

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

IN THE MATTER OF AN APPLICATION BY WPX)	
ENERGY ROCKY MOUNTAIN, LLC, FOR AN ORDER)	CAUSE NO. 510
MODIFYING WELL LOCATION RULES FOR THE)	
APPROXIMATE 2,605.97-ACRE EXPLORATORY)	DOCKET NO. <i>To be assigned</i>
DRILLING UNIT ESTABLISHED FOR SECTIONS 22,)	
23, 26, AND 27, TOWNSHIP 7 SOUTH, RANGE 96)	
WEST, 6 TH P.M., FOR PRODUCTION FROM THE)	
MANCOS, NIOBRARA, FRONTIER, MOWRY, AND)	
DAKOTA FORMATIONS, GRAND VALLEY FIELD,)	
GARFIELD COUNTY, COLORADO)	

APPLICATION

WPX Energy Rocky Mountain, LLC (“WPX” or “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 modify existing well location rules for the approximate 2,605.97-acre exploratory drilling unit for Sections 22, 23, 26, and 27, Township 7 South, Range 96 West, 6th P.M., for the production of gas and associated hydrocarbons from the Mancos, Niobrara, Frontier, Mowry, and Dakota Formations (collectively, the “Deep Formations” for purposes of this Application). In support of its Application, Applicant states and alleges as follows:

1. Applicant is a limited liability company duly authorized to conduct business in the State of Colorado, and has registered as an operator with the Commission.
2. Applicant owns substantial leasehold interests in the below-listed lands:

Township 7 South, Range 96 West, 6th P.M.

Section 22: All
Section 23: All
Section 26: All
Section 27: All

Garfield County, Colorado

These lands comprise approximately 2,605.97 acres, more or less, and are hereinafter referred to as the “Application Lands.” A map depicting the acreage comprising the Application Lands is attached hereto and marked as Exhibit A.

3. On February 16, 2012, the Commission entered Order No. 510-59 which, among other things, established an approximate 2,605.97-acre exploratory drilling unit for the Application Lands, for horizontal and vertical well development, for the production of oil, gas and associated hydrocarbons from the Deep Formations, with the treated interval of the permitted wellbore(s) to be located no closer than 600 feet from the outer boundaries of the unit and not less than 600 feet from any other well or treated interval of a well producing from the same common source of supply, without exception from the Director.

4. Applicant herein requests the Order No. 510-59 well location rules for the 2,605.97-acre exploratory drilling unit established for the Application Lands be modified to allow the treated interval of any permitted well to be located no closer than 300 feet from the northern and southern unit boundaries (with the 600 foot setback from the eastern and western unit boundaries maintained under this Application) and not less than 300 feet from any other well or treated interval of a well producing from the same source of supply, without exception from the Director.

5. Applicant continues to support the provision of Order No. 510-59 which requires to be drilled from a new, common or existing well pad, with no more than four (4) well pads per quarter section, without exception from the Director.

6. Applicant asserts this request is consistent with governance under the Oil and Gas Conservation Act, found at §34-60-101, *et seq.*, C.R.S., and the Commission rules, in that the request is necessary to economically and efficiently recover resources, while minimizing surface impacts, creating efficiencies for drilling and production, increasing the ultimate recovery of the reserves, preventing waste, and protecting correlative rights.

7. Applicant requests that relief granted under this Application should be effective on oral order by the Commission, and Applicant hereby agrees to being bound by said oral order.

8. That the names and addresses of the interested parties (owners within the proposed drilling unit and owners of contiguous or cornering tracts who may be affected by the change to permitted minimum setbacks) according to the information and belief of the Applicant are set forth in Exhibit B attached hereto. The Applicant shall submit a certificate of service for the Application within the seven days 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:

A. Modifying the Order No. 510-59 well location rules for the 2,605.97-acre exploratory drilling unit established for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Deep Formation, to allow the treated interval of any permitted well to be located no closer than 300 feet from the northern and southern unit boundaries (with the 600 foot setback from the eastern and western unit boundaries maintained under this Application) and not less than 300 feet from any other well or treated interval of a well producing from the same source of supply, without exception from the Director.

B. Providing for any other relief as deemed appropriate by the Commission under the circumstances.

DATED this 27th day of February, 2014.

Respectfully submitted,

WPX ENERGY ROCKY MOUNTAIN, LLC

By: 

Robert A. Willis (Colorado Bar No. 26308)

Jill Fulcher (Colorado Bar No.)

Beatty & Wozniak, P.C.

216 16th Street, Suite 1100

Denver, CO 80202

(303) 407-4499

Applicant's Address:

WPX Energy Rocky Mountain, LLC

Christopher Walsh, Senior Staff Landman

1001 17th Street, Suite 1200

Denver, CO 80202

VERIFICATION

STATE OF COLORADO)

) ss.

