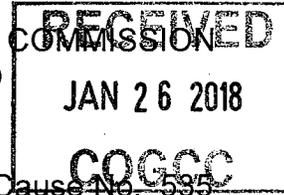


BEFORE THE OIL AND GAS CONSERVATION COMMISSION  
OF THE STATE OF COLORADO



IN THE MATTER OF THE APPLICATION OF )  
BISON EXPLORATION, LLC FOR AN ORDER )  
ESTABLISHING AN APPROXIMATE 1,600- )  
ACRE DRILLING AND SPACING UNIT, AND )  
ESTABLISHING WELL LOCATION RULES )  
APPLICABLE TO THE DRILLING AND )  
PRODUCING OF WELLS FROM THE )  
NIOBRARA FORMATION COVERING CERTAIN )  
LANDS IN SECTIONS 2, 3, AND 4, TOWNSHIP )  
3 SOUTH, RANGE 66 WEST, 6TH P.M., )  
UNNAMED FIELD, DENVER AND ADAMS )  
COUNTIES, COLORADO. )

Cause No. 535  
Docket No. 180300216  
Type: SPACING

APPLICATION

Bison Exploration, LLC ("Applicant"), Operator No. 10646, by and through its attorneys, Welborn Sullivan Meck & Tooley, P.C., respectfully submits this Application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order establishing an approximate 1,600-acre drilling and spacing unit, and establishing well location rules applicable to the drilling of wells and producing of oil, gas and associated hydrocarbons from the Niobrara Formation covering certain lands in Denver and Adams Counties, Colorado. In support of its Application, Applicant states as follows:

1. Applicant is a limited liability company duly authorized to conduct business in Colorado.
2. Applicant owns leasehold interest and/or the right to operate and is an Owner as defined by Commission rules in the following lands ("Application Lands"):

Township 3 South, Range 66 West, 6th P.M.  
Section 2: All  
Section 3: All  
Section 4: E½

A reference map of the Application Lands is attached hereto.

3. Rule 318.a. of the Rules and Regulations of the Oil and Gas Conservation Commission requires that, on unspaced lands, wells drilled in excess of 2,500 feet in depth be located not less than 600 feet from any lease line, and 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.

4. To promote efficient drainage of the Niobrara Formation within the Application Lands and to avoid waste, the Commission should establish an approximate 1,600-acre drilling and spacing unit for the Application Lands described below for production of oil, gas and associated hydrocarbons from the Niobrara Formation:

Township 3 South, Range 66 West, 6th P.M.

Section 2: All

Section 3: All

Section 4: E½

5. Applicant is requesting to drill and complete one (1) horizontal well in the above-described approximate 1,600-acre drilling and spacing unit with the option to drill and complete up to a total of up to sixteen (16) horizontal wells in the unit for production of oil, gas and associated hydrocarbons from the Niobrara Formation with the surface location to be located at a legal location in the above-described drilling and spacing unit or on adjacent lands. Applicant further requests that the treated interval of each wellbore be no closer than 150 feet from the treated interval of any other wellbore producing from the Niobrara Formation, and no closer than 460 feet from the unit boundary, without exception being granted by the Director.

6. Applicant requests authority to drill only those wells necessary to determine the well density which allows the most efficient drainage of the Niobrara Formation, prevents waste, does not adversely affect correlative rights, and assures the greatest ultimate recovery of gas and associated hydrocarbon substances. The proposed drilling and spacing unit is not smaller than the maximum area that can be economically and efficiently drained by the authorized wells in such drilling and spacing unit. Applicant further maintains that the requested setbacks and the wells drilled in the above-proposed drilling and spacing unit will have no adverse effect on correlative rights of adjacent owners.

7. Applicant further requests that the wells are drilled from no more than two (2) well pads within the unit or from a legal location on adjacent lands.

8. The names and addresses of the interested parties according to the information and belief of the Applicant are set forth in Exhibit A attached hereto and made a part hereof, and the undersigned certifies that copies of this Application shall be served on each interested party within seven (7) days after filing of the Application as required by Rules 503.e. and 507.b.(1).

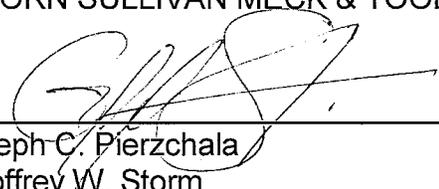
WHEREFORE, Applicant respectfully requests that this matter be set for hearing, that notice be given as required by law and that, upon such hearing, this Commission enter its order consistent with Applicant's proposals as set forth above.

Dated this 12th day of January, 2018

Respectfully submitted,

WELBORN SULLIVAN MECK & TOOLEY, P.C.

By: \_\_\_\_\_



Joseph C. Pierzchala  
Geoffrey W. Storm  
Welborn Sullivan Meck & Tooley, P.C.  
Attorneys for Applicant  
1125 17th Street, Suite 2200  
Denver, CO 80202  
303-830-2500  
jpierzchala@wsmtlaw.com  
gstorm@wsmtlaw.com

Applicant's Address:

Bison Exploration, LLC  
370 17th St, Ste 5300  
Denver, CO 80202

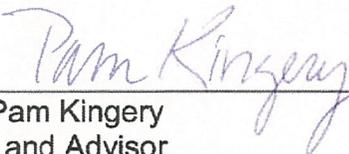
Attn: Pam Kingery  
Phone: (720) 557-8300

VERIFICATION

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

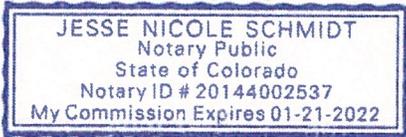
Pam Kingery, Land Advisor for Bison Exploration, LLC, upon oath deposes and says that she has read the foregoing Application and that the statements contained therein are true to the best of her knowledge, information and belief.

