

BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA

CASE NO. 15506
ORDER NO. 17752

IN THE MATTER OF A HEARING CALLED ON A MOTION OF THE COMMISSION TO CONSIDER THE APPLICATION OF BAYTEX ENERGY USA LTD. FOR AN ORDER EXTENDING THE FIELD BOUNDARIES AND AMENDING THE FIELD RULES FOR THE AMBROSE, WHITEAKER, PLUMER, AND/OR BURG-BAKKEN POOLS, OR IN THE ALTERNATIVE TO ESTABLISH BAKKEN SPACING IN THE MUSTA, GARNET, AND/OR MORAINÉ FIELDS, TO CREATE AND ESTABLISH THIRTY-SIX 1280-ACRE SPACING UNITS COMPRISED OF SECTIONS 1 AND 12; SECTIONS 2 AND 11; SECTIONS 3 AND 10; SECTIONS 4 AND 9; SECTIONS 5 AND 8; SECTIONS 6 AND 7; SECTIONS 14 AND 23; SECTIONS 15 AND 22; 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, T.161N., R.99W.; SECTIONS 5 AND 8; SECTIONS 6 AND 7; SECTIONS 13 AND 24; SECTIONS 16 AND 21; SECTIONS 17 AND 20; SECTIONS 18 AND 19; SECTIONS 25 AND 36; SECTIONS 26 AND 35; SECTIONS 27 AND 34; SECTIONS 28 AND 33; SECTIONS 31 AND 32, T.161N., R.98W.; SECTIONS 6 AND 7; SECTIONS 18 AND 19; SECTIONS 30 AND 31, T.161N., R.97W.; SECTIONS 3 AND 10; SECTIONS 4 AND 9; SECTIONS 15 AND 22; SECTIONS 16 AND 21; SECTIONS 27 AND 34; AND SECTIONS 28 AND 33, T.160N., R.98W., DIVIDE COUNTY, ND, AUTHORIZING THE DRILLING OF ONE HORIZONTAL WELL ON EACH 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 31st day of August, 2011.
- (2) The witnesses for Baytex Energy USA Limited (Baytex) 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 September 6, 2011; therefore, such testimony may be considered evidence.
- (3) Baytex made application to the Commission for an order extending the field boundaries and amending the field rules for the Ambrose, Whiteaker, Plumer, and/or Burg-Bakken Pools, or in the alternative to establish Bakken spacing in the Musta, Garnet, and/or Moraine Fields, to create and establish thirty-six 1280-acre spacing units comprised of Sections 1 and 12; Sections 2 and 11; Sections 3 and 10; Sections 4 and 9; Sections 5 and 8; Sections 6 and 7; Sections 14 and 23; Sections 15 and 22; 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 161 North, Range 99 West; Sections 5 and 8; Sections 6 and 7; Sections 13 and 24; Sections 16 and 21; Sections 17 and 20; Sections 18 and 19; Sections 25 and 36; Sections 26 and 35; Sections 27 and 34; Sections 28 and 33; Sections 31 and 32, Township 161 North, Range 98 West; Sections 6 and 7; Sections 18 and 19; Sections 30 and 31, Township 161 North, Range 97 West; Sections 3 and 10; Sections 4 and 9; Sections 15 and 22; Sections 16 and 21; Sections 27 and 34; and Sections 28 and 33, Township 160 North, Range 98 West, Divide County, North Dakota, authorizing the drilling of one horizontal well on each spacing unit, and such other relief as is appropriate.
- (4) Sections 3 and 10; Sections 4 and 9; Sections 15 and 22; Sections 16 and 21; Sections 27 and 34; and Sections 28 and 33, Township 160 North, Range 98 West, Divide County, North Dakota, are currently standup 1280-acre spacing units in the Skabo-Bakken Pool.
- (5) Sections 13, 16, 21, 24, 27, and 28, Township 161 North, Range 98 West, and Sections 6, 7, 18, and 19, Township 161 North, Range 97 West, Divide County, North Dakota, are currently 640-acre spacing units in Zone I in the Whiteaker-Bakken Pool. There are no wells currently permitted to or producing from the Whiteaker-Bakken Pool in the aforementioned sections.
- (6) Section 5, Township 161 North, Range 98 West, Divide County, North Dakota, was established as a 640-acre spacing unit as an extension to the Whiteaker-Bakken Pool by the permitting of the Baytex #5-161-98H Olson well (File No. 18739), located 550 feet from the north line and 250 feet from the west line of said Section 5. This permit will have to be modified or rescinded.
- (7) Order No. 16342 entered in Case No. 14067, the most recent spacing order for the Whiteaker-Bakken Pool, established proper spacing for the development of Zone I at one horizontal well per 640 acres, Zone II at one horizontal well per 1280 acres, and Zone III at up to three horizontal wells per 1280 acres.
- (8) Sections 19 and 20, Township 161 North, Range 98 West, Divide County, North Dakota, are currently 640-acre spacing units in the Plumer-Bakken Pool. There are no wells currently permitted to or producing from the Plumer-Bakken Pool in the aforementioned sections.
- (9) Order No. 13282 entered in Case No. 11202, established proper spacing for the development of the Plumer-Bakken Pool at one horizontal well per 640 acres.

