

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

IN THE MATTER OF AN APPLICATION BY RED	)	
HAWK PETROLEUM, LLC FOR AN ORDER: (1)	)	CAUSE NOS. 407 & 535
POOLING ALL INTERESTS IN THE 640-ACRE	)	
DRILLING AND SPACING UNIT ESTABLISHED FOR	)	DOCKET NO. 1406-UP-190
SECTION 31, TOWNSHIP 6 NORTH, RANGE 61 WEST,	)	
6 <sup>TH</sup> P.M., FOR THE DEVELOPMENT/OPERATION OF	)	
THE NIOBRARA FORMATION, WATTENBERG	)	
FIELD, WELD COUNTY, COLORADO, AND (2)	)	
AUTHORIZING ADDITIONAL WELLS IN THE 640-	)	
ACRE DRILLING AND SPACING UNIT ESTABLISHED	)	
FOR SECTION 31, TOWNSHIP 6 NORTH, RANGE 61	)	
WEST, 6 <sup>TH</sup> P.M., FOR THE HORIZONTAL WELL	)	
DEVELOPMENT OF THE NIOBRARA FORMATION,	)	
WATTENBERG FIELD, WELD COUNTY, COLORADO	)	

CHANGE OF REPRESENTATION

Brent D. Chicken of Fox Rothschild LLP will serve as sole counsel in the above referenced matter.

DATED this 1<sup>st</sup> day of May, 2014.

Respectfully submitted,

RED HAWK PETROLEUM, LLC



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Brent D. Chicken  
Fox Rothschild LLP  
1225 17<sup>th</sup> Street, Suite 2200  
Denver, CO 80202  
(303)446-3844  
bchicken@foxrothschild.com

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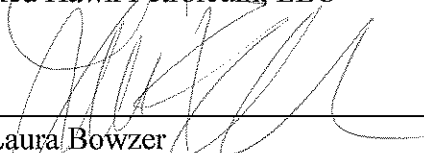
WITHDRAWAL OF COUNSEL

Laura Bowzer of Burleson LLP, executes this pleading to withdraw as counsel in the above-referenced matter. Brent D. Chicken of Fox Rothschild LLP will herein after serve as sole counsel in the above referenced matter.

DATED this 29 day of April, 2014.

Respectfully submitted,

Red Hawk Petroleum, LLC

  
\_\_\_\_\_  
Laura Bowzer  
Burleson LLP  
1700 Lincoln Street, Suite 1300  
Denver, CO 80203  
(303) 801-3200

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WATTENBERG FIELD, WELD COUNTY, COLORADO	)	

APPLICATION

Red Hawk Petroleum, LLC ("Red Hawk" or "Applicant"), by and through its attorneys, Burleson LLP, respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") for an order: (1) pooling all interests in the approximate 640-acre drilling and spacing unit established for Section 31, Township 6 North, Range 61 West, 6<sup>th</sup> P.M., for the development and operation of the Niobrara Formation; and (2) authorizing the drilling of up to an additional seven (7) horizontal wells, for a total up to eight (8) horizontal wells, in the approximate 640-acre drilling and spacing unit established for Section 31, Township 6 North, Range 61 West, 6<sup>th</sup> P.M., for the production of oil, gas and associated hydrocarbons from 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 6 North, Range 61 West, 6<sup>th</sup> P.M.  
Section 31: All

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 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 Cretaceous Age Formations from the base of the Dakota Formation to the surface. Rule 318A. supersedes all prior Commission drilling and spacing orders affecting well location and density requirements of Greater Wattenberg Area wells. On December 5, 2005, Rule 318A. was amended, among other things, 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, among other things, to address drilling of horizontal wells. The Application Lands are subject to certain aspects of this Rule for the Niobrara Formation.

4. On or about December 16, 2011, the Commission entered Order Nos. 407-514 and 535-104 which, among other things, established 640-acre drilling and spacing units for certain lands, including the Application Lands, and approved one horizontal well for each unit, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

Pooling of All Interests in Application Lands for the Development of the Niobrara Formation

5. 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 in the Application Lands for approved horizontal wells drilled within the Application Lands, for the development and operation of the Niobrara Formation.

6. Applicant requests that the pooling order entered as a result of this Application be made effective as of the date of this Application, or the date that the costs specified in §34-60-116(7)(b)(II), C.R.S., are first incurred for the drilling of the initial permitted horizontal Niobrara Formation well, or any subsequent approved horizontal Niobrara Formation well, on the Application Lands, whichever is earlier.

Authority to Drill Additional Horizontal Wells within the Niobrara Formation

7. Pursuant to §34-60-116(4), C.R.S., Applicant requests the Commission authorize the drilling of additional wells with the drilling and spacing unit established for the Application Lands. Applicant requests the Commission order authorize up to seven (7) additional horizontal wells, for a total of up to eight (8) horizontal wells, for the approximate 640-acre drilling and spacing unit established for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Niobrara Formation.