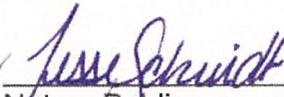
BISON EXPLORATION, LLC

  
\_\_\_\_\_  
Pam Kingery  
Land Advisor

Subscribed and sworn to before me this 18<sup>th</sup> day of January 2018 by Pam Kingery, Land Advisor for Bison Exploration, LLC.

Witness my hand and official seal.



  
\_\_\_\_\_  
Notary Public  
My Commission Expires: 1/21/22

**EXHIBIT A**

INTERESTED PARTIES

**Adams County**

Chris LaMere  
Adams County  
4430 South Adams County Pkwy  
Brighton, CO 80601

**Aurora Municipality**

Stephen Rodriquez  
City of Aurora Planning Dept.  
15151 E. Alameda Parkway  
Aurora, CO 80012

**Denver County**

Francisco Alonzo  
City of Denver  
8500 Pena Blvd.  
Denver, CO 80249

**Denver Municipality**

Francisco Alonzo  
City of Denver  
8500 Pena Blvd.  
Denver, CO 80249

**Colorado Department of Public Health and Environment**

Kent Kuster  
4300 Cherry Creek Drive South  
Denver, CO 80246-1500

**Colorado Parks and Wildlife**

Tom Schreiner  
Northeast Region Office  
6060 Broadway  
Denver, CO 80216

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]  
EXHIBIT A CONTINUED ON NEXT PAGE

