

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

IN THE MATTER OF THE APPLICATION OF  
NOBLE ENERGY, INC. FOR AN ORDER TO  
POOL ALL INTERESTS IN AN APPROXIMATE  
640-ACRE WELLBORE SPACING UNIT IN  
SECTIONS 3, 4, 9 AND 10, TOWNSHIP 6  
NORTH, RANGE 63 WEST, 6TH P.M., FOR  
THE NIOBRARA FORMATION, WATTENBERG  
FIELD, WELD COUNTY, COLORADO

CAUSE NO.

DOCKET NO.

**APPLICATION**

COMES NOW Noble Energy, Inc. ("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 640-acre wellbore spacing unit for the drilling of the NCLP PC AA04-62-1HN Well, (API No. 05-123-37175) ("Well") for the development of the Niobrara Formation on the following described lands:

Township 6 North, Range 63 West, 6<sup>th</sup> P.M.

Section 3: S $\frac{1}{2}$ S $\frac{1}{2}$

Section 4: S $\frac{1}{2}$ S $\frac{1}{2}$

Section 9: N $\frac{1}{2}$ N $\frac{1}{2}$

Section 10: N $\frac{1}{2}$ N $\frac{1}{2}$

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 leasehold interests in the Application Lands.
3. 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 the drilling of horizontal wells.

4. Applicant designated the 640-acre wellbore spacing unit, as defined below, for the production of oil, gas, and associated hydrocarbons from the Niobrara Formation pursuant to Rule 318A. and notified the appropriate parties under Rule 318A.

5. Applicant, pursuant to Commission Rule 530 and/or the provisions of C.R.S. § 34-60-116 (6) and (7), hereby requests an order to pool all interests, including but not limited to, any nonconsenting interests, in the Application Lands in the Niobrara Formation underlying the following approximate 640-acre designated wellbore spacing unit:

Township 6 North, Range 63 West, 6<sup>th</sup> P.M.

Section 3: S $\frac{1}{2}$ S $\frac{1}{2}$

Section 4: S $\frac{1}{2}$ S $\frac{1}{2}$

Section 9: N $\frac{1}{2}$ N $\frac{1}{2}$

Section 10: N $\frac{1}{2}$ N $\frac{1}{2}$

(hereafter "Wellbore Spacing Unit").

6. 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) are first incurred for the drilling of the Well to the Niobrara Formation on the Application Lands.

7. 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. The list of such interested parties is attached hereto as Exhibit A.

8. 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) are first incurred for the drilling of the Well in the Wellbore Spacing Unit to the Niobrara Formation on the Application Lands.

C. Providing that the interests of any owners with whom the Applicant has been unable to secure a lease or other agreement to participate in the drilling of the Well are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(6) and (7), and made subject to the cost recovery provisions thereof with respect to the Well drilled to develop the Niobrara Formation in the Wellbore Spacing Unit comprising the Application Lands.

D. 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 April 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: February 27, 2014.

Respectfully submitted:

**NOBLE ENERGY, INC.**

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:

Noble Energy, Inc.

ATTN: Sara J. Davis


1625 Broadway, Suite 2200

Denver, CO 80202

VERIFICATION

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

Julie T. Jenkins, of lawful age, being first duly sworn upon oath, deposes and says that she is Attorney-In-Fact for Noble Energy, Inc., and that she has read the foregoing Application and that the matters therein contained are true to the best of her knowledge, information and belief.

  
\_\_\_\_\_  
Julie T. Jenkins  
Attorney-In-Fact  
Noble Energy, Inc.

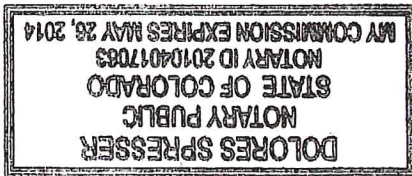
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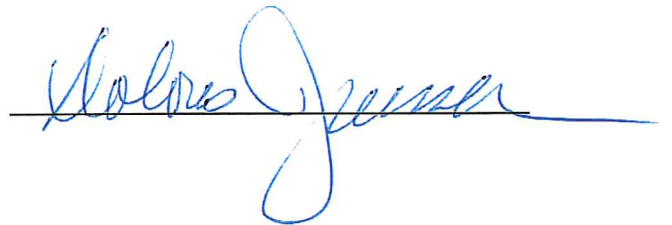
Subscribed and sworn to before me this 27<sup>th</sup> day of February 2014.