CITY & COUNTY OF DENVER)

Christopher Walsh, Senior Staff Landman for WPX Energy Rocky Mountain, LLC, 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.

WPX ENERGY ROCKY MOUNTAIN, LLC

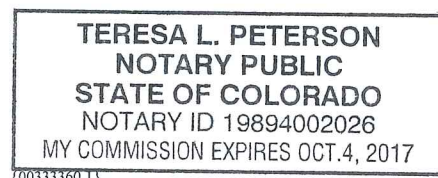



Christopher Walsh

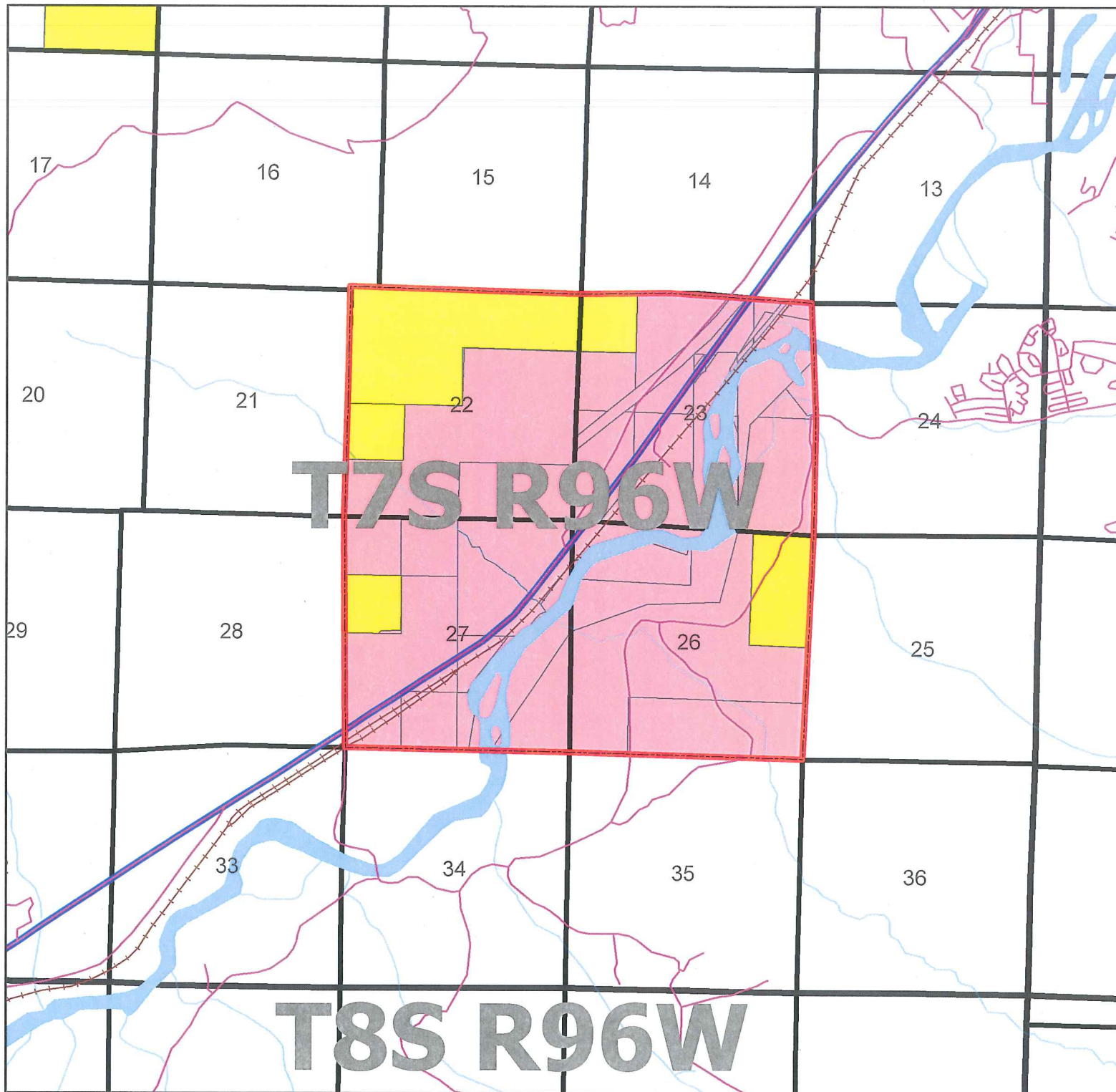
Subscribed and sworn to before me this 24th day of February, 2014, by Christopher Walsh, Senior Staff Landman for WPX Energy Rocky Mountain, LLC.

Witness my hand and official seal.