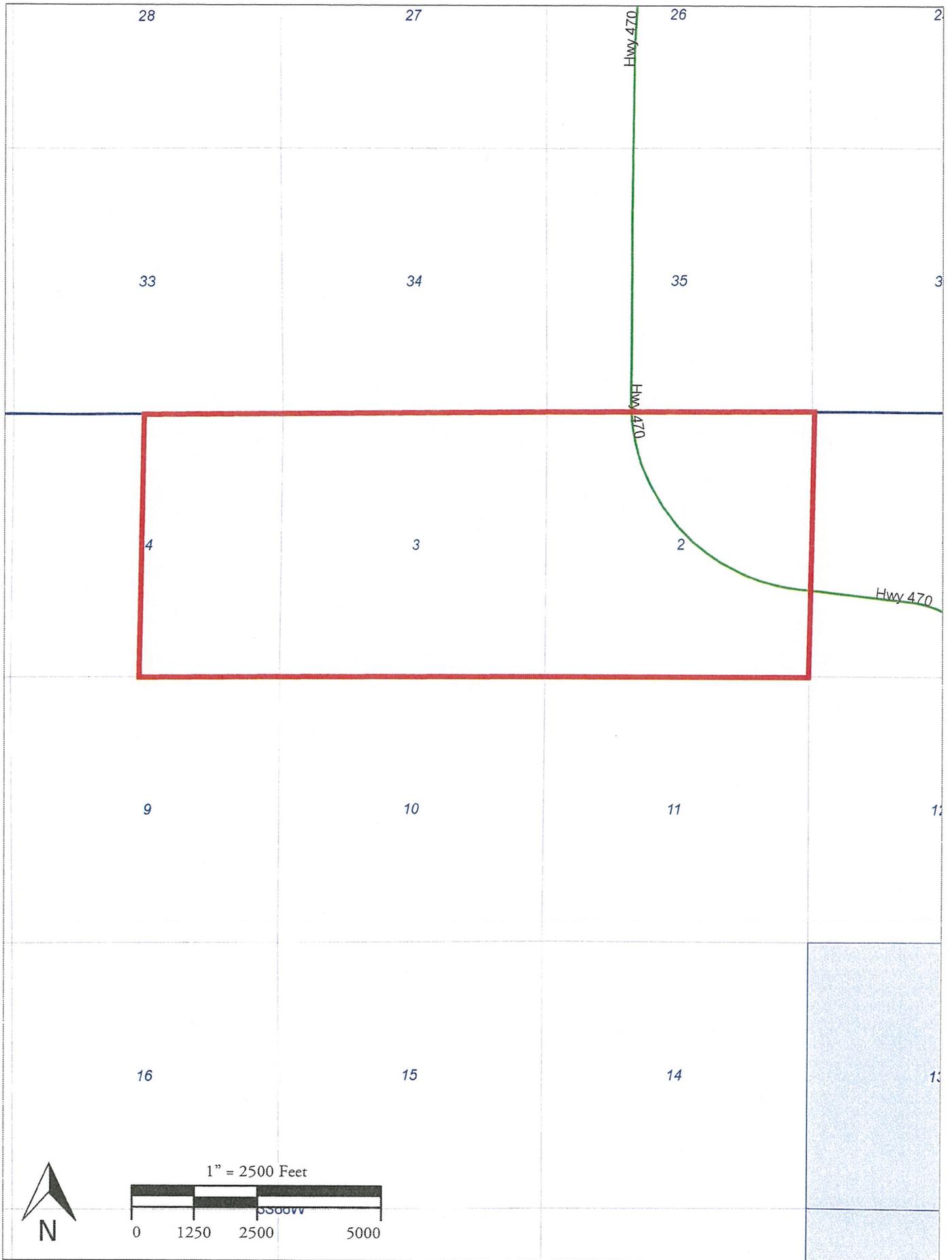
## EXHIBIT A

### INTERESTED PARTIES

ARC HOSPITALITY SMT FIS DENCO  
OWNER, LLC  
ARC HOSPITALITY SMT SHS DENCO  
OWNER, LLC  
Arthur R. Hoglund  
Aurora Convention Center Hotel, LLC  
Aurora10 Land, LLC  
BD OMNI #1  
Beaver Trust Company, Executor of the  
Estate of Martha H. Kittridge, deceased  
Bernard R. Quire  
Bison Exploration, LLC  
Bison Oil & Gas, LLC  
BRE/LQ PROPERTIES LLC  
Bruce Gissing  
Carol Lacy Mackie  
Charlotte Logsdon  
City and County of Denver  
City of Aurora  
Copper Trail Energy Fund I, LP  
Debbie Anne (Davis) Legrotte  
DIA HIFS, LLC  
Estate of Emilie Cunningham, Deceased  
Estate of Lewis M. Nelson c/o Alice  
JoAnn Nelson  
Evan E. Moody  
Ferdinand L. Belz, III c/o L.C.  
Fulenwider, Inc.  
Fred R. Cref  
Estate of Frederick McIntosh, presumed  
deceased  
Freeman Investments  
Gateway Seventy-One, LLC  
Gateway Sixty-Nine, LLC  
George S. Huisken  
H. Rickey Wells  
HH DENVER LLC c/o Highland  
Corporation  
High Point PA-20, LLC

James Fletcher Davis  
Jan Gipson  
Jerry B. Urban  
John Herbert Beyers, Jr.  
John L. Chambers  
Karen Miles  
Kenneth C. Egan  
L. C. Fulenwider, III c/o L.C. Fulenwider,  
Inc.  
Larry Jarboe Davis  
Lawrence R. Rydiger  
Lee Cubbison  
Marcia A. Lujan c/o L.C. Fulenwider,  
Inc.  
Mark Throckmorton c/o L.C. Fulenwider,  
Inc.  
Estate of Mary Grace Catalano,  
deceased  
Mary Louise Self  
Moore Realty Co.  
Phyllis Jo Parret  
Realty Income Corporation  
Rida High Point Land, LLC  
Robert C. Dedricks  
Robert N. Poole & Co., a partnership  
Rolf M. Lippert  
Ron Michael Allen  
RT DENVER FRANCHISE, L.P.  
Shirley R. Neal  
The City and County of Denver  
The County of Adams  
TODAY'S V, INC.  
Veryl Guinevere McBride  
Vinay I. Sikka and Anita Sikka  
Vittorio Di Cicco  
Walter J. Grund  
William Averill Lacy  
Willis J. Coates

# Exhibit B - Application Lands



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

IN THE MATTER OF THE APPLICATION OF	)	Cause No. 535
BISON EXPLORATION, LLC FOR AN ORDER	)	
ESTABLISHING AN APPROXIMATE 1,600-	)	Docket No. 180300216
ACRE DRILLING AND SPACING UNIT, AND	)	
ESTABLISHING WELL LOCATION RULES	)	Type: SPACING
APPLICABLE TO THE DRILLING AND	)	
PRODUCING OF WELLS FROM THE	)	
NIOBARRA FORMATION COVERING CERTAIN	)	
LANDS IN SECTIONS 2, 3, AND 4, TOWNSHIP	)	
3 SOUTH, RANGE 66 WEST, 6TH P.M.,	)	
UNNAMED FIELD, DENVER AND ADAMS	)	
COUNTIES, COLORADO.	)	

AFFIDAVIT OF MAILING

STATE OF COLORADO                   §  
   §  
CITY AND COUNTY OF DENVER       §

I, Geoffrey W. Storm, of lawful age, and being first duly sworn upon my oath, state and declare:

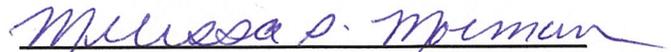
That I am the attorney for Bison Exploration, LLC and that on or before January 26, 2018, I caused a copy of the attached Application to be deposited in the United States mail, postage prepaid, addressed to the parties listed on Exhibit A to the Application.

  
\_\_\_\_\_  
Geoffrey W. Storm

Subscribed and sworn to before me January 26, 2018

Witness my hand and official seal.

MELISSA A. MORMAN  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 19894012434  
MY COMMISSION EXPIRES AUGUST 29, 2021

  
\_\_\_\_\_  
Notary Public  
My commission expires: 8/29/2021

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

IN THE MATTER OF THE APPLICATION	)	
OF BISON EXPLORATION, LLC FOR AN	)	Cause No. 535
ORDER ESTABLISHING AN	)	
APPROXIMATE 1,600-ACRE DRILLING	)	Docket No. 180300216
AND SPACING UNIT, AND	)	
ESTABLISHING WELL LOCATION RULES	)	Type: SPACING
APPLICABLE TO THE DRILLING AND	)	
PRODUCING OF WELLS FROM THE	)	
NIOBRARA FORMATION COVERING	)	
CERTAIN LANDS IN SECTIONS 2, 3, AND	)	
4, TOWNSHIP 3 SOUTH, RANGE 66	)	
WEST, 6TH P.M., UNNAMED FIELD,	)	
DENVER AND ADAMS COUNTIES,	)	
COLORADO.	)	

MOTION FOR AN ORDER OF SERVICE BY PUBLICATION

Bison Exploration, LLC ("Bison" or "Applicant"), Operator No. 10646, by its attorneys, Welborn Sullivan Meck & Tooley, P.C., respectfully submits this Motion for Service by Publication to the Oil and Gas Conservation Commission of the State of Colorado (the "Commission") pursuant to Section 34-60-108(4) and Colorado Rule of Civil Procedure 4(g) and, as grounds therefore, Applicant states:

A. Factual and Procedural History

1. Bison is a limited liability company duly authorized to conduct business in the State of Colorado, is a registered operator in good standing with the Commission, and is an interested party in the subject matter of the above-referenced Docket as the applicant and owner of certain leasehold interests in the Application Lands described below:

Township 3 South, Range 66 West, 6th P.M.

