

BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA

CASE NO. 13845
ORDER NO. 16129

IN THE MATTER OF A HEARING CALLED ON
A MOTION OF THE COMMISSION TO
CONSIDER THE APPLICATION OF SAMSON
RESOURCES CO. FOR AN ORDER AMENDING
THE FIELD RULES FOR THE AMBROSE-
BAKKEN POOL TO CREATE AND ESTABLISH
A 1280-ACRE SPACING UNIT COMPRISED OF
SECTIONS 18 AND 19, T.162N., R.98W., DIVIDE
COUNTY, ND, AUTHORIZING THE DRILLING
OF ONE HORIZONTAL WELL ON SAID
SPACING UNIT, 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 16th day of December, 2010.
- (2) The witnesses for Samson Resources Company (Samson) provided telephonic testimony in this matter pursuant to North Dakota Administrative Code (NDAC) Section 43-02-03-88.2. Telephonic Communication Affidavits were received on December 21, 2010; therefore, such testimony may be considered evidence.
- (3) Samson made application to the Commission for an order amending the field rules for the Ambrose-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 18 and 19, Township 162 North, Range 98 West, Divide County, North Dakota (Sections 18 and 19), authorizing the drilling of one horizontal well on said spacing unit, and such other relief as is appropriate.
- (4) Order No. 15537 entered in Case No. 13261, the most recent spacing order for the Ambrose-Bakken Pool, established proper spacing for the development of Zone I at one horizontal well per 640 acres, Zone II at up to three horizontal wells per 640 acres, Zone III at one horizontal well per 1280 acres, and Zone IV at up to three horizontal wells per 1280 acres.
- (5) Sections 18 and 19 are currently 640-acre spacing units in Zone I in the Ambrose-Bakken Pool.

(6) There are no wells currently permitted to or producing from the Bakken Pool in Sections 18 or 19.

(7) Samson plans to develop the upper Three Forks Formation in the Bakken Pool underlying the proposed 1280-acre spacing unit described as Sections 18 and 19 by drilling a single-lateral horizontal well approximately down the long axis of the spacing unit. Utilization of horizontal drilling technology as proposed would result in the well being completed at a location or locations not in compliance with current applicable spacing orders for the Ambrose-Bakken Pool. The horizontal well design proposed may be preliminary and could be changed for various reasons which is permissible as long as the horizontal well design still justifies the proposed spacing unit.

(8) There were no objections to this application.

(9) If Samson's activities are successful, greater ultimate recovery of oil and gas from the pool will be achieved which will prevent waste and the drilling of unnecessary wells in a manner which will not have a detrimental effect on correlative rights.

IT IS THEREFORE ORDERED:

(1) Sections 18 and 19, Township 162 North, Range 98 West, Divide County, North Dakota, are hereby established as a 1280-acre spacing unit for the exclusive purpose of drilling one horizontal well within said spacing unit within the Ambrose-Bakken Pool and Zone III is hereby extended to include said spacing unit. Existing and future vertical and directional wells drilled within the spacing unit herein established shall not be subject to this order. Zone IV is redefined as Zone V.

(2) The Director is hereby authorized to exercise continuing jurisdiction in this matter to determine whether a horizontal well proposed or drilled upon the 1280-acre spacing unit herein established has justified the creation of such unit, to require amendments or modifications to the permit to drill for such horizontal well, and to deny a permit to drill in the event a well is proposed to be drilled in a manner inconsistent with the evidence that justified such spacing unit.

(3) Provisions established herein for the Ambrose-Bakken Pool are for the exclusive purpose of drilling horizontal wells. Existing and future vertical and directional wells drilled within the area defined in paragraph (4) below shall not be subject to this order.

(4) The Ambrose Field is hereby redefined as the following described tracts of land in Divide County, North Dakota:

TOWNSHIP 163 NORTH, RANGE 99 WEST, 5TH PM

ALL OF SECTIONS 1, 2, 3, 4, 5, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35 AND 36,

TOWNSHIP 163 NORTH, RANGE 98 WEST, 5TH PM

ALL OF SECTIONS 6, 7, 18, 19, 30 AND 31,

TOWNSHIP 162 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 1 THROUGH 36, INCLUSIVE,

TOWNSHIP 162 NORTH, RANGE 98 WEST, 5TH PM
ALL OF SECTIONS 6, 7, 18, 19, 30 AND 31,

together with those additional sections or governmental lots corresponding thereto as may be proven productive by wells drilled on lands within one mile of the boundaries of the field as set forth above, provided further that such extensions of the field boundaries shall include only sufficient acreage to form a spacing unit for such wells, and any intervening lands.

(5) The Ambrose-Bakken Pool is hereby redefined as the following described tracts of land in Divide County, North Dakota:

ZONE I (640H)

TOWNSHIP 163 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 15, 22, 26, 27, 34 AND 35,

TOWNSHIP 163 NORTH, RANGE 98 WEST, 5TH PM
ALL OF SECTIONS 30 AND 31,

TOWNSHIP 162 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 2, 3, 10, 11, 13, 14, 15, 22, 23, 24, 25 AND 36,

together with those additional sections or governmental lots corresponding thereto as may be proven productive by wells drilled on lands within one mile of the boundaries of the field as set forth above, provided further that such extensions of the field boundaries shall include only sufficient acreage to form a spacing unit for such wells, and any intervening lands.

ZONE II (3/640H)

TOWNSHIP 162 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 4, 5, 8 AND 9.

ZONE III (1280H-STANDUP)

TOWNSHIP 163 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 1, 2, 3, 4, 5, 8, 9, 10, 11, 12, 13, 14, 16, 17, 20, 21, 23, 24, 25, 28, 29, 30, 31, 32, 33 AND 36,

TOWNSHIP 163 NORTH, RANGE 98 WEST, 5TH PM
ALL OF SECTIONS 6, 7, 18 AND 19,

TOWNSHIP 162 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 1 AND 12,

TOWNSHIP 162 NORTH, RANGE 98 WEST, 5TH PM
ALL OF SECTIONS 6, 7, 18 AND 19.

ZONE IV (1280H-LAYDOWN-OVERLAPPING 640S)

TOWNSHIP 162 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 4 AND 5.

ZONE V (3/1280H-STANDUP)

TOWNSHIP 162 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 6, 7, 16, 17, 18, 19, 20, 21, 26, 27, 28, 29, 30, 31, 32, 33, 34 AND 35,

TOWNSHIP 162 NORTH, RANGE 98 WEST, 5TH PM
ALL OF SECTIONS 30 AND 31.

(6) The Ambrose-Bakken Pool is hereby defined as that accumulation of oil and gas found in the interval from 50 feet above the top of the Bakken Formation to 50 feet below the top of the Three Forks Formation within the limits of the field as set forth above.

(7) The proper spacing for the development of Zone I in the Ambrose-Bakken Pool is hereby set at one horizontal well per 640-acre spacing unit.

(8) All portions of the well bore not isolated by cement of any horizontal well hereafter drilled in Zone I in the Ambrose-Bakken Pool shall be no closer than 500 feet to the boundary of the spacing unit the lateral is most nearly parallel to and 200 feet to the boundary of the spacing unit the lateral is most nearly perpendicular to. Measurement inaccuracies in the directional survey equipment need not be considered except when deemed necessary by the Director.

(9) Spacing units hereafter created in Zone I in the Ambrose-Bakken Pool shall consist of a governmental section.

(10) The proper spacing for the development of Zone II in the Ambrose-Bakken Pool is hereby set at up to three horizontal wells per 640-acre spacing unit.

(11) All portions of the well bore not isolated by cement of any horizontal well hereafter drilled in Zone II in the Ambrose-Bakken Pool shall be no closer than 500 feet to the boundary of the spacing unit the lateral is most nearly parallel to and 200 feet to the boundary of the spacing unit the lateral is most nearly perpendicular to. Measurement inaccuracies in the directional survey equipment when calculating the bottom hole location in a horizontal well need not be considered.

(12) Spacing units hereafter created in Zone II in the Ambrose-Bakken Pool shall consist of a governmental section.

(13) Sections 4 and 5, Township 162 North, Range 99 West, Divide County, North Dakota, are also designated a laydown 1280-acre spacing unit in Zone IV in the Ambrose-Bakken Pool.

(14) Zone II in the Ambrose-Bakken Pool shall not be extended except by further order of the Commission after due notice and hearing.

(15) The proper spacing for the development of Zone III in the Ambrose-Bakken Pool is hereby set at one horizontal well per standup 1280-acre spacing unit.

(16) All portions of the well bore not isolated by cement of any horizontal well hereafter drilled in Zone III in the Ambrose-Bakken Pool shall be no closer than 500 feet to the east or west boundary and 200 feet to the north or south boundary of the spacing unit. Measurement inaccuracies in the directional survey equipment need not be considered except when deemed necessary by the Director.

(17) Sections 1 and 12; Sections 2 and 11; Sections 3 and 10; Sections 4 and 9; Sections 5 and 8; Sections 13 and 24; Sections 14 and 23; Sections 16 and 21; Sections 17 and 20; Sections 25 and 36; Sections 28 and 33; Sections 29 and 32; Sections 30 and 31, Township 163 North, Range 99 West; Sections 6 and 7; Sections 18 and 19, Township 163 North, Range 98 West; Sections 1 and 12, Township 162 North, Range 99 West; Sections 6 and 7; and Sections 18 and 19, Township 162 North, Range 98 West, Divide County, North Dakota, are hereby designated standup 1280-acre spacing units in Zone III in the Ambrose-Bakken Pool.

(18) Spacing units hereafter created in Zone III in the Ambrose-Bakken Pool shall be standup spacing units consisting of two adjacent governmental sections.

(19) Zone III in the Ambrose-Bakken Pool shall not be extended except by further order of the Commission after due notice and hearing.

(20) The proper spacing for the development of Zone IV in the Ambrose-Bakken Pool is hereby set at one horizontal well per laydown 1280-acre spacing unit.

(21) All portions of the well bore not isolated by cement of any horizontal well hereafter drilled in Zone IV in the Ambrose-Bakken Pool shall be no closer than 500 feet to the east or west boundary and 200 feet to the north or south boundary of the spacing unit. Measurement inaccuracies in the directional survey equipment need not be considered except when deemed necessary by the Director.

(22) Sections 4 and 5, Township 162 North, Range 99 West, Divide County, North Dakota, are hereby designated a laydown 1280-acre spacing unit in Zone IV in the Ambrose-Bakken Pool.

(23) Spacing units hereafter created in Zone IV in the Ambrose-Bakken Pool shall be laydown spacing units consisting of two adjacent governmental sections which overlap 640-acre spacing units.

