

BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA

CASE NO. 24748
ORDER NO. 27111

IN THE MATTER OF A HEARING CALLED ON
A MOTION OF THE COMMISSION TO
CONSIDER THE APPLICATION OF SM
ENERGY CO. FOR AN ORDER PURSUANT TO
NDAC § 43 02-03-88.1 POOLING ALL
INTERESTS IN A SPACING UNIT DESCRIBED
AS SECTIONS 15, 16, 21 AND 22, T.163N.,
R.99W., AMBROSE-BAKKEN POOL, DIVIDE
COUNTY, ND, 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 20th day of January, 2016.
- (2) Pursuant to North Dakota Administrative Code (NDAC) Section 43-02-03-88.1, the Director is authorized to sign, on behalf of the Commission, orders relating to, inter alia, pooling under North Dakota Century Code (NDCC) Section 38-08-08.
- (3) The applicant is the owner of an interest in an oil and gas leasehold estate in a spacing unit described as all of Sections 15, 16, 21 and 22, Township 163 North, Range 99 West, Ambrose-Bakken Pool, Divide County, North Dakota.
- (4) Said spacing unit was created in accordance with an order of the Commission and there are separately owned tracts and/or separately owned interests in the spacing unit, and some of the owners thereof have not voluntarily pooled their interest for the development and operation of said spacing unit.
- (5) The Commission makes no findings with regard to the specific acreage or percentage attributed to separately owned tracts or interests.
- (6) Counsel for applicant requests an order of the Commission pooling all interests in the spacing unit, as provided by NDCC Section 38-08-08, and such other relief as is appropriate.
- (7) There were no objections to this application.
- (8) NDCC Section 38-08-08 requires the Commission to enter a pooling order upon application when two or more separately owned tracts are embraced within a spacing unit, or there are separately owned interests in all or a part of a spacing unit, in the absence of voluntary pooling. The section further provides that working interest owners in the spacing unit shall pay their share of the reasonable actual cost of drilling and operating the well plus a reasonable

charge for supervision. In addition to such costs and charges, nonparticipating lessees may be required to pay a risk penalty of 200 percent and unleased mineral interest owners may be required to pay a risk penalty of 50 percent of their share of the reasonable actual cost of drilling and completing the well. The requirements for imposition of a risk penalty are set forth in NDCC Section 38-08-08 and NDAC Section 43-02-03-16.3.

(9) This application should be granted in order to prevent waste and protect correlative rights.

IT IS THEREFORE ORDERED:

(1) All oil and gas interests in a spacing unit described as all of Sections 15, 16, 21 and 22, Township 163 North, Range 99 West, Ambrose-Bakken Pool, Divide County, North Dakota, are hereby pooled for the development and operation of the spacing unit.

(2) This pooling shall not determine or establish the specific acreage to be attributed to separately owned tracts, or specific interests attributed to separately owned interests in such tracts or stratigraphic intervals.

(3) The operator of the well(s) for the spacing unit shall conduct operations in a manner so as to protect correlative rights of all interested parties.

(4) All owners of interests shall recover or receive, without unnecessary expense, their just and equitable share of production from the spacing unit in the proportion as their interest may appear in the spacing unit.

(5) The working interest owner shall reimburse the operator for their proportionate share of the reasonable actual cost of drilling and operating said well(s), plus a reasonable charge for supervision.

(6) In the event of any dispute as to such costs the Commission shall determine the proper cost.

(7) In the event the size of the spacing unit pooled herein is modified by the Commission, this order shall terminate as of the date of such order.

(8) This order is limited to pooling the spacing unit described above for the development and operation of such spacing unit by the horizontal well(s) authorized for such spacing unit by order of the Commission. This order does not modify, amend or alter previous pooling orders for other spacing units or require the reallocation of production allocated to separately owned tracts within any spacing unit by any existing pooling orders or any pooling agreements.

(9) This order shall be effective from the date of first operations within the spacing unit, and shall remain in full force and effect until further order of the Commission.

Dated this 5th day of February, 2016.