Section 2: All  
Section 3: All  
Section 4: E½

2. The Commission has jurisdiction over the subject matter embraced in said Docket, and of the parties interested therein, and jurisdiction to promulgate the hereinafter prescribed order pursuant to the Oil and Gas Conservation Act.

3. On January 18, 2018, Bison filed an application pursuant to Section 34-60-116, C.R.S., for an order establishing an approximate 1,600-acre drilling and spacing unit covering the above-described lands, approving up to sixteen (16) horizontal wells within the unit, and establishing well location rules applicable to the drilling of wells and producing of oil, gas and associated hydrocarbons from the Niobrara Formation covering Application Lands.

4. Bison made diligent efforts to locate all interested parties, both before and after filing the Application, and to serve them with a copy of the Application. Despite its best efforts, Bison has been unable to locate several interested parties. With no means for service, Bison now moves the Commission for permission to serve the below-identified interested parties by publication.

5. Copies of the Application were prepared, and were served on all locatable Interested Parties pursuant to Rule 507.b.(1) and pursuant to Rule 503.e.

6. Upon reasonable due diligence, which is further detailed herein, Bison was unable to find address information for the following Interested Parties:

Fred R. Cref  
John L. Chambers  
Heirs of Willis J. Coates  
Kenneth C. Egan  
Walter J. Grund  
George S. Huisken  
Charlotte Logsdon  
Robert N. Pool & Co., a partnership  
Heirs of Lawrence R. Rydiger

(hereinafter "Unlocatable Interested Parties").

7. The Commission has determined that in order for publication by notice to be effective as to persons with unknown addresses, the Applicant must first comply with Colorado Rule of Civil Procedure 4(g), which authorizes service of process by publication only after the Applicant files a verified motion with the Commission detailing Applicant's attempts to provide actual notice of the proceedings and the Commission grants the motion.

B. Applicable Standard

8. Colorado's Oil and Gas Conservation Act, allows for service of unit applications by publication. Section 34-60-108(4), C.R.S., provides in relevant part:

"Any notice required by this article, except as provided in this section, shall be given by the commission either by mailing a copy thereof, postage prepaid, to the last known mailing address of the person to be given notice, or by personal service. In addition, the commission shall cause one publication of such notice, at least ten days prior to the hearing, in a newspaper of general circulation in the city and county of Denver and in a newspaper of general circulation in the county where the land affected, or some part thereof, is situated...In all cases where there is an application for the entry of a pooling order or unitization order...notice of the hearing to be held on such application or complaint shall be served on the interested parties either by mail as provided in this subsection (4) or in the same manner as is provided in the Colorado rules of civil procedure for the service of process in civil actions in the district courts of this state."

9. Commission Rule 519 also states that the Colorado Rules of Civil Procedure ("C.R.C.P.") apply to Commission proceedings unless they are inconsistent with Commission Rules or the Colorado Oil and Gas Conservation Act.

10. C.R.C.P. Rule 4(g) provides:

"Except as otherwise provided by law, service by mail or publication shall be allowed only in actions affecting specific property or status or other proceedings in rem. When service is by publication, the complaint need not be published with the summons. The party desiring service of process by mail or publication under this section (g) shall file a motion verified by the oath of such party or of someone in the party's behalf for an order of service by mail or publication. It shall state the facts authorizing such service, and shall show the efforts, if any, that have been made to obtain personal service and shall give the address, or last known address, of each person to be served or shall state that the address and last known address are unknown. The court, if satisfied that due diligence has been used to obtain personal service or that efforts to obtain the same would have been to no avail, shall:

(1) Order the party to send by registered or certified mail a copy of the process addressed to such person at such address, requesting a return receipt signed by the addressee only. Such service shall be complete on the date of the filing of proof thereof, together with such return receipt attached thereto signed by such addressee, or

(2) Order publication of the process in a newspaper published in the county in which the action is pending. Such publication shall be made once each week for five successive weeks. Within 14 days after the order the party shall mail a copy of the process to each person whose

address or last known address has been stated in the motion and file proof thereof. Service shall be complete on the day of the last publication. If no newspaper is published in the county, the court shall designate one in some adjoining county.”

C. Bison’s Due Diligence in Attempting to Locate the Unlocatable Interested Parties

11. In attempting to locate a last known address for the Unlocatable Interested Parties, Bison researched the public records maintained by the clerk and recorders of Denver and Adams Counties, reviewed internal land and well records, and utilized the third party online research tool TransUnion TLO. However, as of the date of this Motion, Bison is unable to find addresses for the Unlocatable Interested Parties.

D. Relief Requested

1. That the Commission order publication of process, in the form attached hereto, in the Applications subject to the above-referenced Dockets in a newspaper published in Denver and Adams Counties, Colorado.

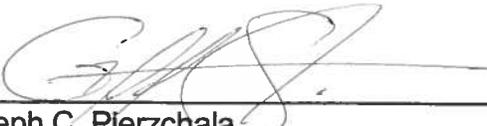
2. Grant such other findings and orders as the Commission may deem proper or advisable in this matter.

DATED this 7<sup>th</sup> day of February, 2018.

