

**PROOF OF PUBLICATION
RIFLE CITIZEN TELEGRAM
STATE OF COLORADO, COUNTY OF GARFIELD**

I, **Andrea Porter**, do solemnly swear that I am a Publisher of The *Rifle Citizen Telegram*, that the same weekly newspaper printed, in whole or in part and published in the County of Garfield, State of Colorado, and has a general circulation therein; that said newspaper has been published continuously and uninterrupted in said County of Garfield for a period of more than fifty-two consecutive weeks next prior to the first publication of the annexed legal notice or advertisement; that said newspaper has been admitted to the United States mails as a periodical under the provisions of the Act of March 3, 1879, or any amendments thereof, and that said newspaper is a weekly newspaper duly qualified for publishing legal notices and advertisements within the meaning of the laws of the State of Colorado.

That the annexed legal notice or advertisement was published in the regular and entire issue of every number of said weekly newspaper for the period of consecutive insertions; and that the first publication of said notice was in the issue of said newspaper dated **7/23/2009** and that the last publication of said notice was dated **7/23/2009** in the issue of said newspaper.

In witness whereof, I have here unto set my hand this 30th day of July 2009.

Andrea Porter
Andrea Porter, Publisher

Subscribed and sworn to before me, a notary public in and for the County of Garfield, State of Colorado this 30th day of July 2009.

Mary E. Borkenhagen
Mary E. Borkenhagen, Notary Public
My Commission expires: **August 27, 2011**

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**BEFORE THE OIL AND GAS CONSERVATION COMMISSION OF THE STATE OF COLORADO
IN THE MATTER OF THE PROMULGATION AND ESTABLISHMENT OF FIELD RULES AND OPERATIONS IN THE RULISON FIELD, GARFIELD COUNTY, COLORADO**

CAUSE NO. 139
DOCKET NO. 0803-SR-18

NOTICE OF HEARING

TO ALL INTERESTED PARTIES AND TO WHOM IT MAY CONCERN:

Rule 318 a. of the Rules and Regulations of the Oil and Gas Conservation Commission requires that 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 productive or drilling oil or gas well when drilling to the same common source of supply. Section 15, Township 7 South, Range 94 West, 6th P.M. is subject to this Rule for the Williams Fork and the Formations.

On March 31, 2008, the Commission issued Order No. 139-85, which among other things, allowed the equivalent of one well per 10 acres, with the permitted well to be located no closer than 100 feet from the outside boundary for certain lands, including Section 15, Township 7 South, Range 94 West, 6th P.M. for the production of gas and associated hydrocarbons from the Williams Fork Formations. (2) continue to allow the equivalent of one well per 10 acres for the production of gas and associated hydrocarbons from the Williams Fork Formation, and (3) to allow the equivalent of one well per 10 acres for the production of gas and associated hydrocarbons from the lies Formations.

On June 29, 2009, Williams Production RMT Company, by its attorney, filed with the Commission a verified application to: (1) establish an approximate 640-acre drilling and spacing unit, consisting of Section 15, Township 7 South, Range 94 West, 6th P.M. for the production of gas and associated hydrocarbons from the Williams Fork and lies Formations, (2) continue to allow the equivalent of one well per 10 acres for the production of gas and associated hydrocarbons from the Williams Fork Formation, and (3) to allow the equivalent of one well per 10 acres for the production of gas and associated hydrocarbons from the lies Formations.

All future Williams Fork Formation and lies Formations wells to be drilled upon the application lands should be located downhole anywhere within a given drilling unit but no closer than 100 feet from the boundary or boundaries of the unit without exception being granted by the Director of the Oil and Gas Conservation Commission. It is provided, however, that in cases where a drilling and spacing unit of the application lands abuts or corners lands in respect of which the Commission has not at the time of drilling permit application granted the right to drill 10-acre density Williams Fork Formation and lies Formations wells, the well should be located downhole no closer than 200 feet from the boundary or boundaries of the unit so abutting or cornering such lands without exception being granted by the Director of the Oil and Gas Conservation Commission.

That, except as previously authorized by order of the Commission, wells to be drilled under this application should be drilled from the surface either vertically or directionally from no more than one

pad located on a given quarter quarter section (or lots or parcels approximately equivalent thereto) unless exception is granted by the Director of the Oil and Gas Conservation Commission pursuant to application made for such exception.

