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W. THOMAS KELLAHIN*

*NEW MEXICO BOARD OF LEGAL SPECIALIZATION
RECOGNIZED SPECIALIST IN THE AREA OF
NATURAL RESOURCES-OIL AND GAS LAW

JASON KELLAHIN (RETIRED 1991)

February 25, 1999

TO: NOTICE OF THE HEARING OF THE FOLLOWING
NEW MEXICO OIL CONSERVATION DIVISION CASE:

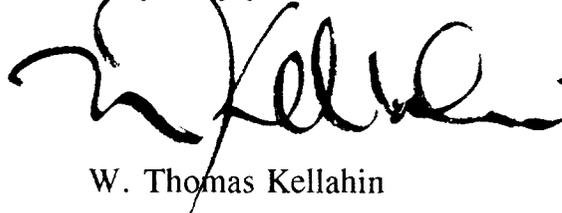
*Re: Application of Phillips Petroleum Company for a downhole
commingling reference case for its San Juan 29-6 Unit,
Pursuant to Division Rule 303.E,
Rio Arriba County, New Mexico*

On behalf of Phillips Petroleum Company, please find enclosed our application which has been set for hearing on the New Mexico Oil Conservation Division Examiner's docket now scheduled for March 18, 1999. The hearing will be held at the Division hearing room located at 2040 S. Pacheco, Santa Fe, New Mexico.

As an interest owner who may be affected by this application, we are notifying you of your right to appear at the hearing and participate in this case, including the right to present evidence either in support of or in opposition to the application. Failure to appear at the hearing may preclude you from any involvement in this case at a later date.

Pursuant to the Division's Memorandum 2-90, you are further notified that if you desire to appear in this case, then you are requested to file a Pre-Hearing Statement with the Division not later than 4:00 PM on Friday, February 26, 1999, with a copy delivered to the undersigned. Please direct any questions to Mr. Scott Prather (505) 599-3410.

Very truly yours,



W. Thomas Kellahin

cc: Phillips Petroleum Company
Attn: Scott Prather

**STATE OF NEW MEXICO
ENERGY, MINERALS AND NATURAL RESOURCES DEPARTMENT
OIL CONSERVATION DIVISION**

**IN THE MATTER OF THE HEARING
CALLED BY THE OIL CONSERVATION
DIVISION FOR THE PURPOSE OF
CONSIDERING:**

**APPLICATION OF PHILLIPS PETROLEUM
COMPANY FOR DOWNHOLE COMMINGLING
REFERENCE CASE FOR ITS
SAN JUAN 29-6 UNIT
PURSUANT TO DIVISION RULE 303.E
RIO ARRIBA COUNTY, NEW MEXICO.**

CASE NO. _____

APPLICATION

Comes now PHILLIPS PETROLEUM COMPANY, by and through its attorneys, Kellahin and Kellahin, and applies to the New Mexico Oil Conservation Division for the establishment of a downhole commingling reference case pursuant to Division Rule 303.E for its San Juan 29-6 Unit and the adoption of special administrative rules therefore, San Juan County, New Mexico. Applicant, in the above-styled cause, in accordance with Division Rule 303.E seeks to establish a downhole commingling reference case to provide for (a) marginal economic criteria, (b) pressure criteria, (c) allocation formulas, and (d) modification of notification rules on an area-wide basis authorization for downhole commingling of Dakota, Mesaverde, Fruitland-Coal and Pictured Cliffs gas production in the wellbores of existing or future wells drilled anywhere within the San Juan 29-6 Unit located in Township 29 North, Range 6 West, NMPM, Rio Arriba County, New Mexico.

In support of its application, Phillips Petroleum Company ("Phillips"). states:

(1) Phillips is the operator of the San Juan 29-6 Unit which currently includes 37 Dakota wells, 143 Mesaverde wells, 59 Fruitland-Coal wells and 2 Pictured Cliffs wells all located within an area known as the "San Juan 29-6 Unit" consisting of 22,510 acres, more or less of acreage, as identified on Exhibit "A" attached.