(24) Section 4; and Section 5, Township 162 North, Range 99 West, Divide County, North Dakota, are also designated 640-acre spacing units in Zone II in the Ambrose-Bakken Pool.

(25) Zone IV in the Ambrose-Bakken Pool shall not be extended except by further order of the Commission after due notice and hearing.

(26) The proper spacing for the development of Zone V in the Ambrose-Bakken Pool is hereby set at up to three horizontal wells per standup 1280-acre spacing unit.

(27) All portions of the well bore not isolated by cement of any horizontal well hereafter drilled in Zone V in the Ambrose-Bakken Pool shall be no closer than 500 feet to the east or west boundary and 200 feet to the north or south boundary of the spacing unit. Measurement inaccuracies in the directional survey equipment when calculating the bottom hole location in a horizontal well need not be considered.

(28) Sections 6 and 7; Sections 16 and 21; Sections 17 and 20; Sections 18 and 19; Sections 26 and 35; Sections 27 and 34; Sections 28 and 33; Sections 29 and 32; Sections 30 and 31, Township 162 North, Range 99 West; and Sections 30 and 31, Township 162 North, Range 98 West, Divide County, North Dakota, are hereby designated standup 1280-acre spacing units in Zone V in the Ambrose-Bakken Pool.

(29) Spacing units hereafter created in Zone V in the Ambrose-Bakken Pool shall be standup spacing units consisting of two adjacent governmental sections.

(30) Zone V in the Ambrose-Bakken Pool shall not be extended except by further order of the Commission after due notice and hearing.

(31) The operator of any horizontally drilled well in the Ambrose-Bakken Pool shall cause to be made a directional survey of the well bore. The directional survey contractor shall file a certified survey with the Commission within 30 days after completion of the well in accordance with NDAC Section 43-02-03-25. The survey shall be of sufficient quality to enable the Commission to determine the entire completion location of the well and its terminus.

(32) The Director is hereby authorized to exercise continuing jurisdiction to determine whether any well proposed or drilled upon any spacing unit herein established has justified the creation of such unit, to require amendments or modifications to the permit to drill for such well, and to deny a permit to drill in the event a well is proposed to be drilled in a manner inconsistent with the evidence that justified the spacing requirements in the Ambrose-Bakken Pool.

(33) The Commission shall have continuing jurisdiction in this matter and specifically reserves the authority, upon its own motion or the motion of any interested party, to: (1) review the spacing requirements for the Ambrose-Bakken Pool; (2) determine whether the separate zones of spacing established herein are warranted; and (3) make such further amendments or modifications to the spacing requirements for the Ambrose-Bakken Pool as the Commission deems appropriate.

(34) No well shall be drilled or produced in the Ambrose-Bakken Pool, as defined herein, except in conformity with the regulations above without special order of the Commission after due notice and hearing.

(35) The following rules concerning the casing, tubing and equipping of wells shall apply to the subsequent drilling and operation of wells in the Ambrose-Bakken Pool:

- (a) The surface casing shall consist of new or reconditioned pipe that has been previously tested to 1000 pounds per square inch. The casing shall be set and cemented at a point not less than 50 feet below the base of the Fox Hills Formation. Sufficient cement shall be used to fill the annular space outside the pipe to the surface of the ground, or the bottom of the cellar, and sufficient scratchers and centralizers shall be used to assure a good cement job. Cement shall be allowed to stand a minimum of 12 hours before drilling the plug or initiating tests. The quality of cement shall conform to the standards provided under NDAC Section 43-02-03-21;
- (b) The producing or oil string shall consist of new or reconditioned pipe that has been previously tested to 2000 pounds per square inch. Casing shall be set and cemented at a point not higher than the top of the producing formation, or at a point approved by the Director. Sufficient cement shall be used and applied in such a manner as to protect and isolate all formations containing oil and/or gas, protect the pipe through salt sections encountered, and isolate the Dakota-Lakota Series. The cement shall be allowed to stand a minimum of 15 hours before drilling the plug or initiating tests. The quality of cement shall conform to the standards provided under NDAC Section 43-02-03-21. After cementing, the casing shall be tested by application of pump pressure of at least 1500 pounds per square inch. If, at the end of 30 minutes this pressure has dropped 150 pounds per square inch or more, the casing shall be repaired. Thereafter, the casing shall again be tested in the same manner. Further work shall not proceed until a satisfactory test has been obtained;
- (c) All well-head fittings and connections shall have a working pressure in excess of that to which they are expected to be subjected; and,
- (d) All wells shall be equipped with tubing; a tubing packer must also be utilized in flowing wells unless a waiver is obtained from the Director after demonstrating the casing will not be subjected to excessive pressure or corrosion; all tubing shall be of sufficient internal diameter to allow the passage of a bottom hole pressure gauge for the purpose of obtaining bottom hole pressure measurements.

(36) The gas-oil ratio of all wells not connected to a gas gathering system shall be measured annually during the month of May. The reservoir pressure shall be measured in any well completed in the Ambrose-Bakken Pool if deemed necessary by the Director. Drill stem test pressures are acceptable for determining reservoir pressure. Pressure measurements shall be made at or adjusted to a subsea datum of 5740 feet. All gas-oil ratio and reservoir pressure determinations shall be made by methods approved by the Director and reported to the Director within 15 days following the end of the month in which they are determined. The Director is authorized to waive these requirements if the necessity therefore can be demonstrated to his satisfaction. All additional gas-oil ratio and reservoir pressure determinations conducted on any well, but not specially required herein, shall be reported to the Director within 15 days following the end of the month in which they are determined.

(37) No salt water, drilling mud, crude oil, or waste oil shall be stored in pits in this field, except in an emergency, and approved by the Director.

(38) All wells in the Ambrose-Bakken Pool shall be allowed to produce at a maximum efficient rate for a period of 60 days commencing on the first day oil is produced through well-head equipment into tanks from the ultimate producing interval after casing has been run; after that, oil production from such wells shall not exceed an average of 200 barrels per day for a period of 60 days; after that, oil production from such wells shall not exceed an average of 150 barrels per day for a period of 60 days, thereafter, oil production from such wells shall not exceed an average of 100 barrels of oil per day; if and when such wells are connected to a gas gathering and processing facility the foregoing restrictions shall be removed, and the wells shall be allowed to produce at a maximum efficient rate. The Director is authorized to issue an administrative order allowing unrestricted production at a maximum efficient rate for a period not to exceed 120 days, commencing on the first day oil is produced through well-head equipment into tanks from the ultimate producing interval after casing has been run, if the necessity therefor can be demonstrated to his satisfaction.

(39) If the flaring of gas produced with crude oil from the Ambrose-Bakken Pool causes, or threatens to cause, degradation of ambient air quality, production from the pool shall be further restricted.

(40) This order shall cover all of the Ambrose-Bakken Pool, common source of supply of crude oil and/or natural gas as herein defined, and continues in full force and effect until further order of the Commission or until the last well in the pool has been plugged and abandoned.

Dated this 29th day of April, 2011.

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

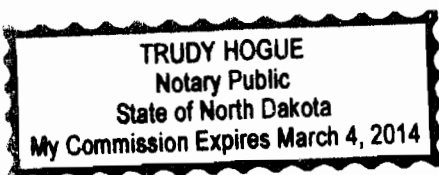
I, Jeanette Bean, being duly sworn upon oath, depose and say: That on the 3rd day of May, 2011 enclosed in separate envelopes true and correct copies of the attached Order No. 16129 of the North Dakota Industrial Commission, and deposited the same with the United States Postal Service in Bismarck, North Dakota, with postage thereon fully paid, directed to the following persons by the Industrial Commission in Case No. 13845:

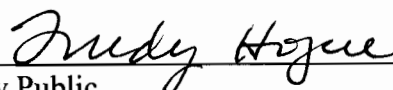
LAWRENCE BENDER
FREDRICKSON & BYRON
PO BOX 1855
BISMARCK ND 58502-1855



Jeanette Bean
Oil & Gas Division

On this 3rd day of May, 2011 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

Schmidt, Bethany R.

From: Entzi-Odden, Lyn <lodden@fredlaw.com>
Sent: Monday, April 04, 2011 2:47 PM
To: Bohrer, Mark F.
Cc: Schmidt, Bethany R.; Heilman, Tracy A.; Connie Wagers; Bender, Lawrence
Subject: Samson expedited order requests - Cases 13843, 13845, 14079
Attachments: Samson 13843 13845_20110404143748.pdf; Samson 14079_20110404143804.pdf

Mark,

Please see the attached letters with regard to expedited order requests for Cases 13843 and 13845, heard December 16, and Case 14079, heard February 23.

Lyn Entzi-Odden

Legal Assistant to Lawrence Bender and William P. Pearce

Fredrikson & Byron, P.A. / 200 North 3rd Street, Suite 150 / Bismarck, ND 58501 / Ph: (701) 221-4020 / Fx: (701) 221-4040
lodden@fredlaw.com

****This is a transmission from the law firm of Fredrikson & Byron, P.A. and may contain information which is privileged, confidential, and protected by the attorney-client or attorney work product privileges. If you are not the addressee, note that any disclosure, copying, distribution, or use of the contents of this message is prohibited. If you have received this transmission in error, please destroy it and notify us immediately at our telephone number (701) 221-4020. The name and biographical data provided above are for informational purposes only and are not intended to be a signature or other indication of an intent by the sender to authenticate the contents of this electronic message.****



Please consider the environment before printing this email.



April 4, 2011

VIA EMAIL

Mr. Mark Bohrer
North Dakota Industrial Commission
Oil and Gas Division
600 East Boulevard
Bismarck, North Dakota 58505-0310

RE: Case No. 13843: Application of Samson Resources Co. for an order extending the field boundaries and amending the field rules for the Blooming Prairie-Bakken Pool to create and establish four 1280-acre spacing units comprised of Sections 13 and 24; Sections 14 and 23; Sections 15 and 22; and Sections 16 and 21, T.162N., R.98W., Divide County, ND, authorizing the drilling of one horizontal well on each spacing unit, and such other relief as is appropriate.

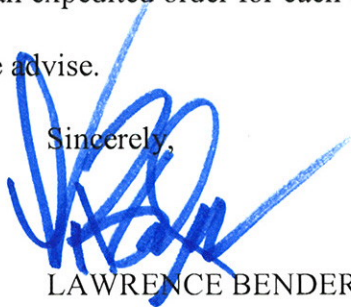
Case No. 13845: Application of Samson Resources Co. for an order amending the field rules for the Ambrose-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 18 and 19, T.162N., R.98W., Divide County, ND, authorizing the drilling of one horizontal well on said spacing unit, and such other relief as is appropriate.

