

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

IN THE MATTER OF AN APPLICATION BY KERR-MCGEE OIL & GAS ONSHORE LP FOR AN ORDER POOLING ALL INTERESTS IN THREE APPROXIMATE 240-ACRE TO 400-ACRE DESIGNATED HORIZONTAL WELLBORE SPACING UNITS ESTABLISHED FOR CERTAIN PORTIONS OF SECTION 4, TOWNSHIP 1 NORTH, RANGE 66 WEST, 6<sup>TH</sup> P.M. AND SECTIONS 28 AND 33, TOWNSHIP 2 NORTH, RANGE 66 WEST, 6<sup>TH</sup> P.M., FOR THE DEVELOPMENT/OPERATION OF THE CODELL AND NIOBRARA FORMATIONS, WATTENBERG FIELD, WELD COUNTY, COLORADO

CAUSE NO. 407

DOCKET NO. *To be assigned*

**APPLICATION**

Kerr-McGee Oil & Gas Onshore LP, Operator No. 47120 ("Kerr-McGee" 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 pooling all interests in three approximate 240-acre to 400-acre horizontal wellbore spacing units established for certain portions of Section 4, Township 1 North, Range 66 West, 6<sup>th</sup> P.M. and Sections 28 and 33, Township 2 North, Range 66 West, 6<sup>th</sup> P.M., for the development and operation of the Codell and Niobrara Formations. In support of its Application, Applicant states and alleges as follows:

1. Applicant is a limited partnership formed under the laws of the State of Delaware; is a wholly owned subsidiary of Anadarko Petroleum Corporation; is duly authorized to conduct business in the State of Colorado; and is a registered operator in good standing with the Commission.

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

Township 1 North, Range 66 West, 6<sup>th</sup> P.M.  
Section 4: NE $\frac{1}{4}$ NW $\frac{1}{4}$

Township 2 North, Range 66 West, 6<sup>th</sup> P.M.  
Section 28: SE $\frac{1}{4}$ SW $\frac{1}{4}$   
Section 33: E $\frac{1}{2}$ W $\frac{1}{2}$

Wellbore Spacing Unit ("WSU") No. 1

Township 1 North, Range 66 West, 6<sup>th</sup> P.M.  
Section 4: NE $\frac{1}{4}$ NW $\frac{1}{4}$ , NW $\frac{1}{4}$ NE $\frac{1}{4}$

Township 2 North, Range 66 West, 6<sup>th</sup> P.M.  
Section 33: E $\frac{1}{2}$ W $\frac{1}{2}$ , W $\frac{1}{2}$ E $\frac{1}{2}$

WSU Nos. 2 and 3

These lands are hereinafter referred to as the "Application Lands" and depicted in Exhibit A attached hereto.

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 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 drilling of horizontal wells. The Application Lands are subject to Rule 318A.

4. Pursuant to Rule 318A., Applicant designated three approximate 240-acre to 400-acre horizontal wellbore spacing units, comprised of the Application Lands, for the below-described wells, for the production of oil, gas and associated hydrocarbons from the Codell or Niobrara Formations. Applicant notified all owners in the proposed wellbore spacing units pursuant to Rule 318A.e.(5). Applicant did not receive objections to the establishment of the proposed horizontal wellbore spacing units within the 30-day response period:

- a. Carter 14N-33HZ Well (API No. Pending) – Niobrara Formation – WSU No. 1;
- b. Carter 14C-33HZ Well (API No. Pending) – Codell Formation – WSU No. 2; and
- c. Carter 36N-33HZ Well (API No. Pending) – Niobrara Formation – WSU No. 3.

These wells are hereinafter referred to as the "Subject Wells."

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, including, but not limited to, any nonconsenting interests, in WSU Nos. 1-3 established for the Application Lands, for the development and operation of the Codell and Niobrara Formations.

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

7. 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 each of the Subject Wells, are made subject to the cost recovery provisions of §34-60-116(7), C.R.S., effective as of the earlier of the date of the Application, or the date the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of each of the Subject Wells.

8. 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.

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

10. That 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 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. Pooling all interests in WSU Nos. 1-3 established for the Application Lands, for the development and operation of the Codell and Niobrara Formations, 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 each of the Subject Wells, are pooled by operation of statute, pursuant to §34-60-116(6) & (7), C.R.S., and made subject to the cost recovery provisions thereof, effective as of the earlier of the date of the Application, or the date the costs specified in §34-60-116(7)(b), C.R.S. are first incurred for the drilling of each of the Subject Wells.

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

DATED this 21 day of May, 2015.

