

**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  
404-ACRE WELLBORE SPACING UNIT  
ESTABLISHED FOR PORTIONS OF  
SECTIONS 22, 23, 26, AND 27 TOWNSHIP 6  
NORTH, RANGE 65 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 404-acre Wellbore Spacing Unit for the drilling of the Reliance E23-79HN well (API No. 05-123-38868) ("Well") for the development of the Niobrara Formation on the following described lands:

Township 6 North, Range 65 West, 6<sup>th</sup> P.M.

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

Section 23: W $\frac{1}{2}$ W $\frac{1}{2}$

Section 26: NW $\frac{1}{4}$ NW $\frac{1}{4}$

Section 27: NE $\frac{1}{4}$ NE $\frac{1}{4}$

404 acres, more or less, 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 March 17, 1986, the Commission entered Order No. 410-3, which among other things, allows an additional well to be drilled at the option of the operator on each 80-acre unit for production from the Codell and Niobrara.
4. 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 and/or gas from the Niobrara Formation

underlying certain lands, with the permitted well locations in accordance with the provisions of Order No. 407-1 and allowed downhole commingling of production from the Codell and Niobrara Formations.

5. 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.

6. On October 1, 2012, the Commission entered Order No. 407-722, which among other things, approved the request for an order to pool all interests in an approximate 480-acre designated wellbore spacing unit consisting of certain lands in Sections 27 and 28, Township 6 North, Range 65 West, 6th P.M., to accommodate the drilling of the Five M E28-67HN Well, for the development and operation of the Niobrara Formation.

7. On October 1, 2012, the Commission entered Order No. 407-723, which among other things, approved the request for an order to pool all interests in an approximate 480-acre designated wellbore spacing unit consisting of certain lands in Sections 21, 22, 27 and 28, Township 6 North, Range 65 West, 6th P.M., to accommodate the drilling of the Five M E28-69HN Well, for the development and operation of the Niobrara Formation. Order No. 407-723 does not affect the Application Lands.

8. Applicant designated the approximate 404-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.

9. 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 within the Wellbore Spacing Unit, including but not limited to, any nonconsenting interests and leased mineral interests, in the Application Lands in the Niobrara Formation underlying the following approximate 404-acre Wellbore Spacing Unit:

Township 6 North, Range 65 West, 6<sup>th</sup> P.M.

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

Section 23: W $\frac{1}{2}$ W $\frac{1}{2}$

Section 26 : NW $\frac{1}{4}$ NW $\frac{1}{4}$

Section 27: NE $\frac{1}{4}$ NE $\frac{1}{4}$

(hereafter "Wellbore Spacing Unit").

10. 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 Reliance E23-79HN Well (API No. 05-123-38868) to the Niobrara Formation on the Application Lands.

11. 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, including leased mineral interest owners, 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.

12. That in order to prevent waste and to protect correlative rights, all interests in each of 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 an approximate 404-acre Wellbore Spacing Unit established on 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 any of the costs specified in C.R.S. § 34-60-116(7)(b) are first incurred for the drilling of the Reliance E23-79HN Well (API No. 05-123-38868) 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 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: April 17, 2014.

Respectfully submitted:

**NOBLE ENERGY, INC.**

By:

  
\_\_\_\_\_  
Jamie L. Jost  
Joseph M. Evers  
Jost & Shelton Energy Group, P.C.  
Attorneys for Applicant  
1675 Larimer Street, Suite 420  
Denver, Colorado 80202  
(720) 379-1812

Applicant's Address:  
Noble Energy, Inc.  
ATTN: Kelli Piatkowski  
1625 Broadway, Suite 2200  
Denver, CO 80202

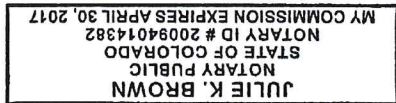
STATE OF COLORADO )  
 ) ss.  
CITY AND COUNTY OF DENVER )

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

Subscribed and sworn to before me this 16<sup>th</sup> day of April 2014.

[SEAL]

My commission expires: 04/30/2017




*[Signature]*

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DOCKET NO.

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

  
Jamie L. Jost

Subscribed and sworn to before me on this 17<sup>th</sup> day of April, 2014.

Witness my hand and official seal.

