

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

IN THE MATTER OF AN APPLICATION BY CIRQUE
RESOURCES LP FOR AN ORDER ESTABLISHING
AN APPROXIMATE 1,280-ACRE DRILLING AND
SPACING UNIT FOR SECTIONS 28 AND 33,
TOWNSHIP 12 NORTH, RANGE 66 WEST, 6TH P.M.,
FOR HORIZONTAL WELL DEVELOPMENT OF THE
CODELL FORMATION, UNNAMED FIELD, WELD
COUNTY, COLORADO

CAUSE NO. 535

DOCKET NO. *To be
assigned*

APPLICATION

Cirque Resources LP, Operator No. 10470, ("Cirque" or "Applicant"), by and through its attorneys, Beatty & Wozniak, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") for an order: (1) maintaining the approximate 640-acre drilling and spacing units established for Sections 28 and 33, Township 12 North, Range 66 West, 6th P.M., for production of oil, gas and associated hydrocarbons from the Codell Formation; and (2) establishing an approximate 1,280-acre drilling and spacing unit for Sections 28 and 33, Township 12 North, Range 66 West, 6th P.M., and authorizing the drilling of up to three (3) horizontal wells within the proposed unit, for the production of oil, gas and associated hydrocarbons from the Codell Formation. In support of its Application, Applicant states and alleges as follows:

1. Applicant is a limited partnership 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 12 North, Range 66 West, 6th P.M.
Section 28: All
Section 33: 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. Rule 318.a. of the Commission Rules provides a well to be drilled 2,500 feet or greater shall be located not less than 600 feet from any lease line, and shall be located not less than 1,200 feet from any other producible or drilling oil or gas well when drilling to the same common source of supply, unless authorized by the Commission upon hearing.

*Maintaining the 640-acre Drilling Units for Horizontal Well Development of
the Codell Formation*

4. On or about June 17, 2014, the Commission entered Order Nos. 535-493 and 535-494 which, among other things, established approximate 640-acre drilling and spacing units for Sections 28 and 33, Township 12 North, Range 66 West, 6th P.M., and approved up to four horizontal wells for the Codell Formation within each drilling and spacing unit.

5. Applicant presently operates the Railay #28-3-1CH Well (API No. 05-123-39863) (spud on or about August 15, 2014) under Order No. 535-493 within Section 28, Township 12 North, Range 66 West, 6th P.M., with production from the Codell Formation. This Application is not seeking to modify production payments from the Railay #28-3-1CH Well or include production from this well into the approximate 1,280-acre drilling and spacing unit proposed herein for the Application Lands.

6. Applicant further requests the Commission maintain the approximate 640-acre drilling and spacing units previously established for Sections 28 and 33, Township 12 North, Range 66 West, 6th P.M., for the production of oil, gas and associated hydrocarbons from the Codell Formation.

Establishment of a 1,280-acre Drilling Unit for Horizontal Well Development of the Codell Formation

7. Applicant requests the Commission establish the Application Lands as an approximate 1,280-acre drilling and spacing unit for the Codell Formation pursuant to Rule 503.b.(1) and §34-60-116(2), C.R.S. For the Application Lands, the proposed drilling unit is not smaller than the maximum area that can be economically and efficiently drained by the horizontal wells proposed to be drilled under this Application and completed in the Codell Formation.

8. Applicant requests it be authorized to drill and complete up to three (3) horizontal wells in the approximate 1,280-acre drilling and spacing unit for the Application Lands, for the production of oil, gas and associated hydrocarbons from the Codell Formation, as necessary to economically and efficiently recover resources, while minimizing surface impacts, creating efficiencies for drilling and production, increasing the ultimate recovery of the reserves, preventing waste, and protecting correlative rights.

9. Applicant states that, for any permitted wells to be drilled under this Application, the treated intervals of the wellbore should be not less than 300 feet from the proposed unit boundaries with an inter-well setback of not less than 150 feet from the treated interval of a well producing from the Codell Formation, without exception being granted by the Director.

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

11. 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.