NOTICE IS HEREBY GIVEN, that the Oil and Gas Conservation Commission of the State of Colorado, pursuant to the above, has scheduled the above entitled matter for hearing on:

Date: Tuesday, August 18, 2009
Wednesday, August 19, 2009

Time: 9:00 a.m.

Place: Trinidad, CO Area
(Location to be determined and will be posted to the website)

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 Hummel at (303) 694-2100 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 entertain 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 599, 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 August 3, 2009, briefly stating the basis of the protest or intervention. Such interested party shall, at the same time, serve a copy of the protest, 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 August 3, 2009.** Pursuant to Rule 503.1, 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 August 3, 2009, the **applicant may request that an administrative hearing be scheduled during the week of August 3, 2009.** In the alternative, pursuant to Rule 511 b, if the matter is uncontested, the applicant may request, and the Director of the Commission may, 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

By
Robert A. Willis, Acting Secretary

Dated at Suite 801
1120 Lincoln Street
Denver, Colorado 80203
July 17, 2009

Attorney for Applicant:
William A. Keefe,
Beatty & Wornick, P.C.
216 Sixteenth Street, Suite 1100
Denver, CO 80202
(303) 407-4409

Published in the Citizen Telegram July 23, 2009.
(3760632)



The Daily Journal

A Publication Of
The McGraw-Hill Companies

Publisher's Affidavit STATE OF COLORADO

I, John Rhodes, of the City and County of Denver, State of Colorado, being duly sworn, upon oath say that I am the Publishing Director of The Daily Journal, that I have personal knowledge of all the facts set forth in this affidavit; that said The Daily Journal is a public newspaper of general circulation having its principal office and place of business situated in said City and County of Denver; that said The Daily Journal is printed and published daily except Saturdays, Sundays and legal holidays; that said The Daily Journal is a daily newspaper within the meaning of the act of the General Assembly of the State of Colorado, approved April 7, 1921, and entitled, "An Act Concerning Legal Notices, Advertisements and Publications, and the Fees of Printers and Publishers Thereof, and to Repeal All Acts and Parts of Acts in Conflict with the Provisions of This Act" and as amended by an act of said General Assembly, entitled "An Act to Amend an Act Entitled 'An Act Concerning Legal Notices, Advertisements and Publications, and the Fees of Printers and Publishers Thereof, and to Repeal All Acts and Parts of Acts in Conflict with the Provisions of This Act,' approved March 30, 1923, and as amended by an act of said General Assembly, approved May 18, 1931, entitled, "An Act to Amend Section 4 of Chapter 139, Session Laws of Colorado, 1923, Relating to Legal Notices and Advertisements," which said Act took effect on and after the first day of January, 1932, and as amended by an act of said General Assembly, entitled, "An Act to Amend Chapter 139 of the Session Laws of 1923 Relating to Legal Notices and Advertisements; to Define Newspapers Qualified to Publish Legal Notices and Advertisements and the Fees of Printers and Publishers Thereof, and to Provide That the Costs of Such Legal Notices and Advertisements Shall Be Taxed as Fees," approved March 5, 1935; and as amended by an act of said General Assembly entitled, "An Act Relating to Legal Notices and Advertisements, and Amending Section 1, of Chapter 113, Session Laws of 1935," approved March 25, 1935; and an Act to Amend and as Amended by the General Assembly, concerning "Rates for Legal Publications," 109-1-7 C.R.S. 1903 as amended, approved May 22, 1971, and effective January 1, 1972, that said newspaper had, prior to January 1, 1936, and has ever since said date, been admitted to the United States Mails as second class matter under the provisions of the Act of March 3, 1879, or any amendments thereof; that said newspaper is printed and published in whole in said City and County of Denver, and has a general circulation therein; that said newspaper has been so printed and published as a public daily newspaper of general circulation in said City and County of Denver, uninterruptedly and continuously during the period of more than fifty-two consecutive weeks next prior to the first issue thereof containing the annexed legal notice and advertisement; that said legal notice and advertisement was published daily except Saturdays, Sundays and legal holidays in the regular edition of said newspaper for one day, that the publication of said legal notice and advertisement appeared in the regular

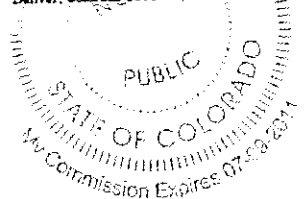
edition of said newspaper on the 22nd day of July, A.D. 2009; and that therefore said legal notice and advertisement was duly published in a newspaper duly qualified for the purpose within the meaning of the aforementioned acts of the General Assembly of the State of Colorado.

