

BEFORE THE COLORADO OIL & GAS
CONSERVATION COMMISSION

IN THE MATTER OF THE APPLICATION OF)
ENCANA OIL & GAS (USA) INC. FOR AN)
ORDER ALLOWING AN EXCEPTION) Cause No. _____
LOCATION FOR A WELL TO BE COMPLETED)
IN THE WILLIAMS FORK FORMATION,) Docket No. _____
GARFIELD COUNTY, COLORADO)

APPLICATION

Encana Oil & Gas (USA) Inc., by and through its attorneys, Beatty & Wozniak, P.C., respectfully submits this Application to the Colorado Oil and Gas Conservation Commission ("Commission") for an order allowing an exception location for a well to be completed in the Williams Fork Formation in the SW¼NW¼, Section 12, Township 7 South, Range 92 West, Garfield County, Colorado ("Application Lands"). In support thereof, Encana Oil & Gas (USA) Inc. (referred to herein as "Applicant") states and alleges as follows:

1. The Application Lands are subject to Commission Rule 318.d. Rule 318.d. establishes, in a unit operation approved by federal or state authorities, a well drilled in excess of two thousand five hundred (2,500) feet in depth shall be located not less than six hundred (600) feet from the exterior or interior boundary of the unit area, unless authorized by order of the Commission upon hearing.
2. Applicant intends to drill and complete the Twin Creek 12-5A2 Well with the following bottomhole location: 1,560' FNL, 660' FWL in the SW¼NW¼ of Section 12, Township 7 South, Range 92 West, Garfield County, Colorado. A plat reflecting the location is attached as Exhibit A. The Twin Creek 12-5A2 Well is located within the boundaries of the Hunter Mesa Unit, as illustrated on Exhibit A.
3. Applicant seeks an exception from Rule 318.d. in that it seeks to drill and complete the Twin Creek 12-5A2 Well as a directional well at a bottomhole location:
 - a. Approximately 246 feet south of the northern interior boundary line of the Hunter Mesa Unit; and
 - b. Approximately 525 feet from the bottomhole location of the proposed Twin Creek 12-4D1 Well located in the NW¼NW¼ of Section 12, Township 7 South, Range 92 West, which is within the exterior boundaries of the Hunter Mesa Unit on Uncommitted Tract A.
4. There will be no well pads on the Application Lands. The surface hole location of the Twin Creek 12-5A2 Well is 2,549' FNL, 1,578' FWL of Section 12, Township 7 South, Range 92 West and is located on Well Pad F12E in the SE¼NW¼ of Section 12, Township 7 South, Range 92 West within the Hunter Mesa Unit, as illustrated on Exhibit A. The Twin Creek 12-5A2 Well will share a common pad with eight wells.
5. That in order to prevent waste and protect correlative rights of all owners in the area surrounding the proposed location, it is reasonable and equitable to permit an exception location to allow the drilling and completion of a well in the described location. Applicant also asserts that Commission Rule 318.c. provides for exception locations when geologic, environmental, or topographic conditions warrant a variance from field rules. Applicant believes, and therefore states, that geologic conditions and mineral owner interest matters exist that warrant a variance for the location of the Twin Creek 12-5A2 Well.
6. Applicant asserts the Twin Creek 12-5A2 Well can be developed in a manner consistent with protection of public health, safety and welfare.
7. Contiguous and cornering owners of lands toward whom the well is located and are affected by the exception location and have not executed waivers consenting to this exception location are set forth on Exhibit B attached hereto. Applicant is the operator

of the Hunter Mesa Unit and of the offset leases to the proposed exception location and royalty owners comprise the majority of those parties identified on Exhibit B. There are no additional working interest owners.

8. The undersigned certifies that copies of this Application shall be served on each interested party within the next seven days as required by Rule 503.d.

WHEREFORE, Applicant respectfully requests that either the Director approve this request pursuant to Rule 502.b(1) or, if necessary, this matter be set for hearing at the next regular hearing date, that notice thereof be given as required by law and that upon such hearing the Commission enter its order:

A. Determining that the Twin Creek 12-5A2 Well may be drilled and completed from the Williams Fork Formation in the Application Lands at the aforesaid location.