Respectfully submitted,

BISON EXPLORATION, LLC

By: \_\_\_\_\_

  
Joseph C. Pierzchala  
Geoffrey W. Storm  
Welborn Sullivan Meck & Tooley, P.C.  
Attorneys for Applicant  
1125- 17th Street, Suite 2200  
Denver, CO 80202  
303-830-2500  
jpierzchala@wsmtlaw.com  
gstorm@wsmtlaw.com

VERIFICATION

STATE OF COLORADO        )  
  ) ss.  
COUNTY OF DENVER        )

Pam Kingery, Land Advisor with Bison Exploration, LLC, upon oath deposes and says that she has read the foregoing Motion for an Order of Service by Publication and that the statements contained therein are true to the best of her knowledge, information and belief.

BISON EXPLORATION, LLC

  
\_\_\_\_\_  
Pam Kingery  
Land Advisor

Subscribed and sworn to before me this 7<sup>th</sup> day of February, 2018, by Pam Kingery, Land Advisor with Bison Exploration, LLC.

Witness my hand and official seal.

My commission expires: 1/18/2022

  
\_\_\_\_\_  
Notary Public

ANGELA CHRISTINE NICKEL  
NOTARY PUBLIC  
STATE OF COLORADO  
NOTARY ID 20184003200  
MY COMMISSION EXPIRES JANUARY 18, 2022

CERTIFICATE OF SERVICE

I hereby certify that, on February 7, 2018, I caused a copy of BISON EXPLORATION, LLC'S MOTION FOR AN ORDER OF SERVICE BY PUBLICATION to be served to the addressed listed below.

Via electronic mail and courier:

Colorado Oil and Gas Conservation Commission  
ATTN: James Rouse, Jennifer Hazelton, Julie Prine  
1120 Lincoln Street, Suite 810  
Denver, CO 80203  
[james.rouse@state.co.us](mailto:james.rouse@state.co.us)  
[jennifer.hazelton@state.co.us](mailto:jennifer.hazelton@state.co.us)  
[julie.prine@state.co.us](mailto:julie.prine@state.co.us)



---

Joan E. Hoover

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

IN THE MATTER OF THE **AMENDED** ) Cause No. 535  
APPLICATION OF **AXIS EXPLORATION, LLC** )  
~~BISON EXPLORATION, LLC~~ FOR AN ORDER ) Docket No. 180300216  
ESTABLISHING AN APPROXIMATE **1906.96-** )  
**ACRE** ~~1,600-ACRE~~ DRILLING AND SPACING ) Type: SPACING  
UNIT, AND ESTABLISHING WELL LOCATION )  
RULES APPLICABLE TO THE DRILLING AND )  
PRODUCING OF WELLS FROM THE )  
NIOBRARA FORMATION COVERING CERTAIN )  
~~LANDS IN~~ SECTIONS 2, 3, AND 4, TOWNSHIP )  
3 SOUTH, RANGE 66 WEST, 6TH P.M., )  
UNNAMED FIELD, DENVER AND ADAMS )  
COUNTIES, COLORADO. )

**AMENDED APPLICATION**

**Axis Exploration, LLC, formerly known as** Bison Exploration, LLC (“Applicant”), Operator No. 10646, by and through its attorneys, Welborn Sullivan Meck & Tooley, P.C., respectfully submits this **Amended** Application to the Oil and Gas Conservation Commission of the State of Colorado (“Commission”) for an order establishing an approximate **1,906.96-acre** ~~1,600-acre~~ drilling and spacing unit, and establishing well location rules applicable to the drilling of wells and producing of oil, gas and associated hydrocarbons from the Niobrara Formation covering certain lands in Denver and Adams Counties, Colorado. In support of its **Amended** Application, Applicant states as follows:

1. Applicant is a limited liability company duly authorized to conduct business in Colorado.
2. Applicant owns leasehold interest and/or the right to operate and is an Owner as defined by Commission rules in the following lands (“**Amended** Application Lands”):

Township 3 South, Range 66 West, 6th P.M.

Section 2: All  
Section 3: All  
Section 4: **All** ~~1/2~~

**A reference map of the Amended Application Lands is attached hereto.**

3. Rule 318.a. of the Rules and Regulations of the Oil and Gas Conservation Commission requires that, on unspaced lands, wells drilled in excess of 2,500 feet in depth be

located not less than 600 feet from any lease line, and 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.

4. To promote efficient drainage of the Niobrara Formation within the **Amended** Application Lands and to avoid waste, the Commission should establish an approximate **1,906.96-acre** ~~1,600-acre~~ drilling and spacing unit for the **Amended** Application Lands described below for production of oil, gas and associated hydrocarbons from the Niobrara Formation:

Township 3 South, Range 66 West, 6th P.M.

Section 2: All  
Section 3: All  
Section 4: **All** ~~E½~~

5. Applicant is requesting to drill and complete one (1) horizontal well in the above-described approximate **1,906.96-acre** ~~1,600-acre~~ drilling and spacing unit with the option to drill and complete up to a total of up to sixteen (16) horizontal wells in the unit for production of oil, gas and associated hydrocarbons from the Niobrara Formation with the surface location to be located at a legal location in the above-described drilling and spacing unit or on adjacent lands. Applicant further requests that the treated interval of each wellbore be no closer than 150 feet from the treated interval of any other wellbore producing from the Niobrara Formation, and no closer than 460 feet from the unit boundary, without exception being granted by the Director.

6. Applicant requests authority to drill only those wells necessary to determine the well density which allows the most efficient drainage of the Niobrara Formation, prevents waste, does not adversely affect correlative rights, and assures the greatest ultimate recovery of gas and associated hydrocarbon substances. The proposed drilling and spacing unit is not smaller than the maximum area that can be economically and efficiently drained by the authorized wells in such drilling and spacing unit. Applicant further maintains that the requested setbacks and the wells drilled in the above-proposed drilling and spacing unit will have no adverse effect on correlative rights of adjacent owners.