Witness my hand and official seal.

[SEAL]

My commission expires: May 26, 2014



  
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THE NIOBRARA FORMATION, WATTENBERG  
FIELD, WELD COUNTY, COLORADO

DOCKET NO.

**DANIELLE E CARROLL**  
**Notary Public**  
**State of Colorado**  
**Notary ID 20134059312**  
**My Commission Expires Sep 18, 2017**

## EXHIBIT A

Noble Energy WyCo, LLC  
1625 Broadway, Suite 2200  
Denver, CO 80202

PDC Energy, Inc.  
1775 Sherman Street, Suite 3000  
Denver, CO 80203

Morning Star Enterprises, Inc.  
P.O. Box 692  
Niwot, CO 80544

SSALJD Investment Group, LLC  
P.O. Box 280969  
Lakewood, CO 80228

Green Oil Energy, LLC  
P.O. Box 100728  
Denver, CO 80250

OMB Royalties II LLC  
410 17<sup>th</sup> St., Suite 1150  
Denver, CO 80202

JLW Investment, L.L.C.  
351 Glencoe St.  
Denver, CO 80220

Wolf Point Exploration, LLC  
215 West Oak Street  
Suite 900  
Fort Collins, CO 80521

Shoreline Energy Holdings II, LLC  
500, 500-4<sup>th</sup> Avenue S.W.  
Calgary, Alberta T2P 2V6

NG Resources, LLC  
9896 Clairton Way  
Highlands Ranch, CO 80126

Old West Tours  
601 16<sup>th</sup> St., Suite C-153  
Golden, CO 80401

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

Dios del Mar  
Petroleum Company, Inc.  
P.O. Box 621128  
Littleton, CO 80162

Christopher Edwards  
P.O. Box 21270  
Oklahoma City, OK 73156

Madant Energy, LLC  
1776 S. Jackson Street  
Suite 1101  
Denver, CO 80210

Evergreen Marquee LLC  
2612 Burton Avenue  
Las Vegas, NV 89102

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

Anadarko Land Corp.  
1099 18<sup>th</sup> Street, Suite 1800  
Denver, CO 80202

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

Leslie E. Gibson  
7706 South Oak Hill School Road  
Oak Grove, MO 64075

The National Anti-Vivisection Society  
53 West Jackson Blvd, Suite 1552  
Chicago, IL 60604

Cornish Plains Livestock, LLLP  
1601 44<sup>th</sup> Ave. Ct, #1  
Greeley, CO 80634

EXHIBIT A

New Cache La Poudre  
Irrigating Company  
P.O. Box 104  
Lucerne, CO 80646

ExxonMobil Oil Corporation  
5959 Las Colinas Blvd.  
Irving, TX 75039

D and D Bashor Farms, LLC  
34498 Highway 392  
Gill, CO 80624

Charles Towner, Jr.  
1845 Coyote Point Drive  
Colorado Springs, CO 80904

Dick Towner and Michael Towner,  
Co-Trustees of the Blanche Michael  
Towner  
Revocable Living Trust  
4410 N. Tomahawk Road  
Apache Junction, AZ 85219

Joseph E. Ross  
7850 Grove St.  
Westminster, CO 80030

The Skeeters Company  
18221 Sandy Cove  
Houston, TX 77058

Susan E. Dvorak  
11367 North 131<sup>st</sup> Place  
Scottsdale, AZ 85259

Sallie L. Meyer, Trustee of the  
Sallie L. Meyer Revocable Trust  
12162 E. Amherst Circle  
Aurora, CO 80014

State of Colorado,  
Department of Transportation  
4201 East Arkansas Avenue  
Denver, CO 80222

Darlene Wilder Bower  
7437 Rio Grande Blvd., NE  
Albuquerque, NM 87107

John Randolph Hodge  
P.O. Box 1882  
Longmont, CO 80502

Charles Christopher Hodge  
P.O. Box 585  
Sedalia, CO 80135

David Alan Hodge  
935 Locust Street  
Denver, CO 80224

Rebecca Hodge-Malvitz  
102 Locust Ave  
Lochbuie, CO 80603

Shaun M. Hodge  
6720 S Downing Circle West  
Littleton, CO 80122

Robert Alan Hodge  
6720 S Downing Circle West  
Littleton, CO 80122