Dear Mr. Bohrer:

I am writing on behalf of Samson Resources Company to request an expedited order with regard to the captioned matters, heard December 16, 2010. Samson has two wells scheduled for May and June and accordingly, is requesting an expedited order for each of these cases.

Should you have any questions, please advise.

Sincerely,



LAWRENCE BENDER

LB/leo

cc: Ms. Connie Wagers *Via Email*
4905407_1.DOC

Attorneys & Advisors
main 701.221.4020
fax 701.221.4040
www.fredlaw.com

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

December 17, 2010



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

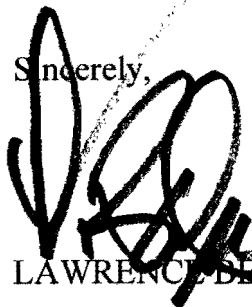
**RE: NDIC CASE NO. 13845
SAMSON RESOURCES COMPANY**

Dear Mr. Hicks:

Please find enclosed herewith for filing TELEPHONIC COMMUNICATION AFFIDAVITS in regard to the above-captioned matter.

Should you have any questions, please advise.

Sincerely,



LAWRENCE BENDER

LB/mk

Enclosures

cc: Ms. Connie Wagers – (w/ enc.) *Via Email*

4851066_1.DOC

Attorneys & Advisors
main 701.221.4020
fax 701.221.4040
www.fredlaw.com

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

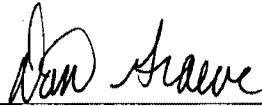
CASE No. 13845

Application of Samson Resources Co. for an order amending the field rules for the Ambrose-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 18 and 19, T.162N., R.98W., Divide County, ND, authorizing the drilling of one horizontal well on said spacing unit, and such other relief as is appropriate.



TELEPHONIC COMMUNICATION AFFIDAVIT

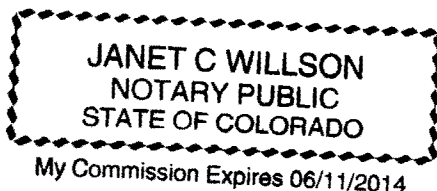
Dan Graeve being first duly sworn deposes and states as follows: That on December 16, 2010, I testified under oath before the North Dakota Industrial Commission in Case No. 13845. My testimony was presented by telephone from (720) 239-4377 at, and on behalf of, Samson Resources Company, 370 17th Street, Suite 3000, Denver, Colorado 80202.

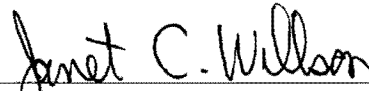
 12/16/10

DAN GRAEVE

STATE OF COLORADO)
)ss:
COUNTY OF DENVER)

On December 16, 2010, Dan Graeve of Samson Resources Company, known to me to be the person described in and who executed the foregoing instrument, personally appeared before me and acknowledged that he executed the same as a free act and deed.





Notary Public
My Commission Expires: 6/11/2014

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

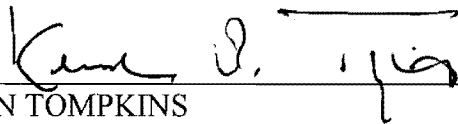
CASE NO. 13845

Application of Samson Resources Co. for an order amending the field rules for the Ambrose-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 18 and 19, T.162N., R.98W., Divide County, ND, authorizing the drilling of one horizontal well on said spacing unit, and such other relief as is appropriate.



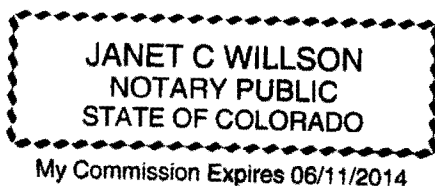
TELEPHONIC COMMUNICATION AFFIDAVIT

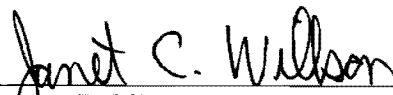
Ken Tompkins being first duly sworn deposes and states as follows: That on December 16, 2010, I testified under oath before the North Dakota Industrial Commission in Case No. 13845. My testimony was presented by telephone from (720) 239-4377 at, and on behalf of, Samson Resources Company, 370 17th Street, Suite 3000, Denver, Colorado 80202.


KEN TOMPKINS

STATE OF COLORADO)
)ss:
COUNTY OF DENVER)

On December, 2010, Ken Tompkins of Samson Resources Company, known to me to be the person described in and who executed the foregoing instrument, personally appeared before me and acknowledged that he executed the same as a free act and deed.




Notary Public
My Commission Expires: 6/11/2014

BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA

CASE No. 13845

Application of Samson Resources Co. for an order amending the field rules for the Ambrose-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 18 and 19, T.162N., R.98W., Divide County, ND, authorizing the drilling of one horizontal well on said spacing unit, and such other relief as is appropriate.



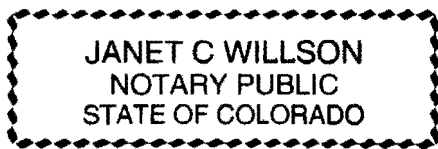
TELEPHONIC COMMUNICATION AFFIDAVIT

Connie Wagers being first duly sworn deposes and states as follows: That on December 16, 2010, I testified under oath before the North Dakota Industrial Commission in Case No. 13845. My testimony was presented by telephone from (720) 239-4377 at, and on behalf of, Samson Resources Company, 370 17th Street, Suite 3000, Denver, Colorado 80202.

Connie Wagers
CONNIE WAGERS

STATE OF COLORADO)
)ss:
COUNTY OF DENVER)

On December 16, 2010, Connie Wagers of Samson Resources Company, known to me to be the person described in and who executed the foregoing instrument, personally appeared before me and acknowledged that she executed the same as a free act and deed.



My Commission Expires 06/11/2014

Janet C. Willson
Notary Public
My Commission Expires: 6/11/2014



NORTH DAKOTA INDUSTRIAL COMMISSION

**CASE No. 13845
APPLICATION FOR AN ORDER
AMENDING THE FIELD RULES FOR
THE AMBROSE-BAKKEN POOL TO CREATE
AND ESTABLISH A 1280-ACRE
SPACING UNIT COMPRISED OF
SECTIONS 18 AND 19,
T.162N., R.98W.**

Divide County, North Dakota

**BEFORE THE
OIL & GAS DIVISION
of the
INDUSTRIAL COMMISSION
of the
STATE OF NORTH DAKOTA**

December 16, 2010

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA
DATE 12/16/10 CASE NO. 13845
Introduced By Samson
Exhibit 1
Identified By Wagers

