

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 APPROVING ) CAUSE NO. 527  
THE EQUIVALENT OF ONE WELL PER 10 ACRES WELL )  
DENSITY FOR SECTION 6, TOWNSHIP 3 SOUTH, RANGE ) DOCKET NO. 1404-SP-2056  
97 WEST, 6<sup>TH</sup> P.M. AND **CERTAIN PORTIONS OF** )  
SECTIONS 1 AND 12, TOWNSHIP 3 SOUTH, RANGE 98 )  
WEST, 6<sup>TH</sup> P.M., FOR PRODUCTION FROM THE WILLIAMS )  
FORK AND ILES FORMATIONS, SULPHUR CREEK FIELD, )  
RIO BLANCO COUNTY, COLORADO )

**AMENDED APPLICATION**

WPX Energy Rocky Mountain, LLC ("WPX" or "Applicant"), by and through its attorneys, Beatty & Wozniak, P.C., respectfully submits this Amended Application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order approving the equivalent of one well per 10 acres well density for Section 6, Township 3 South, Range 97 West, 6<sup>th</sup> P.M. and **certain portions of** Sections 1 and 12, Township 3 South, Range 98 West, 6<sup>th</sup> P.M. (described below), for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations. In support of its Amended Application, Applicant states and alleges as follows:

1. Applicant is a corporation 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 3 South, Range 97 West, 6<sup>th</sup> P.M.

Section 6: Lots 1-7, S½NE¼, SE¼NW¼, E½SW¼, SE¼ (All)

Township 3 South, Range 98 West, 6<sup>th</sup> P.M.

Section 1: Lots 1, 2, S½NE¼, SE¼

Section 12: E½

Rio Blanco County, Colorado

These lands comprise **approximately 1,281.31 acres**, and are hereinafter referred to as the "Application Lands."

3. Rule 318.a. provides that for wells drilled in excess of 2,500 feet in depth shall be located not less than 600 feet from any lease line and not closer than 1,200 feet from any other producible of drilling oil or gas well when drilling to the same source of supply. The Application Lands are subject to this Rule.

4. Applicant requests the Commission approve the equivalent of one (1) well per 10 acres well density for the Application Lands, for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations, as 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.

5. Further, Applicant states that, for any permitted wells to be drilled under this Amended Application, the bottomhole location should be located anywhere upon the Application Lands but no closer than 100 feet from the lease boundaries, without exception being granted by the Director. It

is furthermore requested that in cases where the Application Lands abut or corner lands in respect of which the Commission has not at the time of drilling permit application granted the right to drill 10-acre density Williams Fork Formation and Iles Formation wells, the permitted well should be located downhole no closer than 200 feet from the lease boundaries, without exception being granted by the Director.

6. Furthermore, except as previously authorized by order of the Commission, wells authorized under this Amended Application shall be drilled from the surface either vertically or directionally from no more than one (1) pad located on a given quarter quarter section (or lots or parcels approximately equivalent thereto), unless exception is granted by the Commission pursuant to an application made for such exception.

7. The granting of this Amended Application is in accord with the Oil and Gas Conservation Act, found at §34-60-101, *et seq.*, C.R.S., and the Commission rules.

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. Authorizing the equivalent of one (1) well per 10 acres well density for the Application Lands, for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations, with the bottomhole location of any permitted well located anywhere upon the Application Lands but no closer than 100 feet from the lease boundaries, however, in cases where the lands abut or corner lands in respect of which the Commission has not at the time of drilling permit application granted the right to drill 10-acre density Williams Fork Formation and Iles Formation wells, the permitted well should be located downhole no closer than 200 feet from the lease boundaries, without exception being granted by the Director.

B. Requiring, except as previously authorized by order of the Commission, wells authorized under this Amended Application to be drilled from the surface either vertically or directionally from no more than one (1) pad located on a given quarter quarter section (or lots or parcels approximately equivalent thereto), unless exception is granted by the Commission pursuant to an application made for such exception.

