BEFORE THE INDUSTRIAL COMMISSION

OF THE STATE OF NORTH DAKOTA

CASE NO. 25824 ORDER NO. 28240

IN THE MATTER OF A HEARING CALLED ON A MOTION OF THE COMMISSION CONSIDER THE APPLICATION OF TRENDWELL ENERGY CORP. FOR AN ORDER EXTENDING THE FIELD BOUNDARIES AND AMENDING THE FIELD RULES FOR THE SHORT CREEK-MADISON POOL TO CREATE AND ESTABLISH AN 800-ACRE SPACING UNIT COMPRISED OF SECTIONS 25 AND 36, T.164N., R.93W., BURKE COUNTY, ND, THE AUTHORIZING DRILLING HORIZONTAL WELL ON SAID 800-ACRE SPACING UNIT, REDUCING THE HEEL AND TOE SETBACK TO 200 FEET, 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 25th day of May, 2017.
- (2) The witnesses for Trendwell Energy Corporation (Trendwell) 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 May 30, 2017; therefore, such testimony may be considered evidence.
- (3) Trendwell made application to the Commission for an order extending the field boundaries and amending the field rules for the Short Creek-Madison Pool to create and establish an 800-acre spacing unit comprised of Sections 25 and 36, Township 164 North, Range 93 West, Burke County, North Dakota (Sections 25 and 36), authorizing the drilling of a horizontal well on said 800-acre spacing unit, reducing the heel and toe setback to 200 feet, and such other relief as is appropriate.
- (4) Order No. 289 entered in Case No. 261, as amended by Order Nos. 326 and 3340, the most recent spacing order for the Short Creek-Madison Pool, established proper spacing at one well per 160 acres, and required said well to be located in the approximate center of the southeast quarter of each quarter section or governmental lots corresponding thereto.

- (5) Section 36 is adjacent to the Short Creek Field. Section 25 is one section removed from the Short Creek Field. There are no wells currently permitted to or producing from Sections 25 and 36.
- (6) Trendwell presented evidence the Short Creek-Madison Pool underlies Sections 25 and 36; therefore, the boundary of the Short Creek Field should be extended to include such land.
- (7) Section 25 is a short section adjacent to the North Dakota-Canada border containing approximately 147.72 acres.
- (8) Trendwell's idealized development plan for the standup 800-acre spacing unit described as Sections 25 and 36 is to drill one horizontal well approximately down the long axis targeting the lower Midale subinterval of the Mission Canyon Formation. 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 Short Creek-Madison 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 spacing unit.
- (9) Trendwell plans to complete the horizontal well with a cemented liner and multi-stage fracture stimulation.
- (10) Trendwell believes the microseismic data and interpretations presented by Petro Harvester Operating Company, LLC (Petro Harvester) in Case No. 25308 are applicable to this area. In Case No. 25308, Petro Harvester testified the microseismic data gathered during the stimulation of the Petro Harvester #4H Swenson well (File No. 24958), a horizontal well in the Columbus-Madison Pool with a surface location in the SE/4 SW/4 of Section 23, Township 163 North, Range 93 West, Burke County, North Dakota, indicates noise events were recorded at an average maximum distance of 362 feet from the lateral and Petro Harvester believes the effective propped fracture half-length is approximately 103 feet based upon modeling and history matching. Petro Harvester estimated the induced fracture orientation is north 79 degrees east.
- (11) Trendwell proposes to set the production casing 50 feet across the setback requirement and terminate the well 50 feet from the setback requirement, and the deepest fracture stimulation perforation is located 50 feet from the total depth of the well and the shallowest fracture stimulation perforation is located 50 feet from the casing shoe.
- (12) An induced fracture with an effective propped half-length of 103 feet initiated at 300 feet from the spacing unit boundary on a north 79 degrees east orientation will terminate approximately 280 feet from the spacing unit boundary.
 - (13) There were no objections to this application.
- (14) If Trendwell'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 25 and 36, Township 164 North, Range 93 West, Burke County, North Dakota, are hereby established as a standup 800-acre spacing unit for the exclusive purpose of drilling one horizontal well within said spacing unit within the Short Creek-Madison Pool and Zone II is hereby created to include said spacing unit. Existing and future vertical and directional wells drilled within the spacing unit herein established shall conform to the applicable spacing requirements providing for the orderly development of Zone I in the Short Creek-Madison Pool.
- (2) The Director is hereby authorized to exercise continuing jurisdiction in this matter to determine whether a horizontal well proposed or drilled upon the 800-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) The Short Creek Field is hereby redefined as the following described tracts of land in Burke County, North Dakota:

TOWNSHIP 164 NORTH, RANGE 93 WEST, 5TH PM ALL OF SECTIONS 25 AND 36,

TOWNSHIP 163 NORTH, RANGE 93 WEST, 5TH PM ALL OF SECTIONS 1, 2, 3, 4, 5, 8, 9, 10, 11 AND 12.

(4) The Short Creek-Madison Pool is hereby redefined as the following described tracts of land in Burke County, North Dakota:

ZONE I (160V-CSE QQ)

TOWNSHIP 164 NORTH, RANGE 93 WEST, 5TH PM ALL OF SECTIONS 25 AND 36,

<u>TOWNSHIP 163 NORTH, RANGE 93 WEST, 5TH PM</u> ALL OF SECTIONS 1, 2, 3, 4, 5, 8, 9, 10, 11 AND 12.

ZONE II (800H-STANDUP)

TOWNSHIP 164 NORTH, RANGE 93 WEST, 5TH PM ALL OF SECTIONS 25 AND 36.

- (5) The Short Creek-Madison Pool is hereby defined as that accumulation of oil and gas found in the interval from below the base of the Last Charles Salt to above the top of the Lodgepole Formation within the limits of the field as set forth above.
- (6) The proper spacing for the development of Zone I in the Short Creek-Madison Pool is hereby set at one vertical well per 160-acre spacing unit.

- (7) All wells in Zone I in the Short Creek-Madison Pool shall be located in the approximate center of the northwest quarter of each quarter section unless granted an exception by the Commission after due notice and hearing.
- (8) Spacing units in Zone I in the Short Creek-Madison Pool shall consist of a governmental quarter section or governmental lots corresponding thereto.
- (9) Zone I in the Short Creek-Madison Pool shall not be extended except by further order of the Commission after due notice and hearing.
- (10) Provisions established herein for Zone II in the Short Creek-Madison Pool are for the exclusive purpose of drilling horizontal wells. Existing and future vertical and directional wells drilled within the area defined as Zone II in paragraph (4) above shall conform to the applicable spacing requirements for the orderly development of Zone I in the Short Creek-Madison Pool.
- (11) The proper spacing for the development of Zone II in the Short Creek-Madison Pool is hereby set at one horizontal well per standup 800-acre spacing unit.
- (12) All portions of the well bore not isolated by cement of any horizontal well in Zone II in the Short Creek-Madison 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.
- (13) Sections 25 and 36, Township 164 North, Range 93 West, Burke County, North Dakota, are hereby designated a standup 800-acre spacing unit in Zone II in the Short Creek-Madison Pool.
- (14) Spacing units hereafter created in Zone II in the Short Creek-Madison Pool shall be standup spacing units designated by the Commission.
- (15) Zone II in the Short Creek-Madison Pool shall not be extended except by further order of the Commission after due notice and hearing.
- (16) The operator of any horizontally drilled well in the Short Creek-Madison 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.
- (17) 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 Short Creek-Madison Pool.
- (18) 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 Short Creek-Madison 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 Short Creek-Madison Pool as the Commission deems appropriate.