7. Applicant further requests that the wells are drilled from no more than two (2) well pads within the unit or from a legal location on adjacent lands.

8. The names and addresses of the interested parties according to the information and belief of the Applicant are set forth in **Exhibit A** attached hereto and made a part hereof, and the undersigned certifies that copies of this Application shall be served on each **new** interested party within seven (7) days after filing of the **Amended** Application as required by Rules 503.e. and 507.b.(1). **Applicant further certifies that all parties will receive notice of the Amended Application at least 35 days in advance of the hearing.**

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 consistent with Applicant's proposals as set forth above.

Dated this 24<sup>th</sup> day of ~~September~~ **January**, 2018

Respectfully submitted,

WELBORN SULLIVAN MECK & TOOLEY, P.C.

By: 

Joseph C. Pierzchala  
Geoffrey W. Storm  
Welborn Sullivan Meck & Tooley, P.C.  
Attorneys for Applicant  
1125 17th Street, Suite 2200  
Denver, CO 80202  
303-830-2500  
jpierzchala@wsmtlaw.com  
gstorm@wsmtlaw.com

Applicant's Address:  
Axis Exploration, LLC  
370 17th St, Ste 5300  
Denver, CO 80202

Attn: Pam Kingery  
Phone: (720) 974-7769

VERIFICATION

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

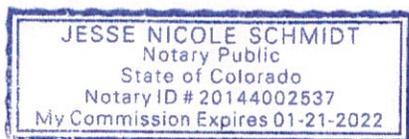
Pam Kingery, Land Advisor for Axis Exploration, LLC, upon oath deposes and says that she has read the foregoing Application and that the statements contained therein are true to the best of her knowledge, information and belief.

AXIS EXPLORATION, LLC

Pam Kingery  
Pam Kingery  
Land Advisor

Subscribed and sworn to before me this 24<sup>th</sup> day of September 2018 by Pam Kingery, Land Advisor for Axis Exploration, LLC.

Witness my hand and official seal.



Jesse Schmidt  
Notary Public  
My Commission Expires: 1/21/22

**EXHIBIT A**

INTERESTED PARTIES

**Adams County**

Christine Dougherty  
Adams County  
4430 South Adams County Pkwy  
Brighton, CO 80601

**Aurora Municipality**

Stephen Rodriguez  
City of Aurora Planning Dept.  
15151 E. Alameda Parkway  
Aurora, CO 80012

**Denver County**

Jessica R. Brody  
Denver City Attorneys Office  
201 W. Colfax Avenue, Dept 1207  
Denver CO 80202

**Denver Municipality**

Jessica R. Brody  
Denver City Attorneys Office  
201 W. Colfax Avenue, Dept 1207  
Denver CO 80202

**Colorado Department of Public Health and Environment**

Attn: Oil and Gas Liaison  
4300 Cherry Creek Drive South  
Denver, CO 80246-1500

**Colorado Parks and Wildlife**

Tom Schreiner  
Northeast Region Office  
6060 Broadway  
Denver, CO 80216

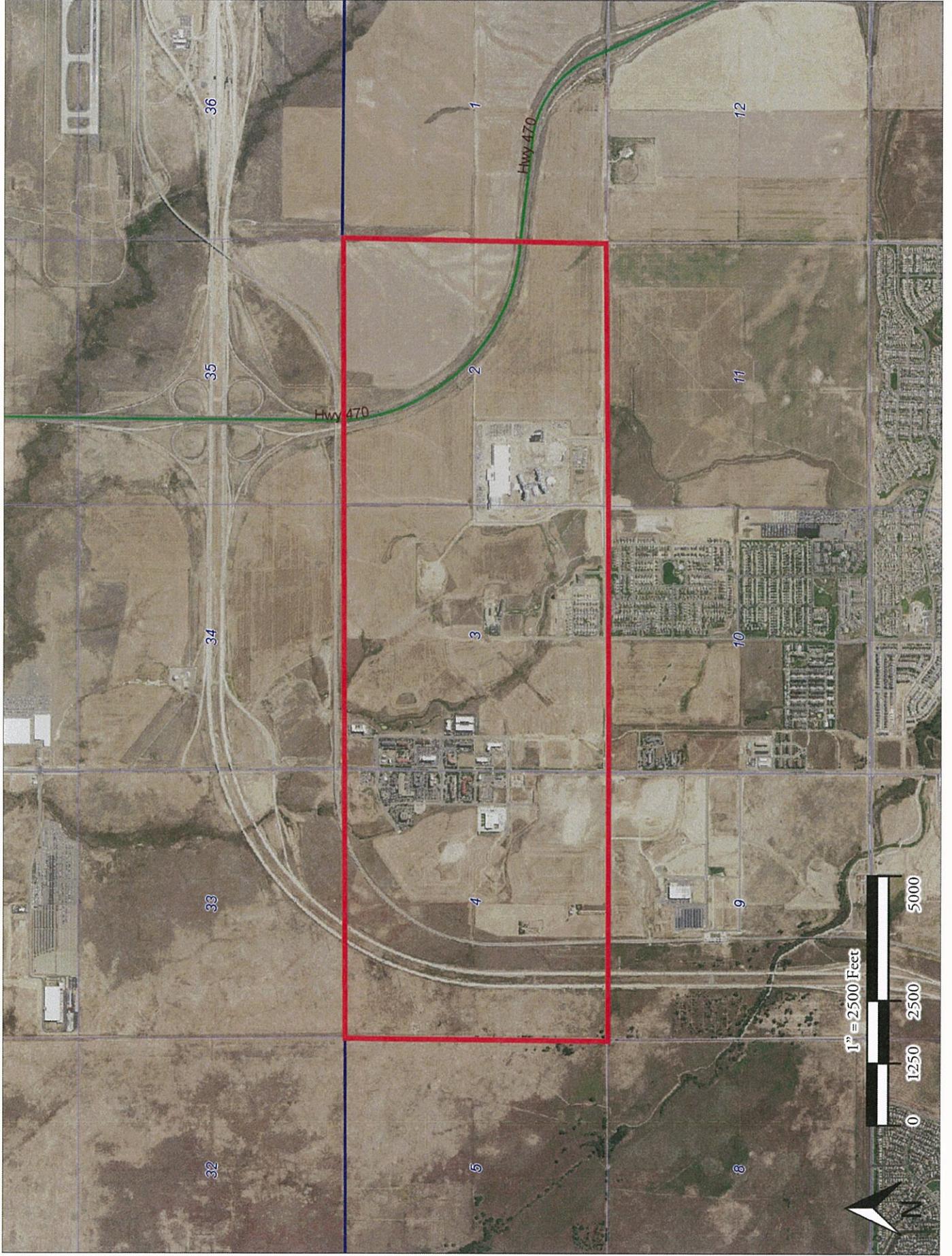
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EXHIBIT A CONTINUED ON NEXT PAGE

