

**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:**

**CASE NO. 14815
ORDER NO. R-13562**

**APPLICATION OF COG OPERATING, LLC FOR A NON-STANDARD OIL
SPACING AND PRORATION UNIT AND COMPULSORY POOLING, EDDY
COUNTY, NEW MEXICO.**

ORDER OF THE DIVISION

BY THE DIVISION:

This case came on for hearing at 8:15 a.m. on April 26, 2012, at Santa Fe, New Mexico, before Examiner Richard I. Ezeanyim.

NOW, on this 7th day of June, 2012, the Division Director, having considered the testimony, the record and the recommendations of the Examiner,

FINDS THAT:

(1) Due public notice has been given, and the Division has jurisdiction of this case and of the subject matter.

(2) COG Operating, LLC ("COG" or "Applicant"), seeks approval of a non-standard, 120-acre oil spacing and proration unit and project area ("the Unit") in the Yeso formation, the Fren-Glorieta-Yeso Pool (26770), consisting of the NW/4 NE/4 and the N/2 NW/4 of Section 16, Township 17 South, Range 31 East, NMPM, in Eddy County, New Mexico. Applicant further seeks an order pooling all uncommitted interests in the Unit.

(3) The Unit is to be dedicated to Applicant's Burkett 16 State Well No. 15H ("the proposed well"), a horizontal well to be drilled from a surface location 330 feet from the North line and 1470 feet from the East line (Unit B) to a bottomhole location 330 feet from the North line and 330 feet from the West line (Unit D), and to its Burkett 16 State Well No. 16H to be drilled horizontally from a surface location 990 feet from the North line and 1470 feet from the East line (Unit B) to a bottomhole location 990 feet from the North line and 330 feet from the West line (Unit D) of Section 16, to a depth

sufficient to test the Yeso formation. The completed intervals for both wells will be entirely within all applicable setbacks from the outer boundaries of the NW/4 NE/4 and the N/2 NW/4 of Section 16.

(4) The Applicant further requests that the Division issue a single order for both wells providing for separate elections for each well.

(5) The spacing in the Fren-Glorieta-Yeso Pool is governed by the Special Rules in Order No. R-13882-E which was recently amended by Order No. R-13382-F, which provide for standard 40-acre oil units, each comprising a governmental quarter-quarter section, with oil wells to be located at least 330 feet from unit outer boundaries. The Unit consists of three adjacent quarter-quarter sections.

(6) Applicant appeared at the hearing through counsel and presented the following testimony.

- (a) this area is suitable for development by horizontal drilling;
- (b) all quarter-quarter sections to be included in the Unit are expected to be productive of oil in the Yeso formation, so that formation of the Unit as requested will not impair correlative rights.
- (c) the geology in the area suggests that drilling in the E-W or W-E direction will allow COG to strike the most productive zones of the Yeso formation.

(7) Apache and Chisos appeared at the hearing through counsel and presented no witnesses. The counsel cross-examined COG's witnesses.

(8) At the hearing, Chisos counsel informed the Division that Chisos has decided to participate in the drilling of the wells, and therefore should be dismissed as a party being pooled.

(9) No other party appeared at the hearing or otherwise opposed the granting of this application.

The Division concludes that:

(10) Two or more separately owned tracts are embraced within the Unit, and/or there are royalty interests and/or undivided interests in oil and gas minerals in one or more tracts included in the Unit that are separately owned.

(11) Applicant is an owner of an oil and gas working interest within the Unit. Applicant has the right to drill and proposes to drill the proposed wells to a common source of supply within the Unit at the proposed locations.

(12) There are interest owners in the Unit that have not agreed to pool their interests. There are no un-locatable interest owners and no title disputes.

(13) To avoid the drilling of unnecessary wells, protect correlative rights, prevent waste and afford to the owner of each interest in the Unit the opportunity to recover or receive without unnecessary expense its just and fair share of hydrocarbons, this application should be approved by pooling all uncommitted interests, whatever they may be, in the oil and gas within the Unit.

(14) COG Operating, LLC should be designated the operator of the proposed wells and of the Unit.

(15) Any pooled working interest owner who does not pay its share of estimated well costs should have withheld from production its share of reasonable well costs plus an additional 200% thereof as a reasonable charge for the risk involved in drilling the well.

(16) Reasonable charges for supervision (combined fixed rates) should be fixed at \$6,000 per month while drilling and \$600 per month while producing, provided that these rates should be adjusted annually pursuant to Section III.1.A.3. of the COPAS form titled "*Accounting Procedure-Joint Operations*."

IT IS THEREFORE ORDERED THAT:

(1) A non-standard 120-acre oil spacing and proration unit and project area ("the Unit") is hereby established in the Yeso formation, the Fren-Glorieta-Yeso Pool (26770), consisting of the NW/4 NE/4 and the N/2 NW/4 of Section 16, Township 17 South, Range 31 East, NMPM, in Eddy County, New Mexico.

(2) Pursuant to the application of COG Operating, LLC, all uncommitted interests, whatever they may be, in the oil and gas in the Unit, are hereby pooled. However, Chisos Ltd. having indicated at the hearing its intention to participate in the drilling of the wells is hereby dismissed as a pooled party in this case.

(3) The Unit shall be dedicated to Applicant's Burkett 16 State Well No. 15H ("the proposed well"), a horizontal well to be drilled from a surface location 330 feet from the North line and 1470 feet from the East line (Unit B) to a bottomhole location 330 feet from the North line and 330 feet from the West line (Unit D), and to its Burkett 16 State Well No. 16H to be drilled horizontally from a surface location 990 feet from the North line and 1470 feet from the East line (Unit B) to a bottomhole location 990 feet from the North line and 330 feet from the West line (Unit D) of Section 16, to a depth sufficient to test the Yeso formation. The completed intervals for both wells will be entirely within all applicable setbacks from the outer boundaries of the NW/4 NE/4 and the N/2 NW/4 of Section 16.