B. Granting any other relief necessary to prevent waste and protect correlative rights of the owners.

DATED this 8th day of April, 2010.

Respectfully submitted,

ENCANA OIL & GAS (USA) INC.

By: Jamie L. Jost

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Jamie L. Jost
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VERIFICATION

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

Dorothy Dejmal, Land Negotiator, of Encana Oil & Gas (USA) Inc., 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.

Dorothy Dejmal
Dorothy Dejmal

Subscribed and sworn to before this 7th day of April, 2010.

Witness my hand and official seal.

My commission expires: 3/25/13



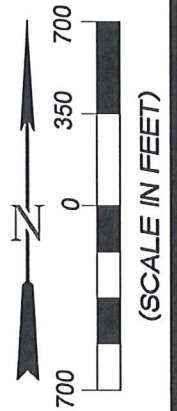
My Commission Expires 03/25/2013

April Jackson
Notary Public

EXHIBIT A – Plat

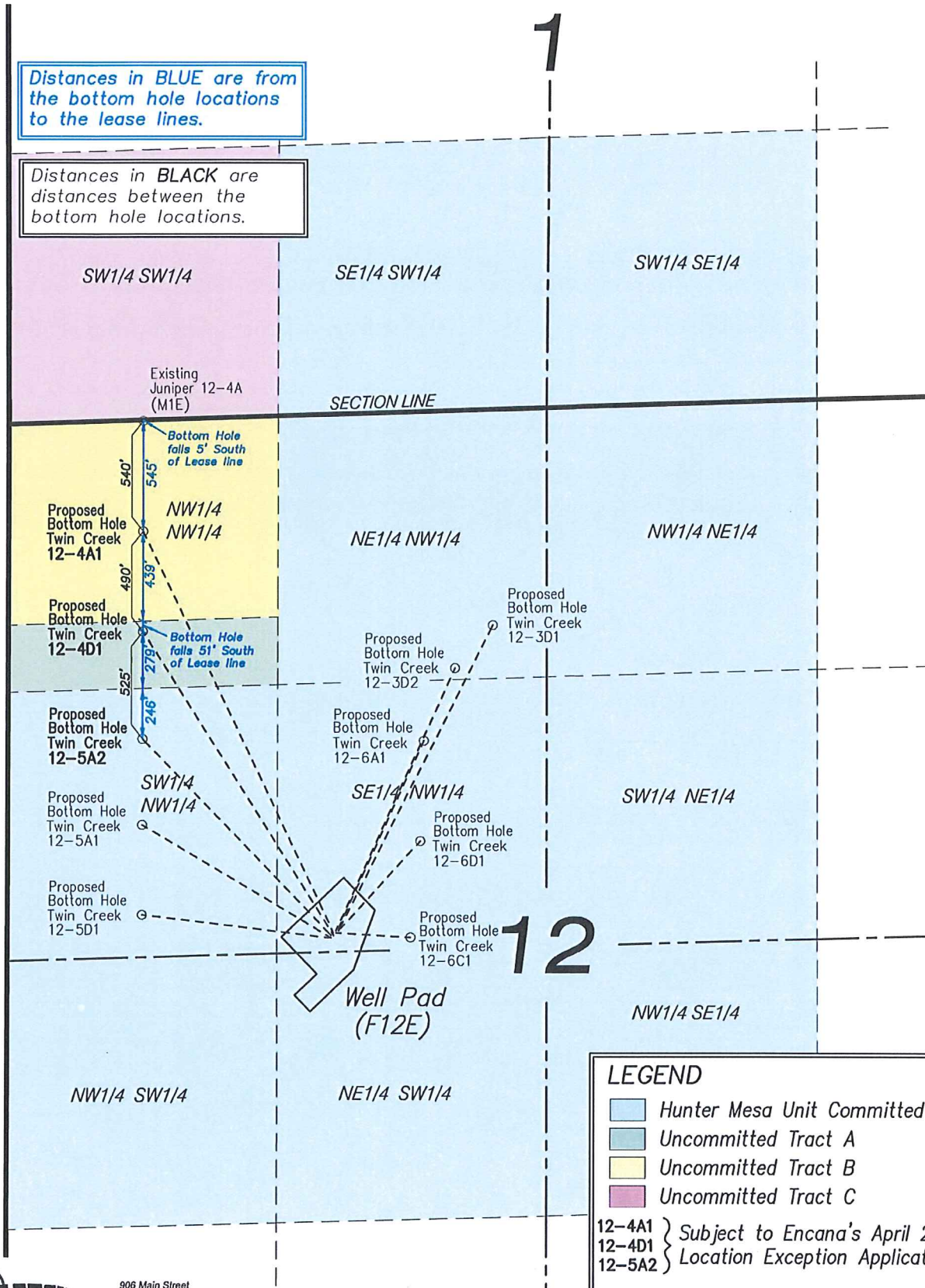
See attached document.

