BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: NEWFIELD EXPLORATION MID-

CONTINENT INC.

RELIEF SOUGHT: MULTIUNIT HORIZONTAL WELL

LEGAL DESCRIPTION: SECTIONS 1 AND 12, TOWNSHIP 14 NORTH, RANGE 6 WEST, CANADIAN COUNTY, OKLAHOMA CAUSE CD NO.

201504360-T

REPLACEMENT SEPAN DE 2015

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APPLICATION

COMES NOW Applicant and shows the Honorable Corporation Commission as follows:

1. <u>Parties</u>: Applicant is Newfield Exploration Mid-Continent Inc., One Williams Center, Suite 1900, Tulsa, Oklahoma 74172, who is the owner of oil and gas leasehold interests within the lands described in the caption hereof. The parties being named as respondents to this Application are listed on Exhibit "A" attached hereto and made a part hereof.

2. Allegation of Facts:

2.1 Section 1, Township 14 North, Range 6 West, Canadian County, Oklahoma has been established as a 640-acre horizontal drilling and spacing unit for the Mississippian, Woodford and Hunton common sources of supply by **Order No. 623457**. For the Mississippian and Hunton common sources of supply such order requires that the completion interval of a horizontal well drilled in a horizontal well unit shall be located not less than 660 feet from the unit boundary. For the Woodford common source of supply such order requires that the completion interval of a horizontal well drilled in a horizontal well unit shall be located not less than 165 from any north/south unit boundary and not less than 330 feet from any east/west unit boundary.

Oklahoma will be established as a 640-acre horizontal drilling and spacing unit for the Mississippian, Woodford and Hunton common sources of supply by **order to issue in Cause CD**No. 201504359-T. For the Mississippian and Hunton common sources of supply such order requires that the completion interval of a horizontal well drilled in a horizontal well unit shall be located not less than 660 feet from the unit boundary. For the Woodford common source of supply such order shall require that the completion interval of a horizontal well drilled in a horizontal well drilled in a horizontal well unit shall be located not less than 165 from any north/south unit boundary and not less than 330 feet from any east/west unit boundary.

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- 2.3 The Woodford common source of supply has shale like properties. The Mississippian common source of supply in the lands covered hereby is located immediately above the Woodford common source of supply and the Hunton common source of supply in the lands covered hereby is located immediately below the Woodford common source of supply. The Mississippian and Hunton common sources of supply may be inadvertently encountered in the drilling of the lateral of a horizontal well in the lands involved herein in the Woodford common source of supply when such well drills out of or exits such shale like reservoir. The Mississippian and Hunton separate common sources of supply are Associated Common Sources of Supply under 52 O.S. §87.6 in regard to the Woodford common source of supply. The three separate common sources of supply covered hereby constitute a Targeted Reservoir under 52 O.S. §87.6.
- 2.4 Applicant has conducted a diligent and meaningful search of the local county assessor's records, county treasurer's records, and county deed records regarding the property involved for return addresses on recorded instruments, county probate records and city and county telephone directories and other sources of such information to locate each respondent and has made a bona fide effort to reach an agreement as to the development of the unit with each respondent located by such search.
- 2.5 Applicant, as operator, is proposing to drill a multiunit horizontal well in the lands involved herein in the Targeted Reservoir, with a portion of the completion interval of such multiunit horizontal well to be located in one or more of the 640-acre horizontal drilling and spacing units formed for the separate common sources of supply involved herein in said Sections 1 and 12. Applicant is proposing to drill the multiunit horizontal well involved herein at the following location:

SURFACE HOLE LOCATION: NO CLOSER THAN 150 FEET FROM THE SOUTH LINE AND NO CLOSER THAN 330 FEET FROM THE WEST LINE OF SECTION 12, TOWNSHIP 14 NORTH, RANGE 6 WEST, CANADIAN COUNTY, OKLAHOMA