(10) Sections 17, 18, 31, and 32, Township 161 North, Range 98 West, Divide County, North Dakota, are adjacent to the Plumer Field and within the buffer zone of the Plumer-Bakken Pool. Sections 7 and 8, Township 161 North, Range 98 West, Divide County, North Dakota, are one section removed from the Plumer Field and adjacent to the buffer zone of the Plumer-Bakken Pool. Sections 5 and 6, Township 161 North, Range 98 West, Divide County, North Dakota, are two sections removed from the Plumer Field and adjacent to said Sections 7 and 8.

(11) Baytex presented evidence the Plumer-Bakken Pool underlies Sections 5, 6, 7, 8, 17, 18, 31, and 32, Township 161 North, Range 98 West, Divide County, North Dakota; therefore, the boundary of the Plumer Field should be extended to include such lands. There are no wells currently permitted to or producing from the Bakken Pool in the aforementioned sections except for the Olson #5-161-98H well.

(12) Sections 14, 23, 26, 34, and 35, Township 161 North, Range 99 West, Divide County, North Dakota, are adjacent to the Burg Field and within the buffer zone of Zone I in the Burg-Bakken Pool. Sections 15, 22, and 27, Township 161 North, Range 99 West, Divide County, North Dakota, are one section removed from the Burg Field and adjacent to the buffer zone of Zone I in the Burg-Bakken Pool.

(13) Order No. 17070 entered in Case No. 14794, the most recent spacing order for the Burg-Bakken Pool, established proper spacing for the development of Zone I at one horizontal well per 640 acres and Zone II at one horizontal well per 1280 acres.

(14) Baytex presented evidence the Burg-Bakken Pool underlies Sections 14, 15, 22, 23, 26, 27, 34, and 35, Township 161 North, Range 99 West, Divide County, North Dakota; therefore, the boundary of the Burg Field should be extended to include such lands. There are no wells currently permitted to or producing from the Bakken Pool in the aforementioned sections.

(15) The Musta Field consists of Section 8 and the N/2 of Section 17, Township 161 North, Range 99 West, Divide County, North Dakota. The Commission does not as a matter of practice, establish pools without prior establishment of production in the field. However, in order to ease confusion and provide for orderly development in the area, the Musta-Bakken Pool should be established to prevent waste, avoid the drilling of unnecessary wells, and protect correlative rights. The operator of the first producing well in the Musta-Bakken Pool should submit exhibits to be included in the record for this case similar to those typically submitted in a temporary spacing hearing, subsequent to completing the first producing well in the Musta-Bakken Pool. Extending the Musta Field to include Sections 5, 6, 7, 8, 16, 17, 18, 19, 20, 21, 28, 29, 30, 31, 32, and 33, Township 161 North, Range 99 West, Divide County, North Dakota, will ease confusion and provide for orderly development. There are no wells currently permitted to or producing from the Bakken Pool in the aforementioned sections.