8. Applicant states that, for any permitted wells to be drilled under this Application, the treated intervals of the wellbore should be not less than 460 feet from the unit boundaries with an inter-well setback of not less than 150 feet from the treated interval of a well producing from the Niobrara Formation, without exception being granted by the Director.

\* \* \*

9. Applicant states that any horizontal wells to be drilled under this Application will be drilled on the surface of the drilling unit, or on adjacent lands with consent of the landowner, without exception being granted by the Director.

10. 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.

11. That the names and addresses of the interested parties (owners within the Application Lands) are attached hereto under Exhibit B. The Applicant shall submit a certificate of service for the Application within the 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:

A. Pooling all interests in the Application Lands for any authorized horizontal Niobrara Formation wells, for the development and operation of the Niobrara Formation, with the pooling order made effective as of the date of this Application, or the date that the costs specified in §34-60-116(7)(b)(II), C.R.S., are first incurred for the drilling of a Niobrara Formation well, or any subsequent approved horizontal Niobrara Formation well, on the Application Lands, whichever is earlier.

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 any authorized well on the Application Lands 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.

C. Authorizing the drilling of an additional seven (7) horizontal wells, for a total up to eight (8) horizontal wells, in the approximate 640-acre drilling and spacing unit established for Section 31, Township 6 North, Range 61 West, 6<sup>th</sup> P.M., for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, with the treated intervals of the wellbore of any permitted wells to be located not less than 460 feet from the outer boundary of the proposed unit and not less than 150 feet from the treated interval of any well being drilled or producing from the Niobrara Formation, without exception being granted by the Director.

D. Requiring that any permitted wells to be drilled under this Application should be drilled on the surface of the drilling unit, or on adjacent lands with consent of the landowner, without exception being granted by the Director.

E. For such other findings and orders as the Commission may deem proper or advisable in the premises.



DATED this 9th day of April, 2014.

Respectfully submitted,

RED HAWK PETROLEUM, LLC

By: [Signature]

Brent D. Chicken (Colorado Bar No. 36217)

Laura Bowzer (Colorado Bar No. 45013)

Burleson LLP

1700 Lincoln Street, Suite 1300

Denver, CO 80203

(303) 801-3200

Applicant's Address:

Red Hawk Petroleum, LLC

Clark Moore, Executive Vice President

4125 Blackhawk Plaza Circle, Suite 201A

Danville, CA 94506

VERIFICATION

STATE OF CALIFORNIA )

) ss

COUNTY OF Contra Costa )

Clark Moore, Executive Vice President for and on behalf of Red Hawk Petroleum, 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 her knowledge, information and belief.

RED HAWK PETROLEUM, LLC

[Signature]  
Clark Moore

On the 07 day of April, 2014, before me, Valentina Babichev, a Notary Public, personally appeared Clark Moore, Executive Vice President for Red Hawk Petroleum, LLC, 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 entity on 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]  
Name: VALENTINA BABICHEV  
Notary Public  
State of California  
My commission expires: May 26, 2016

Section 31, T6N, R61W  
Weld County, Colorado

**Exhibit A**  
Application Map



Application Lands -

13	18	17	16	15	14	13	18	17
24	19	20	<b>T6N R61W</b> 21 22		23	24	19	20
25	30	29	28	27	26	25	30	29
36	31	32	33	34	35	36	31	32
1	6	5	4	3	2	1	6	5
12	7	8	<b>T5N R61W</b> 9 10		11	12	7	8
13	18	17	16	15	14	13	18	17

## EXHIBIT B

### INTERESTED PARTIES

The names and addresses of the interested parties (owners within Section 31, Township 6 North, Range 61 West, 6<sup>th</sup> P.M.) according to the information and belief of the Applicant are set forth in this Exhibit B.

L & S Capital, LP  
800 US Highway 36  
Byers, CO 80103 (2011)

Overholt Family Trust  
c/o Karen Lynne Overholt, Trustee  
685 Planet Place  
Denver, CO 80221

Eric R. Lantz  
2183 S. Corona St.  
Denver, CO. 80210

Stephen Lane Pearson  
1722 Sherman Ave.  
Canyon City, CO 81212

Gus K. Eiffler III Trust  
Gus Kearney Eiffler III, Trustee  
3701 Chevy Chase Drive  
Houston, TX 77019

Donald R. Harris, II, a married man  
1001 Wyndemere Cir  
Longmont, CO 80504

Terri Harris Kawakami, a single woman  
197 E. Amalie Drive  
Meridian, ID 83642

Arlene D. Knight  
4015 Willow Green  
San Antonio, TX 78127

SA Minerals, LLC  
2110 21st Street Road  
Greeley, CO 80631

Dallas A. Sall  
P.O. Box 316  
Templeton, CA 93465

Nona G. Sall  
6636 Benham Way  
Sacramento, CA 95831

Linda Marsden Thomas  
736 Thompson Drive  
Lake Dallas, TX 75065

Diann Harris Hanson, a married woman  
10430 Stardust Drive  
Boise, ID 83709

Lloyd L. Harris  
938 Brittany Drive  
Cheyenne, WY 82009

Kathy Dorn Walker, a married woman  
2701 Melvina Street  
Canyon City, CO 81212

Donna Darline Dalman  
8536 Eaton St.  
Arvada, CO 80003

Brenda Fay Sall  
55 Juniper Ave. #542  
Eaton, CO 80615

Dixie Sall Munro  
6415 SE Amity Rd.  
Amity, OR 97101



Diann L. Steimle  
1939 Breakwood Creek SE  
Albany, OR 97322

Colorado Land Services, LLC, a Colorado  
Limited Liability Company  
1051-D West Hwy 34  
Loveland, CO 80537