- (19) No well shall be hereafter drilled or produced in the Short Creek-Madison Pool, as defined herein, except in conformity with the regulations above without special order of the Commission after due notice and hearing.
- (20) The following rules concerning the casing, tubing and equipping of wells shall apply to the subsequent drilling and operation of wells in the Short Creek-Madison 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. After cementing, the casing shall be tested by application of pump pressure of at least 1000 pounds per square inch. If, at the end of 30 minutes this pressure has dropped 100 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;
 - (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 manner to protect and isolate all formations containing oil and/or gas, protect the pipe through salt sections encountered, and to 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.

- (21) 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 Short Creek-Madison 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 4000 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 therefor can be demonstrated to his satisfaction. All additional gas-oil ratio and reservoir pressure determinations conducted on any well but not specifically required herein, shall be reported to the Director within 15 days following the end of the month in which they are determined.
- (22) No saltwater, drilling mud, crude oil, or waste oil shall be stored in pits in this field, except in an emergency, and approved by the Director.
- (23) All wells in the Short Creek-Madison Pool shall be allowed to produce at a maximum efficient rate.
- (24) If the flaring of gas produced with crude oil from the Short Creek-Madison Pool is determined by the North Dakota Department of Health as causing a violation of the North Dakota Air Pollution Control Rules (NDAC Article 33-15), production from the pool may be restricted.
- (25) This order shall cover all of the Short Creek-Madison Pool, common source of supply of crude oil and 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 30th day of June, 2017.

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, Jeanette Bean, being duly sworn upon oath, depose and say: That on the 6th day of July, 2017 enclosed in separate envelopes true and correct copies of the attached Order No. 28240 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. 25824:

LAWRENCE BENDER FREDRIKSON & BYRON PO BOX 1855 BISMARCK ND 58502

Jeanette Bean

Oil & Gas Division

On this 6th day of July, 2017 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.

TRUDY HOGUE Notary Public State of North Dakota My Commission Expires June 19, 2020

Notary Public

State of North Dakota, County of Burleigh

Widy Hos

Kadrmas, Bethany R.

From: Entzi-Odden, Lyn <lodden@fredlaw.com>

Sent: Tuesday, June 20, 2017 3:29 PM

To: Bohrer, Mark F.

Cc: Kadrmas, Bethany R.; Heilman, Tracy A. **Subject:** order letter for Trendwell Case 25824

Attachments: 25824 order request.pdf

CAUTION: This email originated from an outside source. Do not click links or open attachments unless you know they are safe.

Mark, Please see the attached. Thank you.



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June 20, 2017

VIA EMAIL

Mr. Mark Bohrer NDIC, Oil and Gas Division 600 East Boulevard Bismarck, ND 58505

RE: Case No. 25824: Application of Trendwell Energy Corp. for an order extending the field boundaries and amending the field rules for the Short Creek-Madison Pool to create and establish an 800-acre spacing unit comprised of Sections 25 and 36, T.164N., R.93W., Burke County, ND, authorizing the drilling of a horizontal well on said 800-acre spacing unit, reducing the heel and toe setback to 200 feet, and such other relief as is appropriate.

Dear Mark:

I am writing on behalf of Trendwell Energy Corporation to request an order for the captioned matter, heard May 25, 2017.

Trendwell would like an order entered it may begin drilling operations.

Should you have any questions, please advise.

Sincerely

LAWRENCEBENDER

LB/leo

ce: Mr. Steve Rapanos *Via Email* 61623481_1.DOC

Attorneys & Advisors main 701.221.8700 fax 701.221.8750 fredlaw.com Fredrikson & Byron, P.A. 1133 College Drive, Suite 1000 Bismarck, North Dakota 58501-1215

Kadrmas, Bethany R.

From: Rage, Samantha <SRage@fredlaw.com>

Sent: Tuesday, May 30, 2017 8:41 AM

To: Kadrmas, Bethany R.

Cc: Entzi-Odden, Lyn; Rick Sandtveit

Subject: Trendwell Case No. 25824 - Telephonic Affidavits

Attachments: Trendwell 25824-c.pdf

CAUTION: This email originated from an outside source. Do not click links or open attachments unless you know they are safe.

Bethany,

Please see the attached letter. Thank you.

Sammy Rage Legal Administrative Assistant

& BYRON, P.A. 1133 College Drive

Suite 1000 Bismarck, ND 58501 Main Phone: 701.221.8700 Fax: 701.221.8750

srage@fredlaw.com

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May 30, 2017

VIA EMAIL

Mr. Bruce Hicks Assistant Director NDIC, Oil and Gas Division 600 East Boulevard Bismarck, ND 58505-0310

> RE: NDIC CASE NO. 25824 Trendwell Energy Corp.

Dear Mr. Hicks:

Please find enclosed herewith for filing the original TELEPHONIC COMMUNICATION AFFIDAVITS for the above-captioned matter.

Should you have any questions, please advise.

Sincerely

LAWRENCE BENDER

LB/sr Enclosures

cc: Mr. Rick Sandtveit (via email w/ enc.)

61488104_1.DOC

Attorneys & Advisors main 701.221.8700 fax 701.221.8750 fredlaw.com Fredrikson & Byron, P.A. 1133 College Drive, Suite 1000 Bismarck, North Dakota 58501-1215

Before the Industrial Commission

of the State of North Dakota

Case No. 25824

Application of Trendwell Energy Corp. for an order extending the field boundaries and amending the field rules for the Short Creek-Madison Pool to create and establish an 800-acre spacing unit comprised of Sections 25 and 36, T.164N., R.93W., Burke County, ND, authorizing the drilling of a horizontal well on said 800-acre spacing unit, reducing the heel and toe setback to 200 feet, and such other relief as is appropriate.

TELEPHONIC COMMUNICATION AFFIDAVIT

Steve Rapanos being first duly sworn deposes and states as follows: That on May 25, 2017, I testified under oath before the North Dakota Industrial Commission in Case No. 25824. My testimony was presented by telephone from (616)822-9533, on behalf of Trendwell Energy Corp., 10

E. Bridge Street, Suite 200, Ro	ckford, MI 49341.	Ω	
		1	
	\overline{S}	TEVE RAPANOS	
STATE OF MICHIGAN)		
) ss.		
COUNTY OF KENT)		

On May 25, 2017, Steve Rapanos of Trendwell Energy Corp., 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.