(16) The former Garnet Field consisted of the NW/4 of Section 11, Township 161 North, Range 99 West, Divide County, North Dakota. The Commission does not as a matter of practice, establish pools without prior establishment of production in the field. However, in order to ease confusion and provide for orderly development in the area, the Garnet-Bakken Pool should be established to prevent waste, avoid the drilling of unnecessary wells, and protect correlative rights. The operator of the first producing well in the Garnet-Bakken Pool should submit exhibits to be

included in the record for this case similar to those typically submitted in a temporary spacing hearing, subsequent to completing the first producing well in the Garnet-Bakken Pool. Extending the Garnet Field to include Sections 1, 2, 3, 4, 9, 10, 11, and 12, Township 161 North, Range 99 West, Divide County, North Dakota, will ease confusion and provide for orderly development. There are no wells currently permitted to or producing from the Bakken Pool in the aforementioned sections.

(17) Order No. 10384 entered in Case No. 8847, established Sections 3 and 10, Township 161 North, Range 99 West, Divide County, North Dakota, as a 1280-acre drilling unit for the exclusive purpose of drilling one horizontal well within said drilling unit within the Bakken Pool. This drilling unit will be included as a spacing unit in the Garnet-Bakken Pool.

(18) The Moraine Field consists of Sections 25, 26, and 36, and the E/2 of Section 35, Township 161 North, Range 98 West, Divide County, North Dakota. Order No. 9266 entered in Case No. 7871 established temporary spacing for the development of the Moraine-Bakken Pool at one well per 160 acres. This order expired when the Berco Resources, LLC #24-25 Cenergy-Berco-Hanisch well (File No. 10904) was plugged on October 31, 2002. In order to ease confusion and provide for orderly development in the area, temporary spacing in the Moraine-Bakken Pool should be reestablished to prevent waste, avoid the drilling of unnecessary wells, and protect correlative rights. Extending the Moraine Field to include Sections 25, 26, 27, 28, 33, 34, 35, and 36, Township 161 North, Range 98 West, and Sections 30 and 31, Township 161 North, Range 97 West, Divide County, North Dakota, will ease confusion and provide for orderly development. There are no wells currently permitted to or producing from the Bakken Pool in the aforementioned sections. Removing said Sections 27 and 28 from the Whiteaker Field and placing them in the Moraine Field will ease confusion and provide for orderly development.

(19) Baytex proposes to develop the upper Three Forks Formation in the Bakken Pool underlying each proposed standup 1280-acre spacing unit described as Sections 1 and 12; Sections 2 and 11; Sections 3 and 10; Sections 4 and 9; Sections 5 and 8; Sections 6 and 7; Sections 14 and 23; Sections 15 and 22; 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 161 North, Range 99 West; Sections 5 and 8; Sections 6 and 7; Sections 13 and 24; Sections 16 and 21; Sections 17 and 20; Sections 18 and 19; Sections 25 and 36; Sections 26 and 35; Sections 27 and 34; Sections 28 and 33; Sections 31 and 32, Township 161 North, Range 98 West; Sections 6 and 7; Sections 18 and 19; and Sections 30 and 31, Township 161 North, Range 97 West, Divide County, North Dakota, by drilling a single-lateral horizontal well approximately down the long axis of the spacing unit. 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.

(20) The Commission will take administrative notice of the testimony given in Case No. 12246 which was scheduled on a motion of the Commission to consider amending the current Bakken Pool field rules to eliminate or reduce the setbacks currently established for the heel and toe of horizontal wells in North Dakota, and such other relief as is appropriate, heard on March 23, 2010. Order No. 14498 entered in Case No. 12246 amended all current 660 or 500-foot setback requirements in any established Bakken Pool spacing unit or drilling unit relative to the heel and toe of a horizontal well to 200 feet.

(21) Geological and engineering evidence and testimony presented to the Commission relative to the matter of well spacing indicates the Musta and Garnet-Bakken Pools, as classified and defined in this order, should be developed on a pattern of one horizontal well per 1280 acres, for the effective, economical, and efficient recovery of oil from said pool, to assure rapid development and provide maximum ultimate recovery, to avoid the drilling of unnecessary wells, and to prevent waste in a manner that will protect correlative rights.

(22) There were no objections to this application.

(23) If Baytex 's activities are successful, greater ultimate recovery of oil and gas from the pools 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.

(24) Certain special field rules for the Musta and Garnet-Bakken Pools are necessary to prevent waste and protect against the contamination and pollution of surface lands and fresh waters.

