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

| IN THE MATTER OF THE PROMULGATION AND |) | CAUSE NOS. 440, 479 & 510 |
|--|---|---------------------------|
| ESTABLISHMENT OF FIELD RULES TO GOVERN |) | |
| OPERATIONS IN THE GRAND VALLEY FIELD, |) | DOCKET NO. 1204-SP-51 |
| GARFIELD COUNTY, COLORADO |) | |

AMENDED NOTICE OF HEARING

TO ALL INTERESTED PARTIES AND TO WHOM IT MAY CONCERN:

On May 18, 1990, the Commission issued Order No. 479-2 (corrected November 1990), establishing, among other things, 320-acre drilling and spacing units for the production of gas and associated hydrocarbons from the Mesaverde Formation, authorizing one well to be drilled in each of the drilling and spacing units, and allowing for an additional well within said unit, with the permitted well to be located on the established unit no closer than 600 feet from the boundaries of said unit and no closer than 1,200 feet from any well producing or producible from the same formation. Section 13, Township 7 South, Range 96 West, 6th P.M. is subject to this Order.

On February 9, 2012, WPX Energy Rocky Mountain, LLC ("WPX" or "Applicant"), by its attorneys, filed with the Commission pursuant to § 34-60-116 C.R.S., a verified application ("Application") (amended on February 29, 2012) for an order to: 1) vacate Order No. 479-2 as to the below-described lands ("Application Lands"); and 2) establish two approximate 160-acre drilling and spacing units for the Application Lands, for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations of the Mesaverde Group, to allow the equivalent of one well per 10 acres where each permitted well may be located downhole anywhere within the units, provided that no such wells shall be located downhole any closer than 100 feet from the boundaries of the unit unless such boundary abuts or corners lands in respect of which the Commission has not at the time of the drilling permit application granted the right to drill 10-acre density Williams Fork or Iles Formation wells, in which event Williams Fork or Iles Formation wells to be drilled upon the given drilling and spacing unit shall be located downhole no closer than 200 feet from the portion of the unit boundary which so abuts or corners the lands in respect of which 10-acre density downhole drilling for Williams Fork and Iles Formation wells has not been ordered by the Commission:

Township 7 South, Range 96 West, 6th P.M. Section 13: NW1/4

Township 7 South, Range 96 West, 6th P.M. Section 13: SW1/4

On April 16, 2012, the Application was approved by the Commission and Order Nos. 440-66, 479-21 and 510-58 were issued. Following approval, Applicant notified the COGCC that publication was not made in the Denver Daily Journal. This Amended Notice is being published to correct the defect in notice.

If any protest is received prior to the protest deadline, the matter will be processed in accordance with Rule 509. If no protest is received within the protest period, the prior orders will be ratified as approved.

NOTICE IS HEREBY GIVEN, pursuant to: 1) the general jurisdiction granted to the Oil and Gas Conservation Commission of the State of Colorado (Commission) under § 34-60-105 C.R.S.; 2) specific powers granted pursuant to § 34-60-106 C.R.S.; 3) the Colorado Administrative Procedures Act at § 24-4-105 C.R.S.; and 4) the Commission's Series 500 Rules at 2CCR 404-1, that the Commission has scheduled the above-entitled matter for hearing on:

Date: Monday, July 9, 2012

Tuesday, July 10, 2012

Time: 9:00 a.m.

Place: COGCC Offices

1120 Lincoln Street, Suite 801 Denver, Colorado 80203

In accordance with the Americans with Disabilities Act, if any party requires special accommodations as a result of a disability for this hearing, please contact Margaret Humecki at (303) 894-2100 ext. 5139, prior to the hearing and arrangements will be made.

Pursuant to said hearing in the above-entitled matter at the time and place aforesaid, or at any adjourned meeting, the Commission will enter such orders as it deems appropriate to protect the health, safety and welfare of the public and to prevent the waste of oil and gas, either or both, in the operations of said field, and to carry out the purposes of the statute.

In accordance with Rule 509., any interested party desiring to protest the granting of the application or to intervene on the application should file with the Commission a written protest or intervention no later than June 25, 2012, briefly stating the basis of the protest or intervention. Such interested party shall, at the same time, serve a copy of the protest or intervention to the person filing the application. An original and 13 copies shall be filed with the Commission. Anyone who files a protest or intervention must be able to participate in a prehearing conference during the week of June 25, 2012. Pursuant to Rule 503.g., if a party who has received notice under Rule 503.b. wishes to receive further pleadings in the above-referenced matter, that party must file a protest or intervention in accordance with these rules. In accordance with the practices of the Commission, should no protests or interventions be filed in this matter by June 25, 2012, the Applicant may request that an administrative hearing be scheduled beginning June 25, 2012. In the alternative, pursuant to Rule 511., if the matter is uncontested, the applicant may request, and the Director may recommend approval on the basis of the merits of the verified application and the supporting exhibits.

IN THE NAME OF THE STATE OF COLORADO

OIL AND GAS CONSERVATION COMMISSION

OF THE STATE OF COLORADO

Peter J. Gowen, Acting Secretary

Dated at Suite 801 1120 Lincoln Street Denver, Colorado 80203 AMENDED June 14, 2012 Attorneys for WPX: Gretchen VanderWerf Gretchen VanderWerf, PC 1525 17th Street Denver, Colorado 80202 (303) 298-9939