EXHIBIT A
Sections 1 & 12, T7S, R92W, 6th P.M.
Garfield County, Colorado
Encana Oil & Gas (USA) Inc.
Well Pad (F12E)



Distances in **BLUE** are from the bottom hole locations to the lease lines.

Distances in **BLACK** are distances between the bottom hole locations.



LEGEND

- Hunter Mesa Unit Committed Tracts
- Uncommitted Tract A
- Uncommitted Tract B
- Uncommitted Tract C

12-4A1 } Subject to Encana's April 2010
 12-4D1 } Location Exception Applications
 12-5A2 }

Cause No. _____, Docket No. _____



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 Phone No. (307) 789-4545
 Job No. 08-04-53 Date: 4/05/10

EXHIBIT B - Interested Parties

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Agreement dated 08/11/08
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Grand Junction, CO 81504

White River Royalties, LLC
4194 S Valentia St
Denver, CO 80237

Helen Gregory Wheeler Trust, Ann W. Teague, Trustee
12943 Butterfly Ln
Houston, TX 77024

Walter C Wieben
625 Lariat Rd
Silt, CO 81652

White Star Energy Inc
PO Box 51108
Midland, TX 79710

The Carl and Margaret Wittwer Family Trust Margaret L
Wittwer Sole Trustee
195 County Road 297
Rifle, CO 81650

Rebecca Williams & Willis H Williams
978 Wilderness Trl
Gardner, KS 66030

Leo L Wittwer
592 Stanford Way
Grand Junction, CO 81504

Chester E Wittwer
620 Ford Dr
Durango, CO 81301

Yeakel Mineral Rights Co
Attn Lynn Kleager
Dalby Wendland & Co PC
Glenwood Spring, CO 81601

Rena Wix
14377 Weld County Road 13
Platteville, CO 80651

Blair A Bracken
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Benson Mineral Group Inc
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Denver, CO 80202

Emma Eicher
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Lisa Le Bracken
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Steven R Thompson & Patricia Kay Thompson INDV & as
Trustees of the S&P
PO Box 737
Silt, CO 81652

Judith H. Jordan
Garfield County
375 County Road 352, Bldg 2060
Rifle, CO 81650-8412

United States Department of Interior
Colorado River Valley Field Office
Bureau of Land Management
2300 River Frontage Rd
Silt, CO 81652

Colorado Division of Wildlife
Kim Kaal
6060 Broadway
Denver CO 80216

Colorado Department of Public Health and Environment
Attn: Ken Kuster
4300 CHERRY CREEK DRIVE SOUTH
DENVER, CO 80246-1530

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

IN THE MATTER OF THE APPLICATION OF)
ENCANA OIL & GAS (USA) INC. FOR AN)
ORDER ALLOWING AN EXCEPTION)
LOCATION FOR A WELL TO BE COMPLETED)
IN THE WILLIAMS FORK FORMATION,)
GARFIELD COUNTY, COLORADO)

Cause No. _____

Docket No. _____

AFFIDAVIT OF MAILING

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

Jamie L. Jost, of lawful age, and being first duly sworn upon her oath, states and declares:

15 That she is the attorney for Encana Oil & Gas (USA) Inc., that on or before April 15, 2010, she 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.

Jamie L. Jost
Jamie L. Jost

Subscribed and sworn to before me April 8, 2010.

Witness my hand and official seal.

My commission expires: 10-04-13.



Teresal Peterson
Notary Public