IT IS THEREFORE ORDERED:

(1) Order No. 10384 is hereby rescinded.

(2) Sections 14 and 23; Sections 15 and 22; Sections 26 and 35; and Sections 27 and 34, Township 161 North, Range 99 West, Divide County, North Dakota, are hereby established as standup 1280-acre spacing units for the exclusive purpose of drilling one horizontal well within each said spacing unit within the Burg-Bakken Pool and Zone II is hereby extended to include said spacing units. Existing and future vertical and directional wells drilled within the spacing units herein established shall not be subject to this order.

(3) Sections 5 and 8; Sections 6 and 7; Sections 17 and 20; and Sections 18 and 19, Township 161 North, Range 98 West, Divide County, North Dakota, are hereby established as standup 1280-acre spacing units for the exclusive purpose of drilling one horizontal well within each said spacing unit within the Plumer-Bakken Pool and Zone II is hereby created to include said spacing units. Existing and future vertical and directional wells drilled within the spacing units herein established shall not be subject to this order.

(4) Sections 31 and 32, Township 161 North, Range 98 West, Divide County, North Dakota, are hereby established as a laydown 1280-acre spacing unit for the exclusive purpose of drilling one horizontal well within said spacing unit within the Plumer-Bakken Pool and Zone III is hereby created 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.

(5) Sections 13 and 24; Sections 16 and 21, Township 161 North, Range 98 West; Sections 6 and 7; and Sections 18 and 19, Township 161 North, Range 97 West, Divide County, North Dakota, are hereby established as standup 1280-acre spacing units for the exclusive purpose of drilling one horizontal well within each said spacing unit within the Whiteaker-Bakken Pool and Zone II is hereby extended to include said spacing units. Existing and future vertical and directional wells drilled within the spacing units herein established shall not be subject to this order.

(6) Sections 25 and 36; Sections 26 and 35; Sections 27 and 34; Sections 28 and 33, Township 161 North, Range 98 West; and Sections 30 and 31, Township 161 North, Range 97 West, Divide County, North Dakota, are hereby established as standup 1280-acre spacing units for the exclusive purpose of drilling one horizontal well within each said spacing unit within the Moraine-Bakken Pool. Existing and future vertical and directional wells drilled within the spacing units herein established shall not be subject to this order.

(7) Sections 5 and 8; Sections 6 and 7; Sections 16 and 21; Sections 17 and 20; Sections 18 and 19; Sections 28 and 33; Sections 29 and 32; and Sections 30 and 31, Township 161 North, Range 99 West, Divide County, North Dakota, are hereby established as standup 1280-acre spacing units for the exclusive purpose of drilling one horizontal well within each said spacing unit within the Musta-Bakken Pool. Existing and future vertical and directional wells drilled within the spacing units herein established shall not be subject to this order.

(8) Sections 1 and 12; Sections 2 and 11; Sections 3 and 10; and Sections 4 and 9, Township 161 North, Range 99 West, Divide County, North Dakota, are hereby established as standup 1280-acre spacing units for the exclusive purpose of drilling one horizontal well within each said spacing unit within the Garnet-Bakken Pool. Existing and future vertical and directional wells drilled within the spacing units herein established shall not be subject to this order.

(9) 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 units 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.

(10) The operator of the first producing well in the Musta and Garnet-Bakken Pools shall submit exhibits to be included in the record for this case, Case No. 15506, similar to those typically submitted in a temporary spacing hearing. Such exhibits must be submitted within 120 days after completing said well.

(11) Provisions established herein for the Burg-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 (12) below shall not be subject to this order.

(12) The Burg Field is hereby redefined as the following described tracts of land in Divide and Williams Counties, North Dakota:

TOWNSHIP 161 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 13, 14, 15, 22, 23, 24, 25, 26, 27, 34, 35 AND 36,

TOWNSHIP 160 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 1 THROUGH 36, INCLUSIVE,

TOWNSHIP 159 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 1 THROUGH 36, INCLUSIVE,

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.