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

13. That the names and addresses of the interested parties (owners within the proposed drilling unit and those owners of contiguous or cornering tracts which may be affected by the change in minimum setbacks) according to the information and belief of the Applicant are set forth in Exhibit B attached hereto. 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. Maintaining the approximate 640-acre drilling and spacing units established for Sections 28 and 33, Township 12 North, Range 66 West, 6th P.M., for the production of oil, gas and associated hydrocarbons from the Codell Formation.

B. Establishing an approximate 1,280-acre drilling and spacing unit for the Application Lands, and authorizing the drilling of up to three (3) horizontal wells within the proposed unit, for the production of oil, gas and associated hydrocarbons from the Codell Formation, with the treated intervals of the wellbore of any permitted wells to be located not less than 300 feet from the outer boundary of the proposed unit and an inter-well setback of not less than 150 feet from the treated interval of any well being drilled or producing from the Codell Formation, without exception being granted by the Director.

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

D. Providing that relief granted under this Application be effective on oral order by the Commission, relying on the Applicant's desire to be bound by said oral order.

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

DATED this 19 day of March, 2015.

Respectfully submitted,

CIRQUE RESOURCES LP

By: 

James Parrot
Jillian Fulcher
Beatty & Wozniak, P.C.
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Applicant's Address:
Cirque Resources LP
Mark Seligman, Landman
475 17th Street, Suite 1600
Denver, CO 80202

VERIFICATION

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

Mark Seligman, Landman for Cirque Resources LP, 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.

CIRQUE RESOURCES LP

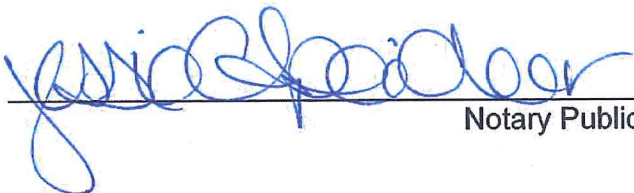


Mark Seligman

Subscribed and sworn to before me this 18th day of March, 2015, by Mark Seligman, Landman for Cirque Resources LP.

Witness my hand and official seal.

My commission expires: 04.14.2017



Notary Public



EXHIBIT A

Reference Map of Application Lands

Township 12 North, Range 66 West, 6th P.M.