(2) In the absence of the establishment of a "reference case" as provided in Rule 303.E, Division general state-wide Rule 303.C requires that administrative applications for downhole commingling of gas production be submitted, processed and approved on a well by well basis including submittal of the following:

- (a) economic criteria to support that at least one zone to be commingled is marginal.
- (b) pressure criteria to demonstrate that the bottomhole pressure of all zones to be commingled is less than the original bottom hole pressure of the lowest pressures zone,
- (c) allocation formulas,
- (d) notification by certified mail return receipt to each interest owner where ownership is not common in the zones to be commingled, and
- (e) notification by certified mail return receipt to each offset operator

(3) Sufficient data is now available from existing wells in this unit to support the Division approving the downhole commingling of Dakota, Mesaverde, Fruitland-Coal and Pictured Cliffs gas production within this unit on an "area-wide" basis rather than on a "well-by-well basis."

(4) Sufficient data is now available from existing wells in this unit to support the Division adopting a "reference case" for the downhole commingling of Dakota, Mesaverde, Fruitland-Coal and Pictured Cliffs gas production within this unit as to the following criteria:

- (a) **economic criteria:** to support that at least one zone to be commingled is marginal;
- (b) **allocation formulas:** to support that each interest owner shall receive its fair and equitable share of production;

- (c) **elimination of unnecessary notice:** such that any future or further notice concerning downhole commingling applications or orders within this unit shall not be required to (a) any owner (including royalty, overriding royalty or working interest owners) in instances where ownership are not common or percentages are not identical in the zones to be commingled or to (b) each offset operator who is also an interest owner in this unit; but
- (d) **notice to offset operators:** notification by certified mail-return receipt to each offset operator, except as provided in paragraph (c) above, will continue to be made provided those offset operators are operators other than applicant.

(5) Phillips seeks authorization pursuant to Division Rule 303.E that all administrative application for downhole commingling of Mesaverde, Dakota, Fruitland-Coal and Pictured Cliffs gas production within this unit submitted subsequent to the filing of this application in this case shall be authorized to refer to the order entered in this case and will not be required to submit evidence or data for the following criteria (a) marginal economic criteria, (b) pressure criteria, (c) allocation formulas, and (d) notice to owners of any production within spacing units where the ownership is not common and offset operators who also own an interest in this unit.

(6) Production from the various pools in this unit are now either marginal or uneconomic from existing wells within this unit and the economic life of that production is extended if it is downhole commingled with other production in the unit.

(7) The approval of downhole commingling of these formations within this unit will extend the economic life of the existing wells and thereby increase ultimate recovery from these formations.

(8) In addition, any new wells to be drilled or recompleted in this unit should be approved for downhole commingling because either the Dakota, Fruitland coal-gas, Mesaverde, or the Pictured Cliffs zones are marginal based upon criteria which the applicant will submit at the hearing of this case.

(9) It is anticipated that new wells, recompleted wells or existing wellbores in this unit will be most economically completed if there is a summary administrative procedure by which those wells may be downhole commingled.

(10) The processing of downhole commingling application for this unit in the absence of adopting a reference case will be an administrative burden to the Division and to the operator.

(11) Approval of downhole commingling reference case for this unit on an area-wide basis is in the best interest of conservation, the prevention of waste and the protection of correlative rights.

(12) Phillips requests the adoption of a summary administrative procedure with the necessary exceptions to the Division Rule 303.C so that the Supervisor of the Aztec District Office of the Division shall approve the downhole commingling of said production on an area-wide basis for this unit.

(13) The ownership is not common among these four formations within this unit because of differences in participating areas within the unit.

(14) In accordance with Division Rule 303.C(1)(b), the Applicant states and will demonstrate at hearing:

1. That the wells in this unit which are currently single or dual completions are now marginal and production cannot be economically continued nor further developed unless it is done so by downhole commingling that production.
2. That there will be no unrecovered production crossflowing between or among the zones commingled.
3. That the value of the commingled production will not be less than the sum of the values of the individual production.

(15) In order to salvage the remaining production from this unit, Phillips seeks approval to downhole commingle all Dakota, Mesaverde, Fruitland-Coal and Pictured Cliffs production from any existing wells where mechanically feasible and the adoption of a summary procedures for the downhole commingling of future wells to be drilled in the Unit.

(16) Phillips will submit at hearing proposed formulas for the allocation of production to each of the commingled zones and a description of the factors or data used in determining such formulas.

(17) Applicant requests that this matter be docketed for hearing on the Division's Examiner docket now scheduled for March 18, 1999.

(18) Notice of this application has been sent to all interest owners entitled to receive production within the unit and to all offset operators as required by Division Rule 303.

WHEREFORE Applicant requests that this matter be set for hearing on March 18, 1999 before a duly appointed Examiner of the Oil Conservation Division and that after notice and hearing as required by law, the Division enter its order granting this application.

Respectfully submitted

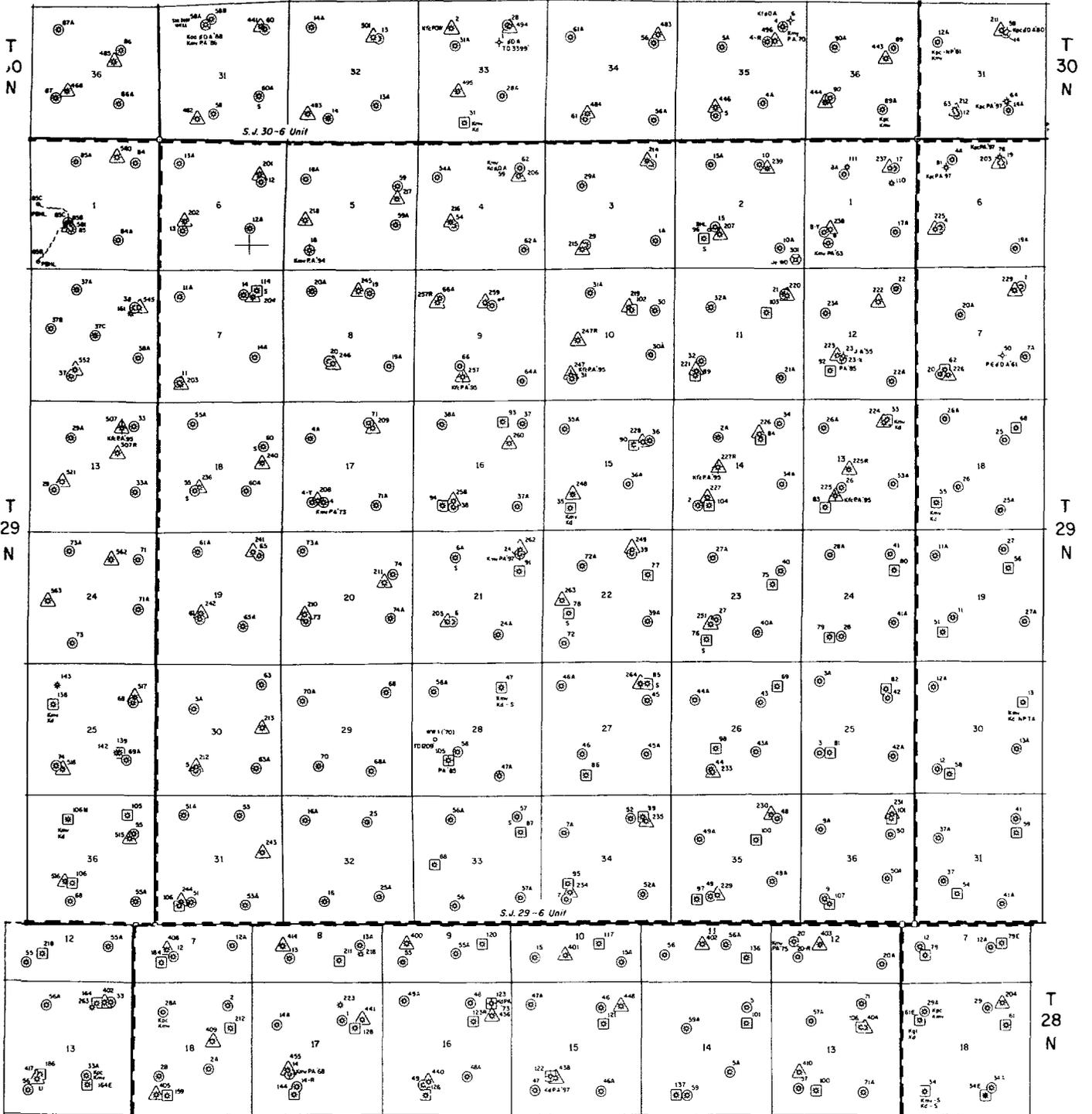
A handwritten signature in black ink, appearing to read 'W. Thomas Kellahin', written in a cursive style.

W. Thomas Kellahin
KELLAHIN and KELLAHIN
P. O. Box 2265
Santa Fe, New Mexico 87501
(505) 982-4285
Attorneys for Applicant

R-7-W

R-6-W

R-5-W



PRODUCING INTERVAL

- ⊙ FARMINGTON Kfm
 - ⊙ KIRTLAND KA
 - △ FRUITLAND KF
 - ⊙ PICTURED CLIFFS Kpc
 - ⊙ CRACRA Kc
 - ⊙ LA VENTANA Klv
 - ⊙ MESAVRDE Kmv
 - ⊙ GALLUP Kgl
 - ⊙ DARTA Kd
 - ⊙ ALL PRODUCTION BELOW CRETACEOUS
- △ CLIFFHOUSE Kch
 - △ MENEFE Kmf
 - △ POINT LOOKOUT Kpl
 - △ TOOTO Kto
 - △ GREENHORN Kgh
 - ENTRADA
 - PARADOX
 - BARKER CREEK
 - LEADVILLE

PHILLIPS
66

PHILLIPS PETROLEUM COMPANY
FARMINGTON AREA

S. J. 29-6 UNIT
Rio Arriba County, New Mexico

0 1/4 1/2 1 MILE
SCALE

WELLS POSTED TO: 11-20-99

SAN JUAN 29-6 UNIT
GWI/NWI/ORRI/RI OWNERS

Betty Adkins
Alpine Resources, LLC
American West Gas 1993, LLC
Amoco Production Company
Reece B. Anderson
Georgia F. Anderson Living Trust
Jerry J. Andrew
ATNA/SJFC 1993-A
B. H. Funds, Inc.
Pamela Gray Baldwin
Susan Hess Baumann
Big Snowy Exploration Limited
Theodore Blechar
Bolack Minerals Company
Ashley & Susan Bracken
Anita Briggs
Michael E. Brown
Pamela Bruns
Burlington Resources Oil & Gas Company
Penelope H. Butler
Jeff H. Callow
Genevieve A. Candelaria
Genoveva Juanita Gomez Candelaria
John S Catron
Thomas B. Catron, II & June Ellis Catron Revocable Trust
Charter Royalty 96 Ltd.
Delfinita G. Chavez
Maria Delfinita Gomez Chavez
Shirley Ann Chouteau Trust
Pamela Ann Coats
Timothy Coburn
Conoco, Inc.
Harold Richard Cooper
W. E. Cooper
Cross Timbers Production Company
Loneta S. Curtis
Jeromy S. Davis
Walter S. Davis, III
Mary Ann Isern Deen
Jo Ann Denito
Dan Dennis
Jessie A. Dennis
J. M. Dennis Trust
Laura Dichter
Barbara Reese Dinges
Martha Dixon
T. E. Duff Trust
Duff-Leach Family Trust
Estate of Robert Norman Dumble, Jr.
Gail A. Durham

Barbara Evans
Estate of Albert E. Fagan
Manuel A. Ferran
Deah N. Folk
Frederking Trust
Vera Beebe Fridley
Trust A of Fritts Living Trust 2
Ben J. Gardner, Jr.
Shirley M. Gauldin
Gerald F. Gaustin
Corinne Miller Gay Trust
Frank B. & Mae B. Gersbach
Veva Jean Gibbard
Walter R. & Florence L. Gibson
Jose E. & Clara E. Gomez Living Trust
Juan C. Gomez, Jr.
Juan C. & Lila P. Gomez, Jr.
Quadrant Gomez, LLC
Jane C. Gordon
Virginia M. Goret
Thelma M. Graham Revocable Trust
David H. Gray
John L. Gray
Gray Revocable Living Trust
Edgar Clay Griffin, Jr.
Kevin Giger
Rosemary Warner Hall
Robin Hampton
Barbara S. Hannifin
Patrick J. Hannifin
Robert H. Hannifin
C. A. Hanson
Carloyn M. Harris
Raymond C. Harris
Virginia Oliver Hatfield
David Henderson
Catherine C. Hess
Henry Crain Hess
Farris Clark Hignett
Luara Huggins
Virginia Huggins
William O. Huggins, III
Mary Dol Ingram
Donald S. Ironside
Roderick A. Ironside
Marion Isern Trust C
Marion Isern Trust D
Edward Isern, Jr.
Joe C. & Gregorita G. Jaquez
Richard A. Jinnings
Barbara Johnson
Gary Robert Johnson
Pauline P. Johnson
James J. Johnston

V. A. Johnston Family Trust
Eula May Johnston Trust
JRP San Juan, L.P.
K & W Gas Partners, L.P.
Koch Industries, Inc.
Gloria Wynn Lankford
Nida Rae Larson
Leland Stanford University
Estate of Erin Lockhart
Andrea T. Lucero
Estate of Pattie Beamon Lundell
MAP 1992-C Partners, L.P.
Maydell Miller Mast Trust
Estate of G. T. McAlpin
Lora B. McAlpin
Charles W. McCarty Trust
Kathryn McCormick
McCormick & Company, Inc.
Estate of Carle E. McElvain
T. H. McElvain Oil & Gas Company
Katherine McIntyre
Douglas Cameron McLeod
Cynthia Gray Milani
Gail F. Moulton
Willis R. Moulton
MP San Juan, L.P.
Carroll D. Myer
Gregory E. Myer
Joan E. Myer
Nathan D. Myer
Carroll D. Myer, II
Susan Leigh Pierce Nelson
Virginia L. New
Commissioner of Public Lands - New Mexico Land Office
Ralph A. Nix Partnership
Estate of Pearl Nugent Nordan
The Nordan Trust
Estate of Mary Jane O'Shea
Myra Palmer
Tom D. Patterson
Juanita V. Peterson
Petrox Resources, Inc.
Betty Pettus
John Pettus
PGP San Juan Limited Partnership
Phillips - New Mexico Partners, L.P.
Phillips - San Juan Partners, L. P.
Phillips Petroleum Company
David A. Pierce
John B. Pierce
Perry H. Pollock
Thomas Pollock
Harry D. Porter Trust
Cathy J. Pound

Betty J. Preston Decedent's Trust
R K C, Inc.
James M. Raymond
Red River Corporation
Dirk Vanhorn Reemstma
Lance BrewsterReemstma
David Elbert Reese
Elizabeth Goodwin Reese
Catherine Gray Remenick
Genevieve A. Rinerson
Rogers-Gibbard Trust
Dorothy T. Rutter Trust
William A. Rutter Trust
Sable Energy Ltd.
San Juan 1990-, L.P.
San Juan Basin Partnership
IdaSchoser
Sharbro Oil Ltd. Company
David Walker Smith
Marjorie Fisher Smith
The Robert Smith & Patricia L. Smith Trust
Lewis A. Soens
Robert P. Soens
I. H. Stewart
E. Hunter Stone, II Trust
Tipperary Oil & Gas Corp
Melody Giger Toohey
G. Eleanor Trujillo
Joe P. Trujillo
Robert Umbach
Union Oil Company of California
United States Department of Interior - MMS
Vastar Resources, Inc.
Vaughn-McElvain Energy, Inc.
Ascencion T. Walker
Gregory E. Wall
John A. Wall
San G. Wall, III
Rebecca A. Reese Ward
Gladys Watford Trust
Priscilla H. Watson
Archie Westfall
Bessie L. Whelan Trust
Carolynn Clark Wiggin
Margaret H. Wigocki
Wilco Properties, Inc.
Williams Production Company
L. Doris Williams Trust
The Wiser Company
Estate of Lottie Plummer Wooley
Estate of Lillie M. Yates