gas Onshore LP, and that on or before the 23 day of January, 2014, 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 this Affidavit.

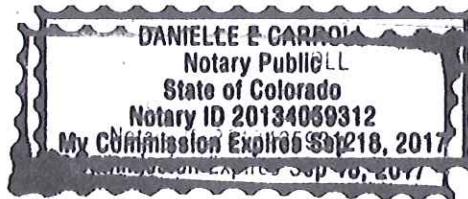
Jamie L. Jost

Subscribed and sworn to before me this 16 day of January 2014.

Witness my hand and official seal.

[SEAL]

My commission expires: 9/18/17



Notary Public

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

Kerr-McGee Oil & Gas Onshore LP  
1099 18<sup>th</sup> Street, Suite 1800  
Denver, CO 80202

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

Petroleum Development Corporation  
1775 Sherman Street, Suite 3000  
Denver, CO 80203

Grizzly Petroleum Company, LLC  
1700 Broadway, Suite 650  
Denver, CO 80290

Great Western Railway Company  
C/O Landrail LLC  
50 South Steel Street, Suite 374  
Denver, CO 80209

Christina L. Snyder  
15244 W Evans Place  
Lakewood, CO 80228

Taku Resources, LLC  
P.O. Box 3190  
Centennial, CO 80161-3190

1280 Horizons, LLC  
P.O. Box 21270  
Oklahoma City, OK 73156-1270

Wattenberg Royalty  
6850 TPC Drive, Suite 202  
McKinney, TX 75070

Danakil LP  
2301 Cedar Springs Road, Suite 345  
Dallas, TX 75201

Peyton Energy LP  
6850 TPC Drive, Suite 202  
McKinney, TX 75070

Tall Grass Energy, LLC  
5 Red Tail Drive  
Highlands Ranch, CO 80126

Trinity Resources, LLC  
1520 W Canal Court, Suite 220  
Littleton, CO 80120

Wattenberg I, LP  
150 Filbert Avenue, No. 1  
Sausalito, CA 94965

Thomas Hill Puff  
1320 Lake Street  
Fort Worth, TX 76102

Evergreen Marque L.L.C.  
1685 S Colorado Blvd, Suite S-361  
Denver, CO 80222

Two Sisters LLC  
1712 Pioneer Avenue, Suite 470  
Cheyenne, WY 82001

MadAnt Energy, LLC  
P.O. Box 103310  
Denver, CO 80250

Landes Properties, Inc.  
6850 TPC Drive, Suite 202  
McKinney, TX 75070

McLish Resources LP, LLLP  
633 17<sup>th</sup> Street, Suite 1650  
Denver, CO 80202

Argonaut Ventures, LLC  
P.O. Box 4210  
Grand Junction, CO 81502

Daniel M. Leonard, an individual  
P.O. Box 471692  
Fort Worth, TX 76147-1401

FBO Investments, LLLP  
P.O. Box 4210  
Grand Junction, CO 81502

David P. Leonard, individual  
P.O. Box 1718  
Fort Worth, TX 76101

Ogle Enterprises, LLC  
P.O. Box 4210  
Grand Junction, CO 81502

Laura Elizabeth Leonard Insurance Trust  
P.O. Box 1718  
Fort Worth, TX 76101

Madison Reynolds, LLC  
150 Filbert Avenue, No. 1  
Sausalito, CA 94965

GRP Energy LP  
5956 Sherry Lane, Suite 1221  
Dallas, TX 75225

Pivonka Royalty LP  
6850 TPC Drive, Suite 202  
McKinney, TX 75070

Jon O'Sullivan, an individual  
2215 Cedar Springs, Suite 1401  
Dallas, TX 75201

Ryland Royalty  
6850 TPC Drive, Suite 202  
McKinney, TX 75070

Wendy O'Sullivan, an individual  
5845 Lupton Drive  
Dallas, TX 75225

Anthony Energy Ltd., a Texas limited  
liability corporation  
7900 Monticello Drive  
Granbury, TX 76049

Alistair Holdings Management, LLC  
2005 Birdcreek Drive, No. 211  
Temple, TX 76502

Lennan Main, Ltd., a Texas partnership  
P.O. Box 1718  
Fort Worth, TX 76101

Madison Capital Energy Income Fund II LP  
402 Gammon Place, Suite 200  
Madison, WI 53719

Fougasse Ventures, LLC  
2429 Bissonnet, Suite 532  
Houston, TX 77005

J. Fred Perry, an individual  
2501 11<sup>th</sup> Street  
Brownwood, TX 76801

O. Paul Leonard, III, an individual  
P.O. Box 1718  
Fort Worth, TX 76101

David Richardson, an individual  
2301 S Capital of Texas  
Austin, TX 78746

Comanche Enterprises, Inc., a Texas  
corporation  
1800 Shady Grove Road  
Weatherford, TX 76088