Theresa Thomsen, Notary Public

Notary in: Montcalm County, Michigan Acting in: Kent County, Michigan

My commission expires: May 26, 2018

Before the Industrial Commission

of the State of North Dakota

Case No. 25824

Application of Trendwell Energy Corp. for an order extending the field boundaries and amending the field rules for the Short Creek-Madison Pool to create and establish an 800-acre spacing unit comprised of Sections 25 and 36, T.164N., R.93W., Burke County, ND, authorizing the drilling of a horizontal well on said 800-acre spacing unit, reducing the heel and toe setback to 200 feet, and such other relief as is appropriate.

TELEPHONIC COMMUNICATION AFFIDAVIT

Richard Sandtveit being first duly sworn deposes and states as follows: That on May 25, 2017, I testified under oath before the North Dakota Industrial Commission in Case No. 25824. My testimony was presented by telephone from (616)822-9533, on behalf of Trendwell Energy Corp., 10 E. Bridge Street, Suite 200, Rockford, MI 49341.

RICHARD SANDTVEIT

STATE OF MICHIGAN)
) ss.
COUNTY OF KENT)

On <u>MAY 25</u>, 2017, Richard Sandtveit of Trendwell Energy Corp., 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.

Theresa Thomsen, Notary Public

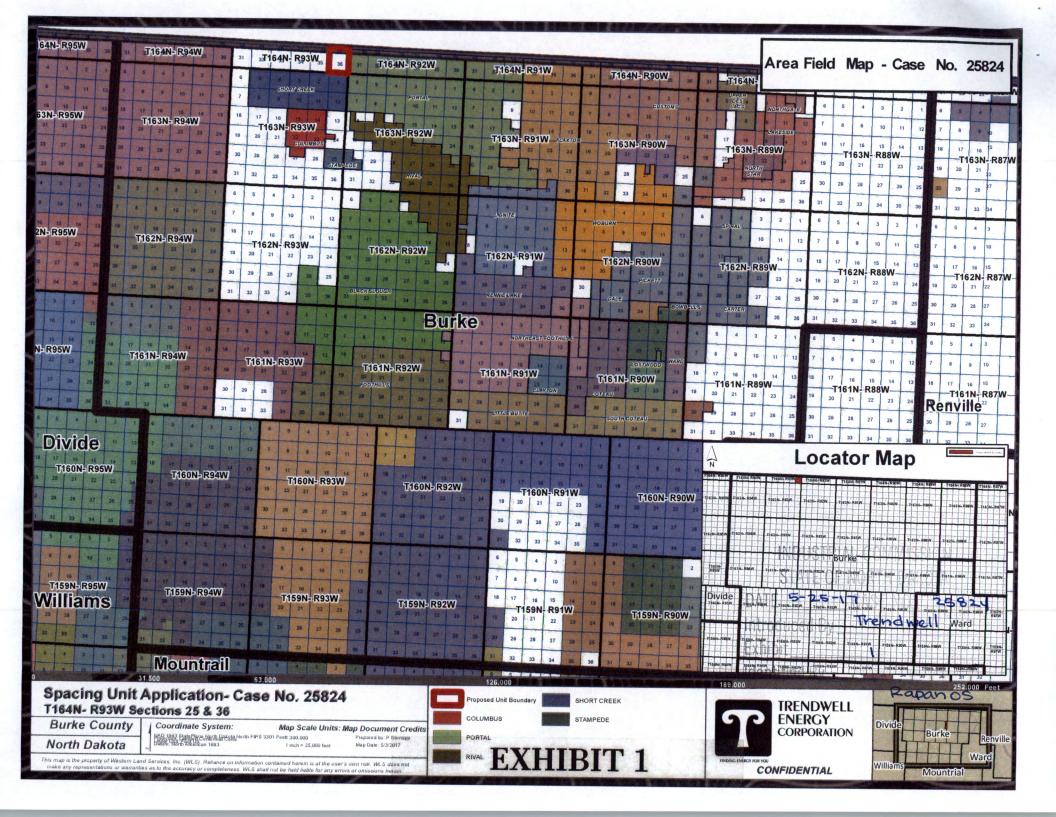
Notary in: Montcalm County, Michigan Acting in: Kent County, Michigan My commission expires: May 26, 2018

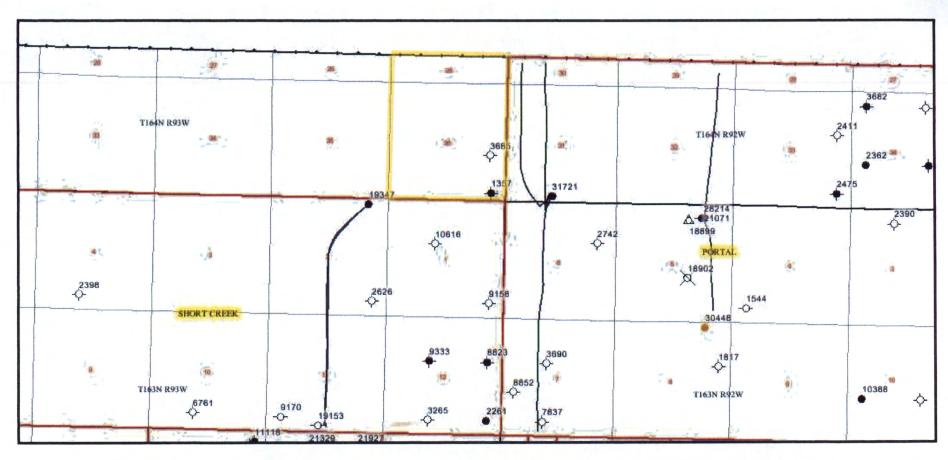
Trendwell Energy Corporation

Case No. 25824

Application of Trendwell Energy Corp. for an order extending the field boundaries and amending the field rules for the Short Creek-Madison Pool to create and establish an 800-acre spacing unit comprised of Sections 25 and 36, T.164N., R.93W., Burke County, ND, authorizing the drilling of a horizontal well on said 800-acre spacing unit, reducing the heel and toe setback to 200 feet, and such other relief as is appropriate

