

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

IN THE MATTER OF THE APPLICATION OF RED)	CAUSE NO.
HAWK PETROLEUM LLC, FOR AN ORDER TO)	
SUBJECT ADDITIONAL WELLS AND PREVIOUSLY)	DOCKET NO.
UNLOCATABLE PARTIES TO ORDER NO. 535-140,)	
POOLING ALL INTERESTS IN AN APPROXIMATE 640-)	
ACRE EXPLORATORY DRILLING AND SPACING UNIT)	
LOCATED IN SECTION 1, TOWNSHIP 7 NORTH,)	
RANGE 60 WEST, 6TH P.M., WATTENBERG FIELD,)	
WELD COUNTY, COLORADO)	

APPLICATION

COMES NOW Red Hawk Petroleum LLC ("Applicant"), by and through its attorneys, Jost & Shelton Energy Group, P.C., and respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission"), for an order declaring a prior order of the Commission applicable to additional wells and previously unlocatable parties. The prior pooling order ("Pooling Order") pooled all interests for the development of the Niobrara Formation underlying:

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

Weld County, Colorado (hereinafter "Application Lands")

In support of its application, Applicant states and avers 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. The Pooling Order, 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. Since the entry of Order No. 535-140, Applicant has located additional interested parties who are the successors in interest to parties who had not been previously located because they appeared to be defunct entities or deceased individuals with no heirs and/or devisees. The interested parties have not previously received notice of the Pooling Application, an AFE, or an offer to lease and/or participate, as applicable, pursuant to Rule 530.

7. The Application Lands are the subject of an application filed concurrently herewith and scheduled for the Commission's June 16, 2014 hearings to authorize up to additional seven (7) wells, for a total of up to eight (8) wells within the drilling and spacing unit established for the Niobrara Formation in the Application Lands ("Additional Wells").

8. The grounds upon which Applicant sought the pooling order, and upon which the Pooling Order was entered, still pertain. Specifically:

a. Applicant owns substantial leasehold interests in the Application Lands.

b. The Application Lands were established as an approximate 640-acre drilling and spacing unit for the Niobrara Formation.

c. Applicant intends to drill horizontal wells for the production of oil and associated hydrocarbons from the Niobrara Formation underlying the Application Lands.

9. The previously unnoticed interested parties will receive a copy of this Application in accordance with Rule 503.c. and, as applicable, an offer to lease and/or participate in accordance with Rule 530, including an AFE containing the information required under Rule 530.a.

10. The names and addresses of all interested parties are set forth in Exhibit A attached hereto.

WHEREFORE, Applicant requests that this matter be set for hearing, that notice thereof be given as required by law, and that upon such hearing the Commission enter its order declaring the Pooling Order applicable to the said previously unnoticed interest

owners and the Additional Wells, and for such other findings and orders as the Commission may deem proper or advisable in the premises.

DATED this 17th day of April, 2014.

Respectfully submitted:

Red Hawk Petroleum LLC

By:



Jamie L. Jost

James P. Parrot

Jost & Shelton Energy Group, P.C.

Attorneys for Applicant

1675 Larimer St., Suite 420

Denver, Colorado 80202

720.379.1812

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

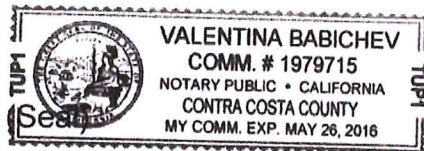
County of Contra Costa

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 Babichev



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RANGE 60 WEST, 6TH P.M., WATTENBERG FIELD,)
WELD COUNTY, COLORADO)

AFFIDAVIT OF MAILING

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

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

24 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

Subscribed and sworn to before me this 17 day of April, 2014.

Witness my hand and official seal.

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

Barbara D. Rogers
14636 Grove St.
Healdsburg, CA 95448

William Fulton
1632 Sherman Way
Longmont, CO 80501

Madra Fulton
207 Richmond Dr. Apt B
Millbrae, CA 84030

Buckingham Land & Oil, LLC
1721 Highgrove Court North
Myrtle Beach, SC 29575

Mary Anne McCourt
8015 Mountain Pl. NE, Suite 205
Albuquerque, NM 87110

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

Mark E. Brown and Carla Jo Brown
7753 South Hill Dr.
Littleton, CO 80120

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

Monte Naylor
1200 Golden Circle #312
Golden, CO 80401

Cammon Oil Properties, LLC
10455 W 73rd Place
Arvada, CO 80005

The Skeeters Company
3708 Canyon Pass Trail
Burleson, TX 76028

Dellconn Oil Corporation
1011 Centre Rd
Wilmington, DE 19805

JJL Energy, LLC, a Delaware Limited
Liability Company
65 North Maple Ave Ste 300
Ridgewood, NJ 07451

Estate of Michael J. Marra, deceased
PO Box 477
Ridgewood, NJ 07450

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

Powder Morning, LLC
100 Fillmore St., Suite 450
Denver, CO 80206

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

M. Scott Homsher
4295 S. Fox St.
Englewood, CO 80110

Western Pacific Corporation
PO Box 4669
Wilmington, DE 19807

Pepco, Inc.
3981 South Birch St.
Englewood, CO 80113

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6800 Biltmore Pl
Plano, TX 75023

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156 Alexander Glennie Court
Pawleys Island, SC 29585

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Denver, CO 80209

Benjamin A. Sperr
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Dena Kristi Read
17190 East Dorado Pl
Centennial, CO 80015

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19751 East Mainstreet, Suite 334
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M. Scott Homsher
4295 S. Fox Street
Englewood, CO 80110

Grindstone Resources, LLC
5228 Lonetree Dr
Loveland, CO 80537

Peteco Properties, LLC
5236 Pinehurst Dr.
Boulder, CO 80301

Plainsman Energy, LLC
16838 County Road 10
Fort Morgan, CO 80701

David V. Bowman Olds and Darla G. Olds
5805 W. Fair Dr.
Littleton, CO 80123

Wade R. Hill and Barbara S. Hill
903 Pine Dr.
Windsor, CO 80550

Jade Reserves, Inc.
PO Box 271241
Houston, TX 77277

Donald E. Green Family Trust
156 Alexander Glennie Court
Pawleys Island, SC 29585