Respectfully submitted,

**KERR-MCGEE OIL & GAS ONSHORE LP**

By: 

James Parrot  
Jillian Fulcher  
Beatty & Wozniak, P.C.  
Attorneys for Applicant  
216 16th Street, Suite 1100  
Denver, Colorado 80202  
(303) 407-4499  
jparrot@bwenergylaw.com  
jfulcher@bwenergylaw.com

Address of Applicant

Kerr-McGee Oil & Gas Onshore LP  
ATTN: Anita Munkres  
1099 18<sup>th</sup> Street, Suite 1800  
Denver, Colorado 80202

VERIFICATION

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

R.C. Kimball, Staff Landman with Kerr-McGee Oil & Gas Onshore 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.

KERR-MCGEE OIL & GAS ONSHORE LP

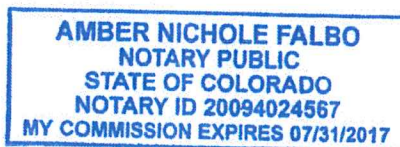
  
R.C. Kimball

Subscribed and sworn to before me this 20<sup>th</sup> day of May, 2015, by R.C. Kimball, Staff Landman for Kerr-McGee Oil & Gas Onshore LP.

Witness my hand and official seal.

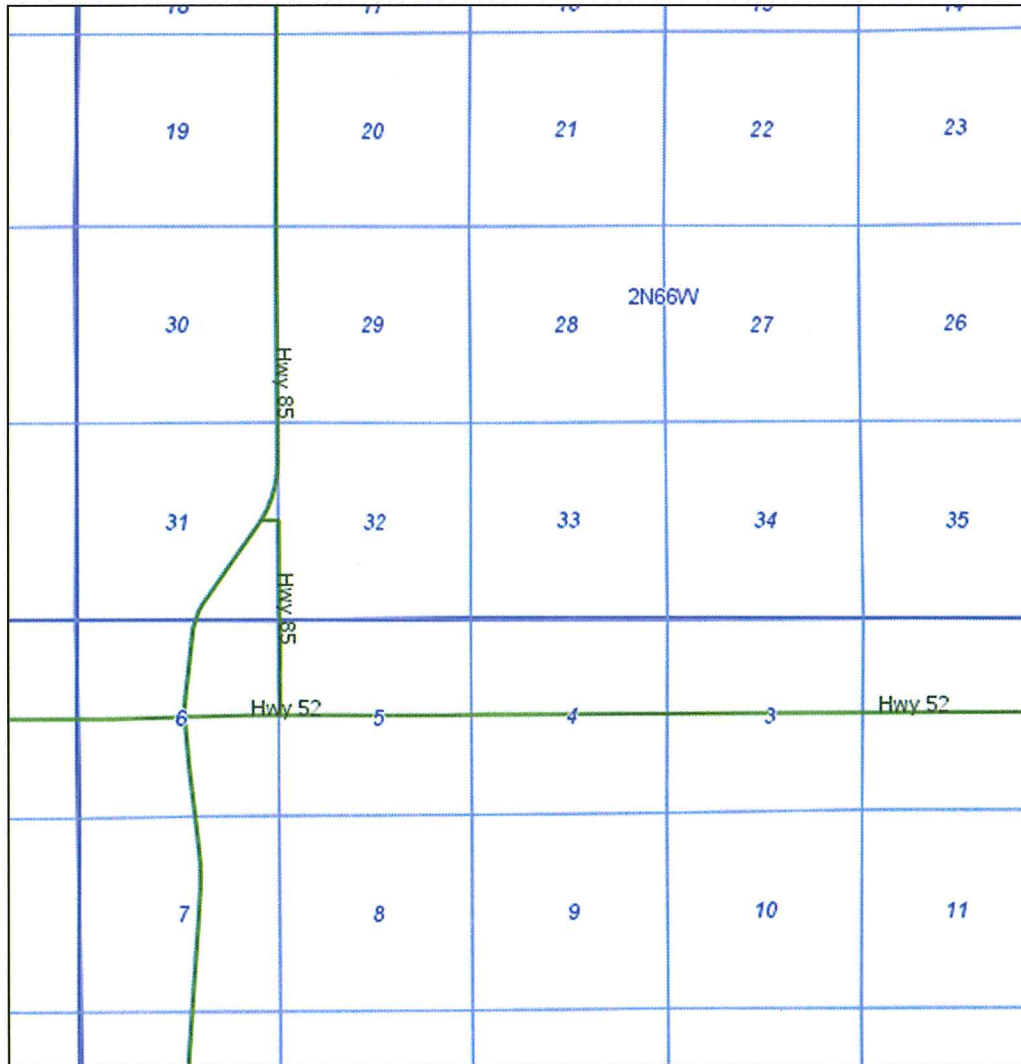
My commission expires: 07/31/2017

  
Notary Public



# Exhibit A

## Reference Map for Pooling Application



## 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.

Kerr-McGee Oil & Gas Onshore LP  
1099 18th Street  
Denver, CO 80202

Jillian Fulcher  
James Parrot  
Beatty & Wozniak, P.C.  
Attorneys for Applicant  
216 16th Street, Suite 1100  
Denver, Colorado 80202