May 25, 2017





Short Creek Field Map

164N 93W SECTIONS 25 & 36 BURKE COUNTY, NORTH DAKOTA

TRENDWELL ENERGY CORPORATION

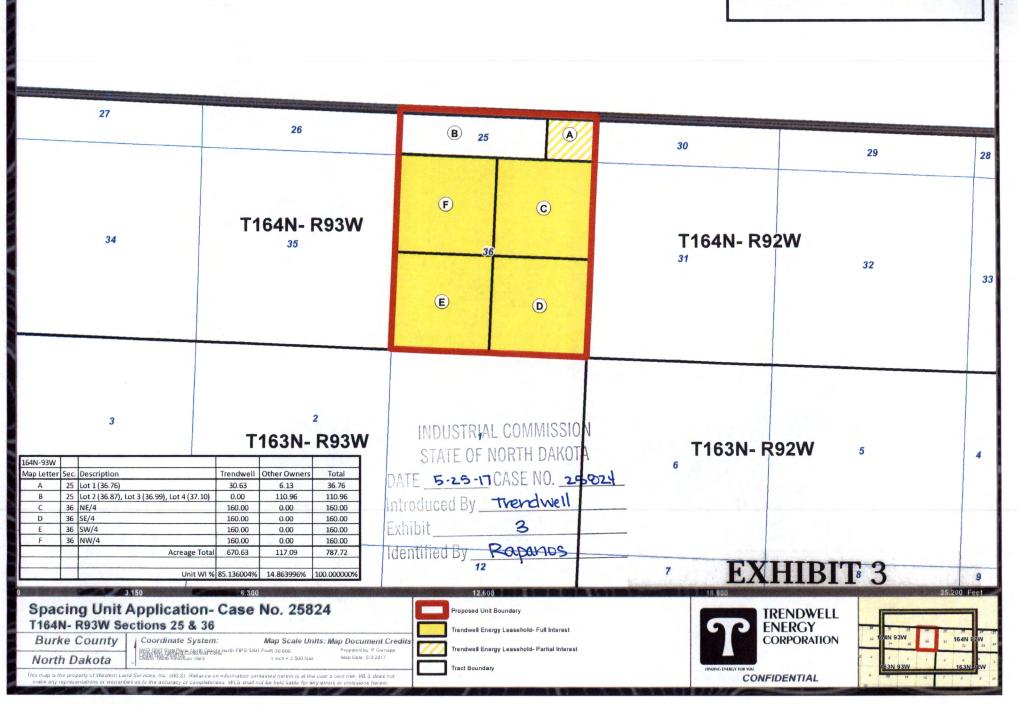
INDUSTRIAL COMMISSION STATE OF NORTH DAKOTA

DATE 5-25-17 CASE NO. 25824

Introduced By Trendwell
Exhibit 2
Identified By Papanos

EXHIBIT 2

Land Plat- Case No. 25824 Sec 25 & 36 (T164N- R93W)





CASE NO. 25824

Pad Location and Proposed Well Path

164N 93W

SECTIONS 25 & 36 BURKE COUNTY, NORTH DAKOTA



TRENDWELL ENERGY CORPORATION

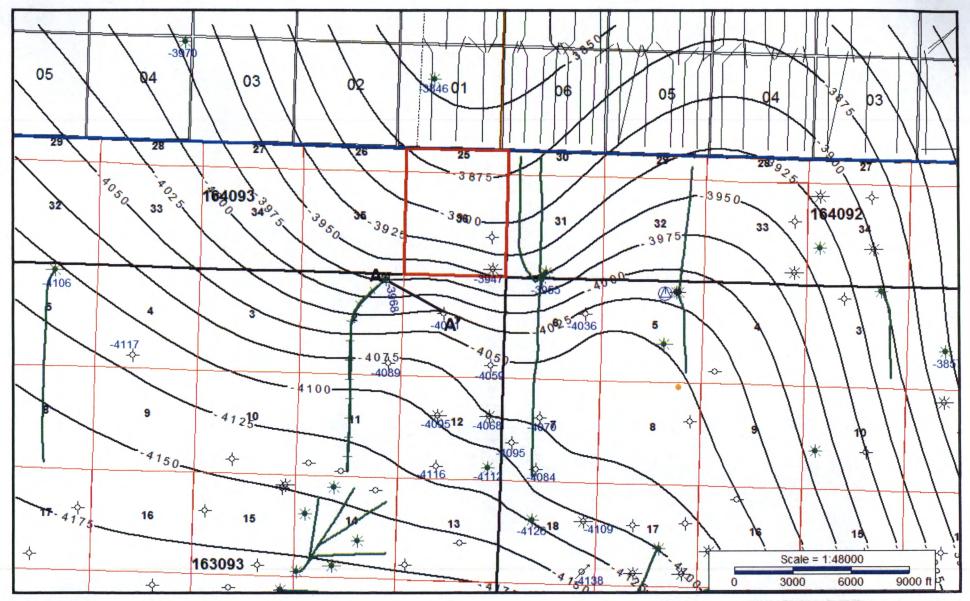
EXHIBIT 4

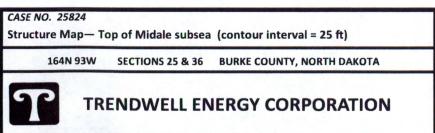
· INDUSTRIAL COMMISSION STATE OF NORTH DAKOTA

