

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

IN THE MATTER OF THE APPLICATION OF )  
KERR-MCGEE OIL & GAS ONSHORE LP FOR )  
AN ORDER TO POOL ALL INTERESTS IN AN )  
APPROXIMATE 400-ACRE DESIGNATED )  
WELLBORE SPACING UNIT LOCATED IN )  
SECTIONS 15 AND 22, TOWNSHIP 2 NORTH, )  
RANGE 67 WEST, 6<sup>TH</sup> P.M., FOR THE )  
NIOBRARA FORMATION, WATTENBERG )  
FIELD, WELD COUNTY, COLORADO )

Cause No. \_\_\_\_\_

Docket No. \_\_\_\_\_

APPLICATION

COMES NOW Kerr-McGee Oil & Gas Onshore LP (referred to herein as "Applicant"), by and through its undersigned attorneys, and makes application to the Colorado Oil and Gas Conservation Commission ("Commission"), for an order to pool all interests within an approximate 400-acre wellbore spacing unit to produce oil, gas and associated hydrocarbons from the Niobrara Formation for the following described lands:

Whipsnake 28N-22HZ Well (API No. Pending) ("Well"):

Township 2 North, Range 67 West, 6<sup>th</sup> P.M.

Section 15: SE $\frac{1}{4}$ SW $\frac{1}{4}$ , SW $\frac{1}{4}$ SE $\frac{1}{4}$

Section 22: E $\frac{1}{2}$ W $\frac{1}{2}$ , W $\frac{1}{2}$ E $\frac{1}{2}$

Weld County, Colorado ("Application Lands").

In support thereof, the Applicant states and alleges as follows:

1. Applicant is a limited partnership formed under the laws of the State of Delaware; is a wholly owned subsidiary of Anadarko Petroleum Corporation; is 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, gas and associated hydrocarbons from the Niobrara Formation underlying certain lands, including the Application Lands, with the permitted well locations in accordance with the provisions of Order No. 407-1.
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. The Application Lands are subject to Rule 318A.

5. Pursuant to Rule 318A.e, Applicant designated an approximate 400-acre wellbore spacing unit for the Well for the production of oil, gas, and associated hydrocarbons from the Niobrara Formation. Applicant notified all owners in the proposed wellbore spacing unit pursuant to Rule 318A.e.(6), as applicable. Applicant did not receive objections to the establishment of the proposed wellbore spacing unit within the 30-day response period and, as such, certifies to the Commission that it did not receive objections to well location, proposed spacing unit or proposed formations.

6. Applicant, pursuant to the provisions of C.R.S. § 34-60-116 (6) & (7) and Commission Rule 530, seeks an order pooling all interests, including but not limited to, any nonconsenting interests, in the Well for development and operation of the Niobrara Formation underlying the following designated 400-acre wellbore spacing unit:

Township 2 North, Range 67 West, 6<sup>th</sup> P.M.  
Section 15: SE $\frac{1}{4}$ SW $\frac{1}{4}$ , SW $\frac{1}{4}$ SE $\frac{1}{4}$   
Section 22: E $\frac{1}{2}$ W $\frac{1}{2}$ , W $\frac{1}{2}$ E $\frac{1}{2}$

(hereinafter the "Wellbore Spacing Unit").

7. That certain royalty owners whose oil and gas leases pre-date the widespread use of horizontal drilling and did not contemplate formation of horizontal wellbore spacing units under Rule 318A have not agreed to participate in the Wellbore Spacing Unit for purposes of royalty payments. Applicant has contacted each of these royalty owners, or has made diligent efforts to do so, to obtain their consent to participate in the Wellbore Spacing Unit for purposes of royalty payments. Applicant has not been able to contact some of these individuals, or has received no response from them.

8. Applicant is not seeking cost recovery penalties under C.R.S. § 34-60-116(7).

9. Applicant requests that the Commission's pooling order be made effective as of the earlier of the date of this Application, or the date that the costs specified in C.R.S. § 34-60-116(7)(b)(II) are first incurred for the drilling of the Well to the Niobrara Formation on the Application Lands.

10. 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, and will be provided with the information required by Rule 530, as applicable.

11. 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 Niobrara Formation, including any nonconsenting interests therein.

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. Pooling all interests in the Application Lands and the Wellbore Spacing Unit for the development of the Niobrara Formation.