My commission expires: 10-04-17




Notary Public



Application for New Setbacks Sections 22, 23, 26, 27, T7S R96W

*Existing 2,605.97 acre Spacing Unit
for the Mancos, Niobrara, Frontier, Mowry and Dakota Formations*

	Deep Spacing Unit
	Federal Lands
	Fee Lands

Exhibit "A"
Cause No. - 510
Docket No. - to be assigned



EXHIBIT B

INTERESTED PARTIES

The names and addresses of the interested parties (owners within the proposed drilling unit and owners of contiguous or cornering tracts who may be affected by the change to permitted minimum setbacks) according to the information and belief of the Applicant are set forth in this Exhibit B.

WPX Energy Rocky
Mountain, LLC
Attn: Christopher Walsh
1001 17th Street, Suite 1200
Denver, CO 80202

Caerus Oil & Gas, LLC
600 Seventeenth Street, Suite
1600-N
Denver, Colorado 80202

Yates Petroleum Corporation
Attn: Kathy Porter
105 S. 4th Street
Artesia, NM 88210

ABO Petroleum Corporation
105 S. 4th Street
Artesia, NM 88210

MYCO Industries, Inc.
105 S. 4th Street
Artesia, NM 88210

OXY Y-I Company
Attn: Kimberly Evans
P. O. Box 841803
Dallas, TX 75284-1803

URSA Operating Company LLC
1050 17th Street, Suite 2400
Denver, CO 80265

Exxon Mobil Corporation
Attn: Paul Keffer
XTO Energy Inc.
810 Houston St
Fort Worth, TX 76102

EnCana Oil & Gas (USA) Inc.
Attn: Judy Tatham
370 17th Street, Suite 1700
Denver, CO 80202

Piceance Energy, LLC
1512 Larimer Street, Suite 1000
Denver, CO 80202

Apollo Energy, LLC
P. O. Box 280969
Lakewood, CO 80228-0969

Steven W. Weller
11547 Riverview Drive
Houston, TX 77077

Toni L. Weller
7041 Whisperfield Drive
Plano, TX 75024

Malu Lani Oil & Gas
Company, Inc.
P. O. Box 621128
Littleton, CO 80162-1128

WYOTEX Oil Company
P. O. Box 280969
Lakewood, CO 80228-0969

MAB Resources LLC
1601 Blake Street, Suite 505
Denver, CO 80202

Musgrave Family LLL
Partnership
629 West North Street
Aspen, CO 81611

Pamela A. Cooper fka Pamela
Ann Morris
200 West Fox
La Sal, UT 84530

Henry H. Gordon
633 17th Street, Suite 1645
Denver, CO 80202

Noble Energy, Inc.
Attn: Mari Gillman
1625 Broadway, Suite 2200
Denver, CO 80202

Puckett Land Company
Attn: Ray Anderson
5460 S. Quebec Street, Suite
250
Greenwood Village, CO 80111

James M. Larson
44 Rivers End Dr.
Seaford, DE 19973

Union Pacific Railroad
Company
1400 Douglas Street, Stop 1690
Omaha, NE 68179

OMB Royalties II LLC
410 17th Street, Suite 1150
Denver, CO 80202

Battlement Mesa Company
P. O. Box 6000
Battlement Mesa, CO 81635

Larry A. Klebold and
Karen K. Klebold
P.O.Box 67
Parachute, CO 81635

Apollo/ATEC Drilling
Ventures, LLC
P O Box 280969
Lakewood, CO 80228-0969

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

IN THE MATTER OF AN APPLICATION BY WPX)
ENERGY ROCKY MOUNTAIN, LLC, FOR AN ORDER) CAUSE NO. 139
ESTABLISHING AN APPROXIMATE 1280-ACRE)
EXPLORATORY DRILLING UNIT FOR SECTIONS 21) DOCKET NO. *To be assigned*
AND 28, TOWNSHIP 6 SOUTH, RANGE 94 WEST, 6TH)
P.M., FOR PRODUCTION FROM THE ILES, MANCOS,)
NIOBRARA, FRONTIER, MOWRY, DAKOTA AND)
CEDAR MOUNTAIN FORMATIONS, RULISON FIELD,)
GARFIELD COUNTY, COLORADO)

AFFIDAVIT OF MAILING

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

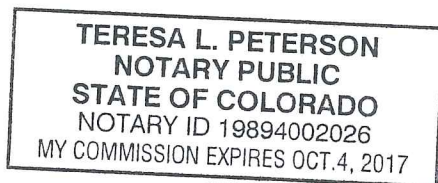
Jennifer Pittenger, of lawful age, and being first duly sworn upon her oath, states and declares:

That she is a Legal Assitant for Beatty & Wozniak P.C. the attorneys for WPX Energy Rocky Mountain, LLC, that on or before March 6, 2014, 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 B to the Application.


Jennifer Pittenger

Subscribed and sworn to before me February 27, 2014.

Witness my hand and official seal.




Notary Public