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA

By the Director, on behalf of the Commission

/s/ Lynn D. Helms, Director

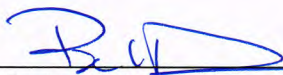
STATE OF NORTH DAKOTA

AFFIDAVIT OF MAILING

COUNTY OF BURLEIGH

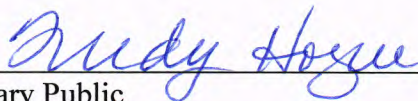
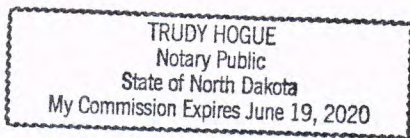
I, Belinda Dickson, being duly sworn upon oath, depose and say: That on the 10th day of February, 2016 enclosed in separate envelopes true and correct copies of the attached Order No. 27111 of the North Dakota Industrial Commission, and deposited the same with the United States Postal Service in Bismarck, North Dakota, with postage thereon fully paid, directed to the following persons by the Industrial Commission in Case No. 24748:

JOHN MORRISON
CROWLEY FLECK PLLP
PO BOX 2798
BISMARCK ND 58502



Belinda Dickson
Oil & Gas Division

On this 10th day of February, 2016 before me personally appeared Belinda Dickson 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

Kadrmass, Bethany R.

From: Lisa Herberholz <lherberholz@crowleyfleck.com>
Sent: Tuesday, January 19, 2016 10:25 AM
To: Hicks, Bruce E.
Cc: Shawn Heringer; Kadrmass, Bethany R.; John W. Morrison; Wade Mann
Subject: SM Energy Pooling Affidavit
Attachments: SM Filing Ltr - Heringer Pooling Aff 24748.pdf; SM - Heringer Pooling Aff 24748.pdf

Attached please find the pooling affidavit in Case No. 24748. Thank you.

Lisa

CROWLEY | FLECK PLLP
ATTORNEYS

Lisa Herberholz

Administrative Assistant
Crowley Fleck PLLP
100 West Broadway Avenue, Suite 250
P.O. Box 2798
Bismarck, ND 58502
Direct 701.224.7538
Fax 701.222.4853
✉ lherberholz@crowleyfleck.com

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Wade C. Mann
100 West Broadway, Suite 250
P.O. Box 2798
Bismarck, ND 58502-2798
Office: 701.223.6585
Direct: 701.224.7530
wmann@crowleyfleck.com

January 19, 2016

Via Electronic Mail

Mr. Bruce Hicks
Oil & Gas Division
ND INDUSTRIAL COMMISSION
600 E. Blvd. Ave., Dept. 405
Bismarck, ND 58505-0840

In re: SM Energy Co.
Case No. 24748

Dear Mr. Hicks:

Pursuant to Section 43-02-03-88.1 of the North Dakota Administrative Code, please find enclosed the affidavit of Shawn Heringer in the captioned matter.

If you have any questions, please let me know. Thank you.

Sincerely,



Wade C. Mann

lh
enc.

cc (via e-mail w/enc.): Shawn Heringer
 Bethany Kadrmas

BEFORE THE INDUSTRIAL COMMISSION

OF THE STATE OF NORTH DAKOTA

Application of SM Energy Co. for an order)
pursuant to NDAC § 43-02-03-88.1 pooling)
all interests in a spacing unit described as)
Sections 15, 16, 21 and 22, T.163N.,)
R.99W., Ambrose-Bakken Pool, Divide)
County, ND, as provided by NDCC § 38-08-)
08, and such other relief as is appropriate.)

Case No. 24748

AFFIDAVIT OF SHAWN HERINGER

STATE OF MONTANA)
)SS.
COUNTY OF YELLOWSTONE)

Shawn Heringer, being duly sworn, states as follows:

1. I am a landman employed by SM Energy Company with responsibilities in the State of North Dakota and I have personal knowledge of the matters set forth in this affidavit.
2. Sections 15, 16, 21 and 22, T.163N., R.99W., Divide County, North Dakota constitute a spacing unit for the Ambrose-Bakken Pool. There are separately owned tracts and separately owned interests within tracts in the spacing unit.
3. There is no voluntary pooling agreement or declaration of pooling which covers all interests within the spacing unit for the above-described well.

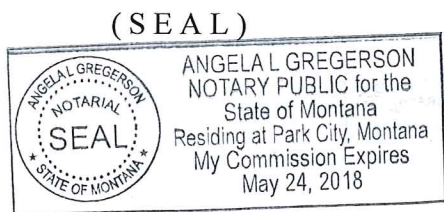
Dated this 18th day of January, 2016.

