



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

IN THE MATTER OF THE APPLICATION OF
WILLIAMS PRODUCTION RMT COMPANY FOR
AN ORDER ESTABLISHING AN APPROXIMATE
160 ACRE DRILLING AND SPACING UNIT FOR
THE MANCOS, NIOBRARA, FRONTIER,
DAKOTA/CEDAR MOUNTAIN FORMATIONS
UNDERLYING CERTAIN DESCRIBED LANDS IN
GARFIELD COUNTY, COLORADO

CAUSE NO.
DOCKET NO.

RECEIVED
AUG 26 2010
COGCC

ORIGINAL

APPLICATION

COMES NOW Williams Production RMT Company ("Applicant"), a Delaware corporation, by its attorneys, Beatty & Wozniak, P.C., and makes application to the Oil and Gas Conservation Commission of the State of Colorado for an order establishing an approximate one hundred sixty acre drilling and spacing unit for the drilling of a vertical exploratory well to test the Mancos, Niobrara, Frontier, Dakota/Cedar Mountain Formations (hereinafter collectively "Deep Formations") underlying the following described lands in Garfield County, Colorado:

Township 7 South, Range 96 West, 6th P.M.
Section 32: W/2E/2

(hereinafter "Application Lands")

Should Applicant determine the vertical well to be successful, Applicant also requests the right to drill a horizontal well within the unit into one or more of the Deep Formations, such horizontal well to either be a recompletion of the vertical well or an entirely new well drilled within the unit.

In support of its Application, Applicant avers and states as follows:

1. That Applicant is a corporation duly authorized to conduct business in the State of Colorado.
2. That Applicant owns a leasehold interest in the Deep Formations underlying the Application Lands.
3. That the Application Lands currently are not spaced as to the Deep Formations and are subject to the Commission's Rule 318 which provides that wells 2,500 feet deeper shall be located not less than six hundred (600) feet from any lease line and not less than one thousand two hundred (1,200) feet from any other producible or drilling oil or gas well well drilling to the same common source of supply, unless authorized by order of the Commission at hearing.
4. That because this is the first well drilled to the Deep Formations on the Application Lands and because very few Deep Formation wells have been drilled in the area of the Application Lands, the requested drilling and spacing unit should be designated an explorator under the provisions of § 34-60-116 of the Colorado Revised Statutes.

5. That the vertical well will not be completed down hole within the Deep Formations any closer than 600 feet to the drilling unit boundary. If the vertical well is reentered for the drilling of a horizontal well within one or more of the Deep Formations (or if an additional well is horizontally drilled within one or more of the Deep Formations), no portion of the horizontal lateral shall be completed within 600 feet of the drilling unit boundary. Further, the lateral of any new horizontal well drilled within the Deep Formations shall be drilled no closer than three hundred (300) feet from the wellbore of the vertical well drilled to the Deep Formations.

6. That the above-proposed spacing unit and drilling of the proposed exploratory well (to include a possible second well to be drilled horizontally) will allow exploration to take place of the Deep Formations, will not promote waste and will not violate correlative rights.

7. That 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.

WHEREFORE, Applicant respectfully requests that this matter be set for hearing in October 2010; 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 25th day of August, 2010.

BEATTY & WOZNIAK, P.C.

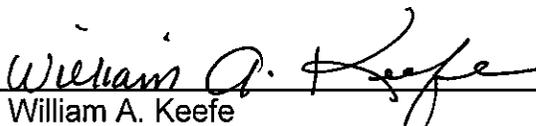
By: 
William A. Keefe
216 Sixteenth Street, Suite 1100
Denver, Colorado 80202-5155
303-407-4475

EXHIBIT A
INTERESTED PARTIES

Williams Production RMT Company
Attn: Christopher M. Walsh
1515 Arapahoe St.
Tower 3, Suite 1000
Denver, CO 80202

United States Department of Interior
Bureau of Land Management
Attention: Steve Bennett
2300 River Frontage Road
Silt, CO 81652

United States Department of Interior
Bureau of Land Management
Attention: Lindsey Ellsworth
2300 River Frontage Road
Silt, CO 81652

United States Department of Interior
Bureau of Land Management
Attn: Lynn Rust
2850 Youngfield Street
Lakewood, CO 80215

United States Department of Interior
Bureau of Land Management
Attn: Hank Szymanski
2850 Youngfield Street
Lakewood, CO 80215

Judith H. Jordan
Garfield County
0375 County Road 352, Bldg 2060
Rifle, CO 81650

Kim Kaal
Colorado Division of Wildlife
6060 Broadway
Denver, CO 80216

Kent Kuster
Colorado Department of
Public Health & Environment
4300 Cherry Creek Drive South
Denver, CO 80246-1530