Section 28: All

Section 33: All

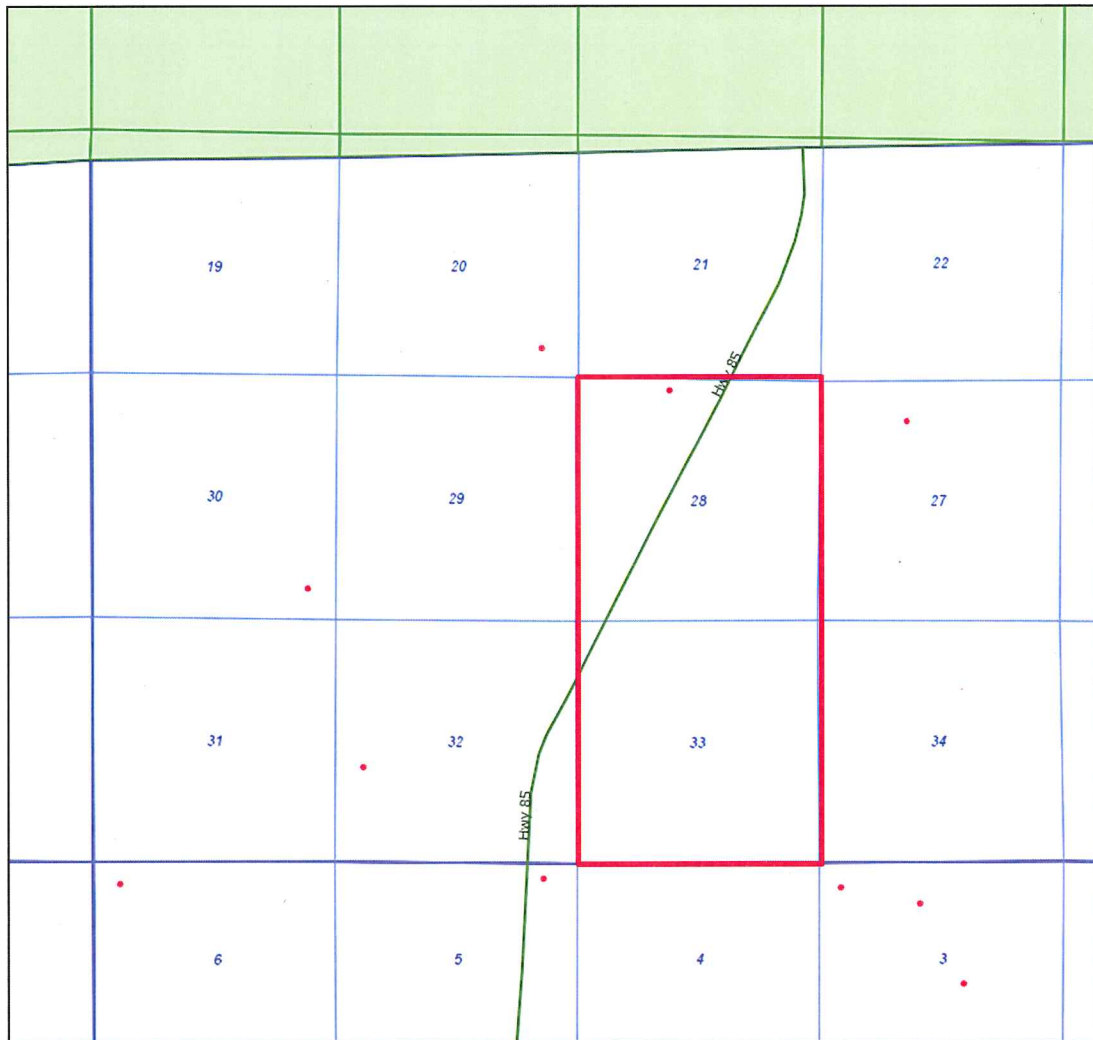


EXHIBIT B

INTERESTED PARTIES

The names and addresses of the interested parties (owners within Sections 21 and 22, Township 12 North, Range 66 West, 6th P.M., and those owners of contiguous or cornering tracts which may be affected by the change in minimum setbacks) according to the information and belief of the Applicant are set forth in this Exhibit B.

Cirque Resources LP
475 17th Street, Suite 1600
Denver, CO 80202

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

Cirque Brennsee LLC
475 17th Street, Ste. 1600
Denver, CO 80202

Anadarko E & P Company, LP
1099 18th St., Suite 1800
Denver, CO 80202

Noble Energy, Inc.
1625 Broadway, Suite 2200
Denver, CO 80202

BMT O&G CO, L.L.C.
201 Main St, Suite 2600
Fort Worth, TX 76102

KEYSTONE O&G CO, L.L.C.
201 Main St, Suite 2600
Fort Worth, TX 76102

LMBI O&G CO, L.L.C.
201 Main St, Suite 2600
Fort Worth, TX 76102

SRBI O&G CO, L.L.C.
201 Main St, Suite 2600
Fort Worth, TX 76102

THRU LINE O&G CO, L.L.C.
201 Main St, Suite 2600
Fort Worth, TX 76102

Kaiser-Francis Mid-Continent
Limited Partnership
P. O. Box 2280
Tulsa, OK 74101

Tom Parko
Weld County
1555 North 17th Street
Greeley, CO 80631

Tom Schreiner, Energy Liaison
Colorado Parks and Wildlife
Northeast Region Office
6060 Broadway
Denver, CO 80216

Kent Kuster
Oil & Gas Consultant Coordinator
Colorado Department of
Public Health & Environment
4300 Cherry Creek Drive South
Denver, CO 80246-1530

U.S. Department of Interior
Bureau of Land Management
2850 Youngfield Street
Lakewood, CO 80215

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DOCKET NO. *To be assigned*

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

That she is a Legal Assistant at Beatty & Wozniak, P.C., attorneys for Cirque Resources LP, and on or before March 26, 2015, 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.

Subscribed and sworn to before me this 19 day of March, 2015.

TERESA L. PETERSON
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 19894002026
MY COMMISSION EXPIRES OCT. 4, 2017

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