(4) The Applicant's request for separate elections for each well is hereby granted.

(5) The operator of the Unit shall commence drilling at least one of the proposed wells on or before June 30, 2013, and shall thereafter continue drilling the well with due diligence to test the Yeso formation.

(6) In the event the operator does not commence drilling at least one of the proposed wells on or before June 30, 2013, Ordering Paragraphs (1) and (2) shall be of no effect, unless the operator obtains a time extension from the Division Director for good cause demonstrated by satisfactory evidence.

(7) Should one of the proposed wells not be drilled and completed within 120 days after commencement thereof, then Ordering Paragraphs (1) and (2) shall be of no further effect, and the unit and project area created by this order shall terminate, unless the operator appears before the Division Director and obtains an extension of the time for completion of the proposed well for good cause shown by satisfactory evidence. If the proposed well is not completed in all of the quarter-quarter sections included in the proposed unit within 120 days after commencement of drilling, then the operator shall apply to the Division for an amendment to this Order to contract the Unit so that it includes only those quarter-quarter sections in which the well is completed.

(8) Upon final plugging and abandonment of the proposed wells and any other well drilled on the Unit pursuant to Division Rule 19.15.13.9 NMAC, the pooled unit created by this Order shall terminate, unless this order has been amended to authorize further operations.

(9) COG Operating, LLC (**OGRID 229137**) is hereby designated the operator of the well and of the Unit.

(10) After pooling, uncommitted working interest owners are referred to as pooled working interest owners. ("Pooled working interest owners" are owners of working interests in the Unit, including unleased mineral interests, who are not parties to an operating agreement governing the Unit.) After the effective date of this order, the operator shall furnish the Division and each known pooled working interest owner in the Unit an itemized schedule of estimated costs of drilling, completing and equipping the proposed well ("well costs"). A separate schedule of estimated well costs shall be furnished for each well.

(11) Within 30 days from the date the schedule of estimated well costs is furnished for either well, any pooled working interest owner shall have the right to pay its share of estimated well costs for that well to the operator in lieu of paying its share of reasonable well costs out of production as hereinafter provided, and any such owner who pays its share of estimated well costs as provided above shall remain liable for operating costs but shall not be liable for risk charges. Pooled working interest owners who elect

not to pay their share of estimated well costs as provided in this paragraph for either well shall thereafter be referred to as "non-consenting working interest owners" as to that well.

(12) The operator shall furnish the Division and each known pooled working interest owner (including non-consenting working interest owners) an itemized schedule of actual well costs within 90 days following completion of each proposed well. If no objection to the actual well costs is received by the Division, and the Division has not objected, within 45 days following receipt of the schedule, the actual well costs shall be deemed to be the reasonable well costs. If there is an objection to actual well costs within the 45-day period, the Division will determine reasonable well costs after public notice and hearing.

(13) Within 60 days following determination of reasonable well costs for each proposed well, any pooled working interest owner who has paid its share of estimated costs for such well in advance as provided above shall pay to the operator its share of the amount that reasonable well costs exceed estimated well costs and shall receive from the operator the amount, if any, that the estimated well costs it has paid exceed its share of reasonable well costs.

(14) The operator is hereby authorized to withhold the following costs and charges from production:

- (a) the proportionate share of reasonable well costs attributable to each non-consenting working interest owner; and
- (b) as a charge for the risk involved in drilling the well, 200% of the above costs.

(15) The operator shall distribute the costs and charges withheld from production, proportionately, to the parties who advanced the well costs.

(16) Reasonable charges for supervision (combined fixed rates) are hereby fixed at \$6000 per month per well while drilling and \$600 per month per well while producing, provided that these rates shall be adjusted annually pursuant to Section III.1.A.3. of the COPAS form titled "*Accounting Procedure-Joint Operations.*" The operator is authorized to withhold from production the proportionate share of both the supervision charges and the actual expenditures required for operating the well, not in excess of what are reasonable, attributable to pooled working interest owners.

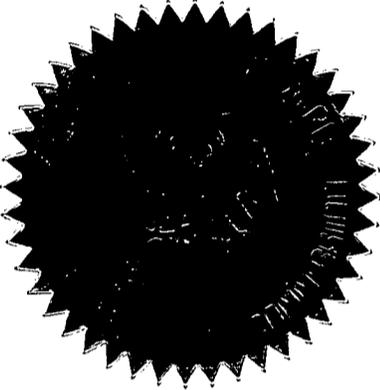
(17) Any unleased mineral interest shall be considered a seven-eighths (7/8) working interest and a one-eighth (1/8) royalty interest for the purpose of allocating costs and charges under this order. Any well costs or charges that are to be paid out of production shall be withheld only from the working interests' share of production, and no costs or charges shall be withheld from production attributable to royalty interests.

(18) Should all the parties to this compulsory pooling order reach voluntary agreement subsequent to entry of this order, this order shall thereafter be of no further effect.

(19) The operator of the wells and Unit shall notify the Division in writing of the subsequent voluntary agreement of all parties subject to the compulsory pooling provisions of this order.

(20) Jurisdiction of this case is retained for the entry of such further orders as the Division may deem necessary.

DONE at Santa Fe, New Mexico, on the day and year hereinabove designated.



SEAL

STATE OF NEW MEXICO
OIL CONSERVATION DIVISION

JAMI BAILEY
Director