(13) The Burg-Bakken Pool is hereby redefined as the following described tracts of land in Divide and Williams Counties, North Dakota:

ZONE I (640H)

TOWNSHIP 160 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 17 AND 24,

TOWNSHIP 159 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTION 4,

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 (1280H-STANDUP)

TOWNSHIP 161 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 13, 14, 15, 22, 23, 24, 25, 26, 27, 34, 35 AND 36,

TOWNSHIP 160 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 1 THROUGH 36, INCLUSIVE,

TOWNSHIP 159 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 1 THROUGH 36, INCLUSIVE.

(14) The Burg-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.

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

(16) All portions of the well bore not isolated by cement of any horizontal well in Zone I in the Burg-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.

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

(18) Sections 13 and 24; Sections 17 and 20, Township 160 North, Range 99 West, Divide County; and Sections 4 and 9, Township 159 North, Range 99 West, Williams County, North Dakota, are also designated standup 1280-acre spacing units in Zone II in the Burg-Bakken Pool.

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

(20) All portions of the well bore not isolated by cement of any horizontal well in Zone II in the Burg-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.

(21) Sections 13 and 24; Sections 14 and 23; Sections 15 and 22; Sections 25 and 36; Sections 26 and 35; Sections 27 and 34, Township 161 North, Range 99 West; Sections 1 and 12; Sections 2 and 11; Sections 3 and 10; Sections 4 and 9; Sections 5 and 8; Sections 6 and 7; Sections 13 and 24; Sections 14 and 23; Sections 15 and 22; Sections 16 and 21; Sections 17 and 20; Sections 18 and 19; Sections 25 and 36; Sections 26 and 35; Sections 27 and 34; Sections 28 and 33; Sections 29 and 32; Sections 30 and 31, Township 160 North, Range 99 West, Divide County; Sections 1 and 12; Sections 2 and 11; Sections 3 and 10; Sections 4 and 9; Sections 5 and 8; Sections 6 and 7; Sections 13 and 24; Sections 14 and 23; Sections 15 and 22; Sections 16 and 21; Sections 17 and 20; Sections 18 and 19; Sections 25 and 36; Sections 26 and 35; Sections 27 and 34; Sections 28 and 33; Sections 29 and 32; and Sections 30 and 31, Township 159 North, Range 99 West, Williams County, North Dakota, are hereby designated standup 1280-acre spacing units in Zone II in the Burg-Bakken Pool.

(22) Spacing units hereafter created in Zone II in the Burg-Bakken Pool shall be standup spacing units consisting of two adjacent governmental sections.

(23) Section 17; Section 24, Township 160 North, Range 99 West, Divide County; and Section 4, Township 159 North, Range 99 West, Williams County, North Dakota, are also designated 640-acre spacing units in Zone I in the Burg-Bakken Pool.

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

(25) The operator of any horizontally drilled well in the Burg-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.

(26) 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 Burg-Bakken Pool.

(27) 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 Burg-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 Burg-Bakken Pool as the Commission deems appropriate.

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

(29) The following rules concerning the casing, tubing and equipping of wells shall apply to the subsequent drilling and operation of wells in the Burg-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. 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;
- (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.

(30) 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 Burg-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 6500 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.

(31) 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.

(32) All wells in the Burg-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.

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

(34) This portion of this order shall cover all of the Burg-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.

(35) Provisions established herein for the Plumer-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 (36) below shall not be subject to this order.

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

TOWNSHIP 161 NORTH, RANGE 98 WEST, 5TH PM
ALL OF SECTIONS 5, 6, 7, 8, 17, 18, 19, 20, 29, 30, 31 AND 32.

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

ZONE I (640H)

TOWNSHIP 161 NORTH, RANGE 98 WEST, 5TH PM
ALL OF SECTIONS 29 AND 30.

ZONE II (1280H-STANDUP)

TOWNSHIP 161 NORTH, RANGE 98 WEST, 5TH PM
ALL OF SECTIONS 5, 6, 7, 8, 17, 18, 19 AND 20.

ZONE III (1280H-LAYDOWN)

TOWNSHIP 161 NORTH, RANGE 98 WEST, 5TH PM
ALL OF SECTIONS 31 AND 32.

(38) The Plumer-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.

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

(40) All portions of the well bore not isolated by cement of any horizontal well in Zone I in the Plumer-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.