Kastman Oil Company  
P.O. Box 5930  
Lubbock, TX 79408

DKL Investments LP  
5531 Winston Ct  
Dallas, TX 75220

Shirley L. Goodman, an individual  
4710 E. Baltimore Avenue  
Las Vegas, NV 89104

Ronald E. Rodgers as his Sole and Separate  
Property  
17866 Country Club Drive  
Kemp, TX 75143

Belton Oak Village 401k Karen Barge  
Trustee  
8214 Westchester Drive, Suite 735  
Dallas, TX 75225

CKT Energy Investments, LLC  
941 Patrician Ct  
Fairview, TX 75069

Richard J. Fairservis Living Trust, Richard  
J. Fairservis, Trustee  
1721 Goodstein Drive  
Casper, WY 82601

Equity Trust Company, Custodian, F/B/O  
William A. Hamilton IRA  
15683 Cessna Road  
Justin, TX 76247

Cole B. Ramey, an individual  
2001 Ross Avenue, Suite 4400  
Dallas, TX 75201

Gary and Judy Tedford Trust  
620 Oak Bluff  
Fairview, TX 75069

PSE Investments, LLC  
5420 LBJ Freeway, Suite 400  
Dallas, TX 75240

Stream Family Limited Partnership  
P.O. Box 40  
Lake Charles, LA 70602

Roman Marketing, LLC  
7209 E Aurora  
Scottsdale, AZ 85266

Linda Boscamp, an individual  
8450 CR 464  
Brownwood, TX 76801

Madison Capital Energy Income Fund III LP  
402 Gammon Place, Suite 200  
Madison, WI 53719

Darwin D. Boscamp as his Sole and  
Separate Property  
5531 Winston Ct  
Dallas, TX 75220

Roar Oil & Gas, LLC  
P.O. Box 100485  
Denver, CO 80237

FBASES, LLC  
1014 15<sup>th</sup> Street SE  
Mason City, IA 50401

Jessica Haase  
10663 E 6<sup>th</sup> Place  
Aurora CO 80010

Armanda Acquisitions, LLC  
2012 SW 60<sup>th</sup> Avenue  
Amarillo, TX 79118

Karin Madison  
2320 East Wesley Avenue  
Denver, CO 80210

Energy Title Resources, LLC  
5238 Southern Cross Lane  
Fort Collins, CO 80528

Seth M. Kent  
4336 Zuni Street  
Denver, CO 80211

DJ Energy LLC  
1776 S Jackson Street, Suite 1000  
Denver, CO 80210

Dios del Mar Royalty Holding Company  
LLC  
P.O. Box 621128  
Littleton, CO 80162

Carson Energy, Inc.  
5000 Plaza on the Lake, Suite 250  
Austin, TX 78746-1088

Scott Rand  
600 Crown Colony Drive  
Arlington, TX 76006

Ray Eckenrode  
6657 Virginia Parkway, Suite 100  
McKinney, TX 75071

Chris Pomeroy  
912 Mesa Verde Drive  
McKinney, TX 75070

Sierra Echo Resources  
12105 Lake Stone Drive  
Austin, TX 78738

Buddy Baker  
P.O. Box 9190  
Denver, CO 80209-0190

Christina L. Skrabits  
c/o Christina L. Snyder  
15244 West Evans Place  
Lakewood, CO 80228

Billiken Resources LLC  
P.O. Box 3190  
Centennial, CO 80161-3190

Barrett Family, LLLP  
C/O Louise K. Barrett  
444 Saint Paul Street  
Denver, CO 80206

Jeanne A. Anderson  
7490 W Coal Mine Avenue, Unit A  
Littleton, CO 80123

Mary L. Haack  
13455 West 73<sup>rd</sup> Avenue  
Arvada, CO 80005-2810

Vicki L. Wambolt  
13722 Douglas Ranch Drive  
Pine, CO 80470-9545

Laurence N. Watts  
P.O. Box 280642  
Denver, CO 80228-0642

The Highland Ditch Company  
P.O. Box 649  
Mead, CO 80542-0649

\*BP America Production Company  
P.O. Box 696493  
San Antonio, TX 78269-6493

Jim H. McKinstry Trust U/A dated October  
25, 1979  
3750 WCR 32  
Mead, CO 80542

Lynda L. McKinstry Trust U/A dated June  
14, 2001  
3750 WCR 32  
Mead, CO 80542