LOCATION OF WELLBORE (LATERAL) AT SECTION 12 COMPLETION INTERVAL: THE PROPOSED LOCATION OF THE END POINTS OF THE COMPLETION INTERVAL WILL BE NO CLOSER THAN 0 FEET FROM THE NORTH LINE AND NO CLOSER THAN 165 FEET FROM THE SOUTH LINE AND NO CLOSER THAN 330 FEET FROM THE WEST LINE OF SECTION 12, TOWNSHIP 14 NORTH, RANGE 6 WEST, CANADIAN COUNTY, OKLAHOMA

COMPLETION INTERVAL: THE PROPOSED LOCATION OF THE END POINTS OF THE COMPLETION INTERVAL WILL BE NO CLOSER THAN 0 FEET FROM THE SOUTH LINE AND NO CLOSER THAN 165 FEET FROM THE NORTH LINE AND NO CLOSER THAN 330 FEET FROM THE WEST LINE OF SECTION 1, TOWNSHIP 14 NORTH, RANGE 6 WEST, CANADIAN COUNTY, OKLAHOMA

That the entire length of the lateral will be cemented such that the perforations will be isolated from the beginning and end point of the lateral.

- 2.6 The Commission should allocate to each of the affected units covered hereby the reasonable drilling, completion and production costs associated with the multiunit horizontal well involved herein and the commingled production and proceeds from the completion interval of such multiunit horizontal well. Based upon the information now available, Applicant is proposing that the allocation factor for each of the affected units involved herein should be determined by dividing the length of the completion interval of the multiunit horizontal well involved herein located in each such affected unit by the entire length of the completion interval of such multiunit horizontal well. In the event the lateral of the multiunit horizontal well involved herein stays within the productive portion of the Woodford common source of supply throughout the drilling of such lateral, then Applicant anticipates that approximately 50% of the completion interval of such multiunit horizontal well will be located in Section 12 and approximately 50% of such completion interval will be located in Section 1 with the cost of and the production and proceeds from such multiunit horizontal to be allocated between the affected units involved herein based on such percentages. The actual allocation of such costs, production and proceeds may vary depending upon the results of the multiunit horizontal well involved herein.
- 2.7 Attached hereto as Exhibit "B" and made a part hereof is a map showing the location of each currently existing well in each of the affected units covered hereby and the approximate anticipated location of the proposed multiunit horizontal well involved herein. Within the area in and around the lands covered hereby, there have been very few horizontal wells drilled within the Woodford common source of supply and therefore, the nature and quality, including the potential productivity, of such common source of supply is not known. The results of the multiunit horizontal well involved herein will provide significant information concerning the nature and quality of the Woodford common source of supply in the lands covered hereby which will be used to determine whether any other horizontal wells are necessary within the lands involved herein for the full and efficient development and operation of the Targeted Reservoir covered hereby within the affected units involved herein. If the multiunit horizontal well involved herein is successfully drilled and if the results of such multiunit horizontal well are significant and if the price of natural gas is favorable, Applicant may potentially drill additional multiunit horizontal wells in the affected units covered hereby if such additional wells are approved by the Commission upon the filing of a proper application therefore at a future date.

- 2.8 That the proposed well, at the location requested by Applicant, is necessary to effectively and efficiently drain a portion of the common sources of supply (reservoir) covered by the drilling and spacing unit comprised of the land set out in Paragraph 4 hereof, which cannot be adequately and efficiently drained by a well drilled at the permitted well location prescribed in the orders listed in said Paragraphs 2.1 and 2.2.
- 2.9 In order to prevent waste, to protect correlative rights and to aid in the full and efficient development of each of the affected units covered hereby, the Commission should approve the multiunit horizontal well involved herein, including establishing the applicable allocation factor for allocating the cost of and the production and proceeds from such multiunit horizontal well to each of the affected units covered hereby.
- 2.10 That Applicant has filed Spacing Cause CD No. 201504359-T, Location Exception Cause CD No. 201504361-T, Exception to OAC 165:5-7-6(h) Cause CD No. 201504362-T, Pooling Cause CD Nos. 201504363-T and 201504364-T.
- 3. <u>Legal Authority</u>: The relief sought by this application is authorized by House Bill 1909, to be codified as 52 Okla. Stat. § 87.6 et seq., and OAC 165:5-7-6.2 and OAC 165:10-3-28.
- 4. <u>Relief Sought</u>: Applicant requests that the Corporation Commission of Oklahoma enter an order, to be effective as of the date of the execution thereof or as of a date prior thereto, as follows:
- 4.1 Approving a multiunit horizontal well in the 640-acre horizontal drilling and spacing units formed for the Mississippian, Woodford and Hunton separate common sources of supply in Sections 1 and 12, Township 14 North, Range 6 West, Canadian County, Oklahoma so as to allow such multiunit horizontal well to be drilled as described in Paragraph 2.5 above and to be completed in and to produce hydrocarbons from the above-named separate common sources of supply and establishing of a proper allocation factor for allocating the cost of and the production and proceeds from such multiunit horizontal well to each of the affected units covered hereby.