Exhibit 1 Regional Location Map

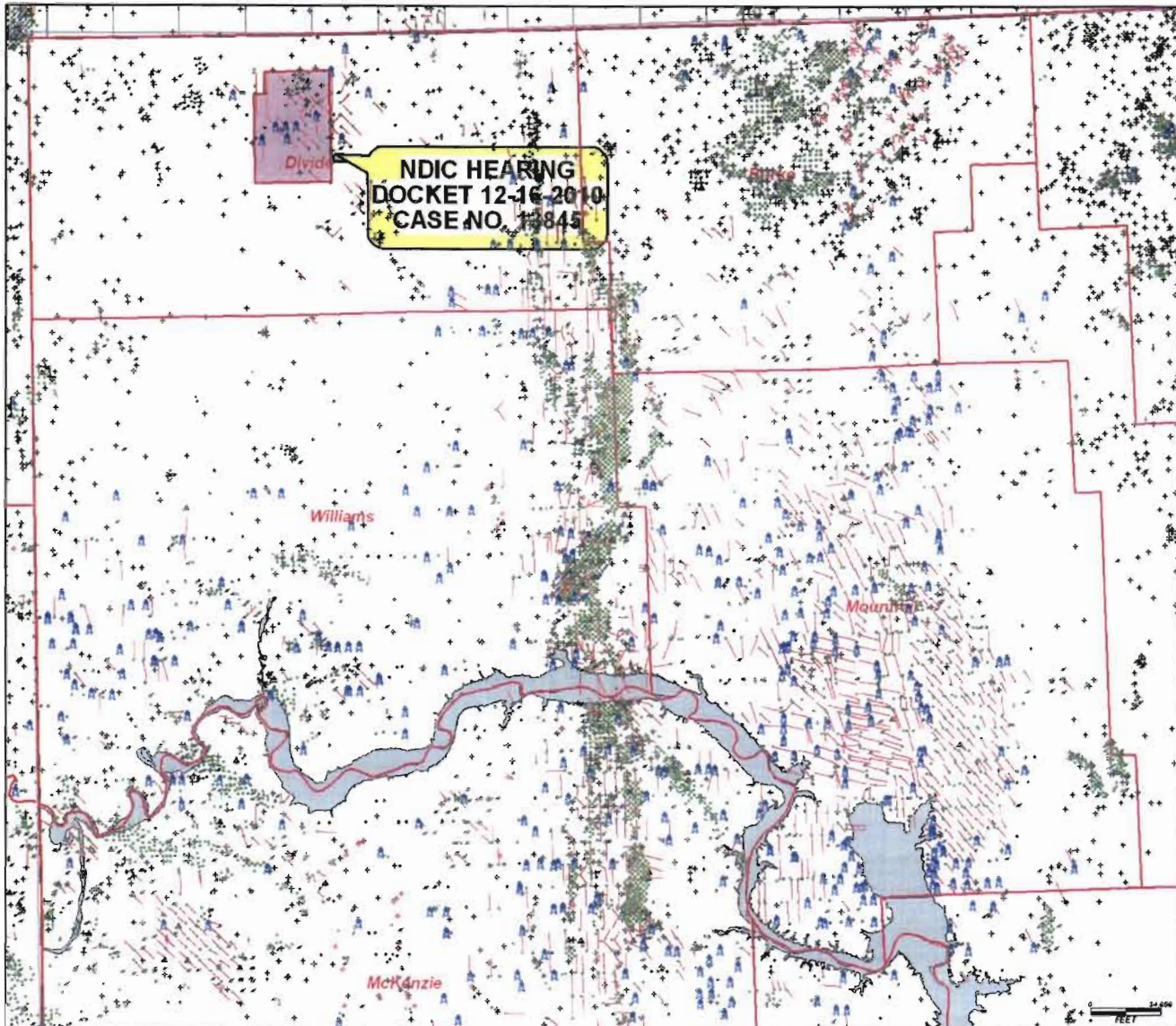


Exhibit No. 2

Lease Ownership Map

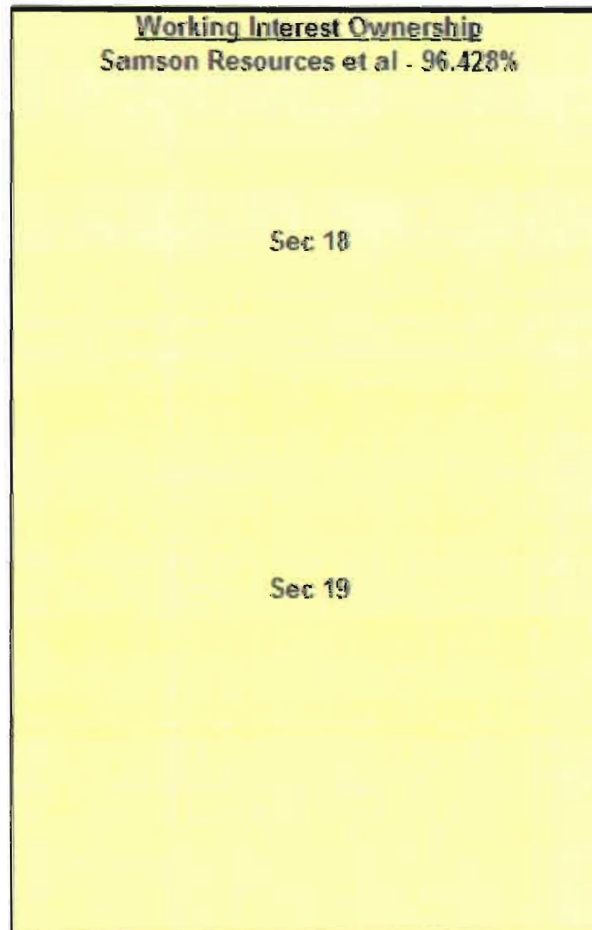
Ambrose-Bakken Pool

6	5	4	3	2	1	0
		Case No. 13117		Case No. 13261		
7	8	9	10	11	12	7
AMBROSE - BAKKEN POOL						
13	14	15	16	17	18	19
		163N/99W			163N/98V	
20	21	22	23	24	25	26
27	28	29	30	31	32	33
34	35	36	37	38	39	40
41	42	43	44	45	46	47
48	49	50	51	52	53	54
55	56	57	58	59	60	61
62	63	64	65	66	67	68
69	70	71	72	73	74	75
76	77	78	79	80	81	82
83	84	85	86	87	88	89
90	91	92	93	94	95	96
97	98	99	100	101	102	103
104	105	106	107	108	109	110
111	112	113	114	115	116	117
118	119	120	121	122	123	124
125	126	127	128	129	130	131
132	133	134	135	136	137	138
139	140	141	142	143	144	145
146	147	148	149	150	151	152
153	154	155	156	157	158	159
160	161	162	163	164	165	166
167	168	169	170	171	172	173
174	175	176	177	178	179	180
181	182	183	184	185	186	187
188	189	190	191	192	193	194
195	196	197	198	199	200	201
202	203	204	205	206	207	208
209	210	211	212	213	214	215
216	217	218	219	220	221	222
223	224	225	226	227	228	229
230	231	232	233	234	235	236
237	238	239	240	241	242	243
244	245	246	247	248	249	250
251	252	253	254	255	256	257
258	259	260	261	262	263	264
265	266	267	268	269	270	271
272	273	274	275	276	277	278
279	280	281	282	283	284	285
286	287	288	289	290	291	292
293	294	295	296	297	298	299
300	301	302	303	304	305	306
307	308	309	310	311	312	313
314	315	316	317	318	319	320
321	322	323	324	325	326	327
328	329	330	331	332	333	334
335	336	337	338	339	340	341
342	343	344	345	346	347	348
349	350	351	352	353	354	355
356	357	358	359	360	361	362
363	364	365	366	367	368	369
370	371	372	373	374	375	376
377	378	379	380	381	382	383
384	385	386	387	388	389	390
391	392	393	394	395	396	397
398	399	400	401	402	403	404
405	406	407	408	409	410	411
412	413	414	415	416	417	418
419	420	421	422	423	424	425
426	427	428	429	430	431	432
433	434	435	436	437	438	439
440	441	442	443	444	445	446
447	448	449	450	451	452	453
454	455	456	457	458	459	460
461	462	463	464	465	466	467
468	469	470	471	472	473	474
475	476	477	478	479	480	481
482	483	484	485	486	487	488
489	490	491	492	493	494	495
496	497	498	499	500	501	502
503	504	505	506	507	508	509
510	511	512	513	514	515	516
517	518	519	520	521	522	523
524	525	526	527	528	529	530
531	532	533	534	535	536	537
538	539	540	541	542	543	544
545	546	547	548	549	550	551
552	553	554	555	556	557	558
559	560	561	562	563	564	565
566	567	568	569	570	571	572
573	574	575	576	577	578	579
580	581	582	583	584	585	586
587	588	589	590	591	592	593
594	595	596	597	598	599	600

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA
DATE 12/16/10 CASE NO. 13845
Introduced By Samson
Exhibit 2-A
Identified By Wagers

Exhibit No. 2-A Lease Ownership Map Ambrose-Bakken Pool

Township 162 North - Range 98 West



DATE 12/16/10 CASE NO. 13845

Introduced By Samson

Exhibit 3

Identified By Tompkins

Exhibit No. 3

Structure Map - Top Bakken (C.I. = 50')

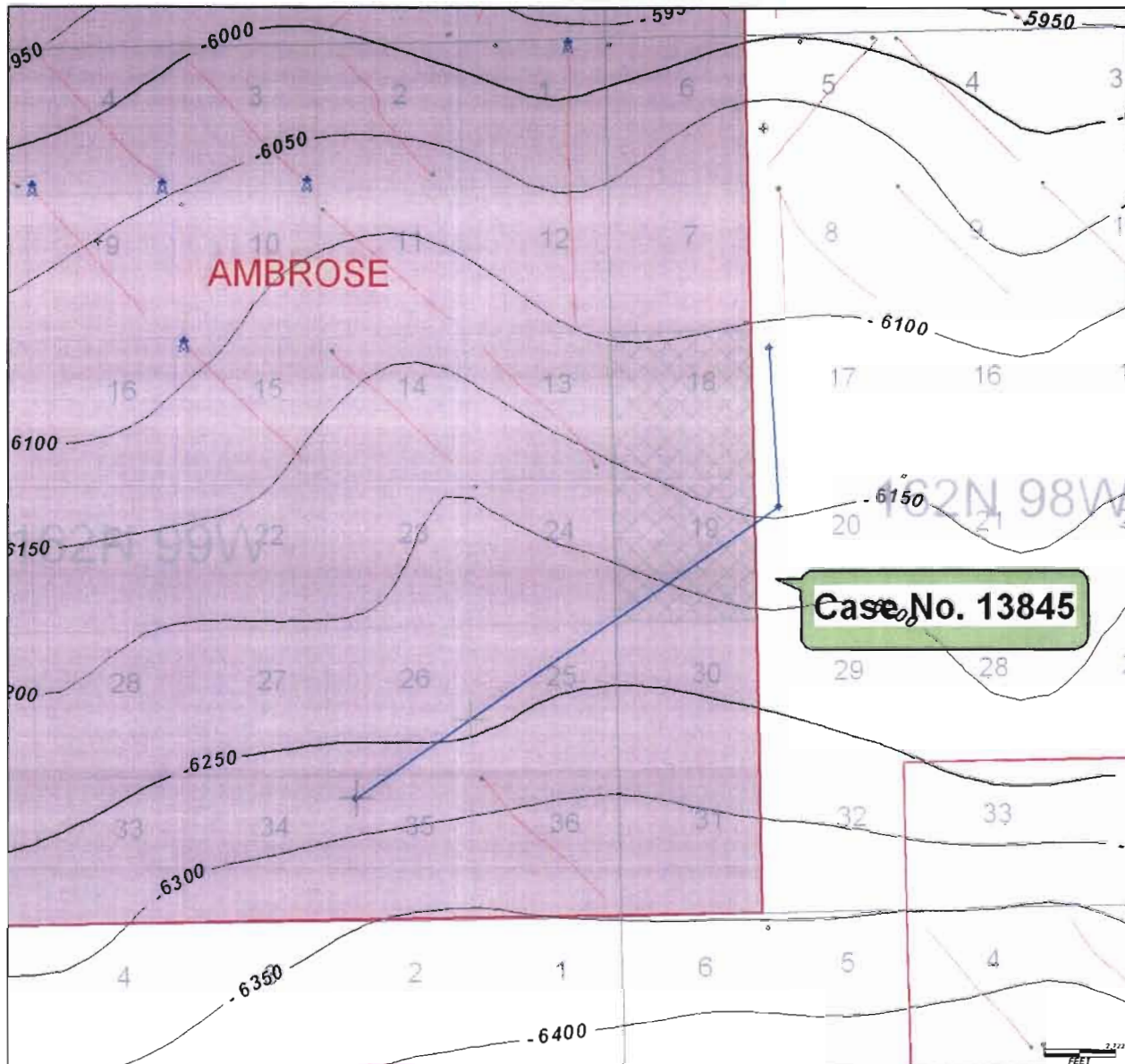


Exhibit No. 4

Cross Section A – A'

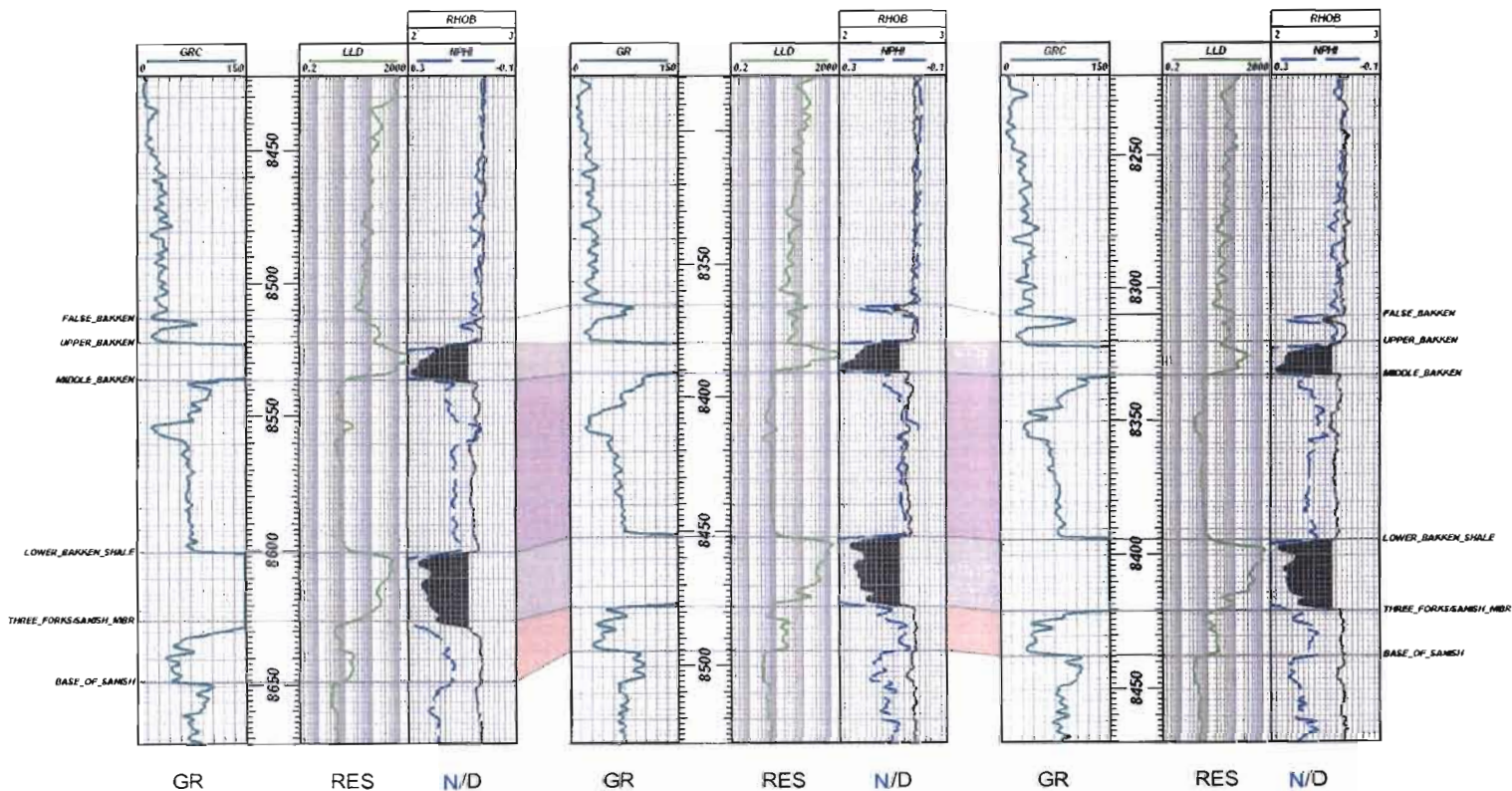
A

ANSCHUTZ CORP
AALUND
4-35
DIVIDE
ND

CHEVRON U S A INC
ANDERSON
20-11
DIVIDE
ND

AMPOLEX INCORPORATED
ANDERSON
11-17
DIVIDE
ND

A'



INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA
DATE 12/16/10 CASE NO. 13845
Introduced By SAMPSON
Exhibit 4
Identified By Tompson

Exhibit No. 5 1280 Acre Horizontal Well Schematic

T 162N - R 98W

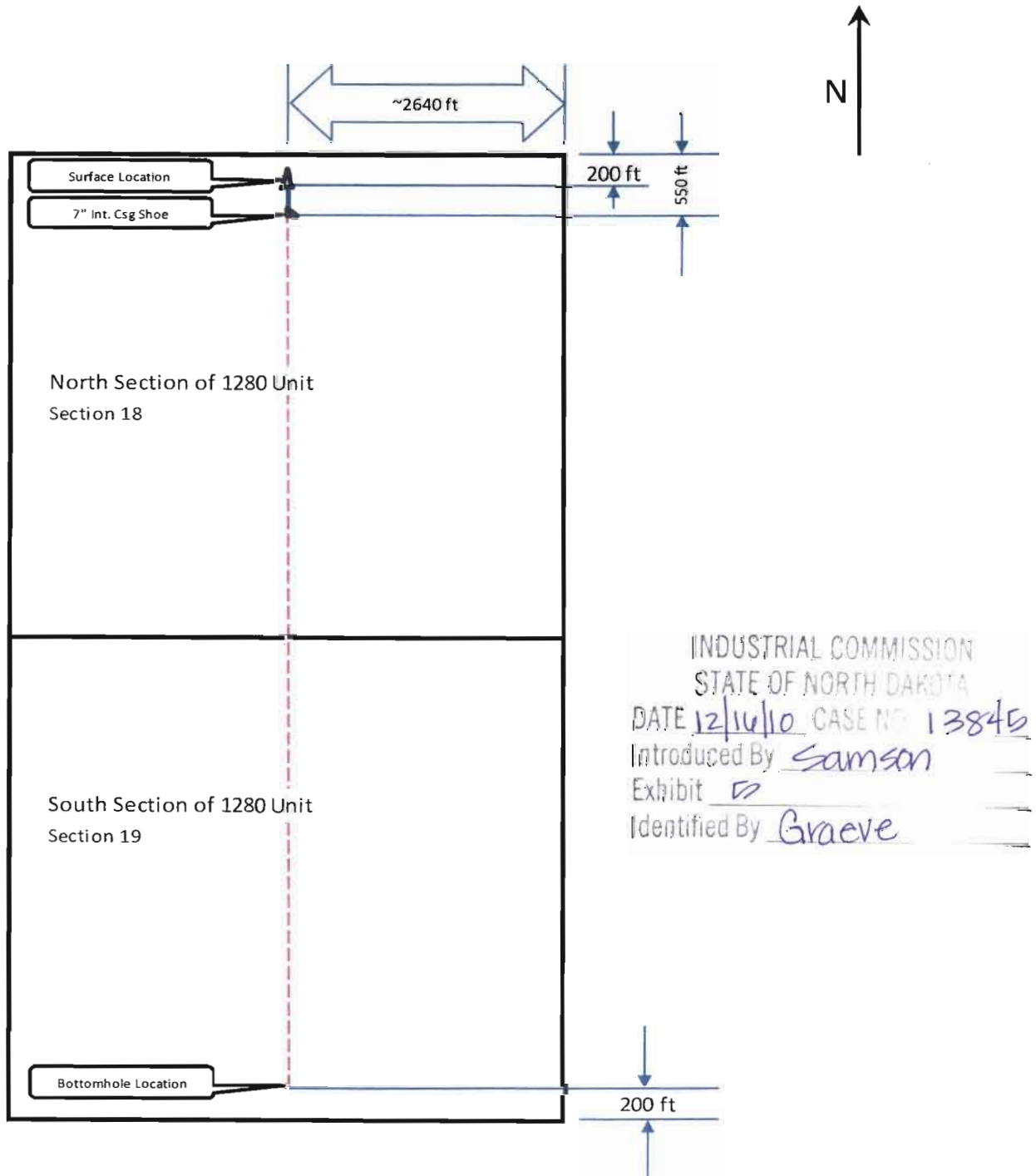
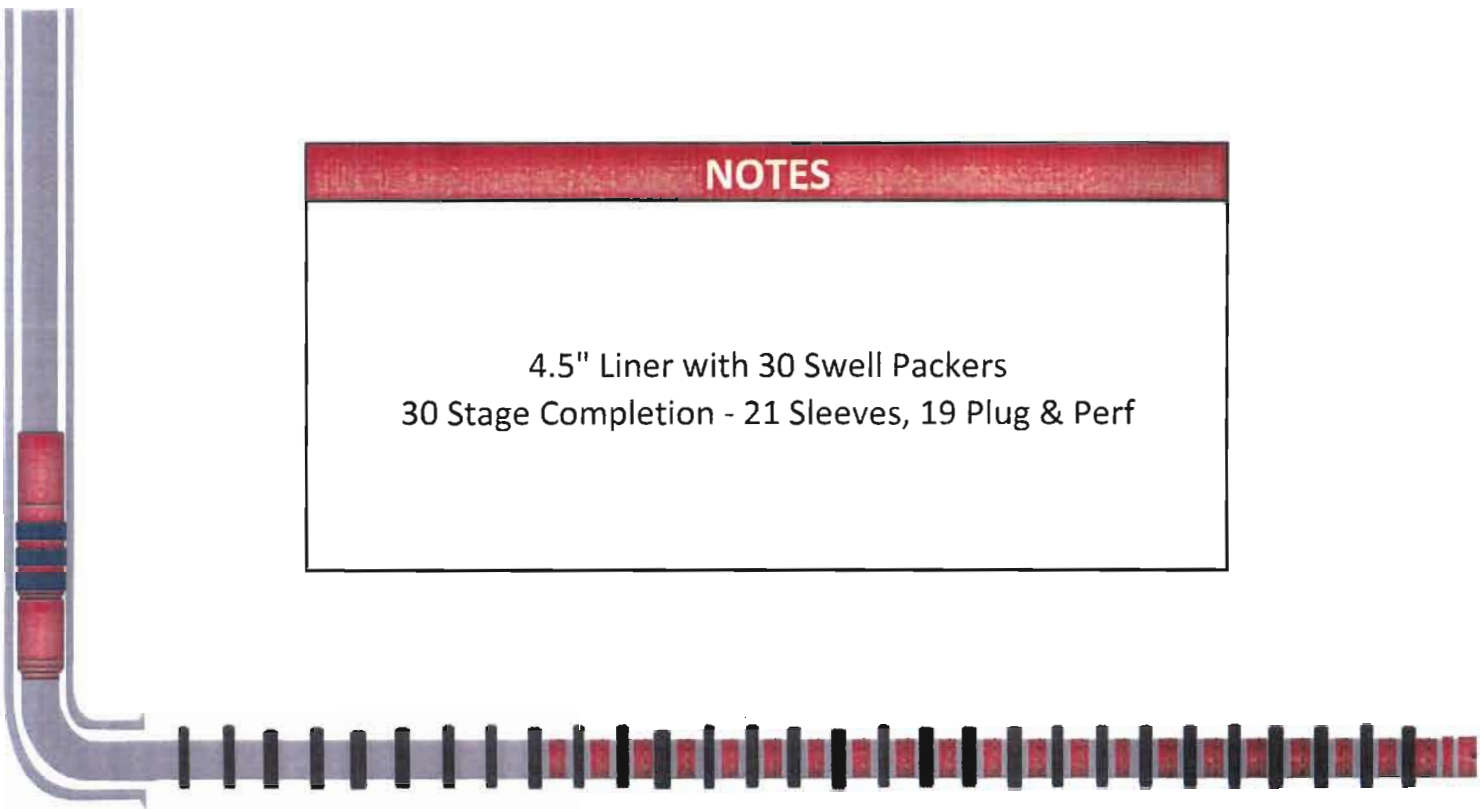


Exhibit No. 6
1280 Acre Horizontal Wellbore Diagram



INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA
DATE 12/14/10 CASE NO. 13845
Introduced By Samson
Exhibit 6
Identified By Graeve

Exhibit No. 7

Ambrose – Bakken Pool

Reservoir Properties & Economics

Reservoir Properties

Formation Type	Silty Dolomite
Depth (TVD)	8060'
Vertical Thickness	10'
Porosity	6%
Water Saturation	30%
GOR:	1,000 scf/STB
OOIP (1280 acres)	2,715 MSTB
Primary Recovery Factor	~10%
Primary Estimated Recoverable Reserves	271,531 STB 271,531 MSCF

Single Well Economics (1280 acres)

Operating Cost	\$9000 per mth
Royalties & Over-Rides	20%
Average Oil Price	\$70/bbl
Average Gas Price	\$4/mcf
Net Sales	\$16,074,635
Oil Severance Tax (11.5%)	\$1,748,660
Gas Severance Tax (\$0.1476/MSCF)	\$32,062
Operating Expenses (30 years)	\$3,240,000
Net Income	\$11,053,913
Investment	\$6,500,000
Return on Investment	1.70

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA
DATE 12/16/10 CASE NO. 13845
Introduced By Samson
Exhibit 7
Identified By Graeve

Case 13845

Fredrikson

& BYRON, P.A.

November 15, 2010



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

RE: APPLICATION OF SAMSON
RESOURCES COMPANY FOR
DECEMBER 2010 HEARINGS

Dear Mr. Hicks:

Please find enclosed herewith for filing an APPLICATION OF SAMSON RESOURCES COMPANY.

As you will note, pursuant to N.D. Admin. Code § 43-02-03-88.2, Samson 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.)
Ms. Shelly Albrecht - (w/enc.)

Attorneys & Advisors
main 701.221.4020
fax 701.221.4040
www.fredlaw.com

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. 13845

Application of Samson Resources Company for an order amending the field rules for the Ambrose-Bakken Pool so as to create and establish a 1280-acre spacing unit comprised of Sections 18 and 19, Township 162 North, Range 98 West, Divide County, North Dakota, authorizing the drilling of one horizontal well on said spacing unit and/or such other and further relief as appropriate.



APPLICATION OF SAMSON RESOURCES COMPANY

Samson Resources Company ("Samson"), for its application to the North Dakota Industrial Commission ("Commission"), respectfully states as follows:

1.

That Samson is the owner of an interest in the oil and gas leasehold estate in Sections 18 and 19, Township 162 North, Range 98 West, Divide County, North Dakota ("Sections 18 and 19").

2.

That Sections 18 and 19 are within the area defined by the Commission as the field boundaries for the Ambrose-Bakken Pool.

3.

That Samson desires to utilize the horizontal drilling technique to further develop the Ambrose-Bakken Pool underlying Sections 18 and 19.

4.

That it is the opinion of Samson that use of the horizontal drilling technique to further develop the Ambrose-Bakken Pool underlying Sections 18 and 19 will increase the ultimate recovery of the reservoir.

5.

That pursuant to Section 38-08-07 of the North Dakota Century Code, the Commission is empowered to divide any pool into separate zones and to modify its previous spacing order when necessary to prevent waste, avoid the drilling of unnecessary wells or to protect correlative rights.

6.

That in order to prevent waste, to avoid the drilling of unnecessary wells and to protect correlative rights, the field boundaries for the Ambrose-Bakken Pool should be amended so as to establish a 1280-acre spacing unit for Sections 18 and 19, Township 162 North, Range 98 West, authorizing the drilling of one horizontal well on said spacing unit.

7.

That Samson, therefore, requests that the Commission amend the field rules for the Ambrose-Bakken Pool so as to create and establish a 1280-acre spacing unit comprised of all of Sections 18 and 19, Township 162 North, Range 98 West, Divide County, North Dakota, and/or such other and further relief as appropriate.

WHEREFORE, Samson requests the following:

(a) That this matter be set for the regularly scheduled December 2010 hearings of the Commission;

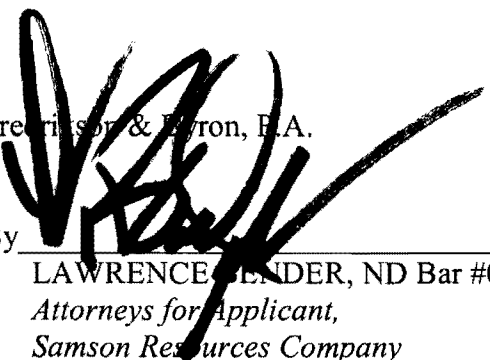
(b) That the Commission issue its order granting the relief requested and such other and further relief as the Commission may deem appropriate; and

(c) That pursuant to Section 43-02-03-88.2 of the North Dakota Administrative Code, Samson's witnesses in this matter be allowed to participate by telephonic means.

DATED this 15th day of November, 2010.

Frederickson & Byron, P.A.

By


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

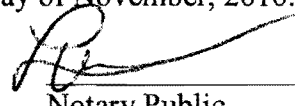
STATE OF NORTH DAKOTA)
) ss.
COUNTY OF BURLEIGH)

LAWRENCE BENDER, being first duly sworn on oath, deposes and says that he is the attorney for the applicant named herein, that he has read the foregoing application, knows the contents thereof, and that the same is true to the best of his affiant's knowledge, and belief.


LAWRENCE BENDER

Subscribed and sworn to before me this 15th day of November, 2010.




Notary Public
My Commission Expires:

4830685_1.DOC

Dec 16, 2010

The Bismarck Tribune

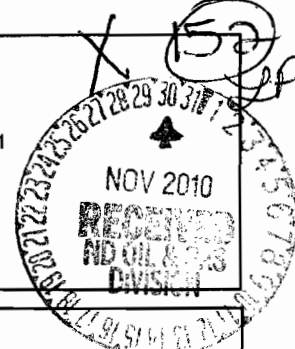
www.bismarcktribune.com

The Finder

BOOK COPY

Classified Advertising Invoice

Bismarck Tribune
PO BOX 4001
LaCrosse, WI 54602-4001
In State 701-250-8218
Toll free 800-472-2273



OIL & GAS DIVISION

600 E BLVD AVE #405
BISMARCK ND 58505

Phone: (701) 328-8020

Date: 11/24/2010

Date	Order #	Type	Order Amt
11/24/10	20481241	INV	1,064.76

Amount Paid: _____ CK #: _____

CREDIT CARD PAYMENT (circle one)



Card #: _____

Exp Date: _____

Signature: _____

Credit card users: Fax to 701-223-6584

Cash Amt _____

PLEASE DETACH AND RETURN TOP PORTION WITH YOUR PAYMENT

Date	Date	Times Run	Description	Lines	Class Code	Order Amt	Net Amt Due
11/24/10	11/24/10	1	Bismarck Tribune PO: Notice of Hearing	200.00	Legals	1,064.76	1,064.76

Affidavit of Publication
State of North Dakota) SS County of Burleigh
Before me, a Notary Public for the State of North Dakota
personally appeared CK who being duly sworn, deposes
and says that he (she) is the Clerk of Bismarck Tribune Co.,
and that the publication(s) were made through the
Bismarck Tribune on the following dates:
11/24 Signed Calvin H. Smith
sworn and subscribed to before me this 29th
day of November 2010
Notary Public in and for the State of North Dakota

GREGORY P. ZIEGLER
Notary Public
State of North Dakota
My Commission Expires July 22, 2015

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, December 16, 2010, 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, December 03, 2010.

STATE OF NORTH DAKOTA TO:
Case No. 13808: Temporary spacing to develop an oil and/or gas pool discovered by the EOG Resources, Inc. #2-20H Round Prairie, NWNW Section 20, T.154N., R.103W., Williams County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 13809: Temporary spacing to develop an oil and/or gas pool discovered by the EOG Resources, Inc. #1-01H Lebron, SESE Section 1, T.155N., R.104W., Williams County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 13810: In the matter of the petition for a risk penalty of EOG Resources, Inc. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Fertile #29-27H well located in a spacing unit described as Section 27, T.151N., R.90W., Parshall-Bakken Pool, Mountrail County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 13811: Application of EOG Resources, Inc. for an order amending the field rules for the Thompson Lake-Bakken Pool to allow the drilling of horizontal wells on drilling pads to be located in the approximate north/south center line of two 1920-acre spacing units comprised of Sections 1, 12 and 13, and Sections 23, 26 and 35, T.159N., R.91W., Burke County, ND, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 13812: Application of EOG Resources, Inc. for an order extending the field boundaries and amending the field rules for the Van Hook and/or Parshall-Bakken Pools to create and establish ten 1920-acre spacing units comprised of Section 1, T.151N., R.91W. and Sections 6 and 7, T.151N., R.90W.; Section 13, T.151N., R.91W., Sections 18 and 19, T.151N., R.90W.; Section 24, T.151N., R.91W. and Sections 19 and 30, T.151N., R.90W.; Sections 24 and 25, T.151N., R.91W. and Section 30, T.151N., R.90W.; Sections 3, 4 and 10, T.151N., R.90W.; Sections 4, 5 and 9, T.151N., R.90W.; Sections 5, 8 and 9, T.151N., R.90W.; Sections 8, 16 and 17, T.151N., R.90W.; Sections 28, 29 and 33, T.151N., R.90W.; and Sections 29, 32 and 33, T.151N., R.90W.; and four 1280-acre spacing units comprised of Section 12, T.151N., R.91W. and Section 7, T.151N., R.90W.; Section 36, T.151N., R.91W. and Section 31, T.151N., R.90W.; Sections 17 and 18, T.151N., R.90W.; and Sections 31 and 32, T.151N., R.90W., Mountrail County, ND, authorizing the drilling of one horizontal well on each spacing unit, and such other relief as is appropriate.

Case No. 13813: Temporary spacing to develop an oil and/or gas pool discovered by the Enerplus Resources USA Corp. #17A-20-1H Henry Bad Gun, NENE Section 17, T.147N., R.93W., Dunn County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 13619: (Continued) Application of Enerplus Resources (U.S.A.) Inc. for an order extending the field boundaries and amending the field rules for the Spotted Horn-Bakken Pool to create and establish two 1280-acre spacing units comprised of Sections 1 and 8 and Sections 6 and 7, T.150N., R.94W., McKenzie County, ND, authorizing the drilling of a total of not more than four wells on each spacing unit, eliminating any tool error requirements, and such other relief as is appropriate.

Please return invoice or put order number on check. Thank You

Remarks

Bismarck Tribune
www.bismarcktribune.com
PO BOX 4001
LaCrosse, WI 54602-4001

1,064.76

Terms: PAYMENT IS DUE UPON RECEIPT OF INVOICE

Case No. 13620: (Continued) Application of Enerplus Resources (U.S.A.) Inc. for an order extending the field boundaries and amending the field rules for the Antelope-Sanish Pool to create and establish two 1280-acre spacing units comprised of Sections 21 and 28, T.151N., R.94W.; and Section 33, T.151N., R.94W. and Section 4, T.150N., R.94W., McKenzie County, ND, authorizing the drilling of a total of not more than four wells on each spacing unit, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 13814: Proper spacing for the development of the Edge-Bakken Pool, McKenzie County, ND, redefine the field limits, and enact such special field rules as may be necessary. Continental Resources, Inc.

Case No. 13815: Proper spacing for the development of the Lindahl-Bakken Pool, Williams County, ND, redefine the field limits, and enact such special field rules as may be necessary. Continental Resources, Inc.; XTO Energy Inc.

Case No. 13816: Application of Continental Resources, Inc. for an order extending the field boundaries and amending the field rules for the Poe and/or Sakakawea-Bakken Pools to create and establish a 1280-acre spacing unit comprised of Sections 5 and 8, T.151N., R.100W., McKenzie County, ND, authorizing the drilling of one horizontal well on said spacing unit, and such other relief as is appropriate.

Case No. 13817: Application of Continental Resources, Inc. for an order amending the field rules for the Cedar Coulee and Rattlesnake Point-Bakken Pools to create a 2560-acre spacing unit comprised of all of Sections 20, 29 and 32, T.147N., R.96W. and Section 5, T.146N., R.96W., Dunn County, ND, authorizing the drilling of up to four horizontal wells from said well pad within said 2560-acre spacing unit; eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 12014: (Continued) Temporary spacing to develop an oil and/or gas pool discovered by the Continental Resources, Inc. #1-31H Traxel, SESE Section 31, T.146N., R.89W., Mercer County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 13447: (Continued) Application of Continental Resources, Inc. for an order amending the field rules for the Stoneview-Bakken Pool to create and establish two 320-acre spacing units comprised of the W/2 and the E/2 of Section 31, T.161N., R.94W., Burke County, ND, authorizing the drilling of one horizontal well on each spacing unit, and such other relief as is appropriate.

Case No. 13818: Proper spacing for the development of the Stony Creek-Bakken

Pool, Williams County, ND, redefine the field limits, and enact such special field rules as may be necessary. Brigham Oil & Gas, LP; Zavanna, LLC

Case No. 13819: Application of Brigham Oil & Gas, LP. for an order authorizing the plugging back of the Brown 30-19 #1-H well which was inadvertently drilled with a bottom hole location approximately 75 feet from the south line and 1370 feet from the east line of Section 18, T.156N., R.93W., Mountrail County, ND, as an exception to the provisions of NDAC § 43-02-03-18 and designating Sections 19 and 30, T.156N., R.93W., as the appropriate spacing unit for said well, and such other relief as is appropriate.

Case No. 13820: Application of Brigham Oil & Gas, LP. for an order amending Order No. 14702 to allow the drilling of three horizontal wells on a drilling unit established by Order No. 14702 as Sections 27 and 34, T.156N., R.100W., Williams County, ND, and such other relief as is appropriate.

Case No. 13821: Application of Brigham Oil & Gas, LP. for an order extending the field boundaries and amending the field rules for the Todd-Bakken Pool to create and establish three 1280-acre spacing units comprised of Sections 28 and 33; Sections 29 and 32; and Sections 30 and 31, T.155N., R.101W., Williams County, ND, authorizing the drilling of one horizontal well on each spacing unit, and such other relief as is appropriate.

Case No. 13822: Application of Brigham Oil & Gas, LP. for an order extending the field boundaries and amending the field rules for the Todd-Bakken Pool to create and establish two 1280-acre spacing units comprised of Sections 25 and 36, T.155N., R.101W., and Sections 26 and 35, T.154N., R.101W., McKenzie and Williams Counties, ND, authorizing the drilling of one horizontal well on each spacing unit, and such other relief as is appropriate.

Case No. 13823: In the matter of the Exploration & Production Co. for an order creating three 1280-acre drilling units comprised of Sections 25 and 36, T.140N., authorizing the recovery of a risk penalty R.98W.; Sections 4 and 9, T.139N., R.98W.; from certain non-participating owners, as and Sections 5 and 8, T.139N., R.97W., Stark provided by NDCC § 38-08-08 in the County, ND, authorizing the drilling of a drilling and completing of the Klamm horizontal well within each drilling unit, and #34-9NWH well located in a spacing unit described as Sections 4 and 9, T.150N., R.97W., Siverston-Bakken Pool, McKenzie County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 13824: Application of Encore Operating, LP. for an order extending the field boundaries and amending the field rules for the North Fork-Bakken Pool to create and establish a 1280-acre spacing order extending the field boundaries and unit comprised of Section 24, T.149N., R.98W., and Section 19, T.149N., R.97W., Bakken Pool to create and establish a 1280-McKenzie County, ND, authorizing the drilling of one horizontal well on said 12, T.140N., R.97W., Stark County, ND, spacing unit, and such other relief as is authorizing the drilling of one horizontal well on said spacing unit, and such other relief as is appropriate.

Case No. 13825: Application of Encore Operating, LP. for an order extending the field boundaries and amending the field rules for the Siverston-Bakken Pool to create and establish three 1280-acre spacing units comprised of Sections 2 and 11; Sections 4 and 3; and Sections 26 and 35, T.151N., R.98W., McKenzie County, ND; Sections 2 and 11; Sections 3 and 10; authorizing the drilling of one horizontal well on each spacing unit, and such other relief as is appropriate.

Case No. 13826: Application of Encore Operating, LP. for an order creating a 1280-acre drilling unit comprised of Sections 27 and 34, T.151N., R.99W., McKenzie County, ND, authorizing the drilling of a horizontal well within said drilling unit, and such other relief as is appropriate.

Case No. 13827: Application of Encore Operating, LP. for an order extending the field boundaries and amending the field rules for the Elk-Bakken Pool to create and establish three 1280-acre spacing units comprised of Sections 18 and 19, T.152N., R.102W.; Sections 13 and 24; and Sections 25 and 36, T.152N., R.103W., McKenzie and Williams Counties, ND, authorizing the drilling of one horizontal well on each spacing unit, and such other relief as is appropriate.

Case No. 13828: Application of Anschutz Exploration Corp. for an order amending the field rules for the Murphy Creek-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 13 and 24, T.143N., R.95W., Dunn County, ND, authorizing the drilling of one horizontal well on said spacing unit, and such other relief as is appropriate.

Case No. 13829: Application of Anschutz Exploration Corp. for an order amending the field rules for the St. Anthony-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 8 and 17, T.141N., R.97W., Dunn County, ND, authorizing the drilling of one horizontal well on said spacing unit, and such other relief as is appropriate.

Case No. 13830: Application of Anschutz Exploration Corp. for an order creating a 1280-acre drilling unit comprised of Sections 16 and 21, T.143N., R.97W., Dunn County, ND, authorizing the drilling of a horizontal well within said drilling unit, and such other relief as is appropriate.

Case No. 13831: Application of Anschutz Exploration Corp. for an order waiving the requirements of NDAC § 43-02-03-31 relative to the running of a cement bond log for the Evelyn Kary 1-15-22H-144-97 well located in Section 15, T.144N., R.97W., Dunn County, ND, and such other relief as is appropriate.

Case No. 13832: Application of Ballantyne Oil, LLC for an order amending the field rules for the Clear Water-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 14 and 13, T.157N., R.90W., Mountrail County, ND, authorizing the drilling of a total of not more than three wells on said spacing unit, eliminating any tool error requirements,

Case No. 13833: Application of Baytex Energy USA Ltd. for an order authorizing the drilling, completing and producing of the Larson #3-162-99H well with a horizontal lateral heel approximately 347 feet from the south line and 489 feet from the east line of Section 3, T.162N., R.99W., Divide County, ND, as an exception to the provisions of NDAC § 43-02-03-18, and such other relief as is appropriate.

Case No. 13834: Application of Fidelity Exploration & Production Co. for an order creating three 1280-acre drilling units comprised of Sections 25 and 36, T.140N., R.98W.; Sections 4 and 9, T.139N., R.98W.; and Sections 5 and 8, T.139N., R.97W., Stark County, ND, authorizing the drilling of a drilling and completing of the Klamm horizontal well within each drilling unit, and #34-9NWH well located in a spacing unit described as Sections 4 and 9, T.150N., R.97W., Siverston-Bakken Pool, McKenzie County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 13835: Application of Fidelity Exploration & Production Co. for an order creating a 1280-acre drilling unit comprised of Sections 14 and 23, T.139N., R.95W., Stark County, ND, authorizing the drilling of a horizontal well within said drilling unit, and such other relief as is appropriate.

Case No. 13836: Application of Fidelity Exploration & Production Co. for an order creating a 1280-acre spacing order extending the field boundaries and unit comprised of Section 24, T.149N., R.98W., and Section 19, T.149N., R.97W., Bakken Pool to create and establish a 1280-McKenzie County, ND, authorizing the drilling of one horizontal well on said 12, T.140N., R.97W., Stark County, ND, spacing unit, and such other relief as is authorizing the drilling of one horizontal well on said spacing unit, and such other relief as is appropriate.

Case No. 13837: Application of GeoResources, Inc. for an order extending the field boundaries and amending the field rules for the Bull Butte-Bakken Pool to create and establish patterned spacing 11; Sections 4 and 3; and Sections 26 and 35, T.151N., R.98W., McKenzie County, ND; Sections 2 and 11; Sections 3 and 10; authorizing the drilling of one horizontal well on each spacing unit, and such other relief as is appropriate.

Case No. 13838: Application of Newfield Production Co. for an order creating a 1280-acre drilling unit comprised of Sections 17 and 20, T.156N., R.100W., Williams County, ND, authorizing the drilling of a total of not more than four wells within said drilling unit, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 13839: Application of Newfield Production Co. for an order amending the field rules for the Fertile Valley-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 30 and 31, T.160N., R.102W., Divide County, ND, authorizing the drilling of a total of not more than four wells on said spacing unit, and such other relief as is appropriate.

Case No. 13840: Application of Newfield Production Co. for an order creating a 1280-acre drilling unit comprised of Sections 4 and 9, T.156N., R.99W., Williams County, ND, authorizing the drilling of a total of not more than five wells within said drilling unit, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 13841: Application of Newfield Production Co. for an order creating a 1280-acre drilling unit comprised of Sections 28 and 33, T.154N., R.100W., Williams County, ND, authorizing the drilling of a total of not more than three wells within said drilling unit, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 13842: Application of Newfield Production Co. for an order extending the field boundaries and amending the field rules for the Poe-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 1 and 12, T.150N., R.100W., McKenzie County, ND, authorizing the drilling of a total of not more than three wells on said spacing unit, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 13843: Application of Samson Resources Co. for an order extending the field boundaries and amending the field rules for the Blooming Prairie-Bakken Pool to create and establish four 1280-acre spacing units comprised of Sections 13 and 24; Sections 14 and 23; Sections 15 and 22; and Sections 16 and 21, T.162N., R.98W., Divide County, ND, authorizing the drilling of one horizontal well on each spacing unit, and such other relief as is appropriate.