DATE 5-25-17 CASE NO. 25824

Introduced By Trendwell Exhibit 4

Identified By Rapanos



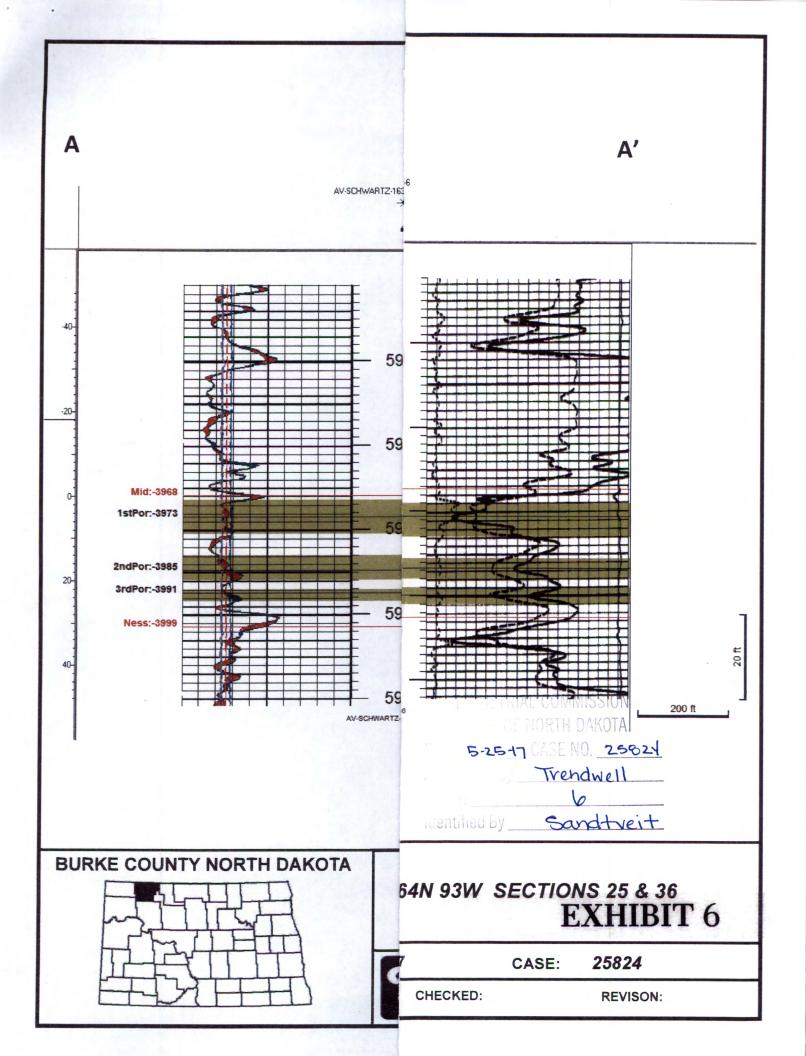


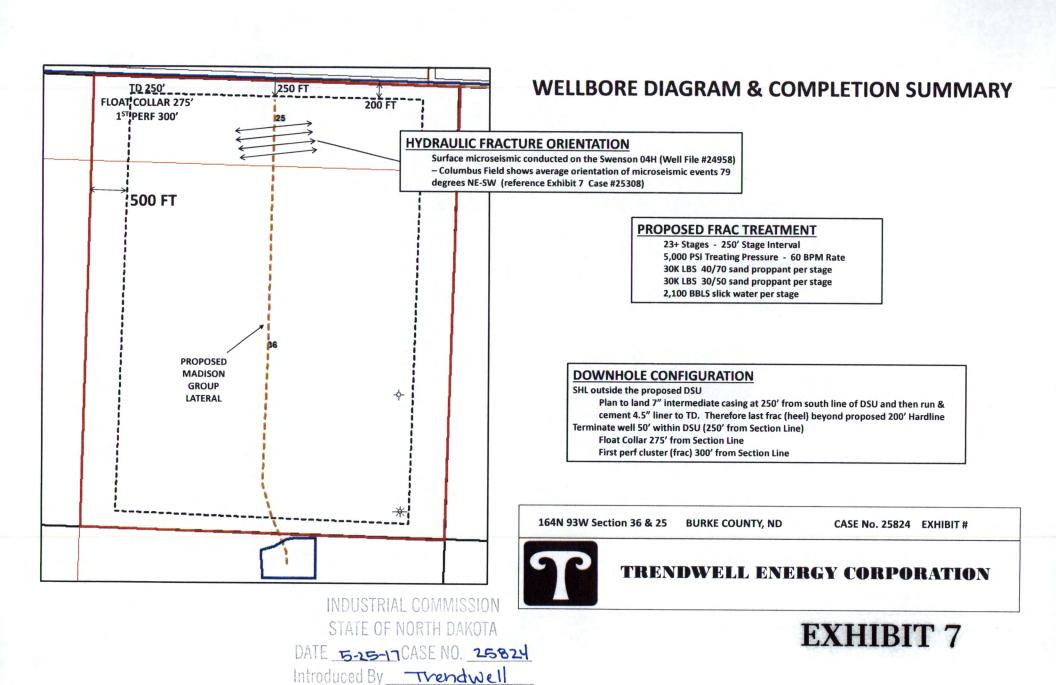
INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA

BATE 52547 CASE NO. 25624
atroduced By Trendwell
While

Identified By Sandtveit

EXHIBIT 5





Exhibit

Identified By Sandtveit



TRENDWELL ENERGY CORPORATON

MADISON RESERVOIR ECONOMICS-RESERVOIR DATA

SECTIONS 25 & 26 - T164N - R93W CASE NO. 25824

RESERVOIR: Midale/Nesson Carbonates

OIL GRAVITY: 36°-40° API

UNIT SIZE: 800 Acres

TVD: 5,900'

POROSITY: Midale 12-22% Nesson 6-18%

SW: Midale 41% Nesson 28%

THICKNESS: Midale 20' Nesson 11'

OIL FORMATION VOLUME FACTOR: 1.35 to 1.5

AVERAGE GOR, LIFE OF WELL: 3,000 SCF/BBL

PRESSURE GRADIENT: 0.45psi/ft. to 0.49 psi/ft.

UNIT OIL IN PLACE: 13,393 MBO

WELL EUR: 1.34 MM BO 4,018 MMCF

WELL COST: \$3,250,000 D&C

WELL HEAD OIL PRICE: \$43/BBL

WORKING INTEREST=100% NET REVENUE INTEREST=80%

ROR: 100%

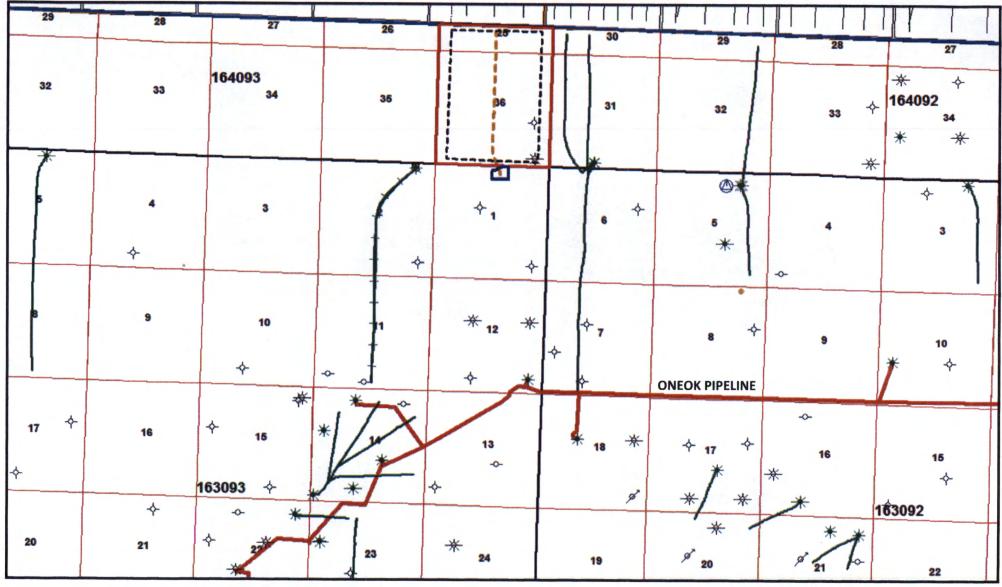
ROI: 15.2

PAYOUT: 0.75 years

INDUSTRIAL COMMISSION STATE OF NORTH DAKOTA TE 52517 CASE NO. 25824 EXHIBIT 8

anduced By Trendwell

Identified By Sandtveit



ONEOK PIPELINE MAP

164N 93W SECTIONS 25 & 36 BURKE COUNTY, NORTH DAKOTA

TRENDWELL ENERGY CORPORATION

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA

DATE 5.25-7 CASE NO. 25824

Introduced By Trendwell
Exhibit 9
Identified By Sandtvert

EXHIBIT 9

BEFORE THE INDUSTRIAL COMMISSION

OF THE STATE OF NORTH DAKOTA

Case No. 25824

Application of Trendwell Energy Corporation for an order amending the field rules for the Short Creek-Madison Pool so as to create and establish an 800-acre spacing unit comprised of Sections 25 and 36, Township 164 North, Range 93 West, Burke County, North Dakota, authorizing the drilling of a horizontal well on said 800-acre spacing unit, reducing the heel and toe setback to 200 feet, and/or such other and further relief as appropriate.

Received

APR 2 1 2017

ND Oil & Gas Division

APPLICATION OF TRENDWELL ENERGY CORPORATION

Trendwell Energy Corporation ("Trendwell"), for its application to the North Dakota Industrial Commission ("Commission"), respectfully states as follows:

1.

That Trendwell is the owner of an interest in the oil and gas leasehold estate in Sections 25 and 36, Township 164 North, Range 93 West, Burke County, North Dakota ("the Subject Lands").

2.

That the Subject Lands are near the area defined by the Commission as the field boundaries for the Short Creek-Madison Pool.

3.

That Trendwell desires to utilize the horizontal drilling technique to further develop the Short Creek-Madison Pool underlying the Subject Lands.

4.

That it is the opinion of Trendwell that use of the horizontal drilling technique to further develop the Short Creek-Madison Pool underlying the Subject Lands 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 should be amended so as to establish an 800-acre spacing unit for the Short Creek-Madison Pool for the Subject Lands, authorizing the drilling of a horizontal well on said 800-acre spacing unit.

7.

That Trendwell, therefore, requests that the Commission enter an order amending the field rules for the Short Creek-Madison Pool so as to create and establish an 800-acre spacing unit comprised of Sections 25 and 36, Township 164 North, Range 93 West, Burke County, North Dakota, authorizing the drilling of a horizontal well on said 800-acre spacing unit, reducing the heel and toe setback to 200 feet, and/or such other and further relief as appropriate.

WHEREFORE, Trendwell requests the following:

- (a) That this matter be set for the regularly scheduled May 25, 2017 hearings of the Commission;
- (b) That pursuant to Section 43-02-03-88.2 of the North Dakota Administrative Code, Trendwell's witnesses in this matter be allowed to participate by telephonic means; and

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

DATED this of April, 2017.

FREDRIKSON & BYRON, P.A.

Ву__

LAWRENCE BUNDER, ND Bar #03908

Attorneys for Applicant,

Trendwell Energy Corporation

1133 College Drive, Suite 1000

P. O. Box 1855

Bismarck, ND 58502-1000

(701) 221-8700

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 this affiant's knowledge, and belief.

LAWRENCE BENDER

Subscribed and sworn to before me this

of April, 2017.

Netary Public

Commission
Expires

M Commission Expires:

61195511_1.DOC



April 21, 2017

Received

APR 2 1 2017

ND Oil & Gas Division

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

RE: APPLICATION OF

TRENDWELL ENERGY

CORPORATION FOR MAY 2017

HEARINGS

Dear Mr. Hicks:

Please find enclosed herewith for filing an APPLICATION OF TRENDWELL ENERGY CORPORATION.

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

Should you have any questions, please advise

LAWRENCE BENDER

LB/leo

Enclosure

cc: Mr. Steve Rapanos - (w/enc.) Via Email

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State of North Dakota) SS County of Burleigh
Before me, a Notary Public for the State of North Dakota
personally appeared DV 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
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My Commission Expires Jan 26, 2023

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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. Thursday, May 25, 2017, 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

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, May 12, 2017.
STATE OF NORTH DAKOTA TO:

Case No. 25819: Proper spacing for the development of the Big Dipper-Bakken Pool, Divide County, ND, redefine the field limits, and enact such special field rules as may be necessary. Mountain Divide, LLC; Resource Energy Can-Am LLC; SM Energy Co.

Case No. 25820: Proper spacing for the development of the Flat Lake East-Bakken Pool, Divide County, ND, redefine the field limits, and enact such special field rules as may be necessary. Resource Energy Can-

Case—No. 25821: Proper spacing for the development of the Skjermo-Bakken Pool, Divide County, ND, redefine the field limits, and enact such special field rules as may be necessary. Resource Energy Can-Am LLC Case No. 25745: (Continued) Application of Resource Energy Can-Am LLC for an order amending the field rules for the Blooming Prairie-Bakken Pool to create and establish an overlapping 5120-acre spacing unit comprised of Sections 28, 29, 32 and 33, T.163N., R.98W. and Sections 4, 5, 8 and 9, T.162N., R.98W., Divide County, ND, authorizing the drilling of a horizontal well on or near the section line between the existing 1280-acre spacing units of said proposed overlapping 5120-acre spacing unit, and such other relief as is appropriate.

Case No. 25822: Application of EOG Resources, Inc. for an order amending the field rules for Antelope-Sanish Pool, McKenzie County, ND, to create and establish an overlapping 640-acre spacing unit comprised of Section 17, T.15 IN., R.94W, authorizing the drilling of a horizontal well on or near the center line of said Section 17 between the two existing 320-acre standup spacing units of said proposed overlapping 640-acre spacing unit, and such other relief as is appropriate.

Case No. 25823: Application of EOG Resources, Inc. for an order amending the field rules for the Painted Woods-Bakken

Pool to create and establish an overlapping 2560-acre spacing unit comprised of Sections 3, 4, 9 and 10, T.154N., R.103W., Williams County, ND, authorizing the drilling of a well on or near the section line between the two existing 1280-acre spacing units of said proposed overlapping 2560-acre spacing unit, and such other relief as is

appropriate.

Case No. 25824: Application of Trendwell Energy Corp. for an order extending the field boundaries and amending the field rules for the Short Creek-Madison Pool to create and establish an 800-acre spacing unit comprised of Sections 25 and 36, T.164N., R.93W., Burke County, ND, authorizing the drilling of a horizontal well on said 800-acre spacing unit, reducing the heel and toe setback to 200 feet, and such other rolling as it appropriate.

relief as is appropriate.

Case No. 25825: Application of Enerplus Resources (USA) Corp. for an order amending the field rules for the McGregory Buttes-Bakken Pool to create and establish an overlapping 640-acre spacing unit comprised of Section 32, T.148N., R.93W., Dunn County, ND, authorizing the drilling of a horizontal well on or near the center line of said Section 32 between the two existing 320-acre standup spacing units of said proposed overlapping 640-acre spacing unit, and such other relief as is appropriate.

Case No. 25432: (Continued) On a motion of the Commission to consider the appropriate spacing for 'wells completed in the Oakdale-Bakken Pool in the standup 2560-acre spacing unit described as Sections 22, 27, and 34, T.147N., R.96W. and Section 3, T.146N., R.96W., Dunn County, ND, and such other relief as is appropriate.

such other relief as is appropriate.

Case No. 25502:(Continued) On a motion for the Commission to review the appropriate setbacks for wells permitted or completed in the 2560-acre spacing unit described as Sections 26, 27, 34, 35, T.153N., R.93W., Sanish-Bakken Pool; and the 2560-acre spacing unit described as Sections 28, 29, 32, and 33, T.153N., R.93W., Elm Tree-Bakken Pool, McKenzie and Mountrail Counties, ND, and such other relief as is appropriate.

appropriate.