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

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

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

(44) All portions of the well bore not isolated by cement of any horizontal well in Zone II in the Plumer-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.

(45) Sections 5 and 8; Sections 6 and 7; Sections 17 and 20; and Sections 18 and 19, Township 161 North, Range 98 West, Divide County, North Dakota, are hereby designated standup 1280-acre spacing units in Zone II in the Plumer-Bakken Pool.

(46) Spacing units hereafter created in Zone II in the Plumer-Bakken Pool shall be standup spacing units consisting of two adjacent governmental sections.

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

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

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

(50) Sections 31 and 32, Township 161 North, Range 98 West, Divide County, North Dakota, are hereby designated a laydown 1280-acre spacing unit in Zone III in the Plumer-Bakken Pool.

(51) Spacing units hereafter created in Zone III in the Plumer-Bakken Pool shall be laydown spacing units consisting of two adjacent governmental sections.

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

(53) The operator of any horizontally drilled well in the Plumer-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.

(54) 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 Plumer-Bakken Pool.

(55) 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 Plumer-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 Plumer-Bakken Pool as the Commission deems appropriate.

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

(57) The following rules concerning the casing, tubing and equipping of wells shall apply to the subsequent drilling and operation of wells in the Plumer-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. 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;
- (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.

(58) 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 Plumer-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 6400 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.

(59) 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.

(60) All wells in the Plumer-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.

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

(62) This portion of this order shall cover all of the Plumer-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.

(63) Provisions established herein for the Whiteaker-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 (64) below shall not be subject to this order.

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

TOWNSHIP 162 NORTH, RANGE 98 WEST, 5TH PM
ALL OF SECTIONS 25, 26, 27, 28, 29, 32, 33, 34, 35 AND 36,

TOWNSHIP 162 NORTH, RANGE 97 WEST, 5TH PM
ALL OF SECTIONS 30 AND 31,

TOWNSHIP 161 NORTH, RANGE 98 WEST, 5TH PM
ALL OF SECTIONS 1, 2, 3, 4, 9, 10, 11, 12, 13, 14, 15, 16, 21, 22, 23 AND 24,

TOWNSHIP 161 NORTH, RANGE 97 WEST, 5TH PM
ALL OF SECTIONS 6, 7, 18 AND 19,

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.

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

ZONE I (640H)

TOWNSHIP 161 NORTH, RANGE 98 WEST, 5TH PM
ALL OF SECTIONS 3, 4, 9, 10, 15 AND 22,

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 (1280H-STANDUP)

TOWNSHIP 161 NORTH, RANGE 98 WEST, 5TH PM
ALL OF SECTIONS 1, 2, 11, 12, 13, 14, 16, 21, 23 AND 24,

TOWNSHIP 161 NORTH, RANGE 97 WEST, 5TH PM
ALL OF SECTIONS 6, 7, 18 AND 19.

ZONE III (3/1280H-STANDUP)

TOWNSHIP 162 NORTH, RANGE 98 WEST, 5TH PM
ALL OF SECTIONS 25, 26, 27, 28, 29, 32, 33, 34, 35 AND 36,

TOWNSHIP 162 NORTH, RANGE 97 WEST, 5TH PM
ALL OF SECTIONS 30 AND 31.

(66) The Whiteaker-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.

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

(68) All portions of the well bore not isolated by cement of any horizontal well in Zone I in the Whiteaker-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.

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

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

(71) All portions of the well bore not isolated by cement of any horizontal well in Zone II in the Whiteaker-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.

(72) Sections 1 and 12; Sections 2 and 11; Sections 13 and 24; Section 14 and 23; Sections 16 and 21, Township 161 North, Range 98 West; Sections 6 and 7; and Sections 18 and 19, Township 161 North, Range 97 West, Divide County, North Dakota, are hereby designated standup 1280-acre spacing units in Zone II in the Whiteaker-Bakken Pool.

(73) Spacing units hereafter created in Zone II in the Whiteaker-Bakken Pool shall be standup spacing units consisting of two adjacent governmental sections.

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

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

(76) All portions of the well bore not isolated by cement of any horizontal well in Zone III in the Whiteaker-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.