EnCana Oil & Gas (USA), Inc.
Attn: Rick Gallegos
370 17th Street Suite 1700
Denver, Colorado 80202

Yates Petroleum Corporation
Yates Drilling company
Myco Industries
ABO Petroleum Corporation
105 S. 4th Street
Artesia, NM 88210

Apollo Energy, LLC
P.O. Box 280969
Lakewood, CO 80228-0969

Ivy Energy, Inc.
Attn: Michael B. Burton
5110 South Yale, Suite 410
Tulsa, OK 74135

Union Pacific Railroad Company
Attn: Gregg A. Larsen, Sr. Mgr. - RE
1400 Douglas Street, Stop 1690
Omaha, NE 68179-1690

Union Pacific Railroad Company
c/o Farmer's National Company
403 South Cheyenne, Suite 800
Tulsa, OK 74102-3842

Specialty Restaurants Corporation
8191 East Kaiser Blvd.
Anaheim, CA 92808

Stockton Restaurant Corporation
8191 East Kaiser Blvd.
Anaheim, CA 92808

Exxon Mobil Corporation
Attn: Dylan Boyer
396 West Greens Rd.
CORP-WGR-706
Houston, TX 77067

Getty Oil and Exploration Company
c/o Chevron North America Exploration
and Production Company
Attn: Walter Jones
1400 Smith St, Rm 42160
Houston, Texas 77002

Colorado Department of Transportation
Attn: Anne Feeser
15285 South Golden Road, Bldg. 47
Golden, CO 80401

M. Carter Jolley, Jr.
P.O. Box 284
Glenwood Springs, CO 81602

Linda C. Mahaffey
10514 Willow Park Green
Houston, TX 77070

Gary Lee Mahaffey
4947 County Road 309
Parachute, CO 81635

Lyle Leon Mahaffey
13487 G Road
Delta, CO 81416

Catherine A. Cera and Robert O'Hara, j/t
1515 Hwy 6
Parachute, CO 81635

Steven W. and Sherry L. Keinath
0362 Panoramic Drive
Silt, CO 81652

Steven Keinath
215 W. 24th Street
Rifle, CO 81650

Henry H. Gordon
10858 East Berry Place
Englewood, CO 80111

Pamela Morris Cooper
f/k/a Pamela Ann Morris
920 Meeker Street
Fort Morgan, CO 80701

Musgrave Family LLL Partnership
629 West North Street
Aspen, Colorado 81611

Fossil Creek Land Company
P.O. Box 485
Mustang, OK 73064

Map0406
c/o Mineral Acquisition Partners, Inc.
101 N. Robinson – Suite 1000
Oklahoma City, OK 71302-5514

Charles W. and Patty N. Brown, LLC
P.O. Box 587
Marlow, OK 73055

Aspen Leaf, LLC
P.O. Box 1488
Mustang, OK 73064

George B. Crain and Debra H. Crain
Husband and Wife, as Joint Tenants
5446 W. Stone Circle Creek Drive
Highland, UT 84003

Black Magic #2, LLC
1720 Bellaire Street, Suite 1209
Denver, CO 80222

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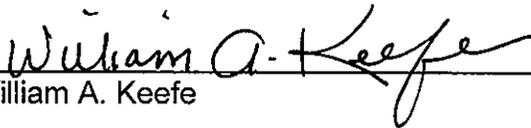
DOCKET NO.

AFFIDAVIT OF MAILING

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

William A. Keefe of lawful age, and being first duly sworn upon his oath, states and declares:

That he is the attorney for Williams Production RMT Company, that on or before August 26, 2010, he 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.



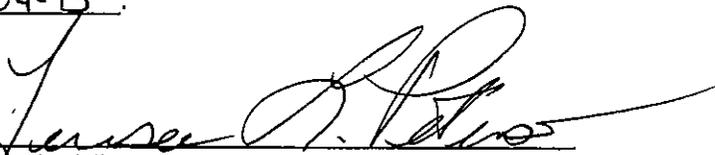
William A. Keefe

Subscribed and sworn to before me August 25, 2010.

Witness my hand and official seal.

My commission expires: 10-04-13.





Notary Public



Williams Production RMT Company

SPACING APPLICATION PLAT
Piceance Basin
Garfield County, Colorado

RECEIVED
AUG 26 2010
COGCC

Proposed Drilling & Spacing Area

ORIGINAL

EXHIBIT "A-2"

Cause No.:
Docket No.:

