

BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA

CASE NO. 11787
ORDER NO. 13953

IN THE MATTER OF A HEARING CALLED ON
A MOTION OF THE COMMISSION TO
CONSIDER THE APPLICATION OF BAYTEX
ENERGY USA LTD. FOR AN ORDER
PURSUANT TO NDAC § 43-02-03-88.1 POOLING
ALL INTERESTS IN A SPACING UNIT
DESCRIBED AS SECTION 24, T.163N., R.99W.,
AMBROSE-BAKKEN POOL, DIVIDE COUNTY,
ND; AUTHORIZING THE RECOVERY FROM
EACH NONPARTICIPATING OWNER A RISK
PENALTY AS PROVIDED BY NDCC § 38-08-08
AND SUCH OTHER RELIEF AS IS
APPROPRIATE.

ORDER OF THE COMMISSION

THE COMMISSION FINDS:

- (1) This cause came on for hearing at 9:00 a.m. on the 19th day of November, 2009.
- (2) Counsel for applicant requests that this case be dismissed without prejudice.

IT IS THEREFORE ORDERED:

- (1) This case is dismissed without prejudice.

Dated this 4th day of January, 2010.

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA

By the Director, on behalf of the Commission

/s/ Lynn D. Helms, Director

SFN 5729

STATE OF NORTH DAKOTA

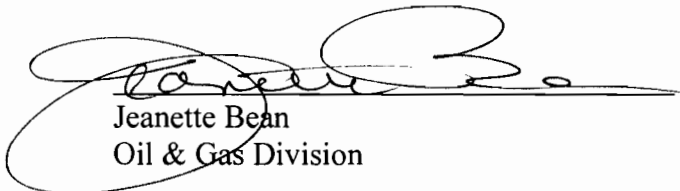
AFFIDAVIT OF MAILING

COUNTY OF BURLEIGH

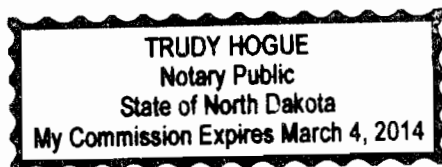
I, Jeanette Bean, being duly sworn upon oath, depose and say: That on the 26th day of January, 2010 enclosed in separate envelopes true and correct copies of the attached Order No. 13953 of the North Dakota Industrial Commission, and deposited the same with the United States Postal Service in Bismarck, North Dakota, with postage thereon fully paid, directed to the following persons by the Industrial Commission in Case No. 11787 :

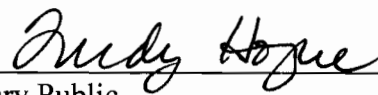
LAWRENCE BENDER
FREDRICKSON & BYRON
PO BOX 1855
BISMARCK ND 58502-1855

LEE ZINK
BAYTEX ENERGY USA LTD
600 17TH ST STE 1900 S
DENVER CO 80202


Jeanette Bean
Oil & Gas Division

On this 26th day of January, 2010 before me personally appeared Jeanette Bean to me known as the person described in and who executed the foregoing instrument and acknowledged that she executed the same as her free act and deed.




Notary Public
State of North Dakota, County of Burleigh

Fredrikson

& BYRON, P.A.

November 12, 2009



Mr. Bruce Hicks
Assistant Director
North Dakota Industrial Commission
Oil and Gas Division
600 East Boulevard
Bismarck, North Dakota 58505-0310

RE: CASE NO. 11787
BAYTEX ENERGY USA LTD.

Dear Mr. Hicks:

Please find enclosed herewith for filing a NOTICE OF DISMISSAL OF BAYTEX ENERGY USA LTD. in the captioned matter.

Thank you for your attention to this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "LB", written over the word "Sincerely,".

LAWRENCE BENDER

LB/mk

Enclosure

cc: Ms. Karlene Fine - (w/enc.)
Mr. Lynn Helms - (w/enc.)
Mr. Todd Sattler - (w/enc.)
Mr. Lee Zink - (w/enc.) *Via Email*

4648930_1.DOC

Attorneys & Advisors
main 701.221.4020
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Fredrikson & Byron, P.A.
200 North Third Street, Suite 150
Bismarck, North Dakota
58501-3879

BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA



Case No. 11787

Application of Baytex Energy USA Ltd. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Section 24, T.163N., R.99W., Ambrose-Bakken Pool, Divide County, ND; authorizing the recovery from each nonparticipating owner a risk penalty as provided by NDCC § 38-08-08 and such other relief as is appropriate.

NOTICE OF DISMISSAL OF BAYTEX ENERGY USA LTD.

PLEASE TAKE NOTICE that on Thursday, November 19, 2009, Baytex Energy USA Ltd. will respectfully request that the above-captioned matter be dismissed without prejudice.

DATED this 16th day of November, 2009.

Fredrikson & Byrson, P.A.

A large, stylized handwritten signature in black ink, appearing to read "Lawrence Bender".

By

LAWRENCE BENDER, ND Bar #03908
Attorneys for Applicant, Continental Resources, Inc.
200 North 3rd Street, Suite 150
P. O. Box 1855
Bismarck, ND 58502-1855
(701) 221-4020

Fredrikson

& BYRON, P.A.

November 2, 2009



Mr. Bruce Hicks
Assistant Director
North Dakota Industrial Commission
Oil and Gas Division
600 East Boulevard
Bismarck, North Dakota 58505-0310

**RE: CASE NO. 11787
BAYTEX ENERGY USA LTD.**

Dear Mr. Hicks:

Please find enclosed herewith for filing an AFFIDAVIT OF SERVICE BY MAIL for the captioned matter.

Should you have any questions, please advise.

Sincerely,

A large, bold, handwritten signature in black ink, appearing to read "L. Bender".

LAWRENCE BENDER

LB/mk

Enclosure

cc: Ms. Karlene Fine - (w/enc.)
Mr. Lynn Helms - (w/enc.)
Mr. Todd Sattler - (w/enc.)
Mr. Timothy R. Morris - (w/enc.) *Via Email*
Mr. Lee Zink - (w/enc.) *Via Email*

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200 North Third Street, Suite 150
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58501-3879

**BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA**

CASE NO. 11787

Application of Baytex Energy USA Ltd. for an order pursuant to Section 43-02-03-88.1 of the N.D. Admin. Code pooling all interests in a spacing unit described as Section 24, Township 163 North, Range 99 West, Ambrose-Bakken Pool, Divide County, North Dakota; authorizing the recovery from each nonparticipating owner a risk penalty as provided by Section 38-08-08 of the N.D.C.C. and such other and further relief.



AFFIDAVIT OF SERVICE BY MAIL

STATE OF NORTH DAKOTA)
) ss.
COUNTY OF BURLEIGH)

Deodar Eisenbraun, being first duly sworn, deposes and says that on the 30th day of October, 2009, she served the attached:

Application of Baytex Energy USA Ltd. and Notice of Hearing

by placing a true and correct copy thereof in an envelope addressed as follows:

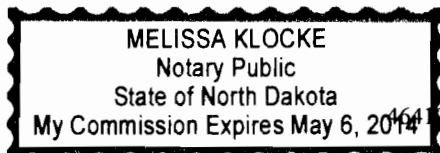
See attached Exhibit A

and depositing the same, with postage prepaid, certified mail, return receipt requested, in the United States mail at Bismarck, North Dakota.

Deodar Eisenbraun

Subscribed and sworn to before me this 30th day of October, 2009.

Notary Public
My Commission expires:



1641911_1.DOC

Sempra Energy Production Company
Unknown

Robert Douglas Maritan and Kim Maritan
c/o Daily & Woods, Attorneys at Law
3538 North Highway 112, Suite 2
Fayetteville, AR 72704

Benjamin J. Larson
PO Box 821
Bismarck, ND 58502

Clark James Crawford
1930 Riverwood Drive
Bismarck, ND 58504

Rainbow Energy Marketing Corporation
919 South 7th Street
Suite 405
Bismarck, ND 58504

Northern Energy Corporation
PO Box 2283
Bismarck, ND 58502

Landmark Oil & Gas, LLC
PO Box 1881
Dickinson, ND 58602

Missouri River Royalty Corporation
919 South 7th Street
Suite 405
Bismarck, ND 58504

EXHIBIT A

Fredrikson

& BYRON, P.A.

October 19, 2009



Mr. Bruce Hicks
Assistant Director
North Dakota Industrial Commission
Oil and Gas Division
600 East Boulevard
Bismarck, North Dakota 58505-0310

**RE: APPLICATION OF BAYTEX
ENERGY USA LTD.
Section 24, Township 163 North,
Range 99 West, Divide County, ND**

Dear Mr. Hicks:

Please find enclosed herewith for filing an APPLICATION OF BAYTEX ENERGY USA LTD and NOTICE OF HEARING as described above.

As you will note, pursuant to N.D. Admin. Code § 43-02-03-88.2, Baytex requests that its witnesses be allowed to participate at the hearing by telephonic means.

Should you have any questions, please advise.

Sincerely,


LAWRENCE BENDER

LB/leo

Enclosure

cc: Ms. Karlene Fine - (w/enc.)
Mr. Lynn Helms - (w/enc.)
Mr. Todd Sattler - (w/enc.)
Mr. Tim Morris - (w/enc.)
Mr. Lee Zink - (w/enc.)

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58501-3879

CASE NO. 11787

A circular stamp with a date and a signature. The date "OCT 2009" is stamped in the center. Below the date, the text "RECEIVED" and "NEW YORK GAS DIVISION" is stamped. The outer ring of the stamp contains a sequence of numbers: 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 12, 34, 56, 78, 91, 101, 112, 121, 131, 141, 151, 161, 171, 181, 191, 201, 211, 221, 231, 241, 251, 261, 271, 281, 291, 301, 311, 321, 331, 341, 351, 361, 371, 381, 391, 401, 411, 421, 431, 441, 451, 461, 471, 481, 491, 501, 511, 521, 531, 541, 551, 561, 571, 581, 591, 601, 611, 621, 631, 641, 651, 661, 671, 681, 691, 701, 711, 721, 731, 741, 751, 761, 771, 781, 791, 801, 811, 821, 831, 841, 851, 861, 871, 881, 891, 901, 911, 921, 931, 941, 951, 961, 971, 981, 991, 1001, 1011, 1021, 1031, 1041, 1051, 1061, 1071, 1081, 1091, 1101, 1111, 1121, 1131, 1141, 1151, 1161, 1171, 1181, 1191, 1201, 1211, 1221, 1231, 1241, 1251, 1261, 1271, 1281, 1291, 1301, 1311, 1321, 1331, 1341, 1351, 1361, 1371, 1381, 1391, 1401, 1411, 1421, 1431, 1441, 1451, 1461, 1471, 1481, 1491, 1501, 1511, 1521, 1531, 1541, 1551, 1561, 1571, 1581, 1591, 1601, 1611, 1621, 1631, 1641, 1651, 1661, 1671, 1681, 1691, 1701, 1711, 1721, 1731, 1741, 1751, 1761, 1771, 1781, 1791, 1801, 1811, 1821, 1831, 1841, 1851, 1861, 1871, 1881, 1891, 1901, 1911, 1921, 1931, 1941, 1951, 1961, 1971, 1981, 1991, 2001, 2011, 2021, 2031, 2041, 2051, 2061, 2071, 2081, 2091, 2101, 2111, 2121, 2131, 2141, 2151, 2161, 2171, 2181, 2191, 2201, 2211, 2221, 2231, 2241, 2251, 2261, 2271, 2281, 2291, 2301, 2311, 2321, 2331, 2341, 2351, 2361, 2371, 2381, 2391, 2401, 2411, 2421, 2431, 2441, 2451, 2461, 2471, 2481, 2491, 2501, 2511, 2521, 2531, 2541, 2551, 2561, 2571, 2581, 2591, 2601, 2611, 2621, 2631, 2641, 2651, 2661, 2671, 2681, 2691, 2701, 2711, 2721, 2731, 2741, 2751, 2761, 2771, 2781, 2791, 2801, 2811, 2821, 2831, 2841, 2851, 2861, 2871, 2881, 2891, 2901, 2911, 2921, 2931, 2941, 2951, 2961, 2971, 2981, 2991, 3001, 3011, 3021, 3031, 3041, 3051, 3061, 3071, 3081, 3091, 3101, 3111, 3121, 3131, 3141, 3151, 3161, 3171, 3181, 3191, 3201, 3211, 3221, 3231, 3241, 3251, 3261, 3271, 3281, 3291, 3301, 3311, 3321, 3331, 3341, 3351, 3361, 3371, 3381, 3391, 3401, 3411, 3421, 3431, 3441, 3451, 3461, 3471, 3481, 3491, 3501, 3511, 3521, 3531, 3541, 3551, 3561, 3571, 3581, 3591, 3601, 3611, 3621, 3631, 3641, 3651, 3661, 3671, 3681, 3691, 3701, 3711, 3721, 3731, 3741, 3751, 3761, 3771, 3781, 3791, 3801, 3811, 3821, 3831, 3841, 3851, 3861, 3871, 3881, 3891, 3901, 3911, 3921, 3931, 3941, 3951, 3961, 3971, 3981, 3991, 4001, 4011, 4021, 4031, 4041, 4051, 4061, 4071, 4081, 4091, 4101, 4111, 4121, 4131, 4141, 4151, 4161, 4171, 4181, 4191, 4201, 4211, 4221, 4231, 4241, 4251, 4261, 4271, 4281, 4291, 4301, 4311, 4321, 4331, 4341, 4351, 4361, 4371, 4381, 4391, 4401, 4411, 4421, 4431, 4441, 4451, 4461, 4471, 4481, 4491, 4501, 4511, 4521, 4531, 4541, 4551, 4561, 4571, 4581, 4591, 4601, 4611, 4621, 4631, 4641, 4651, 4661, 4671, 4681, 4691, 4701, 4711, 4721, 4731, 4741, 4751, 4761, 4771, 4781, 4791, 4801, 4811, 4821, 4831, 4841, 4851, 4861, 4871, 4881, 4891, 4901, 4911, 4921, 4931, 4941, 4951, 4961, 4971, 4981, 4991, 5001, 5011, 5021, 5031, 5041, 5051, 5061, 5071, 5081, 5091, 5101, 5111, 5121, 5131, 5141, 5151, 5161, 5171, 5181, 5191, 5201, 5211, 5221, 5231, 5241, 5251, 5261, 5271, 5281, 5291, 5301, 5311, 5321, 5331, 5341, 5351, 5361, 5371, 5381, 5391, 5401, 5411, 5421, 5431, 5441, 5451, 5461, 5471, 5481, 5491, 5501, 5511, 5521, 5531, 5541, 5551, 5561, 5571, 5581, 5591, 5601, 5611, 5621, 5631, 5641, 5651, 5661, 5671, 5681, 5691, 5701, 5711, 5721, 5731, 5741, 5751, 5761, 5771, 5781, 5791, 5801, 5811, 5821, 5831, 5841, 5851, 5861, 5871, 5881, 5891, 5901, 5911, 5921, 5931, 5941, 5951, 5961, 5971, 5981, 5991, 6001, 6011, 6021, 6031, 6041, 6051, 6061, 6071, 6081, 6091, 6101, 6111, 6121, 6131, 6141, 6151, 6161, 6171, 6181, 6191, 6201, 6211, 6221, 6231, 6241, 6251, 6261, 6271, 6281, 6291, 6301, 6311, 6321, 6331, 6341, 6351, 6361, 6371, 6381, 6391, 6401, 6411, 6421, 6431, 6441, 6451, 6461, 6471, 6481, 6491, 6501, 6511, 6521, 6531, 6541, 6551, 6561, 6571, 6581, 6591, 6601, 6611, 6621, 6631, 6641, 6651, 6661, 6671, 6681, 6691, 6701, 6711, 6721

Baytex Energy USA Ltd. ("Baytex"), for its application to the North Dakota Industrial Commission ("Commission"), respectfully states as follows:

That Baytex is an owner of an interest in the oil and gas leasehold estate in Section 24, Township 163 North, Range 99 West, Divide County, North Dakota ("Section 24").

That there are separately owned tracts or interests in mineral estate and/or leasehold estate in Section 24.

That a voluntary pooling of Section 24 has not been accomplished.

That all of Section 24 has been designated as a spacing unit in the Ambrose-Bakken Pool.

5.

That Section 38-08-08(1) of the North Dakota Century Code provides that when two or more separately owned tracts are embraced within a spacing unit, or when there are separately owned interests in all or a part of a spacing unit, and in the absence of a voluntary pooling, the Commission upon the application of any interested person shall enter an order pooling all interests in the spacing unit for the development and operations thereof.

7.

That it is anticipated that certain owners of interests in and under Section 24 may have elected not to participate in drilling and completion operations.

8.

That Section 38-08-08(3) of the North Dakota Century Code provides that if an owner of an interest in a spacing unit elects not to participate in the risk and cost of drilling a well, the owner paying for the nonparticipating owner's share of the drilling and operation of a well may recover from the nonparticipating owner a risk penalty involved in drilling the well.

9.

That Baytex therefore requests that the Commission enter its order pursuant to Section 43-02-03-88.1 of the North Dakota Administrative Code pooling all interests in a spacing unit for Section 24, Township 163 North, Range 99 West, Ambrose-Bakken Pool, Divide County, North Dakota; authorizing the recovery from each nonparticipating owner a risk penalty as provided by Section 38-08-08 of the North Dakota Century Code and such other and further relief as the Commission deems appropriate.

WHEREFORE, Baytex requests the following:

**BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA**

CASE NO. _____

Application of Baytex Energy USA Ltd. for an order pursuant to Section 43-02-03-88.1 of the N.D. Admin. Code pooling all interests in a spacing unit described as Section 24, Township 163 North, Range 99 West, Ambrose-Bakken Pool, Divide County, North Dakota; authorizing the recovery from each nonparticipating owner a risk penalty as provided by Section 38-08-08 of the N.D.C.C. and such other and further relief.



NOTICE OF HEARING

PLEASE TAKE NOTICE that Baytex Energy USA Ltd. filed the above-referenced application with the North Dakota Industrial Commission.

A hearing will be held at the November 2009 hearings of the Commission, at the Department of Mineral Resources Conference Room, Oil and Gas Division, 1016 East Calgary Avenue, Bismarck, North Dakota, to consider the request of Baytex Energy USA Ltd.

As noted in the attached application, the applicant is requesting the authority to impose a risk penalty against any nonparticipating owner electing not to participate in the drilling of the contemplated well. Any nonparticipating owner may object to the risk penalty by responding in opposition to the application.

DATED this 19th day of October, 2009.

FRIEDRICKSON & BYRON, P.A.

By 

LAWRENCE BENDER, ND Bar #03908

Attorneys for Applicant

Baytex Energy USA Ltd.

200 North 3rd Street, Suite 150

Post Office Box 1855

Bismarck, North Dakota 58502-1855

Ph: (701) 221-4020

**NOTICE OF HEARING
N.D. INDUSTRIAL COMMISSION
OIL AND GAS DIVISION**

The North Dakota Industrial Commission will hold a public hearing at 9:00 a.m. Thursday, November 19, 2009, at the N.D. Oil & Gas Division, 1016 East Calgary Ave., Bismarck, N.D. At the hearing the Commission will receive testimony and exhibits. Persons with any interest in the cases listed below, take notice.

PERSONS WITH DISABILITIES: If at the hearing you need special facilities or assistance, contact the Oil and Gas Division at 701-328-8038 by Friday, November 06, 2009.

STATE OF NORTH DAKOTA
TO: Case No. 11787: Application of Baytex Energy USA Ltd. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Section 24, T.163N., R.99W., Ambrose-Bakken Pool, Divide County, ND; authorizing the recovery from each nonparticipating owner a risk penalty as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 11788: Application of Baytex Energy USA Ltd. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Section 15, T.161N., R.98W., Whiteaker-Bakken Pool, Divide County, ND; authorizing the recovery from each nonparticipating owner a risk penalty as provided by NDCC § 38-08-

08 and such other relief as is appropriate.

Case No. 11578: (Continued)
Proper spacing for the development of the Burg-Stonewall Pool, Divide County, ND, redefine the field limits, and enact such special field rules as may be necessary. Newfield Prod. Co.

Case No. 11691: (Continued)
Temporary spacing to develop an oil and/or gas pool discovered by the Newfield Production Co., #1-31H Trigger, NENE, Section 31, T.160N., R.102W., Divide County, ND, define the field limits, and enact such special field rules as may be necessary.

Signed by,
John Hoeven, Governor
Chairman, ND Industrial Commission

10-28

Affidavit of Publication

State of North Dakota, County of Divide, ss:

I, Steven J. Andrist, being first duly sworn, on my oath, say that I am the publisher of The Journal, a weekly newspaper of general circulation and official newspaper of Divide County, State of North Dakota, published in the city of Crosby, ND, and that the advertisement headed

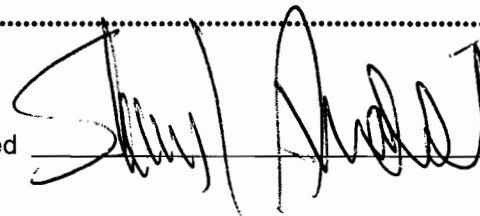
**NOTICE OF HEARING
N.D. INDUSTRIAL COMMISSION
OILAND GAS DIVISION**

a printed copy of which is here attached, was published in The Journal on the following dates:

October 28, 2009.....68 lines @ .59 = 40.12

TOTAL CHARGE.....\$40.12

Signed



Steven J. Andrist, Publisher

Subscribed and sworn to before me October 28, 2009



Vonni L. Anderson
Notary Public, State of North Dakota
My Commission Expires August 2, 2011

establish three 1280-acre spacing units comprised of Sections 26 and 35; Sections 27 and 34; and Sections 28 and 33, T.155N., R.103W., Williams County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

Case No. 11786: Application of Credo Petroleum Corp. for an order extending the field boundaries and amending the field rules for the Spotted Horn-Bakken Pool, to create and establish a 1280-acre spacing unit comprised of Sections 12 and 13, T.149N., R.95W., McKenzie County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

Case No. 11787: Application of Baytex Energy USA Ltd. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Section 24, T.163N., R.99W., Ambrose-Bakken Pool, Divide County, ND; authorizing the recovery from each nonparticipating owner a risk penalty as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 11788: Application of Baytex Energy USA Ltd. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Section 15, T.161N., R.98W., Whiteaker-Bakken Pool, Divide County, ND; authorizing the recovery from each nonparticipating owner a risk penalty as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 11789: Application of Continental Resources, Inc. for an order amending the field rules for the Chimney Butte and Jim Creek-Bakken Pools for two 1280-acre spacing units comprised of Sections 6 and 7; and Sections 18 and 19, T.146N., R.95W., Dunn County, ND, authorizing as increase density wells the drilling of up to four additional horizontal wells from the same pad within said spacing units and also eliminating the minimum setbacks from the north and south boundary lines of both 1280-acre spacing units, eliminating any tool error setback requirements, and such other relief as is appropriate.

Case No. 11790: Application of Continental Resources, Inc. for an order amending the field rules for the Oakdale-Bakken Pool for two 1280-acre spacing units comprised of Section 2, T.146N., R.96W., and Section 35, T.147N., R.96W., and Sections 23 and 26, T.147N., R.96W., Dunn County, ND, authorizing as increase density wells the drilling of up to four additional horizontal wells from the same pad within said spacing units and also eliminating the minimum setbacks from the north and south boundary lines of both 1280-acre spacing units, eliminating any tool error setback requirements, and such other relief as is appropriate.

Case No. 11791: Application of Continental Resources, Inc. for an order amending the field rules for the Cedar Coulee and Rattlesnake Point-Bakken Pools for two 1280-acre spacing units comprised of Section 4, T.146N., R.96W., and Section 33, T.147N., R.96W., and Sections 21 and 28, T.147N., R.96W., Dunn County, ND, authorizing as increase density wells the drilling of up to four additional horizontal wells from the same pad within said spacing units and also eliminating the minimum setbacks from the north and south boundary lines of both 1280-acre spacing units, eliminating any tool error setback requirements, and such other relief as is appropriate.

Case No. 11792: Application of Continental Resources, Inc. for an order extending the field boundaries and amending the field rules for the North Tioga-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 25 and 36, T.159N., R.95W., Williams County, ND, authorizing the drilling of one horizontal well on said spacing unit, or in the alternative establishing temporary spacing for the Battlevue-Bakken Pool, and such other relief as is appropriate.