Susan Dyke Paulette 1975 Trust  
Richard Burt Dyke Jr., Laura Dyke Jackson,  
and MBank Austin, N.A., Co-Trustees  
7505 Morningside Drive  
Houston, TX 77030

Ruth Reed Dyke  
6045 McKeon Ponderosa Way  
Foresthill, CA 95631

Howard J. Harris  
Address Not Found

Clarence P. Sall  
2526 18th Ave.  
Greeley, CO 80631

Jennifer Lynn Kuczora  
510 Dohmen Drive  
Flagstaff, AZ 86001

Robert Stillman  
Address Not Found

Laura Dyke Jackson  
7505 Morningside Drive  
Houston, TX 77030

Estate of Dorothy E. Broyles  
Address Not Found

Carol Marsden  
1020 Crown Ridge Road  
Sedona, AZ 86351

Estate of Genevieve Hickey  
c/o Mike Hickey  
1425 Pueblo Drive  
Boulder City, NV 89005

Clayton Wentworth Eifler  
1123 Jack Pine  
San Antonio, TX 78232

Colorado Land Services, LLC, a Colorado  
Limited Liability Company  
1051-D West Hwy 34  
Loveland, CO 80537

Reed-George Land & Minerals, LTD  
F M 969  
Bastrop, TX 78602

Michael David Johnson  
3300 Capital Center Drive #75  
Rancho Cordova, CA 95670

Linnea L. Johansson  
P.O. Box 4622  
Buena Vista, CO 81211

Todd Bruteig  
P.O. Box 269  
Windsor, CO 80550

Richard B. Dyke, Jr. 1975 Trust  
7505 Morningside Drive  
Houston, TX 77030

Sharon Ann Nyssen  
18650 Almond Road  
Castro Valley, CA 94546

Donald Roy Harris  
1001 Wyndemere Cir  
Longmont, CO 80504

Jocelyn K. Short  
7923 Quay Street  
Arvada, CO 80003

Red Hawk Petroleum LLC 4  
125 Blackhawk Plaza Circle, Suite 201A  
Danville, CA 94506

Bill Barrett Corporation  
1099 18th St., STE. 2300  
Denver, CO 80202

Tom Schreiner, Energy Liaison  
Colorado Parks & Wildlife  
6060 Broadway  
Denver, CO 80216

Oil & Gas Liaison  
Colorado Dep't of Public Health &  
Environment  
4300 Cherry Creek Drive South  
Denver, CO 80246-1530

Susan Amy Johnson  
P.O. Box 336985  
Greeley, CO 80633

Cheri Lisoski  
12021 NE 16th Street  
Vancouver, WA 98684

Acme Oil Corp., LLC, A CO LLC  
1051-D West Hwy 34  
Loveland, CO 80537

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

David Bauer  
Weld County LGD  
1111 H Street  
Greeley, CO 80632

Brent D. Chicken  
Laura Bowzer  
Burleson LLP  
1700 Lincoln Street  
Suite 1300  
Denver, CO 80203

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DEVELOPMENT OF THE NIOBRARA FORMATION, )  
WATTENBERG FIELD, WELD COUNTY, COLORADO )

**AFFIDAVIT OF MAILING**

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

Jessica Rauh, of lawful age, and being first duly sworn upon her oath, states and declares that she caused a copy of the **APPLICATION** for an order: (1) pooling all interests in the approximate 640-acre drilling and spacing unit established for Section 31, Township 6 North, Range 61 West, 6<sup>th</sup> P.M., for the development and operation of the Niobrara Formation; and (2) authorizing the drilling of up to an additional seven (7) horizontal wells, for a total up to eight (8) horizontal wells, in the approximate 640-acre drilling and spacing unit established for Section 31, Township 6 North, Range 61 West, 6<sup>th</sup> P.M., for the production of oil, gas and associated hydrocarbons from the Niobrara Formation, in the above-captioned matter to be deposited in the United States Mail, postage prepaid, addressed to the interested parties on the attached Exhibit B on this 14<sup>th</sup> day of April, 2014.

  
\_\_\_\_\_  
Jessica Rauh



Subscribed and sworn to before me on the 14<sup>th</sup> day of April, 2014.

Witness my hand and official seal.

Colleen Colvin  
Notary Public

My commission expires: 10/7/2015

4834-4179-1002, v. 1