4.2 Granting such other and further relief as may be proper based upon the evidence presented at the hearing herein. The legal descriptions of the land sections adjacent to the area within which the location exception lies are Sections 6, 7 and 18, Township 14 North, Range 5 West and Sections 2, 11, 13 and 14, Township 14 North, Range 6 West, all in Canadian County, Oklahoma and Section 31, Township 15 North, Range 5 West and Sections 35 and 36, Township 15 North, Range 6 West, all in Kingfisher County, Oklahoma. Applicant further requests that Applicant or some other party be authorized the right to drill said well. Applicant further requests that it be permitted to produce said well at said location from all common sources of supply covered hereby without any downward allowable adjustment.

Respectfully submitted,

BARNES LAW, PLLC 1648 S. Boston Ave., Ste. 100 Tulsa, Oklahoma 74119 ron@cbb-law.com grayson@cbb-law.com 918/382-8686 918/382-8685 facsimile

By:

Ron M. Barnes, OBA #534 Grayson Barnes, OBA #31475

Attorneys for Newfield Exploration Mid-Continent Inc.

CERTIFICATE OF MAILING/CERTIFICATE OF SERVICE

The undersigned, of lawful age, being first duly sworn upon oath, states: I am the Attorney for the above-named Applicant. I certify that on or before the day of September, 2015 I mailed by first class United States mail, proper postage prepaid thereon, a copy of the Notice of Hearing on file in this Cause and this Application to the respondents named on the Exhibit "A" attached to this Application, at their respective mailing addresses.

That Applicant has, with due diligence and after inquiry of every possible source for information, attempted to locate the names and addresses of all respondents that should be receiving notice of this hearing before the Corporation Commission. For respondents that Applicant does not know and cannot ascertain whether an individual respondent(s) are living or deceased, or respondent(s) with a last known address that are no longer deliverable, or whether a corporation(s) or other business entities respondent(s) are existing, Applicant desires to obtain service by publication upon said respondents whose addresses are unknown or are undeliverable.

Ron M. Barnes, OBA #534

Grayson M. Barnes, OBA #31475

EXHIBIT "A"

SECTION 12-14N-6W

- Mid-Continent II, LLC
 c/o Linn Operating
 14000 Quail Springs Pkwy, Ste.
 5000
 Oklahoma City, OK 73134
- 2. Ra-JAC, LLC P. O. Box 720840 Norman, OK 73070
- 3. American Energy-NonOP, LLC P.O.Box 13580 Oklahoma city, OK 73113
- Clayton Williams Energy, Inc.
 700 Rockmead Dr. Ste 159
 Kingwood, TX 77339
- PayRock Energy, LLC
 13909 Quail Pointe Drive
 Oklahoma City, OK 73134
- 6. Felix Energy, LLC 1530 16th St., Ste 500 Denver, CO 80202
- 7. Blackhawk Operating Series, LLC Box 31046 Edmond, OK 73003
- 8. Paul S. Anderson c/o Cathy Strohm 174 Indianola Rd. Pittsburgh, PA 15238
- John D. Anderson, deceased c/o Gordon J. Anderson
 Cricketfield Ct Lake Sherwood, CA 91361

- 10. Dennis Kirsch 401 E. Cleveland Ave Guthrie, OK 73044
- Linn Energy Holdings, LLC14000 Quail Springs Pkwy Ste. 5000Oklahoma City, OK 73134
- 12. Red Stone Resources, LLC P O BOX 6115 Edmond, OK 73083
- 13. Chrisnik Energy, LLC, Carol L.Nilsen, Sole Proprietor6803 Forrest Creek DriveEdmond, OK 73034
- 14. Richard D. Allen & Monica J. Allen, husband & wife, JTPO Box 33Kingfisher, OK 73750
- Sooner Trend Minerals, LLCc/o Felix Energy, LLC1530 16th St., Ste 500Denver, CO 80202
- The Gill Royalty CompanyP O Box 697Okmulgee, OK 74447
- 17. Scott Jerald & Heather Jerald,
 Trustees of the Scott Jerald &
 Heather Jerald Revocable Trust,
 under agreement dated December 28,
 2012
 402 10th Street
 Barnesville, MN 56514
- Doris G. Washecheck
 1903 Edmond Road NE
 Piedmont, OK 73078

- 19. Virginia Kay Hopp, Successor
 Trustee of the Huggard Family Trust,
 dated June 11, 1997
 1021 Ease College Ave
 Carthage, MO 64836
 20. PEC Minerals, LP
 14860 Montfort Dr., Suite 209
 Dallas, TX 75254
 21. Tina Jerald
- 22. Sean P. Jerald 5201 Douglas Circle Bethany, OK 73008-2136

5201 Douglas Circle

Bethany, OK 73008-2136

- 23. Carol Rein Rother 225 South 4th Street Okarche, OK 73762
- Mark Ernest Loosen, Trustee of the Julius Loosen Irrevocable Trust, dated June 1, 2007
 6725 Dorsett Dr.
 Bartlesville, OK 74006
- Janet Rogers aka Janett Rogers, deceased c/o Jeff Rogers4222 Northcrest Rd Dallas, TX 75229
- Dorothy Loosen, Trustee of the Dorothy Loosen 1998 Revocable Trust
 806 Chateau Ct.
 Kingfisher, OK 73750
- Dorothy Loosen, Successor Trustee of the Emil C. Loosen 1998
 Revocable Trust
 806 Chateau Ct.
 Kingfisher, OK 73750

- 28. Carol Lee Kleinhoff 512 St Francis Road Eufaula, AL 36027
- 29. The Virginia C. Bass Living Trust, under agreement dated September 1, 2009
 129 Lake Alumna Drive Oklahoma City, OK 73121
- 30. Shakti Energy, LLC P.O. Box 6115 Edmond, OK 73034
- 31. Pam Weber aka Pamela R. Webber 3918 Moffat Road NW Piedmont, OK 73078
- 32. Tech Minerals, LLC P.O. Box 591 Watonga, OK 73772
- 33. Betty Loosen Kuehn P.O. Box 538 Kingfisher, OK 73750
- 34. Ernst Clay Loosen 620 N. Prouty Ave. Watonga, OK 73772
- 35. Christine Loosen Richardson RT. 1, Box 178
 Watonga, OK 73772
- 36. Kathleen Loosen Starks 3340 N.W. 22nd St. Apt. 22 Oklahoma City, OK 73107
- 37. Carlene Harpe 6304 W. Coventry Dr. Stillwater, OK 74074
- 38. Vilette Owen
 2079 Briarcliff Road
 Lewisville, TX 75067

- 39. Enid M. Collup, deceasedc/o Carol Currier1301 N. Dearborn St., Apt 901Chicago, IL 60610
- 40. James LeRoy Wheatley 508 S Broadway, Suite 5 Plainville, KS 67663-2802
- 41. St. Peter & St. Paul Catholic Church 309 S Main Street Kingfisher, OK 73750
- 42. David A. Wheatley, Trustee of the Wheatley Family Trust, under agreement dated April 8, 1982 145 Gilmore Road Toutle, WA 98649
- 43. Amanda E. Kerr 5825 NW 47th Street Warr Acres, OK 73122
- 44. Marlene H. Peppers, Surviving
 Trustee of the Peppers Joint
 Revocable Trust Agreement, dated
 September 6, 1996
 2109 NW 59th Place
 Oklahoma City, OK 73112
- 45. Cecelia Mathilda Voss 4507 N Country Club Road El Reno, OK 73036
- 46. Rita Margaret Kolar 12436 Croydon Rd Oklahoma City, OK 73130
- 47. Marie Frances Tenborg 909 N Maize Road, #208 Wichita, KS 67212
- 48. Frederic Henry Reherman 26472 N 2845 Rd Kingfisher, OK 73750-7100

- 49. Lawrence E. Reherman, Jr. 23876 N 2860 Rd Kingfisher, OK 73750
- 50. John Stephen Reherman 1603 Lakeview Dr Kingfisher, OK 73750-4615
- 51. Virginia Lee Norman, apparently deceased c/o Jay Ruhl Norman 565 Ranch Trail, Apt. 224 Irving, TX 75063
- MGW Properties, LLC David
 Mueller, Agent
 P O Box 57004
 Oklahoma City, OK 73157
- Gallaspy Oil Properties, LLC, an Oklahoma Limited Liability
 Company David Mueller, Agent P O Box 57013
 Oklahoma City, OK 73157
- 54. Rulewicz Energy, LLC, an Oklahoma Limited Liability Company
 Attn: Stephen J Rulewicz 1200 Woody Creek Ct Edmond, OK 73034-7075
- 55. FERRELL OIL CO., LLC P O Box 1177 Oklahoma City, OK 73101
- 56. Hydrocarb-En, LLC 16764 Little Leaf Ln Edmond, OK 073012-0674
- 57. TERRAFIN, Ltd. 1039 NW 63rd St Oklahoma City, OK 73116

- 58. Michael Erik Almond & Angela Almond, husband & wife, JT
 7800 Richland Rd NW
 Piedmont, OK 73078
- Joseph M. Culp & Jenise J. Culp, husband & wife, JT 4454 Moffat Rd NW Piedmont, OK 73078
- 60. Ellen DeLana Jensen 707 S Hoff El Reno, OK 73036
- 61. Laura Renee DeLana Baker 440 NW 148th Terrace Edmond, OK 73013
- 62. Andrea D. Shannon 36 Homestead Loop Sandpoint, ID 83864-8619
- 63. Eric Dal Shannon 1840 NW 172nd Street Edmond, OK 73012-7008
- 64. David C. DeLana & Janice L.
 DeLana, Trustees of the David C.
 DeLana 2011 Revocable Trust, dated
 March 29, 2011
 617 S Williams
 El Reno, OK 73036
- 65. Moffat Farms Limited Partnership, an Oklahoma Limited Partnership 5905 Moffat Rd NW Piedmont, OK 73078
- 66. John P. Meiwes, Successor Trustee of the Meiwes Joint Revocable Trust, dated April 9, 1991 12925 SW 59th SW Minco, OK 73059

- 67. Sunray Capital, LP P O Box 170 Gainsville, TX 76241
- 68. William Thurston Fisher 14555 Wunderlich Dr., Unit 2401JJ Houston, TX 77069
- 69. Bette Fisher Norris 1801 W. Josephine McKinney, TX 75069

SECTION 1-14N-6W

- 70. Southern Resources, Inc 4509 N. Classen, Suite 201 Oklahoma City, OK 73118
- 71. Chesapeake Exploration, LLC P.O. Box 18496
 Oklahoma City, OK 73154
- 72. Hastings Energy Drilling Program1981-A, LP420 NW 13th St.Oklahoma City, OK 73103
- 73. Frank Bannister Revocable Trust dated July 7, 1995
 420 NW 13th St.
 Oklahoma City, OK 73103
- 74. Dale Waugh, deceased c/o Glenda Sue Waugh 10409 Charwood Ct.
 Oklahoma City, OK 73139
- 75. Stephen J. Rulewicz 15401 Fairview Farm Blvd. Edmond, OK 73013
- 76. Sunray Capital, LP P.O. Box 170 Gainesville, TX 76241

- 77. Annette Vogt Gravitt P.O. Box 1596 Edmond, OK 73034
- 78. Jeanette Vogt Bollman P.O. Box 1104 Edmond, OK 73083
- 79. Agnes Siegrist, Trustee of the Agnes Siegrist Revocable Trust dated February 20, 1999
 1300 Redbud St., Apt. 101
 Yukon, OK 73099
- 80. George R. Durisek, George R.Durisek, Jr. and Nicholas J. Durisek, as joint tenants1669 Dover Center Rd.Westlake, OH 44147
- 81. Territories Oil, a partnership c/o Frank Dolf 6405 Beaver Creek Rd.
 Oklahoma City, OK 73162
- 82. John P. Meiwes, Successor Trustee of the Meiwes Joint Revocable Trust, dated the 9th day of April, 1991 12925 SW 59th St.
 Minco, OK 73059
- 83. PayRock Energy, LLC13909 Quail Pointe Dr.Oklahoma City, OK 73134
- 84. Eliza J. Howk, deceased c/o Bette Fisher Norris 1320 Hunters Ridge Rd. Edmond, OK 73034
- William Thurston Fisher and EdithS. Fisher14555 Wunderlich Dr., Unit 2401JJHouston, TX 77069

- 86. Bette Fisher Norris and Glen L.Norris1320 Hunters Ridge Rd.Edmond, OK 73034
- 87. Rulewicz Energy, LLC c/o Stephen Rulewicz 15401 Fairview Farm Blvd. Edmond, OK 73013
- 88. Ceceliea Mathilda Voss 4507 N. Country Club Road El Reno, OK 73036
- 89. Rita Margaret Kolar12436 Croydon Rd.Midwest City, OK 73130
- 90. Marie Frances Tenborg 909 N. Maize #208 Wichita, KS 67212
- 91. Frederic Henry Reherman 26472 North 2845 Rd. Kingfisher, OK 73750
- 92. Lawrence E. Reherman, Jr. 23876 North 2860 Rd. Kingfisher 73750
- 93. John Stephen Reherman 1603 Lakeview Dr. Kingfisher, OK 73750
- 94. Danny R. Norris and Lorree N. Norris4201 Moffat NWPiedmont, OK 73078
- 95. Sunset Diaries, LLC c/o John Stephen Reherman 1603 Lakeview Dr. Kingfisher, OK 73750

- 96. W.C. Payne Energy, LLC 7005 N. Robinson Oklahoma City, OK 73116
- 97. Donald E. Maxon Rt. 1, Box 77 Cashion, OK 73016
- 98. The Phoebe B. Buehler Trust, Laura J. Linder and Richard L. Amberg, Co-Trustees 3415 North Sheridan Rd, #225 Peoria, IL 61604
- 99. Kaiser-Francis Oil Co., successor to Seneca Oil Co.6733 South Yale Ave.Tulsa, OK 74136
- 100. William G. Payne 7000 Blythe View Rd. Athens, TX 757522
- 101. Mary Caroline Payne Young 12401 Dutch Forest Pl Edmond, OK 73013

ADDRESS UNKNOWN

John F Vaughn

If Any Named Person Is Deceased, Then The Known Or Unknown Heirs, Executors, Administrators, Trustees, Devisees, And Assigns, Immediate And Remote Of Such Decedent, Are Made Respondents To This Application. If Any Named Respondent Is A Corporation Which Does Not Continue To Have Legal Existence, Then The Known

Or Unknown Successors, Trustees Or Assigns, If Any Of Such Entity, Are Made Respondents To This Application

FOR ADMINISTRATIVE PURPOSES

- 102. Stephen Tullos Minks
 Turner Oil and Gas Properties
 3232 W. Britton Rd., Ste. 200
 Oklahoma City, OK 73120
- Jason Monahan10443 N. May Ave., Ste. 621Oklahoma City, OK 73012
- 104. David Korell
 Newfield Exploration Mid-Continent
 Inc.
 One Williams Center, Ste. 1900
 Tulsa, OK 74172

EXHIBIT B