Sandra K. Conner Trust  
Dated January 26, 1984  
2 Osprey Circle  
Thornton, CO 80241

The Kurt W. Conner Family Trust,  
Created January 7, 2013  
aka the Conner Family Trust  
2797 Buckner Lane  
Thompsons Station, TN 97179

Nancy S. Keeth  
1001 Evans Street  
Franklin, TN 37064

Clifford Carter And Elizabeth Carter aka  
Clifford D. Carter And Elizabeth A. Carter  
1621 14th Street  
Fort Lupton, CO 80621

City of Fort Lupton  
130 South Mckinley Avenue  
Fort Lupton, CO 80621

Philip T. Apel And Patricia Dale Apel  
Trust Dated April 15, 1996  
40 Maraine Drive  
Henderson, NV 89052-6626

B.T. Griffith Wife's Trust  
340 CR 239  
Durango, CO 81301

Virginia K. Eggleston Trust  
U/A/D June 12, 1997  
4 Timothy Court  
Novato, CA 94949

Barbara J. Conn Revocable Trust  
Dated July 26, 2013  
135 Riverview Drive  
Durango, CO 81301

Robert T. Eggleston  
P.O. Box 4174  
Pagosa Springs, CO 81157

Russell E. Steele  
2704 NE 87th Street  
Seattle, WA 98115-3456

Jana Rae Steele  
4339 1st Ct  
Lake Worth, FL 33462-2159

Patricia Steele  
1105 Grand Avenue  
Everett, WA 98201-1508

Rowley Downs Land Company  
260 Krameria Street  
Denver, CO 80220

Jacobson Family Trust  
320 Gregory Drive  
Golden, CO 80403

Estate Of Douglas E. Breickler, Shirley  
Breickler, Personal Representative  
15169 Nancy Avenue  
Fort Lupton, CO 80621

Tracy Lyn Mason  
511 North Arthur Street  
Humansville, MO 65674

Kelly W. Scott  
201 E. 368th Road  
Dunnegan, MO 65640

AEP  
1099 18th Street, Suite 1800  
Denver, CO 80202

David Breickler  
P.O. Box 424  
Hudson, CO 80642-0424

Jackie A. Scott  
3442 South 62nd Road  
Humansville, MO 65674

Kevin Clark Scott  
11570 Scout Camp  
Bismarck, MO 63624

Leslie Renee Scott  
511 North Arthur Street  
Humansville, MO 65674

Paradize, LLC  
921 Indian Peak Road  
Golden, CO 80403



IN THE MATTER OF AN APPLICATION BY KERR-MCGEE OIL & GAS ONSHORE LP FOR AN ORDER POOLING ALL INTERESTS IN THREE APPROXIMATE 240-ACRE TO 400-ACRE DESIGNATED HORIZONTAL WELLBORE SPACING UNITS ESTABLISHED FOR CERTAIN PORTIONS OF SECTION 4, TOWNSHIP 1 NORTH, RANGE 66 WEST, 6<sup>TH</sup> P.M. AND SECTIONS 28 AND 33, TOWNSHIP 2 NORTH, RANGE 66 WEST, 6<sup>TH</sup> P.M., FOR THE DEVELOPMENT/OPERATION OF THE CODELL AND NIOBRARA FORMATIONS, WATTENBERG FIELD, WELD COUNTY, COLORADO

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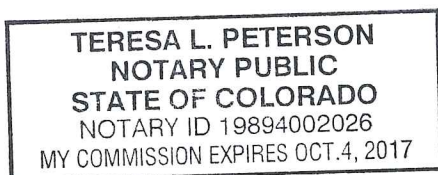
STATE OF COLORADO )  
 ) ss.  
CITY AND COUNTY OF DENVER )


That she is a Legal Assistant at Beatty & Wozniak, P.C., attorneys for Kerr-McGee Oil & Gas Onshore LP, and on or before May 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.

  
Jennifer Pittenger

Subscribed and sworn to before me this 01 day of May, 2015.

Witness my hand and official seal.



  
Notary Public