Shawn C. Heringer
Shawn Heringer

STATE OF MONTANA)
)SS.
COUNTY OF YELLOWSTONE)

Subscribed to and sworn before me this 18th day of January, 2016.

Angela L. Gregerson
Notary Public
State of Montana
My Commission Expires: May 24, 2018



BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA



Application of SM Energy Company for an)
order pursuant to NDAC § 43-02-03-88.1)
pooling all interests in a spacing unit)
described as Sections 15, 16, 21 and 22,)
T.163N., R.99W., Ambrose-Bakken Pool,)
Divide County, ND, as provided by NDCC §)
38-08-08, and such other relief as is)
appropriate.)

APPLICATION

COMES NOW the applicant, SM Energy Company, and respectfully alleges as follows:

1. It is the owner of an interest in the oil and gas leasehold estate underlying all or portions of Sections 15, 16, 21 and 22, Township 163 North, Range 99 West, Divide County, North Dakota.
2. Said lands constitute a spacing unit for the Ambrose-Bakken pool.
3. There are separately owned tracts and separately owned interests within tracts within the spacing unit.
4. There is no voluntary pooling agreement covering all interests within the spacing unit.
5. Applicant requests that it be allowed to present testimony by telephone pursuant to Section 43-02-03-88.2 of the North Dakota Administrative Code.

WHEREFORE, applicant respectfully requests that this matter be set for hearing at the regularly scheduled hearings in January, 2016 and that thereafter the Commission enter its order granting the relief requested.

Dated this 11th day of December, 2015.

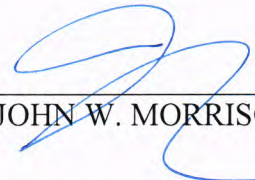
SM ENERGY COMPANY

CROWLEY FLECK PLLP
Attorneys for the Applicant
100 West Broadway, Suite 250
P.O. Box 2798
Bismarck, ND 58502

By: 
JOHN W. MORRISON

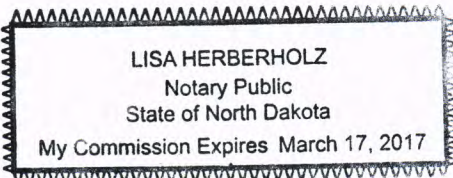
STATE OF NORTH DAKOTA)
) ss.
COUNTY OF BURLEIGH)

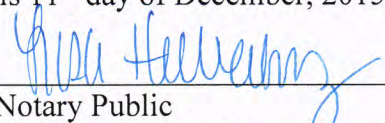
John W. Morrison, being first duly sworn on oath, deposes and says that he is the attorney for the applicant herein named, that he has read the above and foregoing application, knows the contents thereof, and that the same is true to the best of this affiant's knowledge, information and belief.


JOHN W. MORRISON

Subscribed and sworn to before me this 11th day of December, 2015.

(SEAL)




Notary Public
Burleigh County, North Dakota
My Commission Expires: _____

John W. Morrison
100 West Broadway, Suite 250
P.O. Box 2798
Bismarck, ND 58502-2798
Office: 701.223.6585
Direct: 701.224.7534
jmorrison@crowleyfleck.com

December 11, 2015

Mr. Bruce Hicks
Oil & Gas Division
ND INDUSTRIAL COMMISSION
600 E. Blvd. Ave., Dept. 405
Bismarck, ND 58505-0840



In re: SM Energy Company Application

Dear Mr. Hicks:

Please find enclosed for filing one application for the January, 2016 default docket.

Thank you.

Very truly yours,

John W. Morrison

lh
enc.

cc (via e-mail w/enc.): Shawn Heringer

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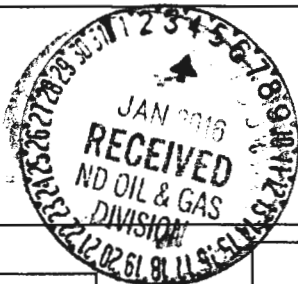
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day of December 20 15
Morgan Doll
Notary Public in and for the State of North Dakota



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**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. Wednesday, January 20, 2016, at the N.D. Oil & Gas Division, 1000 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 Thursday, January 07, 2016.

STATE OF NORTH DAKOTA TO:

Case No. 24369: (Continued) Proper spacing for the development of the Beaver Creek-Bakken Pool, Billings and Golden Valley Counties, ND, redefine the field limits, and enact such special field rules as may be necessary. Continental Resources, Inc.; Whiting Oil and Gas Corp.

Case No. 24734: Proper spacing for the development of the Estes-Bakken Pool, McKenzie County, ND, redefine the field limits, and enact such special field rules as may be necessary. Whiting Oil and Gas Corp.

Case No. 24735: Proper spacing for the development of the Harding-Bakken Pool, McKenzie County, ND, redefine the field limits, and enact such special field rules as may be necessary. Oasis Petroleum North America LLC; Whiting Oil and Gas Corp.

Case No. 24736: Proper spacing for the development of the Hay Creek-Bakken Pool, McKenzie County, ND, redefine the field limits, and enact such special field rules as may be necessary. Whiting Oil and Gas Corp.

Case No. 24737: Proper spacing for the development of the Nelson Bridge-Bakken Pool, McKenzie County, ND, redefine the field limits, and enact such special field rules as may be necessary. Whiting Oil and Gas Corp.

Case No. 24503: (Continued) Proper spacing for the development of the Henry-Red River Pool, Golden Valley County, ND, redefine the field limits, and enact such special field rules as may be necessary. Whiting Oil and Gas Corp.

Case No. 24501: (Continued) Proper spacing for the development of the Bounty School-Bakken Pool, Divide County, ND, redefine the field limits, and enact such special field rules as may be necessary. Bakken Hunter, LLC

Case No. 24502: (Continued) Proper spacing for the development of the Crosby-Bakken Pool, Divide County, ND, redefine the field limits, and enact such special field rules as may be necessary. Bakken Hunter, LLC

Case No. 24738: Application of Marathon Oil Co. for an order amending the applicable orders for the Antelope-Sanish Pool to allow the Heather USA 13-35TFH well (File No. 31060) to be drilled and completed in such fashion that portions of the wellbore not isolated by cement may be as close as 44 feet to the western boundary of the spacing unit consisting of Sections 35 and 36, T.152N., R.94W., McKenzie County, ND, as an exception to the applicable well location requirements, or granting such other relief as may be appropriate.

Case No. 24739: Application of SM Energy Co. for an order amending the applicable orders for the Whiteaker and/or Plumer-Bakken Pools, Divide County, ND, to (i) terminate two 640-acre spacing units consisting of Section 15 and Section 22, T.161N., R.98W., establish a 1280-acre spacing unit consisting of Sections 15 and 22, T.161N., R.98W., and authorize up to seven horizontal wells to be drilled on the new unit; (ii) terminate two 640-acre spacing units consisting of Section 29 and Section 30, T.161N., R.98W., terminate a 1280-acre spacing unit consisting of Sections 31 and 32, T.161N., R.98W., establish two 1280-acre spacing units consisting of Sections 29 and 32, and Sections 30 and 31, T.161N., R.98W., and authorize up to seven horizontal wells to be drilled on each of the new units; and (iii) granting such other relief as is appropriate.

Case No. 24740: Application of Petro Harvester Operating Co., LLC, for an order amending the applicable orders for the Upper Des Lacs-Madison Pool, Burke County, ND, to extend the boundaries of the field and establish one 1280-acre spacing unit consisting of Sections 4 and 9, T.163N., R.89W., and authorize up to five horizontal wells to be drilled thereon with 200 foot setbacks for the toe and heel of each horizontal well, or alternatively establishing two 640-acre spacing units consisting of the E/2 of said Sections 4 and 9 and the W/2 of said Sections 4 and 9 and allow up to two horizontal wells on each such unit with 200 foot setbacks for the toe and heel of each horizontal well, and granting such other and further relief as may be appropriate.

Case No. 24741: Application of Petro Harvester Operating Co., LLC, for an order amending the applicable orders for the Portal-Madison Pool, Burke County, ND, to establish one 800-acre spacing unit consisting of Sections 29 and 32, T.164N., R.91W., and one 1280-acre spacing unit consisting of Sections 5 and 8, T.163N., R.91W., and authorize up to five horizontal wells to be drilled thereon with 200 foot setbacks for the toe and heel of each horizontal well, or alternatively establishing two 400-acre spacing units consisting of the E/2 of said Sections 29 and 32 and the W/2 of said Sections 29 and 32, and two 640-acre spacing units consisting of the E/2 of said Sections 5 and 8 and the W/2 of said Sections 5 and 8, and allow up to two horizontal wells on each such unit with 200 foot setbacks for the toe and heel of each horizontal well, and granting such other and further relief as may be appropriate.