C. For such other findings and orders as the Commission may deem proper or advisable in the premises.

DATED this 11 day of June, 2014.

Respectfully submitted,

WPX ENERGY ROCKY MOUNTAIN, LLC

By: 

Robert A. Willis (Colorado Bar No. 26308)

Jillian Fulcher (Colorado Bar No. 45010)

Beatty & Wozniak, P.C.

Attorneys for Applicant

216 16th Street, Suite 1100

Denver, Colorado 80202

Applicant's Address:

WPX Energy Rocky Mountain, LLC

Maxwell Faith, Senior Landman

1001 17th Street, Suite 1200

Denver, CO 80202

VERIFICATION

STATE OF COLORADO )

) ss.

CITY & COUNTY OF DENVER )

Maxwell Faith, Senior Landman for WPX Energy Rocky Mountain, LLC, upon oath deposes and says that he has read the foregoing Amended Application and that the statements contained therein are true to the best of his knowledge, information and belief.

WPX ENERGY ROCKY MOUNTAIN, LLC

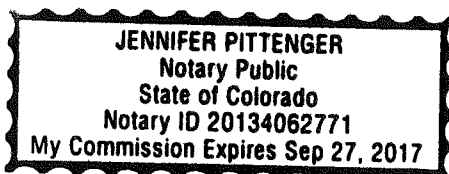


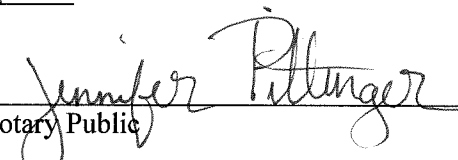
Maxwell Faith

Subscribed and sworn to before me this 11<sup>th</sup> day of June, 2014, by Maxwell Faith, Senior Landman for WPX Energy Rocky Mountain, LLC.

Witness my hand and official seal.

My commission expires: 9-27-2017



  
Notary Public

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

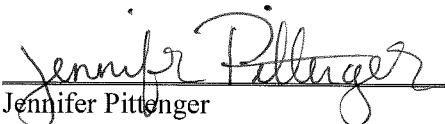
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AFFIDAVIT OF MAILING

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

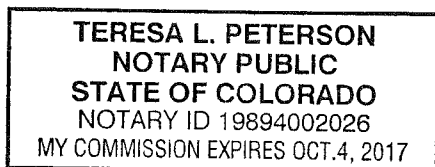
Jennifer Pittenger, of lawful age, and being first duly sworn upon her oath, states and declares:

That she is a Legal Assitant for Beatty & Wozniak P.C. the attorneys for WPX Energy Rocky Mountain, LLC, that on or before June 12, 2014, she caused a copy of the attached Amended Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.

  
Jennifer Pittenger

Subscribed and sworn to before me June 11, 2014.

Witness my hand and official seal.




  
Notary Public

EXHIBIT A

INTERESTED PARTIES

The names and addresses of the interested parties (owners within the Application Lands) according to the information and belief of the Applicant are set forth in this Exhibit A.

XTO Energy, Inc.  
810 Houston St.  
Ft. Worth, TX 76102  
Attn: Paul Keffer

OXY USA WTP, LP  
PO Box 27570  
Houston, TX 77227-7570  
Attn: Kim Evans

Vantage Energy Piceance, LLC  
116 Inverness Dr. East, Suite 107  
Englewood, CO 80112  
Attn: Mike Holland

Tom Gipson  
P.O. Box 231  
Cisco, TX 76437

Joe Bishop  
PO BOX 880399  
STEAMBOAT SPRINGS, CO 80488

Ira Jason Kahn  
8205 SANTA MONICA BLVD  
PMB 1-349  
LOS ANGELES, CA 90046-5192

Bureau of Land Management  
White River Field Office  
73544 Highway 64  
Meeker, CO 81641

Bureau of Land Management  
2850 Youngfield Street  
Lakewood, CO 80215

Rio Blanco County  
P.O. Box 599  
Meeker, CO 81641