My commission expires: 9/18/17

2/8/19.  
Danielle Carroll  
Notary Public

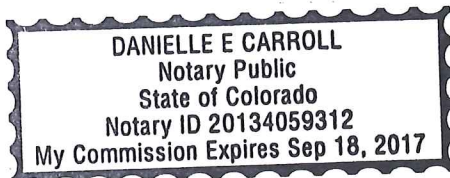


Exhibit A  
Reliance E23-79HN

Bickling Farms Limited Partnership,  
LLLP  
21586 HWY 392  
Greeley, CO 80631

Buffalo Royalties, LLC  
3 Hermann Museum Circle Drive, Suite  
5312  
Houston, TX 77004

Donald E. Hungenberg  
976 N. Balsam Ave.  
Greeley, CO 80631

Donald W. Boyd, Trustee of the  
Donald W. Boyd Revocable Trust dated  
June 21, 2012  
1409 Sublette  
Laramie, WY 82070

Dorothy Bickling  
19 Patriot Way  
Lowell, MA 01854

Frank and Carol Lauinger 2006 Trust  
14400 Santa Lucia Road  
Atascadero, CA 93422

Frank M. Wilson, III and Deborah Z.  
Wilson, Trustees of the Wilson Family  
2010 Trust dated April 2, 2010  
1187 Coast Village Road, #1-496  
Santa Barbara, CA 93108

Harlan Robert Stoffregen  
3301 70th Ave  
Greeley, CO 80634

Herbert Bickling  
2308 Tori Ct.,  
P.O. Box 460  
Johnstown, CO 80534

Herbert C. Bickling, Jr.  
328 Peoples Way  
Hockessin, DE 19707

Hungenberg McKee Farms, LLLP  
976 N. Balsam Ave.  
Greeley, CO 80631

J. Cleo Thompson and James Cleo  
Thompson, Jr., a partnership  
325 N. St. Paul, Suite 4300  
Dallas, TX 75201

Jack L. Schreiber  
2155 Glenfair Drive  
Greeley, CO 80631

James Spencer Bickling  
c/o Sharon F. Heinz  
10450 Brighton Road  
Henderson, CO 80640

Janice Louise Wojciak  
2410 Fleet Street  
Missoula, MT 59808

John Daniel Bickling  
P.O. Box 187  
Ault, CO 80610

John R. Duncan  
10025 Hooker Street  
Westminster, CO 80031

Kelli Vaughn  
4199 County Road D  
Joes, CO 80822

Lynette A. Belfiore  
4615 W. 21st Street Circle  
Greeley, CO 80634

McMahon Energy Partners, LP  
4545 S. Monaco St. No. 144  
Denver, CO 80237

Melvin Bickling  
6690 Lakota Ct.  
Loveland, CO 80534

Michael B. Hungenberg  
32500 WCR 41  
Greeley, CO 80631

Morning Fresh Farms  
15121 WCR 32  
Platteville, CO 80651

Paul D. Hungenberg  
32500 WCR 41  
Greeley, CO 80631

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

Rebekah Jane Bickling  
c/o Sharon F. Heinz  
10450 Brighton Road  
Henderson, CO 80640

Robert G. Feit and Virginia Ann Feit,  
Joint Tenants  
1534 64th Avenue  
Greeley, CO 80634

Sharon F. Heinz  
10450 Brighton Road  
Henderson, CO 80640

Shirley Ann Ulrich  
21474 WRC 66  
Greeley, CO 80631

Susan Adler-Tallarico Revocable Trust  
PO Box 2326  
Montauk, NY 11954

Susan Bickling Omlor  
926 1/2 N Orange St  
Media, PA 19063

Synergy Resources Corporation  
20203 HWY 60  
Platteville, CO 80651

The Joyce W. Koeneman Trust  
established November 13, 2006  
3333 University Boulevard, W #1101  
Kensington, MD 70895

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

Thomas Mathew Ryan, as sole Trustee  
for the Ryan Farm Trust dated  
December 16, 2002  
9080 Illahee Road N.E.  
Bremerton, WA 98310

Tofte Energy Partners, Limited  
Partnership  
P.O. Box 4221  
Casper, WY 82604

W. Richard McKee  
32202 WCR 45  
Greeley, CO 80631

WAE Mitchell and Sylvia Mitchell, Joint  
Tenants  
1025 9th Avenue  
Greeley, CO 80631

Weld County, Colorado  
c/o Board of County Commissioners  
Weld County Centennial Center  
915 10th Street  
Greeley, CO 80631