

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

IN THE MATTER OF THE APPLICATION OF RED
HAWK PETROLEUM LLC, FOR AN ORDER
ALLOWING UP TO EIGHT WELLS IN AN
ESTABLISHED APPROXIMATE 640-ACRE
EXPLORATORY DRILLING AND SPACING UNIT
FOR THE NIOBRARA FORMATION IN SECTION 1,
TOWNSHIP 7 NORTH, RANGE 60 WEST, 6TH
P.M., WATTENBERG FIELD, WELD COUNTY,
COLORADO

CAUSE NO.

DOCKET NO.

APPLICATION

RED HAWK PETROLEUM LLC ("Applicant"), by and through its attorneys, Jost & Shelton Energy Group, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") for an order to authorize an additional seven (7) wells, for a total of up to eight (8) wells, in an established approximate 640-acre drilling and spacing unit, for the efficient and economic development of the oil, gas, and associated hydrocarbons from the Niobrara Formation, but only as to the Application Lands defined below:

Township 7 North, Range 60 West, 6th P.M.
Section 1: All

Approximately 640 acres, more or less, Weld County,
Colorado ("Application Lands").

In support of its Application, Applicant states and alleges as follows:

1. Applicant is a corporation duly authorized to conduct business in the State of Colorado and is an operator in good standing with the Commission.
2. Applicant owns substantial leasehold interests in the Application Lands.
3. Rule 318.a. specifies that a well drilled two thousand five hundred (2,500) feet or greater shall be located not less than six hundred (600) feet from any lease line. Rule 318.a. applies to the Niobrara Formation underlying the Application Lands.
4. Order Nos. 407-514 and 535-104, entered by the Commission on December 12, 2011, among other things, established an approximate 640-acre drilling and spacing unit for Section 1, Township 7 North, Range 60 West, and approved one horizontal well within the unit, regardless of lease lines within the

unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, with the surface location of the permitted well to be located on the surface anywhere within the proposed unit and the treated interval of the wellbore for the permitted well to be no closer than 600 feet from the unit boundaries, for lands subject to Rule 318.a., and no closer than 460 feet from the unit boundaries for lands subject to Rule 318A, without exception being granted by the Director.

5. Order No. 535-140, entered by the Commission on January 23, 2012, pooled all interests in an approximate 640-acre drilling and spacing unit for the Application Lands, for the development and operation of the Niobrara Formation, effective as of the earlier of the date of the Application, or the date that any of the costs specified in C.R.S. § 34-60-116(7)(b)(II) were first incurred for the drilling of the well.

6. Applicant requests that it be authorized to drill and complete an additional seven (7) wells, for a total of up to eight (8) wells in order to efficiently and economically recover the oil, gas and associated hydrocarbons from the approximate 640-acre drilling and spacing unit established by Order Nos. 407-514 and 535-104 for Section 1, Township 7 North, Range 60 West, 6th P.M., with the surface locations for the wells to be anywhere within the unit but no more than one (1) surface location per quarter-quarter, and with the treated interval of any horizontal wellbore to be no closer than wellbore to be located no closer than 600 feet from the unit boundaries, and no closer than 150 feet from the treated interval of any other wellbore located in the unit, without exception being granted by the Director.

7. The Application Lands are the subject of an application filed concurrently herewith and scheduled for the Commission's June 16, 2014 hearings to subject the additional wells requested for the Application Lands and previously unlocatable parties to the aforementioned pooling order.

8. The Commission records reflect that there is one well producing from the Wattenberg Field in the Application Lands, the Reines #1-1H (API No. 05-123-34880), a Niobrara Formation well operated by Applicant.

9. Applicant asserts that the additional wells are necessary to prevent waste, protect correlative rights, and to assure the maximum efficient recovery of oil, gas and associated hydrocarbons from the Niobrara Formation on the Application Lands.

10. That the names and addresses of the interested parties, according to the information and belief of the Applicant, are set forth in Exhibit A attached hereto and made a part hereof, and the undersigned certifies that copies of this Application shall be served on each interested party within the next 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 consistent with Applicant's proposals as set forth above.

Dated this 12 day of April, 2014.

Respectfully submitted,

RED HAWK PETROLEUM LLC

By: Jamie L. Jost

Jamie L. Jost
James P. Parrot
Jost & Shelton Energy Group,
P.C.
1675 Larimer Street, Suite 420
Denver, Colorado 80202
(720) 379-1812 – Main
(720) 379-1813 – Fax
jjost@jsenergygroup.com
jparrot@jsenergygroup.com

Applicant's Address:
Red Hawk Petroleum LLC
4125 Blackhawk Plaza Circle
Suite 201A
Danville, CA 94506

VERIFICATION

STATE OF CALIFORNIA)
) ss.
COUNTY OF CONTRA COSTA)

Clark R. Moore, of lawful age, being first duly sworn upon oath, deposes and says that he is Executive Vice President of Red Hawk Petroleum LLC and that he has read the foregoing Application and that the matters therein contained are true to the best of his knowledge, information and belief.