Case No. 24742: Application of Petro Harvester Operating Co., LLC, for an order amending the applicable orders for the Flaxton-Madison Pool, Burke County, ND, to establish one 800-acre spacing unit consisting of Sections 30 and 31, T.164N., R.90W., and one 1280-acre spacing unit consisting of Sections 6 and 7, T.163N., R.90W., and authorize up to five horizontal wells to be drilled thereon with 200 foot setbacks for the toe and heel of each horizontal well, or alternatively establishing two 400-acre spacing units consisting of the E/2 of said Sections 30 and 31 and the W/2 of said Sections 30 and 31, and two 640-acre spacing units consisting of the E/2 of said Sections 6 and 7 and the W/2 of said Sections 6 and 7, and allow up to two horizontal wells on each such unit with 200 foot setbacks for the toe and heel of each horizontal well, and granting such other and further relief as may be appropriate.

Case No. 24743: Application of Petro Harvester Operating Co., LLC, for an order amending the applicable orders for the Stony Run and/or the Woburn-Madison Pools, Burke County, ND, to extend the boundaries of either field and establish one 1280-acre spacing unit consisting of Sections 27 and 34, T.163N., R.90W., and authorize up to five horizontal wells to be drilled thereon with 200 foot setbacks for the toe and heel of each horizontal well, or alternatively establishing two 640-acre spacing units consisting of the E/2 of said Sections 27 and 34 and the W/2 of said Sections 27 and 34 and allow up to two horizontal wells on each such unit with 200 foot setbacks for the toe and heel of each horizontal well, and granting such other and further relief as may be appropriate.

Case No. 24599: (Continued) Application of Hess Bakken Investments II, LLC, for an order amending the applicable orders for the Elm Tree-Bakken Pool to (i) establish an overlapping 2560-acre spacing unit consisting of Sections 14, 15, 22 and 23, T.153N., R.94W., McKenzie County, ND, and authorize one horizontal well to be drilled on the unit; (ii) authorize up to eleven horizontal wells to be drilled on a 1280-acre spacing unit described as Sections 15 and 22, T.153N., R.94W.; and (iii) granting such other relief as may be appropriate.

Case No. 24688: (Continued) Application of HRC Operating, LLC, for an order amending the field rules for the Antelope-Sanish Pool to reduce the minimum setbacks from the "heel and toe" from 200 feet to 50 feet for the North and South boundaries of a 2560-acre spacing unit

described as Sections 14, 15, 22 and 23, T.152N., R.94W., McKenzie County, ND, and for such other relief as may be appropriate. Case No. 24689: (Continued) Application of HRC Operating, LLC, for an order amending the field rules for the McGregor Buttes-Bakken Pool to reduce the minimum setbacks from the "heel and toe" from 200 feet to 50 feet for the North and South boundaries of two 1280-acre spacing units described as Sections 1 and 12, T.147N., R.94W.; and Sections 25 and 36, T.148N., R.94W., Dunn County, ND, and for such other relief as may be appropriate.

Case No. 24602: (Continued) Application of OXY USA Inc. for an order authorizing the flaring of gas from certain wells completed in the Fayette-Bakken Pool, Dunn County, ND, for a temporary period of time as an exception to the provisions of Commission Order No. 24665, to allow the volumes of flared gas to be excluded from the calculations of state-wide and county-wide flare volumes, and such other relief as may be appropriate.

Case No. 24603: (Continued) Application of OXY USA Inc. for an order authorizing the flaring of gas from certain wells completed in the Murphy Creek-Bakken Pool, Dunn County, ND, for a temporary period of time as an exception to the provisions of Commission Order No. 24665, to allow the volumes of flared gas to be excluded from the calculations of state-wide and county-wide flare volumes, and such other relief as may be appropriate. Case No. 24687: (Continued) Application of Enerplus Resources (USA) Corp. for an order amending the applicable orders for the Antelope-Sanish Pool to establish a 640-acre spacing unit consisting of all of Section 16, T.152N., R.94W., McKenzie County, ND authorizing the drilling of a total not to exceed four wells, eliminating any tool error requirements, and granting such other and further relief as may be appropriate.