Subscribed and sworn to, at the City and County of Denver, State of Colorado, before me a Notary Public, this 26th day of August, A.D. 2009.

Witness my hand and Notary Seal
John Rhodes
JOHN R. Rhodes, Notary Public

My Commission Expires July 2, 2011

1114 West 7th Avenue, Suite 100
Denver, Colorado 80204-4425



NOTICE OF HEARING BEFORE THE OIL AND GAS CONSERVATION COMMISSION OF THE STATE OF COLORADO CAUSE NO. 139 DOCKET NO. 0808-SP-18

IN THE MATTER OF THE PROMULGATION AND ESTABLISHMENT OF FIELD RULES TO GOVERN OPERATIONS IN THE RULISON FIELD, GARFIELD COUNTY, COLORADO
TO ALL INTERESTED PARTIES AND TO WHOM IT MAY CONCERN:

Rule 318.a. of the Rules and Regulations of the Oil and Gas Conservation Commission requires that 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. Section 15, Township 7 South, Range 94 West, 6th P.M. is subject to this Rule for the Williams Fork and Iles Formations.

On March 31, 2008, the Commission issued Order No. 139-85, which among other things, allowed the equivalent of one well per 10 acres, with the permitted well to be located no closer than 100 feet from the outside boundary for certain lands, including Section 15, Township 7 South, Range 94 West, 6th P.M., for the production of gas and associated hydrocarbons from the Williams Fork Formation.

On June 26, 2009, Williams Production RMT Company, by its attorney, filed with the Commission a verified application to: (1) establish an approximate 640-acre drilling and spacing unit, consisting of Section 15, Township 7 South, Range 94 West, 6th P.M., for the production of gas and associated hydrocarbons from the Williams Fork and Iles Formations, (2) continue to allow the equivalent of one well per 10 acres, for the production of gas and associated hydrocarbons from the Williams Fork Formation, and (3) to allow the equivalent of one well per 10 acres, for the production of gas and associated hydrocarbons from the Iles Formations.

All future Williams Fork Formation and Iles Formation wells to be drilled upon the application lands should be located downhole anywhere within a given drilling unit but no closer than 100 feet from the boundary or boundaries of the unit without exception being granted by the Director of the Oil and Gas Conservation Commission. It is provided, however, that in cases where a drilling and spacing unit of the application lands abuts or corners lands in respect of which the Commission has not at the time of drilling permit application granted the right to drill 10-acre density Williams Fork Formation and Iles Formation wells, the well should be located downhole no closer than 200 feet from the boundary or boundaries of the unit so abutting or cornering such lands without exception being granted by the Director of the Oil and Gas Conservation Commission.

That, except as previously authorized by order of the Commission, wells to be drilled under this application should be drilled from the surface either vertically or directionally from no more than one pad located on a given quarter quarter section (or lots or parcels approximately equivalent thereto) unless exception is granted by the Director of the Oil and Gas Conservation Commission pursuant to application made for such exception.

NOTICE IS HEREBY GIVEN, that the Oil and Gas Conservation Commission of the State of Colorado, pursuant to the above, has scheduled the above entitled matter for hearing on:

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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 29, 2009, 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 August 3, 2009.** Pursuant to Rule 503.f, 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 **August 3, 2009, the Applicant may request that an administrative hearing be scheduled during the week of August 3, 2009.** In the alternative, pursuant to Rule 511.c, 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

By
Robert A. Willis, Acting Secretary

Dated at Suite 801
1120 Lincoln Street
Denver, Colorado 80203
July 17, 2009

Attorney for Applicant:
William A. Keefe
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Denver, CO 80202
(303) 407-4499

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