Case No. 25503: (Continued) Application of
Continental Resources, Inc. for an order
amending the field rules for the Jim Creek
and/or Rattlesnake Point-Bakken Pool to
create and establish an overlapping 2560acre spacing unit comprised of Sections 22,
23, 26 and 27, T.146N., R.96W., Dunn
County, ND, authorizing the drilling of a
horizontal well on or near the section fine
between existing 1280-acre spacing units of
the proposed overlapping 2560-acre spacing unit, and such other relief as is appro-

Case No. 25757: (Continued) Application of SHD Oil & Gas, LLC for an order amending the field rules for the Heart Butte and/or Deep Water Creek Bay-Bakken Pool, Dunn and McLean Counties, ND, as follows: (i) create and establish an overlapping 1920-acre spacing unit comprised of Sections 13 and 14, T.149N., R.91W. and Section 18, T.149N., R.90W., authorizing the drilling of a horizontal well on said proposed overlapping 1920-acre spacing unit; (ii) create and establish two overlapping 3840-acre spacing units comprised of Sections 13, 14, 23 and 24, T.149N., R.91W. and Sections 18 and 19, T.149N., R.90W., authorizing the drilling of a horizontal well on or near the section line between existing and proposed overlapping 1920-acre spacing units of each of the proposed overlapping 3840-acre spacing units, and such other relief as is appropriate.

Case No. 25758: (Continued) Application of SHD Oil & Gas, LLC for an order amending the field rules for the Van Hook-Bakken Pool, Mountrail and McLean Counties, ND, as follows: (i) create and establish an overlapping 2560-acre spacing unit comprised of Sections 13 and 24, T.150N., R.91W.; and (ii) create and establish an overlapping 3840-acre spacing unit comprised of Sections 7, 8, 9, 16, 17 and 18, T.150N., R.91W., authorizing the drilling of a horizontal well on or near the section line between existing 1280, 1920 and 3200-acre spacing units of each of the proposed overlapping 2560 and 3840-acre spacing units, and such other relief as is appropriate.

appropriate.

Case No. 25746: (Continued) Application of Peregrine Petroleum Partners, Ltd. for an order amending the field rules for the Covered Bridge and/or Pierre Creek-Bakken Pool to create and establish an overlapping 960-acre spacing unit comprised of the S/2 of Section 22 and all of Section 27, T.146N., R.102W., McKenzie County, ND, authorizing the drilling of a total not to exceed four wells on said overlapping 960-acre spacing unit, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 25166: (Continued) Application of

Case No. 25166: (Continued) Application of Liberty Resources Management Co., LLC for an order pursuant to NDCC § 38-08-08 determining reasonable actual costs and expenses associated with the drilling, completing and operating of the ND State 158-95-16-9-6MBH well (File No. 29901), located in a spacing unit described as Sections 9, 16, 21 and 28, T.158N., R.95W., McGregor-Bakken Pool, Williams County, ND, and authorizing the recovery of such costs and expenses by Liberty from Vitesse Energy, LLC and such other relief as is appropriate.

Case No. 25826: Application of EOG 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 9, 10, 11, 14, 15 and 16, T.151N., R.91W., Parshall-Bakken Pool, Mountrail County, ND, as provided by NDCC § 38-08-08 but not reallocating production for wells producing on other spacing units and such other relief as is appropriate.

Case No. 25827: Application of EOG Resources, Inc. provided for in NDAC § 43-02-03-88.1 for an order allowing the production and tank vapors from the following described wells: Pederson 1-33H well (File No. 16746); Wayzetta 51-33H well (File No. 27749); and Wayzetta 58-33H well (File No. 27750), to be produced and commingled into the Pederson Section 33 Central Tank Battery or production facility (640-acre spacing), all located in Section 33, T.153N.; R.90W., Parshall Field, Mountrail County, ND, as an exception to the provisions of NDAC § 43-02-03-48.1 and such other

relief as is appropriate.

Case No. 25828: Application of EOG
Resources, Inc. provided for in NDAC § 4302-03-88.1 for an order allowing the production and tank vapors from the following
described wells: Wayzetta 124-3334H well
(File No. 21378); Wayzetta 59-3334H well
(File No. 27771); Wayzetta 50-3334H well
(File No. 27776); and Wayzetta 53-3334H well
(File No. 27776); and Wayzetta 53-3334HX
well (File No. 28746), to be produced and
commingled into the Pederson Section 33
Central Tank Battery or production facility
(1280-acre spacing), all located in Section
33.T.153N., R.90W, Parshall Field, Mountrail
County, ND, as an exception to the provisions of NDAC § 43-02-03-48.1 and such
other relief as is appropriate

case No. 25829: Application of EOG Resources, Inc. provided for in NDAC § 43-02-03-88.1 for an order allowing the production and tank vapors from the following described wells: Parshall 36-0806H well (File No. 27852); Parshall 146-0806H well (File No. 27853); Parshall 152-0806H well (File No. 27854); Parshall 152-0806H well (File No. 27857); Parshall 152-0806H well (File No. 27859); and Parshall 57-0806H well (File No. 27859); to be produced and commingled into the Parshall Section 8 Central Tank Battery or production facility, all located in Section 8, T.152N., R.90W, Parshall Field, Mountrail County, ND, as an exception to the provisions of NDAC § 43-02-03-48.1 and such other relief as is appropriate.

Case No. 25830: Application of EOG Resources, Inc. provided for in NDAC § 43-02-03-88. I for an order allowing the production and tank vapors from the following described wells: Parshall 39-1608H well (File No. 28316); Parshall 147-1608H well (File No. 28316); Parshall 39-1608H well (File No. 28521); Parshall 59-1608H well (File No. 28524); and Parshall 58-1608H well (File No. 28524); and Parshall 58-1608H well (File No. 28525), to be produced and commingled into the Parshall Section 16 Central Tank Battery or production facility, all located in Section 16, T.152N., 3,90W., Parshall Field, Mountrail County, NO, as an exception to the provisions of NDAC § 43-02-03-48.1 and such other relief as is appropriate.

appropriate.

Case No. 25831: Application of EOG
Resources, Inc. provided for in NDAC § 4302-03-88.1 for an order allowing the production and tank vapors from the following
described wells: Mandaree 10-05H well (File
No. 18411): Mandaree 102-05H well (File
No. 26768): Mandaree 134-05H well (File
No. 26769): Mandaree 134-05H well (File
No. 26779); and Mandaree 17-05H well (File
No. 26777); and Mandaree 17-05H well (File
No. 26777); be produced and commingled into the Mandaree 17-05H well (File
No. 26779), to be produced and commingled into the Mandaree Section 5 Central
Tank Battery or production facility, all located
in Section 5, T.149N., R.94W., Squaw
Creek Field, McKenzie County, ND, as an
exception to the provisions of NDAC § 4302-03-48.1 and such other relief as is
appropriate.