Case No. 11793: Application of Continental Resources, Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 25 and 36, T.159N., R.95W., North Tioga or Battlevue-Bakken Pool, Williams County, ND; authorizing the recovery from each nonparticipating owner a risk penalty as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 11794: Application of Continental Resources, Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit for the Charlie Bob Creek #1-25H, Section 25, T.146N., R.98W., Ranch Coulee-Bakken Pool, McKenzie County, ND; authorizing the recovery from each nonparticipating owner a risk penalty as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 11432: (Continued) Application of Continental Resources, Inc. for an order allowing the production from the following wells: Jorgensen #21-4 NH, NENW, Section 4; Jorgensen #21-4 SH, NENW, Section 4; Beulah #21-5NH, NENW, Section 5; Beulah #21-5 SH, NENW, Section 5; Holecsek #12-17NH, SWNW, Section 17, all in T.129N., R.104W.; Marsha #34-34NH, SWSE, Section 34; Marsha #34-34SH, NWSE, Section 34; Graham #43-35SH, NESE, Section 35, all in T.130N., R.104W., Bowman County, ND; Medicine Pole Hills West-Red River Unit and/or Medicine Pole Hills South-Red River "B" Unit, to be produced into the Beulah Central Tank Battery or Production Facility located in Section 4, T.129N., R.104W., Bowman County, ND, as an exception to the provisions of NDAC §§ 43-02-03-48 and 43-02-03-48.1 and such other relief as is appropriate.

Case No. 11795: Application of Ballantyne Oil for an order authorizing the completion and production of the Tolley #8-9H well in the E/2 of Section 9, T.161N., R.86W., Renville County, ND, as an exception to any field rules for the Tolley-Madison Pool or the provisions of NDAC § 43-02-03-18 and such other relief as is appropriate.

Case No. 11796: Application of Tracker Resource Development II, LLC for an order amending the field rules for the Big Gulch-Bakken Pool to create a 640-acre spacing unit comprised of Section 12, T.147N., R.97W., Dunn County, ND, authorizing the drilling of a horizontal well within said spacing unit not less than 500 feet to the boundary of said spacing unit and such other relief as is appropriate.

Case No. 11797: Application of Peak ND, LLC for an order extending the field boundaries and amending the field rules for the Mandaree-Bakken Pool to create and establish ten 640-acre spacing units comprised of Sections 3, 4, 7, 10, 11, 21, and 29, T.149N., R.93W., Dunn County; Sections 12, 23, and 24, T.149N., R.94W., McKenzie County; and one 320-acre spacing unit comprised of the W/2 of Section 13, T.149N., R.94W., McKenzie County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

Case No. 11798: Application of Peak ND, LLC for an order extending the field boundaries and amending the field rules for the Heart Butte-Bakken Pool to create and establish fifteen 640-acre spacing units comprised of Section 7, T.148N., R.91W.; Sections 12, 22, 23, and 26, T.148N., R.92W.; Sections 2, 13, 14, 15, 22, and 23, T.148N., R.93W.; and Sections 26, 34, 35, and 36, T.149N., R.93W.; and one 1280-acre spacing unit comprised of Sections 19 and 20, T.148N., R.92W., Dunn County, ND, authorizing the drilling of one horizontal well on each spacing unit and/or such other and further relief as is appropriate.

Case No. 11799: Application of Peak ND, LLC for an order extending the field boundaries and amending the field rules for the Spotted Horn-Bakken Pool to create and establish two 640-acre spacing units comprised of Section 1 and Section 12,

T.150N., R.95W., McKenzie County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

Case No. 11800: Application of Peak ND, LLC for an order extending the field boundaries and amending the field rules for the Eagle Nest-Bakken Pool to create and establish two 640-acre spacing units comprised of Sections 33 and 34, T.149N., R.94W., McKenzie County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

Case No. 11801: Application of Peak ND, LLC for an order extending the field boundaries and amending the field rules for the Antelope-Bakken Pool to create and establish six 640-acre spacing units comprised of Section 6 and Section 8, T.150N., R.94W., and Sections 5, 21, 30, and 32, T.151N., R.94W.; and one 320-acre spacing unit comprised of the E/2 of Section 20, T.151N., R.94W., McKenzie County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