## EXHIBIT A

### INTERESTED PARTIES

64th Minerals, LLC  
AN and DC Irrevocable Trust  
ARC HOSPITALITY SMT FIS DENCO  
OWNER, LLC  
ARC HOSPITALITY SMT SHS DENCO  
OWNER, LLC  
Aspired Energy, Inc.  
Aurora Convention Center Hotel, LLC  
Aurora Convention Center Hotel, LLC, Attn:  
Rita Conner c/o Fairfield and Woods, PC  
Aurora High Point at DIA Metropolitan  
District  
Aurora10 Land, LLC  
Aviation Station North Metropolitan District  
No. 5  
BD OMNI #1  
Beaver Trust Company, Executor of the  
Estate of Martha H. Kittridge, deceased  
Bernice S. McKelvey  
Axis Exploration, LLC  
Bison Oil & Gas, LLC  
BRE/LQ PROPERTIES LLC  
Charlotte Logsdon  
CHMP-LCP Hotel Denver I, LLC  
Christian W. Reither Estate  
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City of Aurora  
Copper Trail Energy Fund I, LP  
Daniel J. O'Shaughnessy Trust dated  
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Denver Gateway Center Joint Venture  
Denver Gateway Center JV  
DIA HIFS, LLC  
DIA Hospitality, LLC  
Everdeen Resources, LLC  
Hilltop at DIA, LLC  
Huy Le  
HH DENVER LLC  
High Point PA-20, LLC  
James G. Schuler  
John L. Chambers  
John Reither Family Trust, Clara Reither,  
Trustee  
Mary Grace Catalano  
Mary Emilie Cunningham  
Realty Income Corporation  
Rida High Point Land, LLC  
Robert N. Poole & Co., a partnership  
Robert W. Reither Estate  
San Isidro Six Investments, LLC  
SCM-Neal, LLLP  
SCM-Whiteman, LLLP  
SCM-Zaharis, LLLP  
SCM-Pendleton, LLLP  
SCM-Wilson, LLLP  
SCM D Hat, LLLP  
SCM Lasky, LLLP  
SCM Spectrum, LLLP  
SCM-POG, LLLP  
SCM Wayne, LLLP  
SCM KDL, LLLP  
Shirley R. Neal  
SMT Investors LP  
Stanley Ibe Reither Estate  
Store Master Funding XIV, LLC  
The City and County of Denver  
The City and County of Denver, a municipal  
corporation of the State of Colorado  
The County of Adams  
TODAY'S V, INC.  
TWR Investments, LTD  
United States of America  
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Marie Haber, heir of Barbara G. Devlin,  
deceased  
Matthew G. Devlin, heir of Barbara G.  
Devlin, deceased  
Barbara L. Luders, heir of Barbara G.  
Devlin, deceased

Exhibit B - Application Lands



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

IN THE MATTER OF THE **SECOND** AMENDED ) Cause No. 535  
APPLICATION OF AXIS EXPLORATION, LLC )  
FOR AN ORDER ESTABLISHING AN ) Docket No. 180300216  
APPROXIMATE ~~1,906.96-ACRE~~ **1,588.82-ACRE** )  
DRILLING AND SPACING UNIT, AND ) Type: SPACING  
ESTABLISHING WELL LOCATION RULES )  
APPLICABLE TO THE DRILLING AND )  
PRODUCING OF WELLS FROM THE )  
NIOBRARA FORMATION COVERING **CERTAIN** )  
**LANDS** IN SECTIONS 2, 3, AND 4, TOWNSHIP )  
3 SOUTH, RANGE 66 WEST, 6TH P.M., )  
UNNAMED FIELD, DENVER AND ADAMS )  
COUNTIES, COLORADO. )

**SECOND AMENDED APPLICATION**

Axis Exploration, LLC, formerly known as Bison Exploration, LLC ("Applicant"), Operator No. 10646, by and through its attorneys, Welborn Sullivan Meck & Tooley, P.C., respectfully submits this **Second** Amended Application to the Oil and Gas Conservation Commission of the State of Colorado ("Commission") for an order establishing an approximate ~~1,906.96-acre~~ **1,588.82-acre** drilling and spacing unit, and establishing well location rules applicable to the drilling of wells and producing of oil, gas and associated hydrocarbons from the Niobrara Formation covering certain lands in Denver and Adams Counties, Colorado. In support of its **Second** Amended Application, Applicant states as follows:

1. Applicant is a limited liability company duly authorized to conduct business in Colorado.
2. Applicant owns leasehold interest and/or the right to operate and is an Owner as defined by Commission rules in the following lands ("**Second** Amended Application Lands"):

Township 3 South, Range 66 West, 6th P.M.