Case No. 25832: Application of Emerplus Resources (USA) Corp. for an order for the Mandaree- Bakken Pool, McKenzie and Dunn Counties, ND, as follows: (i) authorizing the drilling, completing and producing of a total not to exceed four wells on e existing 320-acre spacing unit described as the W/2 of Section 13,T.149N., R.94W; the W/2 and the E/2 of Section 5; the E/2 of Section 8; and the W/2 of Section 9, T.149N., R.93W; (ii) authorizing the drilling, completing and producing of a total not to exceed nine wells on each existing 640-acre spacing unit described as Sections 6; 10; and 26, T.149N., R.93W.; and (iii) authorizing the drilling, completing and producing of a total not to exceed eleven wells on each existing 1280-acre spacing unit described as Sections I and 2, T.149N., R.94W.; Section 12, T.149N., R.94W. and Section 7, T.149N., R.93W.; Sections 3 and 4; Sections 21 and 22; Sections 28 and 33; and Sections 29 and 32, T.149N., R.93W., eliminating any tool error requirements and such other relief as is appropriate.

Case No. 25833: Application of Enerplus Resources (USA) Corp. for an order for the McGregory Buttes-Bakken Pool, Dunn County, ND, as follows: (i) authorizing the drilling, completing and producing of a total not to exceed four wells on each existing 320-acre spacing unit described as the N/2 and the S/2 of Section 13, T.148N., R.94W.; the W/2 of Section 19; the W/2 and the E/2 of Section 32, T. 148N., R. 93W.; (ii) authorizing the drilling completing and producing of a total not to exceed nine wells on each existing 640-acre spacing unit described as Sections 23; 24; and 34, T. 148N., R. 94W; and (iii) authorizing the drilling, completing and producing of a total not to exceed eleven wells on each existing 1280-acre spacing unit described as Sections 1 and 12; Sections 2 and 11; Sections 3 and 10. T.148N., R.94W.; Sections 5 and 6; Sections 7 and 18; Sections 20 and 29; Sections 30 and 31, T.148N., R.93W; and Sections 13 and 24,T.147N., R.94W., eliminating any tool error requirements and such other relief as is appropriate

Case No. 25834: Application of Slawson Exploration Co., Inc. for an order authorizing the drilling, completing and producing of a total not to exceed seven wells on each existing 640-acre spacing unit described as Section 20; and Section 21,T.151N., R.92W., Big Bend-Bakken Pool, Mountrail County, ND, eliminating any tool error require-ments, and such other relief as is appropri-

Case No. 25790: (Continued) Application of Slawson Exploration Co., Inc. for an order authorizing the drilling, completing and producing of a total not to exceed eleven wells on an existing 1280-acre spacing described as Sections 18 and 19, T.149N., R.96W., North Fork- Bakken Pool, McKenzie County, ND, eliminating any tool error requirements and such other relief as is appropriate

Case No. 25835: Application of Continental Resources, Inc. as provided for in NDAC § 43-02-03- 88.1 for an order allowing the 43-02-03-88.1 for an order allowing the production from the following described wells: Thronson Federal 9-21H well (File No. 29667), Thronson Federal 8-21Hi well (File No. 29668), Sorenson 6-16H2 well (File No. 29669), Thronson Federal 7-21H well (File No. 29670), Thronson Federal 6-21H2 well (File No. 33350), and Thronson 4-21H1 well (File No. 33351) to be produced. 21H1 well (File No. 33351), to be produced into the Sorenson 6 Thronson 4-9 Retrofit Central Tank Battery or production facility, all located in Section 21, T.154N., R:94W., Alkali Creek Field, Mountrail County, ND, as an exception to the provisions of NDAC § 43-02-03-48 pursuant to 43-02-03-48. I and such other relief as is appropriate.

Case No. 25836: Application of Continental Resources, Inc. as provided for in NDAC § 43-02-03-88.1 for an order allowing the production from the following described wells: Wiley 12-25H well (File No. 33108), Wiley 11-25H2 well (File No. 33109), Wiley 10-25H well (File No. 33110), Wiley 9-25H2 10-25H well (File No. 33110), Wiley 9-25H2 well (File No. 33111), Wiley 8-25H well (File No. 33112), Bailey 12-24H well (File No. 33113), Bailey 11-24H2 well (File No. 33114), Bailey 10-24H well (File No. 33115), Bailey 9-24H2 well (File No. 33116), and Bailey 9-24H2 well (File No. 33117), to be produced into the Bailey- Wiley Central Tank Battery or production facility, all lorated in Section 25, T.150N., R.97W, Pershing Field, McKenzie County, ND as an excessibility. Field, McKenzie County, ND, as an exception to the provisions of NDAC § 43-02-03-48 pursuant to 43-02-03-48.1 and such

other relief as is appropriate.

Case No. 25509: (Continued) Application of Continental Resources, Inc. for an order pursuant to NDAC § 43-02-03-88. Josoling all interests for wells drilled on the overlapping spacing unit described as Sections 22, 23, 26 and 27, T.146N., R.96W., Jim Creek and/or Rattlesnake Point- Bakken Pool, Dunn County, ND, as provided by NDCC § 38-08-08 but not reallocating production

for wells producing on other spacing units and such other relief as is appropriate.

Case No. 25770: (Continued) Application of Resource Energy Can-Am LLC 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 28, 29, 32 and 33, T. 163N., R. 98W. and Sections 4, 5, 8 and 9, T.162N., R.98W., Blooming Prairie-Bakken Pool, Divide County, ND, as provided by NDCC § 38-08-08 but not reallocating production for wells producing on other spacing units and such other relief as is appropriate.

Signed by, Doug Burgum, Governor Chairman, NDIC 5/2 - 20891577

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THE BURKE COUNTY TRIBUNE AFFIDAVIT OF PUBLICATION

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Kristi M. Bohl of said County and State, being first duly sworn, on her oath, says that she is the owner of The Burke County Tribune, a weekly newspaper of general circulation, printed at Bowbells, in said County and State, and that she has been during the time hereinafter mentioned, and that the The Notice of Publication of

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MAY 05 2017 ND Oil & Gas Div.

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, May 25, 2017, 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 Friday, May

12, 2017.

STATE OF NORTH DAKOTA TO: Case No. 25824: Application of Trendwell Energy Corp. for an order extending the field boundaries and amending the field rules for the Short Creek-Madison Pool to create and establish an 800-acre spacing unit comprised of Sections 25 and 36, T.164N., R.93W., Burke County, ND, authorizing the drilling of a horizontal well on said 800-acre spacing unit, reducing the heel and toe setback to 200 feet, and such other relief as is appropriate.

Signed by, Doug Burgum, Governor Chairman, NDIC May 3, 2017

LYANN OLSON Notary Public State of North Dakota My Commission Expires Aug. 6, 2020