

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 POOL)	
ALL INTERESTS IN AN APPROXIMATELY 960-ACRE)	DOCKET NO.
EXPLORATORY DRILLING AND SPACING UNIT IN)	
SECTIONS 29 AND 32, TOWNSHIP 8 NORTH,)	
RANGE 61 WEST, 6TH P.M., IN THE NIOBRARA)	
FORMATION, 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 (the "Commission") for an order pooling all interests in an approximate 960-acre drilling and spacing unit, for the development of the Niobrara Formation on the following described lands:

Township 8 North, Range 61 West, 6th P.M.

Section 29: S/2

Section 32: All

Weld County, Colorado (hereinafter "Application Lands").

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

1. Applicant is a Delaware corporation duly organized and authorized to conduct business in the State of Colorado, and is a registered operator in good standing with the Commission.

2. Applicant owns leasehold interests and holds the right to operate in the Application Lands.

3. The Application Lands are subject to Order No. 535-421 which, among other things, 1) vacated Order No. 535-221 (which vacated two previously established 640-acre spacing units and established a new 1280-acre spacing unit), vacated 535-241 (which authorized additional wells within the 1280-acre spacing unit established by Order No. 535-221) and vacated Order No. 535-256 (which pooled the spacing unit established by Order No. 535-221); 2) established an approximate 960-acre drilling and spacing unit for the S/2 of Section 29 and all of Section 32, Township 8 North, Range 61 West, 6th P.M., and 3) approved up to sixteen horizontal wells in the unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

4. Applicant, pursuant to Commission Rule 530 and the provisions of C.R.S. § 34-60-116 (6) and (7), seeks an order to pool all interests, including but not limited to, any nonconsenting interests, in the Application Lands consisting of the 960-acre drilling and spacing unit for the development of the Niobrara Formation, said order to apply to the wells within the drilling and spacing unit.

5. 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 each of the wells in the unit for the development of the Niobrara Formation on the Application Lands.

6. 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.

7. That in order to prevent waste and to protect correlative rights, all interests in the Application Lands and the 960-acre drilling and spacing 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 960-acre drilling and spacing unit on the Application Lands 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 the costs specified in C.R.S. § 34-60-116(7)(b) are first incurred for the drilling of each of the wells in the unit for the development of 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 authorized wells are pooled by operation of statute, pursuant to C.R.S. § 34-60-116(7), and made subject to the cost recovery provisions thereof.

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 June 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 this 17th day of April, 2014.

Respectfully submitted:

Red Hawk Petroleum LLC

By: James 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

COUNTY OF CONTRA COSTA

)
) ss.
)

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

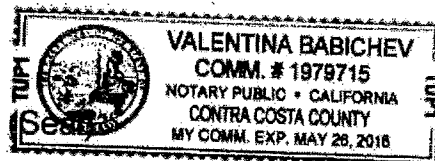
County of Contra Costa

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



BEFORE THE OIL AND GAS CONSERVATION COMMISSION
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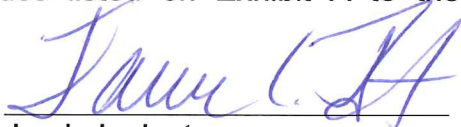
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FORMATION, WATTENBERG FIELD, WELD)
COUNTY, COLORADO)

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.

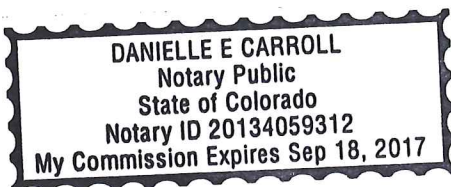


Jamie L. Jost

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

Patricia L. White Gaffney
41455 Weld County Road 86
Briggsdale, CO 80611

Jerrie L. White
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Greeley, CO 80634

Nancy H. Fichter
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Brighton, CO 80603

Alvin K. Fichter
8706 County Road 8
Brighton, CO 80603

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Frederick, CO 80516

Rick Moser and Kathleen M. Peake,
Co-Conservators of the Estate of Bruce
Wayne Moser
PO Box 519
Hudson, CO 80642

Katherine H. Freeman
10506 Greenacres Dr.
Silver Spring, MD 20903
VD: 3804214

Denver Mineral & Royalty Company, LLC
8450 E. Crescent Parkway,
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Greenwood Village, CO 80111

Doris Bush Maher,
Trustee of the Doris Bush Maher Revocable
Trust
P.O. Box 52246
Tulsa, OK 74152

Cathy L. Schulte
114-37th St.
Evans, CO 80620

Estate Marguerite E. Heinze
22468 Weld County Rd. #30
Hudson, CO

Successor-in-interest to the
Estate of Marguerite E. Heinze
No Address Given

Norman A. Moser
22468 WCR 30
Hudson, CO 80642

Rick Moser
20500 WCR 24
Hudson, CO 80642

Gail Moser
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Hudson, CO 80642

Kathleen Peek
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heir to Eleanor F. Hutchinson, deceased
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Rodeo Energy Partners, LLC
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P.O. Box 4631
Englewood, CO 80155

Fred H. Carr and Joan C. Carr,
as Trustees under that certain trust
indenture dated June 24, 1983
535 W. Yellowstone
Casper, WY 82601

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Evans, CO 80620

Estate Marguerite E. Heinze
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Aurora, CO 80014

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Gary L. Christensen,
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Isabel M. Thompson Revocable Trust
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Salem, OR 97302

Gary L. Christensen,
Successor Trustee for the
Isabel M. -50% Thompson Revocable Trust-
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Salem, OR 97302

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Patricia C. Freeman.
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Estate of P.F. Faust
No Address

Estate of E.O. Nay, Jr.
No Address

Successor-in-interest to W.E. Freeman
Eleanor Hutchinson, deceased
No Address

Possible successor-in-interest to P.F. Faust
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Charlottesville, VA 22901

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Estate of W.E. Freeman
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