Case No. 11802: Application of Peak ND, LLC for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Woman Creek #4-11H, NWNW, Section 4, T.148N., R.93W., Dunn County, ND, South Fork-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 11803: Application of Peak ND, LLC for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Fredericks #6-31H, NWNE, Section 6, T.148N., R.92W., Dunn County, ND, Heart Butte-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 11804: Application of Peak ND, LLC for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Fredericks #5-11H, Lot 4, Section 5, T.148N., R.92W., Dunn County, ND, Heart Butte-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 11805: Application of Peak ND, LLC for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Burr #16-44H, SESE, Section 16, T.148N., R.94W., Dunn County, ND, Eagle Nest-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 11806: Application of Peak ND, LLC for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Voigt #24 21H, NENW, Section 24, T.148N., R.94W., Dunn County, ND, McGregory Buttes Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 11807: Application of Peak ND, LLC for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Voigt #24 11H, NWNW, Section 24, T.148N., R.94W., Dunn County, ND, McGregory Buttes Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 11808: Application of Peak ND, LLC for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Four Bears #20-11H, NWNW, Section 20, T.152N., R.93W., McKenzie County, ND, Four Bears Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 11809: Temporary spacing to develop an oil and/or gas pool discovered by the Newfield Production Co. #1-28H Alice Federal, SESE, Section 28, T.153N., R.96W., McKenzie County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 11810: Application of Newfield Production Co. for an order authorizing the drilling, completing and producing, of an increase density well on a 640-acre spacing unit described as Section 4, T.152N., R.96W., McKenzie County, ND, and such other relief as is appropriate.

Case No. 11578: (Continued) Proper spacing for the development of the Burg-Stonewall Pool, Divide County, ND, redefine the field limits, and enact such special field rules as may be necessary. Newfield Prod. Co.

Case No. 11811: (Continued) Temporary spacing to develop an oil and/or gas pool discovered by the Newfield Production Co. #1-21H Sergeant Major, SESE, Section 21, T.150N., R.99W., McKenzie County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 11690: (Continued) Application of Newfield Production Co. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit for the Sergeant Major #1-21H, Section 21, T.150N., R.99W., unnamed Bakken Pool, McKenzie County, ND; authorizing the recovery from each nonparticipating owner a risk penalty as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 11691: (Continued) Temporary spacing to develop an oil and/or gas pool discovered by the Newfield Production Co. #1-31H Trigger, NENE, Section 31, T.160N., R.102W., Divide County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 11694: (Continued) Application of Newfield Production Co. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit for the Clear Creek State #1-36H, Section 36, T.152N., R.97W., Westberg-Bakken Pool, McKenzie County, ND; authorizing the recovery from each nonparticipating owner a risk penalty as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 11688: (Continued) Temporary spacing to develop an oil and/or gas pool discovered by the Cirque Resources, LP #32-16H Trippell, SESE, Section 32, T.160N., R.90W., Burke County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 11684: (Continued) Application of Zenenergy Operating Co., LLC, for an order extending the field boundaries and amending the field rules for the Reunion Bay-Bakken Pool and/or Spotted Horn-Bakken Pool to create and establish thirteen 1280-acre spacing units comprised of: Sections 14 and 23; Sections 15 and 22; Sections 16 and 21; Sections 26 and 35; Sections 27 and 34, T.150N., R.94W., McKenzie County; Sections 13 and 22; T.150N., R.93W., Mountrail County; Sections 29 and 32; Sections 30 and 31; Sections 33 and 34; Sections 35 and 36; T.150N., R.93W., Dunn County; Sections 23 and 26; Sections 24 and 25; Sections 27 and 28; T.150N., R.93W., Dunn and Mountrail Counties; and five 640-acre spacing units comprised of Section 13; Section 24; Section 25, T.150N., R.94W., McKenzie County; Section 13; and Section 14, T.150N., R.93W., Mountrail County, North Dakota, authorizing the drilling of one horizontal well on said spacing unit and such other relief as is appropriate.

Case No. 9465: (Continued) Temporary spacing to develop an oil and/or gas pool discovered by the Sinclair Oil & Gas Co. #6-25 Saez Federal, Section 36, T.147N., R.98W., McKenzie County, ND, define the field limits, and enact such special field rules as may be necessary.

Signed by:
/s/ John Hoeven
John Hoeven, Governor
Chairman,
ND Industrial Commission
10/28 - 604684