Red Hawk Petroleum LLC
Executive Vice President

ACKNOWLEDGMENT

State of California

County of Contra Costa

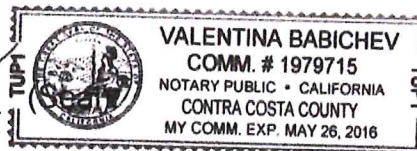
On April 16, 2014 before me, Valentina Babichev, Notary Public (insert name and title of the officer) personally appeared Clark R. Moore, who proved to me on the basis of satisfactory evidence to be the person whose name is/subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature

Valentina Barber



IN THE MATTER OF THE APPLICATION OF RED
HAWK PETROLEUM LLC, FOR AN ORDER
ALLOWING UP TO EIGHT WELLS IN AN
ESTABLISHED APPROXIMATE 640-ACRE
EXPLORATORY DRILLING AND SPACING UNIT
FOR THE NIOBRARA FORMATION IN SECTION 1,
TOWNSHIP 7 NORTH, RANGE 60 WEST, 6TH
P.M., WATTENBERG FIELD, WELD COUNTY,
COLORADO

DOCKET NO.

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

That she is the attorney for Red Hawk Petroleum LLC, that on or before April 24, 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 A to the Application.

Jamie L. Jost
Jamie L. Jost

Subscribed and sworn to before me on April 17, 2014.

My commission expires: 9/18/17



Notary Public

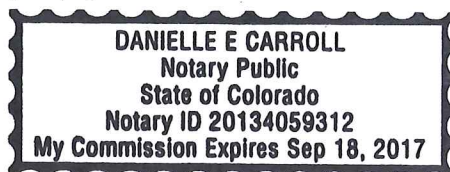


Exhibit A

Te-Ray Resources, Inc.
1105 Sovereign Row
Oklahoma City, OK 73108

Midwest Resources 2008-1
Oil & Gas Income
Limited Partnership
PO Box 76
Elm Grove, WI 53122

Midwest Resources 2010-1
Oil & Gas Income
Limited Partnership
PO Box 76
Elm Grove, WI 53122

AGS Oil & Gas
Holdings, Inc.
4400 S. Federal Blvd. Suite 2D
Englewood, CO 80110

AGS Resources 2004, LLP
4400 S. Federal Blvd. Suite 2D
Englewood, CO 80110

Mile Hi Oil & Gas, Inc.
PO Bo 27296
Denver, CO 80227

Markus Production, Inc.
39 Fairway Ln
Littleton, CO 80123

Apple Creek, LLC
335 South York St.
Denver, CO 80209

Prima Exploration, Inc.
100 Fillmore St. Suit 450
Denver, CO 80206

Marshall Resources, LLC
4295 S. Fox Street
Englewood, CO 80110

Te-Ray Energy, Inc.
1105 Sovereign Row
Oklahoma City, OK 73108

AGS Oil & Gas
Holdings #2, Inc.
4400 S. Federal Blvd. Suite 2D
Englewood, CO 80110

Bess K. Rider
P.O. Box 2692
Austin, TX 78755

Possible heir to Bess K. Rider
Mark Sterling Rider
P.O. Box 1262
Grapevine, TX 76099

AGS Resources 2007, LLP
4400 S. Federal Blvd. Suite 2D
Englewood, CO 80110

Carl L. Maxey
624 S. Cascade Ave
Colorado Springs, CO 80903

TAK Mountain, LLC
1600 Broadway, Suit 1150
Denver, CO 80202

Nerd Gas Company, LLC
PO Box 3003
Casper, WY 82602

Odyssey Exploration, Inc.
8185 Moore St.
Arvada, CO 80005

Foundation Energy Fund IV-A, L.P.
16000 Dallas Parkway, Suite 875
Dallas, TX 75248

Gene F. Lang & Co.
Parker Station
19751 East Mainstreet, Suite 334
Parker, CO 80138

Foundation Energy Fund III-A L.P.
16000 Dallas Parkway, Suite 875
Dallas, TX 75248

Blackland Petroleum, LLC
17190 East Dorado Pl
Centennial, CO 80015

Red Hawk Petroleum
1425 Blackhawk Plaza Circle,
Ste. 201A
Danville, CA 94506

Harry A. Kugeler, Jr.
Family Trust
10251 Arapahoe Rd.
Lafayette, CO 80026

Diversified Operating Corp.
15000 W. 6th Ave. #102
Golden, CO 80401

Foundation Energy Fund IV-B Holding, LLC
16000 Dallas Parkway, Suite 875
Dallas, TX 75248

Foundation Energy Fund III-B Holding, LLC
16000 Dallas Parkway, Suite 875
Dallas, TX 75248

RJ Resources Corp.
c/o Platinum Partners
Carnegie Hall Tower
152 West 57th Street, 4th Floor
New York, NY 10019

Kathryn O. Bomholt
2664 S. Troy CT
Aurora, CO 80014

Oil and Gas Title
Holding Corporation
5 East 59th St., 5th Floor
New York, NY 10022

Tom Schreiner
Energy Liaison
Colorado Parks and Wildlife
Northeast Regional Office
6060 Broadway
Denver, CO 80216

Kent Kuster
Colorado Department of Public Health &
Environment
4300 Cherry Creek Drive South
Denver, CO 80246-1530

Tom Parko
Weld County
1555 North 17th Street
Greeley, CO 80631