Section 2: All  
Section 3: All  
Section 4: All E½

**A reference map of the Second Amended Application Lands is attached hereto.**

3. Rule 318.a. of the Rules and Regulations of the Oil and Gas Conservation Commission requires that, on unspaced lands, wells drilled in excess of 2,500 feet in depth be

located not less than 600 feet from any lease line, and 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.

4. To promote efficient drainage of the Niobrara Formation within the **Second** Amended Application Lands and to avoid waste, the Commission should establish an approximate ~~1,906.96-acre~~ **1,588.82-acre** drilling and spacing unit for the **Second** Amended Application Lands described below for production of oil, gas and associated hydrocarbons from the Niobrara Formation:

Township 3 South, Range 66 West, 6th P.M.

- Section 2: All
- Section 3: All
- Section 4: All **E** $\frac{1}{2}$

5. Applicant is requesting to drill and complete one (1) horizontal well in the above-described approximate ~~1,906.96-acre~~ **1,588.82-acre** drilling and spacing unit with the option to drill and complete up to a total of up to sixteen (16) horizontal wells in the unit for production of oil, gas and associated hydrocarbons from the Niobrara Formation with the surface location to be located at a legal location in the above-described drilling and spacing unit or on adjacent lands. Applicant further requests that the treated interval of each wellbore be no closer than 150 feet from the treated interval of any other wellbore producing from the Niobrara Formation, and no closer than 460 feet from the unit boundary, without exception being granted by the Director.

6. Applicant requests authority to drill only those wells necessary to determine the well density which allows the most efficient drainage of the Niobrara Formation, prevents waste, does not adversely affect correlative rights, and assures the greatest ultimate recovery of gas and associated hydrocarbon substances. The proposed drilling and spacing unit is not smaller than the maximum area that can be economically and efficiently drained by the authorized wells in such drilling and spacing unit. Applicant further maintains that the requested setbacks and the wells drilled in the above-proposed drilling and spacing unit will have no adverse effect on correlative rights of adjacent owners.

7. Applicant further requests that the wells are drilled from no more than two (2) well pads within the unit or from a legal location on adjacent lands.

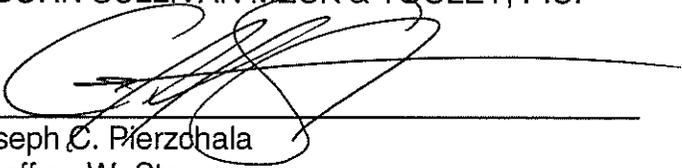
8. The names and addresses of the interested parties according to the information and belief of the Applicant are set forth in **Exhibit A** attached hereto and made a part hereof, and the undersigned certifies that copies of this Application shall be served on each ~~new~~ interested party within seven (7) days after filing of the **Second** Amended Application as required by Rules 503.e. and 507.b.(1).

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 consistent with Applicant's proposals as set forth above.

Dated this 13th day of ~~December~~ ~~September~~, 2018

Respectfully submitted,

WELBORN SULLIVAN MECK & TOOLEY, P.C.

By: 

Joseph C. Pierzchala  
Geoffrey W. Storm  
Welborn Sullivan Meck & Tooley, P.C.  
Attorneys for Applicant  
1125 17th Street, Suite 2200  
Denver, CO 80202  
303-830-2500  
jpierzchala@wsmtlaw.com  
gstorm@wsmtlaw.com

Applicant's Address:  
Axis Exploration, LLC  
370 17th St, Ste 5300  
Denver, CO 80202

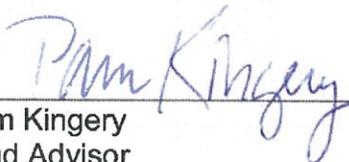
Attn: Pam Kingery  
Phone: (720) 974-7769

VERIFICATION

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

Pam Kingery, Land Advisor for Axis Exploration, LLC, upon oath deposes and says that she has read the foregoing Application and that the statements contained therein are true to the best of her knowledge, information and belief.

AXIS EXPLORATION, LLC

  
\_\_\_\_\_  
Pam Kingery  
Land Advisor

Subscribed and sworn to before me this 4 day of December 2018 by Pam Kingery, Land Advisor for Axis Exploration, LLC.

Witness my hand and official seal.



  
\_\_\_\_\_  
Notary Public  
My Commission Expires: 7/8/2020

**EXHIBIT A**

INTERESTED PARTIES

**Adams County**

Christine Dougherty  
Adams County  
4430 South Adams County Pkwy  
Brighton, CO 80601

**Aurora Municipality**

Stephen Rodriguez  
City of Aurora Planning Dept.  
15151 E. Alameda Parkway  
Aurora, CO 80012

**Denver County**

Jessica R. Brody  
Denver City Attorneys Office  
201 W. Colfax Avenue, Dept 1207  
Denver CO 80202

**Denver Municipality**

Jessica R. Brody  
Denver City Attorneys Office  
201 W. Colfax Avenue, Dept 1207  
Denver CO 80202

**Colorado Department of Public Health and Environment**

Attn: Oil and Gas Liaison  
4300 Cherry Creek Drive South  
Denver, CO 80246-1500

**Colorado Parks and Wildlife**

Tom Schreiner  
Northeast Region Office  
6060 Broadway  
Denver, CO 80216

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# Exhibit B - Application Lands