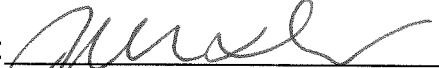
B. Providing that the Commission's pooling order is made effective as of the earlier of the date of this Application, or the date that any of the costs specified in C.R.S. § 34-60-116(7)(b)(II) are first incurred for the drilling of the Well to the Niobrara Formation on the Application Lands.

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

DATED this 27 day of February, 2014.

Respectfully submitted,

**KERR-MCGEE OIL & GAS ONSHORE LP**

By:   
Robert A. Willis  
Jillian Fulcher  
Beatty & Wozniak, P.C.  
Attorneys for Applicant  
216 16th Street, Suite 1100  
Denver, Colorado 80202


Address of Applicant

Kerr-McGee Oil & Gas Onshore LP  
ATTN: R.C. "Rocky" Kimball, CPL  
1099 18<sup>th</sup> Street, Suite 1800  
Denver, Colorado 80202

VERIFICATION

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

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

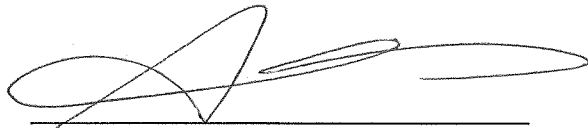
  
\_\_\_\_\_  
R.C. Kimball  
Kerr-McGee Oil & Gas Onshore LP

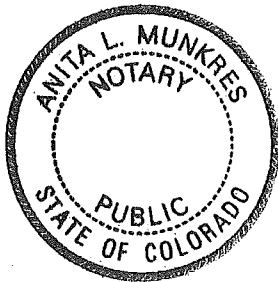
Subscribed and sworn to before this 26<sup>th</sup> day of February, 2014.

Witness my hand and official seal.

[SEAL]

My commission expires: 8/8/2015

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



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

Howard J. Francis and Susan P. Francis  
16503 Badminton Rd N  
Platteville, CO 80651-9309

Ramona Leishman  
959 East Main St  
Wellsville, UT 84339

Emelia E. Wilmoth  
601 Horizon Place Apt. 136  
Grand Junction, CO 81506-1906

Henry E. Linder  
10162 Forest Springs Drive  
Grass Valley, CA 95949

Emelia E. Wilmoth  
C/O Mary Oleson  
2206 Range View Ct  
Grand Junction, CO 81507

Strear Farms Company  
6825 East Tennessee #235  
Denver, Co 80224

Kent David Linder  
4214 Carrollwood Village Dr  
Tampa, FL 33618

George P. Sandlin and B. Charlene  
Sandlin  
13317 Birch Circle  
Thornton, CO 80241

Gordon Clyde Linder  
3372 S 7780 West  
Magna, UT 84044

Martha Gaspar, Karen M. Meyers, and  
John Neal Gaspar  
1418 Mariposa Avenue  
Boulder, CO 80302

Kathryn Fernandez  
600 Randi Lane  
Hoffman Estates, IL 60169

Parker Revocable Trust Under  
Amended and Restated  
Trust Agreement Dtd August 17, 2004  
8809 W. Seldon Lane  
Peoria AZ, 85345

Cheryl Wessman  
2465 Tanya Ave  
West Jordan, UT 84088

Robin A. Parker  
10 Cedar Street  
Norwood, MA 02062

Rosalyn Munyan  
65 North 100 West  
Millville, UT 84326

Paradize, LLC  
921 Indian Peak Road  
Golden CO 80403

Garth Alan Linder  
8183 S Tuckford  
West Jordan, UT 84081

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**AFFIDAVIT OF MAILING**

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

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

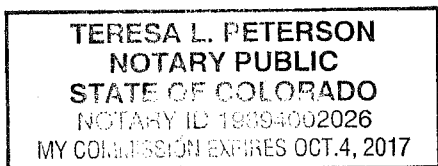
That she is a Legal Assistant at Beatty & Wozniak, P.C., attorneys for Kerr-McGee Oil & Gas Onshore LP, and on or before March 6<sup>th</sup>, 2014, caused a copy of the attached Application to be deposited in the United States Mail, postage prepaid, addressed to the parties listed on Exhibit A attached hereto.

  
Jennifer L. Pittenger

Subscribed and sworn to before me February 27 2014.

Witness my hand and official seal.

My commission expires: 10-04-17.





Notary Public