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WILLIAM A. KEEFE
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October 12, 1994

VIA FAX - Hard Copy to Follow

Rich Griebing, Director
Colorado Oil and Gas Conservation Commission
Logan Tower Building, Suite 380
1580 Logan Street
Denver, Colorado 80203

Re: Exception Location Application
Order No. 490-1, Speaker Field
Cheyenne County, Colorado

Dear Rich:

Pursuant to Order No. 490-1 of the Colorado Oil and Gas Conservation Commission, Rule 3, application is made on behalf of Union Pacific Resources Company to you, as Director, to grant an exception location for the drilling of a Morrow test well 600 feet from the north line and 1,330 feet from the west line in the NE/4NW/4 of Section 30, Township 11 South, Range 50 West, Kit Carson County, Colorado. Under the terms of Order No. 490-1, the Director is empowered to grant an exception location without additional notice or hearing provided the operator files with the Commission a waiver or consent signed by certain offsetting lease owners or mineral interest owners. Please be advised that Union Pacific Resources Company is in the process of attempting to obtain such waivers or consents and plans to furnish you with proper evidence of same within the next couple of weeks.

In the event that UPRC should be unsuccessful in obtaining such waivers or consents, UPRC would nonetheless like to apply for the described exception location pursuant to § 34-60-116(3). The Interested Parties for purposes of the application for an exception to the existing spacing order are listed on Exhibit "A" attached hereto. Also enclosed is a check in the amount of \$70.00. As there is a possibility that this matter could go to the Commission, I also attach eight copies pursuant to Rule 505. It is assumed that this matter will be placed on the November docket if the requisite waivers and consents are not obtained. The granting of UPRC's application for the exception location is justified by the geology and will not violate correlative rights.



Rich Griebing, Director
Colorado Oil and Gas Conservation Commission
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If you have any questions concerning this application, please feel free to give me a call at 299-8928.

Very truly yours,

GORSUCH KIRGIS L.L.C.

William A. Keefe
William A. Keefe

WAK/jej
Enclosure
cc(w/enc): Cami Minzenmayer

APPLICANT'S ADDRESS:

Union Pacific Resources Company
Attention: Cami Minzenmayer
801 Cherry Street
Fort Worth, Texas 76102

EXHIBIT "A"

SINCLAIR OIL CORPORATION
EXPLORATION/PRODUCTION DEPT.
550 E. SOUTH TEMPLE
SALT LAKE CITY, UT 84102
ATTN: STEVE GARY

WIEPKING-FULLERTON
1801 BROADWAY, SUITE 1420
DENVER, CO 80202
ATTN: JEFF WIEPKING

WEXFORD RESOURCES, INC.
1801 BROADWAY, SUITE 1420
DENVER, CO 80202
ATTN: DON MCKENNA

SATURN LAND COMPANY
624 W. INDEPENDENCE, SUITE 115
SHAWNEE, OK 74801
ATTN: SCOTT LACKEY

GEORGE BROOME
ED M. GAVIN
T.H. MCELVAIN
C/O T.H. MCELVAIN OIL AND GAS
LTD.
P. O. BOX 214
SANTA FE, N.M. 87506
ATTN: L.O. VAN RYAN

DON PARSONS
223 PARSONS
BARRINGTON, IL 60010

LELA HARRIS
C/O G.W. HARRIS
19077 ROAD F
FOWLER, KS 67844

G.W. HARRIS AND D. JOAN HARRIS
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LAVETTA McMANAMON
210 WEST PINE
JUNCTION CITY, KS 66441

WILLIAM T. DAVIES
222 N. KANSAS
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ROBERT DAVIES, JR.
RR2, BOX 223
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