Timothy E. Rosatti  
14500 Weld CR 7  
Mead, CO 80542

Tracey E. Ochs  
14500 Weld CR 7  
Mead, CO 80542

Hurt Family Revocable Trust dated June 12,  
2008  
14278 Weld County Road 7  
Mead, CO 80542

Rodney and Cindy Schmidt, JT  
1873 Blue Mountain Road  
Longmont, CO 80504-6207

Donald C. Hilgers Revocable Living Trust  
dated August 31, 2004  
2322 S. Rogers Villa, #20  
Mesa, AZ 85202

Colorado Department of Transportation  
Property Management Program  
15285 South Golden Road, Bldg 47  
Golden, CO 80401

Donald C. Hilgers  
2322 S. Rogers Villa, #20  
Mesa, AZ 85202

Equinox Mead, LLC  
10450 E 159<sup>th</sup> Court  
Brighton, CO 80602

Walter and Linda Diehl, JT  
14748 County Road 7  
Mead, CO 80542-9687

Roderick C. Bowman  
14710 CR 7  
Mead, CO 80542

Neil and Linda Poole, JT  
14626 County Road 7  
Mead, CO 80542-9687

Gary Whiteford  
P.O. Box 279  
Mead, CO 80542-0279

Colleen Whiteford  
P.O. Box 279  
Mead, CO 80542-0279

Michael and Kathleen O'Leary, JT  
13670 Via Varra, Apt 216  
Broomfield, CO 80020

Matthew and Heidi Feula, JT  
128 Hunters Cove Road  
Mead, CO 80542

Frank and Roberta Grimaldi, JT  
P.O. Box 14  
Longmont, CO 80502

Timothy and Nancy Cain, JT  
263 Hunters Cove Drive  
Mead, CO 80542

Steven and Sharon Bailey, JT  
6030 Canyon Springs Place  
Colorado Springs, CO 80918-8152

Karl and Elise Thomas, JT  
260 Hunters Cove Drive  
Mead, CO 80542-9661

James and Deborah Plumb, JT  
113 Hunters Cove Road  
Mead, CO 80542-9663

Jeffrey and Lori McKuster, JT  
115 Hunters Cove Road  
Mead, CO 80542

James and Danean Burglin, JT  
117 Hunters Cover Road  
Mead, CO 80542-9663

Dwayne and Carla Edling, JT  
119 Hunters Cove Road  
Mead, CO 80542-9663

Randall and Wendolyn Wilson, JT  
P.O. Box 1531  
Longmont, CO 80502-1531

Jim Mechalke, Jr. and Cheryl Mechalke, JT  
P.O. Box 424  
Mead, CO 80542-0424

Gerald and Natalie Abshier, JT  
125 Hunters Cove Road  
Mead, CO 80542-9663

Michael and Kelly Marshall, JT  
127 Hunters Cove Road  
Mead, CO 80542-9663

Lawrence and Sharon Budler, JT  
P.O. Box 447  
Mead, CO 80542

Arthur and Denise Bart, JT  
131 Hunters Cove Road  
Mead, CO 80542-9663

Ronny and Diane Stevens, JT  
133 Hunters Cove Road  
Mead, CO 80542-9663

Guy and Jami DeJane, JT  
14518 County Road 7  
Mead, CO 80542-9687

Ochsner Farm Investment  
ATTN: CHUCK OCHSNER  
5440 Ward Road  
Arvada, CO 80002

Mark A. Eberl and Jacquelyn Eberl, JT  
P.O. Box 668  
Mead, CO 80542

Eden's Reserve Homeowners' Association,  
Inc.  
2708 Grace Way  
Mead, CO 80542

Clinton J. Kuyper and Loretta A. Kuyper, JT  
361 Hunters Ridge Drive  
Mead, CO 80542-9664

Margaret R. Seufert  
363 Hunters Ridge Drive  
Mead, CO 80542-9664

Richard Charles Rowan and Shannon Marie  
Rowan, JT  
365 Hunters Ridge Drive  
Mead, CO 80542-9664

James M. Powell  
P.O. Box 710  
Mead, CO 80542-0710

Madonna J. Powell  
P.O. Box 710  
Mead, CO 80542-0710

Michael G. Williams and Janelle R.  
Williams, JT  
14663 County Road 7  
Mead, CO 80542-9650

Joseph L. Darmofal and Susan K. Darmofal,  
JT  
14613 County Road 7  
Mead, CO 80542-9650

Michael J. Tarver and Lorraine W. Tarver,  
JT  
14515 County Road 7  
Mead, CO 80542-9650

James K. Wilson and Kristie G. Wilson, JT  
2676 Grace Way  
Mead, CO 80542-9600

John E. Wilson and Kathy E. Wilson, JT  
14501 County Road 7  
Mead, CO 80542-9650