Case No. 13844: Application of Samson Resources Co. for an order amending the field rules for the Foothills-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 24 and 25, T.161N., R.93W., Burke County, ND, authorizing the drilling of one horizontal well on said spacing unit, and such other relief as is appropriate.

Case No. 13842: Application of Newfield Production Co. for an order extending the field boundaries and amending the field rules for the Poe-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 1 and 12, T.150N., R.100W., McKenzie County, ND, authorizing the drilling of a total of not more than three wells on said spacing unit, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 13843: Application of Samson Resources Co. for an order extending the field boundaries and amending the field rules for the Blooming Prairie-Bakken Pool to create and establish four 1280-acre spacing units comprised of Sections 13 and 24; Sections 14 and 23; Sections 15 and 22; and Sections 16 and 21, T.162N., R.98W., Divide County, ND, authorizing the drilling of one horizontal well on each spacing unit, and such other relief as is appropriate.

Case No. 13844: Application of Samson Resources Co. for an order amending the field rules for the Foothills-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 24 and 25, T.161N., R.93W., Burke County, ND, authorizing the drilling of one horizontal well on said spacing unit, and such other relief as is appropriate.

Case No. 13845: Application of Samson Resources Co. for an order amending the field rules for the Ambrose-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 18 and 19, T.162N., R.98W., Divide County, ND, authorizing the drilling of one horizontal well on said spacing unit, and such other relief as is appropriate.

Case No. 13846: Application of Slawson Exploration Co., Inc. for an order extending the field boundaries and amending the field rules for the Clear Water-Bakken Pool to create and establish three 1280-acre spacing units comprised of Sections 26 and 35; Sections 27 and 34; and Sections 28 and 33, T.157N., R.89W., Mountrail County, ND, authorizing the drilling of one horizontal well on each spacing unit, and such other relief as is appropriate.

Case No. 13847: Application of Slawson Exploration Co., Inc. for an order amending the field rules for the Kittleson Slough-Bakken Pool to create and establish four 1280-acre spacing units comprised of Sections 7 and 18; Sections 12 and 13; Sections 14 and 15; and Sections 17 and 20, T.157N., R.91W., Mountrail County, ND, authorizing the drilling of one horizontal well on each spacing unit, and such other relief as is appropriate.

Case No. 13848: Application of Ward Williston Co. and Silver Oak Energy, LLC for an order amending the field rules for the North Westhope-Madison Unit and/or the North Westhope-Madison Pool, Bottineau County, ND, to allow the drilling of wells at a location not less than 330 feet from the exterior boundary of the unit, and such other relief as is appropriate.

Case No. 13849: Application of Zenergy Operating Co., LLC for an order amending the field rules for the Eagle Nest-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 6 and 7, T.148N., R.94W., Dunn County, ND, authorizing the drilling of one horizontal well on said spacing unit, and such other relief as is appropriate.

Case No. 13850: Application of Zenergy Operating Co., LLC for an order amending the field rules for the Spotted Horn-Bakken Pool to create and establish a 640-acre spacing unit comprised of the E/2 of Section 28 and the E/2 of Section 33, T.150N., R.94W., McKenzie County, ND, authorizing the drilling of a total of not more than two wells on said spacing unit, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 13669: (Continued) Application of Hunt Oil Co. for an order amending the field rules for the Ross-Bakken Pool to create and establish a 960-acre spacing unit comprised of Section 1 and the E/2 of Section 2, T.156N., R.90W.; and a 640-acre spacing unit comprised of Section 6, T.156N., R.89W., Mountrail County, ND, authorizing the drilling of a horizontal well on each spacing unit, and such other relief as is appropriate.

Case No. 13851: Application of Tracker Resource Development II, LLC, for an order establishing temporary spacing to develop an oil and gas pool discovered by the Gudmundsen #27-1H, NE/4 NE/4 Section 27, T.149N., R.100W., McKenzie County, ND; define the field limits to expand the existing Ellsworth Field to include Sections 1, 2, 3, 4, 5, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 32, 33, 34, 35, and 36, T.149N., R.100W., McKenzie County, ND; setting spacing unit boundaries at 200 feet, eliminate all tool error requirements, allow 180 day flaring of gas or until installation of gathering system and enact such special field rules as may be necessary.

Case No. 13852: Application of Tracker Resource Development II, LLC, for an order establishing temporary spacing to develop an oil and gas pool discovered by the Wahlstrom #18-1H, NW/4 NE/4 Sections 18, T.149N., R.101W., McKenzie County, ND; define the field limits to expand the existing Foreman Butte Field to include Sections 4, 5, 8, 9, 16, 17, 18, 19, 20 and 21, T.149N., R.101W., McKenzie County, ND; setting spacing unit boundaries at 200 feet, eliminate all tool error requirements, allow 180 day flaring of gas or until installation of gathering system, and enact such special field rules as may be necessary.

Case No. 13729: (Continued) Application of Enerplus Resources (U.S.A.) Inc. for an order authorizing the drilling, completing and producing of a total of not more than four wells on a 1280-acre spacing unit described as Sections 2 and 11, T.148N., R.95W., Eagle Nest-Bakken Pool, Dunn County, ND, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 13853: Application of Arsenal Energy, Inc. for an order authorizing the drilling, completing and producing of a total of not more than two wells on a 1280-acre spacing unit described as Sections 3 and 10, T.155N., R.91W., Stanley-Bakken Pool, Mountrail County, ND, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 13854: Application of Brigham Oil & Gas, LP. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in spacing unit described as Sections 30 and 31, T.154N., R.100W., Catwalk-Bakken Pool, Williams and McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 13855: Application of Brigham Oil & Gas, LP. for an order authorizing the drilling, completing and producing of a total of not more than four wells on each 1280-acre spacing unit described as Sections 1 and 23; Sections 19 and 30, T.156N., R.93W.; Sections 8 and 17; and Sections 21 and 29, T.155N., R.93W.; and Sections 4 and 9, T.155N., R.92W., Alger-Bakken Pool, Mountrail County, ND, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 13856: Application of Brigham Oil & Gas, LP. for an order authorizing the drilling, completing and producing of a total of not more than four wells on a 1280-acre spacing unit described as Sections 25 and 36, T.156N., R.103W., Bull Butte-Bakken Pool, Williams County, ND, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 13857: Application of Brigham Oil & Gas, LP. for an order authorizing the drilling, completing and producing of a total of not more than four wells on each 128-acre spacing unit described as Sections 16 and 21, T.154N., R.103V., Painted Woods-Bakken Pool, Williams County, ND, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 13858: Application of Brigham Oil & Gas, LP. for an order authorizing the drilling, completing and producing of a total of not more than four wells on 1280-acre spacing unit described as Sections 16 and 21, T.154N., R.103V., Painted Woods-Bakken Pool, Williams County, ND, eliminating any tool error requirements, and such other relief as is appropriate.

**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, December 16, 2010, 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, December 03, 2010.

STATE OF NORTH DAKOTA TO:

Case No. 13833: Application of Baytex Energy USA Ltd. for an order authorizing the drilling, completing and producing of the Larson #3-162-99H well with a horizontal lateral heel approximately 347 feet from the south line and 489 feet from the east line of Section 3, T.162N., R.99W., Divide County, ND, as an exception to the provisions of NDAC § 43-02-03-18, and such other relief as is appropriate.

Case No. 13839: Application of Newfield Production Co. for an order amending the field rules for the Fertile Valley-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 30 and 31; T.160N., R.102W., Divide County, ND, authorizing the drilling of a total of not more than four wells on said spacing unit, and such other relief as is appropriate.

Case No. 13843: Application of Samson Resources Co. for an order extending the field boundaries and amending the field rules for the Blooming Prairie-Bakken Pool to create and establish four 1280-acre spacing units comprised of Sections 13 and 24; Sections 14 and 23; Sections 15 and 22; and Sections 16 and 21, T.162N., R.98W., Divide County, ND, authorizing the drill-

Case No. 13897: 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 28 and 33, T.161N., R.96W., Upland-Bakken Pool, Divide County, ND as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 13898: 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 5 and 8, T.161N., R.95W., Sadler-Bakken Pool, Divide County, ND as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 13899: Application of Continental Resources, Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests for wells drilled on the overlapping spacing unit described as Sections 26 and 35, T.160N., R.96W., and Sections 2 and 11, T.159N., R.96W., Dolphin, Hamlet and/or Temple-Bakken Pools, Divide and Williams County, ND as provided by NDCC § 38-08-08 but not real-locating production for wells producing on other spacing units, and such other relief as is appropriate.

Case No. 13943: Application of Samson Resources Co. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Moe #9-162-98H well located in the NWNW of Section 9, T.162N., R.98W., Divide County, ND, Blooming Prairie-Bakken Pool, as an exception to the provisions of NDCC § 38-08-06.4, and such other relief as is appropriate.

Case No. 13944: Application of Samson Resources Co. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Vassen #27-163-99H well

December 16, 2010



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

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

November 24, 2010..... 157 lines @ .62 = 97.34

TOTAL CHARGE.....\$97.34

Signed

Steven J. Andrist, Publisher

Subscribed and sworn to before me November 24, 2010

Vonni L. Anderson
Notary Public, State of North Dakota

VONNI L. ANDERSON
Notary Public
State of North Dakota
My Commission Expires Aug. 2, 2011

located in the SESE of Section 27, T.163N., R.99W., Divide County, ND, Ambrose-Bakken Pool, as an exception to the provisions of NDCC § 38-08-06.4, and such other relief as is appropriate.

Case No. 13945: Application of Samson Resources Co. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Sparks #8-162-98-2H well located in the NWNW of Section 8, T.162N., R.98W., Divide County, ND, Blooming Prairie-Bakken Pool, as an exception to the provisions of NDCC § 38-08-06.4, and such other relief as is appropriate.

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

(11-24)

County, ND, authorizing the drilling of one horizontal well on each spacing unit, and such other relief as is appropriate.

Case No. 13845: Application of Samson Resources Co. for an order amending the field rules for the Ambrose-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 18 and 19, T.162N., R.98W., Divide County, ND, authorizing the drilling of one horizontal well on said spacing unit, and such other relief as is appropriate.

Case No. 13896: 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 1 and 12, T.161N., R.96W., Upland-Bakken Pool, Divide County, ND as provided by NDCC § 38-08-08, and such other relief as is appropriate.