Case No. 24744: Application of Missouri River Resources ND, LLC for an order authorizing the drilling, completion and operation of up to four horizontal wells in an established approximate 320-acre spacing unit for the McGregor Buttes-Bakken Pool comprised of the W/2 of Section 14, T.148N., R.94W., Dunn County, ND; and to create and authorize the drilling, completion and operation of a lease line horizontal well in an overlapping approximate 640-acre spacing unit for the McGregor Buttes-Bakken Pool comprised of Section 14, T.148N., R.94W., Dunn County, ND, and such other relief as is appropriate.

Case No. 24745: Application of Hess Bakken Investments II, LLC pursuant to NDAC §43-02-03-88.1 for an order allowing oil and gas produced from the EN-Uran A-154-93-2215H-7 (File No. 29110), EN-Uran A-154-93-2215H-8 (File No. 29111), EN-Uran A-154-93-2215H-9 (File No. 29112), EN-Uran A-LE-154-93-2215H-1 (File No. 32223), and EN-Uran A-LE-154-93-2214H-2 (File No. 32225) wells, Sections 16 and 21, T.154N., R.93W., Mountrail County, ND, to be commingled in a central production facility located in Section 21, T.154N., R.93W., pursuant to NDAC § 43-02-03-48.1 or granting such other and further relief as may be appropriate.

Case No. 24746: Application of Hess Bakken Investments II, LLC pursuant to NDAC §43-02-03-88.1 for an order allowing oil and gas produced from the EN-Ruud-LE-154-93-2734H-1 (File No. 32226), EN-Ruud-LE-154-93-2735H-2 (File No. 32224), EN-Uran A-154-93-2215H-5 (File No. 29108), EN-Uran A-154-93-2215H-6 (File No. 29109), and EN-Uran A-154-93-2215H-12 (File No. 29107) wells, Sections 16 and 21, T.154N., R.93W., Mountrail County, ND, to be commingled in a central production facility located in Section 21, T.154N., R.93W., pursuant to NDAC § 43-02-03-48.1 or granting such other and further relief as may be appropriate.

Case No. 24747: Application of Hess Bakken Investments II, LLC, 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.154N., R.94W., and Sections 30 and 31, T.154N., R.93W., Alkali Creek-Bakken Pool, Mountrail County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24748: Application of SM Energy Co. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 15, 16, 21 and 22, T.163N., R.99W., Ambrose-Bakken Pool, Divide County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24749: Application of Petro-Hunt, LLC, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as all of Sections 31 and 32, T.154N., R.94W., Charlson-Bakken Pool, McKenzie and Mountrail Counties, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24750: Application of Oasis Petroleum North America LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as all of Sections 13, 14, 23 and 24, T.153N., R.100W., Willow Creek-Bakken Pool, Williams County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24751: Application of Oasis Petroleum North America LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as all of Sections 13 and 24, T.152N., R.101W., and Sections 18 and 19, T.152N., R.100W., Camp-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24752: Application of Oasis Petroleum North America LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as all of Sections 13 and 24, T.151N., R.99W., and Sections 18 and 19, T.151N., R.98W., North Tobacco Garden-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24753: Application of Oasis Petroleum North America LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as all of Sections 16, 17, 20 and

21, T.151N., R.98W., Silverston-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24754: Application of Oasis Petroleum North America LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as all of Sections 17, 18, 19 and 20, T.151N., R.98W., Silverston-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24755: Application of HRC Operating, LLC, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as all of Sections 17, 18, 19 and 20, T.152N., R.93W., Four Bears-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24756: Application of HRC Operating, LLC, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as all of Sections 13, 14, 23 and 24, T.148N., R.95W., Eagle Nest-Bakken Pool, Dunn County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24757: Application of HRC Operating, LLC, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as all of Sections 25, 26, 35 and 36, T.148N., R.95W., Eagle Nest-Bakken Pool, Dunn County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24758: Application of HRC Operating, LLC, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as all of Sections 8, 9, 16 and 17, T.148N., R.94W., Eagle Nest-Bakken Pool, Dunn County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24759: Application of HRC Operating, LLC, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as all of Sections 28, 29, 32 and 33, T.148N., R.94W., Eagle Nest-Bakken Pool, Dunn County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24760: Application of HRC Operating, LLC, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as all of Sections 27, 28, 33 and 34, T.148N., R.94W., McGregory Buttes-Bakken Pool, Dunn County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24761: Application of HRC Operating, LLC, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as all of Sections 2, 3, 10 and 11, T.147N., R.94W., McGregory Buttes-Bakken Pool, Dunn County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24762: Application of Burlington Resources Oil & Gas Co. LP, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 4, 5, 8 and 9, T.151N., R.96W., Clear Creek-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24763: Application of Burlington Resources Oil & Gas Co. LP, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 6 and 7, T.151N., R.96W., Dimmick Lake-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24764: Application of Burlington Resources Oil & Gas Co. LP, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 16, 17, 20 and 21, T.151N., R.96W., Dimmick Lake-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24765: Application of Burlington Resources Oil & Gas Co. LP, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 17, 18, 19 and 20, T.151N., R.96W., Dimmick Lake-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24766: Application of Burlington Resources Oil & Gas Co. LP, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 13, 14, 23 and 24, T.151N., R.96W., Camel Butte-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24767: Application of Burlington Resources Oil & Gas Co. LP, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 14, 15, 22 and 23, T.151N., R.96W., Camel Butte-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24768: Application of Burlington Resources Oil & Gas Co. LP, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 15, 16, 21 and 22, T.151N., R.96W., Camel Butte-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24769: Application of QEP Energy Co. for an order amending the applicable orders for the Spotted Horn-Bakken Pool to authorize up to three horizontal wells to be drilled on an overlapping 2560-acre spacing unit described as Sections 24 and 25, T.150N., R.95W., and Sections 19 and 30, T.150N., R.94W., McKenzie County, ND, or for such other relief as may be appropriate.

Case No. 24770: Application of Marathon Oil Co. 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.146N., R.92W., Wolf Bay-Bakken Pool, Dunn County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Signed by,
Jack Dalrymple, Governor
Chairman, ND Industrial Commission
12/22 - 20824585

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. Wednesday, January 20, 2016, at the N.D. Oil & Gas Division, 1000 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 Thursday, January 07, 2016.

STATE OF NORTH DAKOTA TO: Case No. 24501: (Continued) Proper spacing for the development of the Bounty School-Bakken Pool, Divide County, ND, redefine the field limits, and enact such special field rules as may be necessary. Bakken Hunter, LLC

Case No. 24502: (Continued) Proper spacing for the development of the Crosby-Bakken Pool, Divide County, ND, redefine the field limits, and enact such special field rules as may be necessary. Bakken Hunter, LLC

Case No. 24739: Application of SM Energy Co. for an order amending the applicable orders for the Whiteaker and/or Plumer-Bakken Pools, Divide County, ND, to (i) terminate two 640-acre spacing units consisting of Section 15 and Section 22, T.161N., R.98W., establish a 1280-acre spacing unit consisting of Sections 15 and 22, T.161N., R.98W., and authorize up to seven horizontal wells to be drilled on the new unit; (ii) terminate two 640-acre spacing units consisting of Section 29 and

Section 30, T.161N., R.98W., terminate a 1280-acre spacing unit consisting of Sections 31 and 32, T.161N., R.98W., establish two 1280-acre spacing units consisting of Sections 29 and 32, and Sections 30 and 31, T.161N., R.98W., and authorize up to seven horizontal wells to be drilled on each of the new units; and (iii) granting such other relief as is appropriate.

Case No. 24748: Application of SM Energy Co. for an order pursuant to NDAC § 43 02-03-88.1 pooling all interests in a spacing unit described as Sections 15, 16, 21 and 22, T.163N., R.99W., Ambrose-Bakken Pool, Divide County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate. Signed by, Jack Dalrymple, Governor Chairman, ND Industrial

(12/23)

Affidavit of Publication

State of North Dakota, County of Divide, ss:

I, Cecile L. Krimm, 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 date:

Dec. 23, 2015 68 lines @ 0.67 = \$45.56

TOTAL CHARGE \$45.56

Signed Cecile L. Krimm
Cecile L. Krimm, Publisher

Subscribed and sworn to before me Dec. 23, 2015

Holly R. Anderson
Notary Public, State of North Dakota

