

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

IN THE MATTER OF AN APPLICATION BY EE3 LLC, FOR)	
AN ORDER POOLING ALL INTERESTS IN THE)	CAUSE NO. 531
APPROXIMATE 629.16-ACRE DRILLING AND SPACING)	
UNIT ESTABLISHED FOR SECTION 30, TOWNSHIP 7)	DOCKET NO. <i>To be assigned</i>
NORTH, RANGE 80 WEST, 6 TH P.M., FOR THE)	
DEVELOPMENT/OPERATION OF THE NIOBRARA)	
FORMATION, UNNAMED FIELD, JACKSON COUNTY,)	
COLORADO)	

APPLICATION

EE3 LLC ("EE3" or "Applicant"), by and through its attorneys, Beatty and Wozniak, P.C., 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 the approximate 629.16-acre drilling and spacing unit established for Section 30, Township 7 North, Range 80 West, 6th P.M., for the development and operation of the Niobrara Formation. 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 has registered as an operator with the Commission.

2. Applicant owns substantial leasehold interests in the below-listed lands:

Township 7 North, Range 80 West, 6th P.M.
Section 30: All

Jackson County, Colorado

These lands are hereinafter referred to as the "Application Lands." A map depicting the acreage comprising the Application Lands is attached hereto and marked as Exhibit A.

3. On February 25, 2008, the Commission entered Order No. 531-1 which, among other things, established various sized drilling and spacing units for certain lands, including the Application Lands, for the drilling and completion of one horizontal well within the Application Lands, with the option to drill a second horizontal well within the Application Lands, for the production of gas and associated hydrocarbons from the Niobrara Formation.

4. Acting pursuant to the relevant provisions of §34-60-116(6) & (7), C.R.S., and Rule 530., Applicant seeks an order pooling all interests, including, but not limited to, any nonconsenting interests, in the approximate 629.16-acre drilling and spacing unit established for the Application Lands (wherein the Mutual 2-30H well, API #05-057-06465, has been drilled) for the development and operation of the Niobrara Formation.

5. Applicant requests that the pooling order entered as a result of this Application be made effective as of the date of this Application.

6. Further, Applicant requests 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 an authorized well proposed for the Niobrara Formation, are pooled by operation of statute, pursuant to §34-60-116(7), C.R.S., and made subject to the cost recovery provisions thereof.

7. The granting of this Application is in accord with the Oil and Gas Conservation Act, found at §34-60-101, *et seq.*, C.R.S., and the Commission rules.

8. Applicant requests that relief granted under this Application should be effective on oral order by the Commission, and Applicant agrees to being bound by said oral order.

9. The Applicant shall submit a certificate of service setting forth the names and addresses of the interested parties (persons who own any interest in the mineral estate of the tracts to be pooled, except owners of overriding royalty interest) to the Application within seven days as required by Rule 503.e. See attached Exhibit B.

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:

A. Pooling all interests in the Application Lands for the development and operation of the Niobrara Formation, with the pooling order made effective as of the date of this Application.

B. 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 an authorized well proposed for the Niobrara Formation, are pooled by operation of statute, pursuant to §34-60-116(7), C.R.S., and made subject to the cost recovery provisions thereof, for the initial authorized well drilled under Order No. 531-1, for the development and operation of the Niobrara Formation.

C. 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,

EE3 LLC

By: 

Robert A. Willis (Colorado Bar No. 26308)

Jillian Fulcher (Colorado Bar No. 45010)

Beatty & Wozniak, P.C.

Attorneys for Applicant

216 Sixteenth Street, Suite 1100

Denver, CO 80202

(303) 407-4499

rwillis@bwenergylaw.com

jfulcher@bwenergylaw.com

Applicant's Address:

EE3 LLC

Douglas C. Sandridge, Vice President - Land

4410 Arapahoe Avenue, Suite 100

Boulder, CO 80303

VERIFICATION

STATE OF COLORADO

)

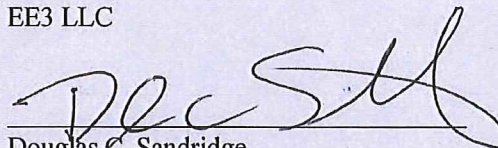
) ss.

CITY & COUNTY OF DENVER

)

Douglas C. Sandridge, Vice President of Land for EE3 LLC, upon oath deposes and says that he has read the foregoing Application and that the statements contained therein are true to the best of his knowledge, information and belief.

EE3 LLC

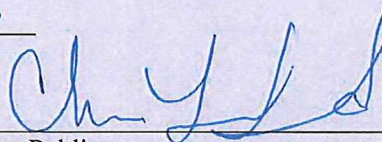


Douglas C. Sandridge

Subscribed and sworn to before me this 14th day of April, 2014, by Douglas C. Sandridge, Vice President of Land for EE3 LLC.

Witness my hand and official seal.

My commission expires: 6-04-2016



Notary Public

Application Lands - 

Sec. 30, T7N, R80W
Jackson County

Exhibit A
Application Map

13	18	17	16	15	14	13	18	17
24	19	20	T7N R80W 21 22	23	24	20	19	20
25	30	29		26	25	29	30	29
36	31	32	33	34	35	36	31	32
1	6	5	4	3	2	1	6	5
12	7	8	T7N R79W 9 10	11	12	7	7	8
13	18	17		15	14	13	18	17

EXHIBIT B

INTERESTED PARTIES

The names and addresses of the interested parties (persons who own any interest in the mineral estate of the tracts to be pooled, except owners of overriding royalty interest) according to the information and belief of the Applicant are set forth in this Exhibit B.

EE3 LLC
4410 Arapahoe Avenue, Suite 100
Boulder, CO 80303

Jillian Fulcher
Beatty & Wozniak, P.C.
216 16th Street, Suite 1100
Denver, Colorado 80202

NAPI (Colorado) LLC
P.O.Box 3230
Union Gap, WA 98903-3230

All States Trucking Corporation
3511 Stanton Road
Yakima, WA 98903

Evans Land Co. LLC
3605 Jackson County Rd. 26
Coalmont, CO 80430

USA BLM
Colorado State Office
2850 Youngfield St.
Lakewood, CO 80215

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AFFIDAVIT OF MAILING

STATE OF COLORADO)
CITY AND COUNTY OF DENVER) ss.
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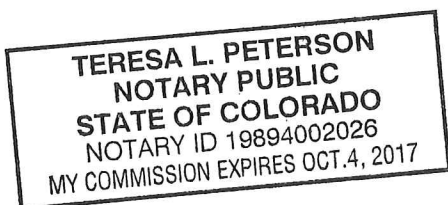
Jennifer Pittenger, of lawful age, and being first duly sworn upon her oath, states and declares:


That she is a Legal Assistant for Beatty & Wozniak P.C. the attorneys for EE3 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 B to the Application.


Jennifer Pittenger

Subscribed and sworn to before me April 17, 2014.

Witness my hand and official seal.




Teresa L. Peterson
Notary Public