(77) Sections 25 and 36; Sections 26 and 35; Sections 27 and 34; Sections 28 and 33; Sections 29 and 32, Township 162 North, Range 98 West; and Sections 30 and 31, Township

162 North, Range 97 West, Divide County, North Dakota, are hereby designated standup 1280-acre spacing units in Zone III in the Whiteaker-Bakken Pool.

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

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

(80) The operator of any horizontally drilled well in the Whiteaker-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.

(81) 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 Whiteaker-Bakken Pool.

(82) 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 Whiteaker-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 Whiteaker-Bakken Pool as the Commission deems appropriate.

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

(84) The following rules concerning the casing, tubing and equipping of wells shall apply to the subsequent drilling and operation of wells in the Whiteaker-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. 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;

- (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.

(85) 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 Whiteaker-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 6300 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.

(86) 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.

(87) All wells in the Whiteaker-Bakken Pool shall be allowed to produce at a maximum efficient rate for a period of 30 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; 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 90 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.

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

(89) This portion of this order shall cover all of the Whiteaker-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.

(90) Provisions established herein for the Moraine-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 (91) below shall not be subject to this order.

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

TOWNSHIP 161 NORTH, RANGE 98 WEST, 5TH PM
ALL OF SECTIONS 25, 26, 27, 28, 33, 34, 35 AND 36,

TOWNSHIP 161 NORTH, RANGE 97 WEST, 5TH PM
ALL OF SECTIONS 30 AND 31.

(92) The Moraine-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.

(93) The temporary spacing for the development of the Moraine-Bakken Pool is hereby set at one horizontal well per standup 1280-acre spacing unit.

(94) All portions of the well bore not isolated by cement of any horizontal well in the Moraine-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.

(95) Sections 25 and 36; Sections 26 and 35; Sections 27 and 34; Sections 28 and 33, Township 161 North, Range 98 West; and Sections 30 and 31, Township 161 North, Range 97 West, Divide County, North Dakota, are hereby designated standup 1280-acre spacing units in the Moraine-Bakken Pool.

(96) Spacing units hereafter created in the Moraine-Bakken Pool shall be standup spacing units consisting of two adjacent governmental sections.

(97) The Moraine-Bakken Pool shall not be extended except by further order of the Commission after due notice and hearing.

(98) The operator of any horizontally drilled well in the Moraine-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.

(99) 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 Moraine-Bakken Pool.

(100) 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 Moraine-Bakken Pool; and (2) make such further amendments or modifications to the spacing requirements for the Moraine-Bakken Pool as the Commission deems appropriate.

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

(102) The following rules concerning the casing, tubing and equipping of wells shall apply to the subsequent drilling and operation of wells in the Moraine-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. 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;
- (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.

(103) 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 Moraine-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 6500 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.

(104) 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.

(105) For the purposes of division of production to owners of interests in spacing units established by this order, and proven productive prior to the date hereof, this order shall be retroactive to the date of first production.

(106) All wells in the Moraine-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.

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

(108) This portion of this order shall cover all of the Moraine-Bakken Pool, common source of supply of crude oil and/or natural gas as herein defined, and continues in full force and effect until the 28th day of February, 2013. If the Moraine-Bakken Pool is still producing, the proper spacing for the pool will be considered by the Commission on or before its regularly scheduled hearing date in January, 2013. If, however, the Moraine-Bakken Pool is no longer producing when the proper spacing is to be considered, the Commission, at its own discretion, may refrain from scheduling a proper spacing hearing and may, without further notice, enter an order dismissing the proper spacing matter.

(109) The operator of the first producing well in the Musta-Bakken Pool shall submit exhibits to be included in the record for this case, Case No. 15506, similar to those typically submitted in a temporary spacing hearing. Such exhibits must be submitted within 120 days after completing said well.

(110) Provisions established herein for the Musta-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 (111) below shall not be subject to this order.

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

TOWNSHIP 161 NORTH, RANGE 99 WEST, 5TH PM

ALL OF SECTIONS 5, 6, 7, 8, 16, 17, 18, 19, 20, 21, 28, 29, 30, 31, 32 AND 33.

(112) The Musta-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.

(113) The temporary spacing for the development of the Musta-Bakken Pool is hereby set at one horizontal well per standup 1280-acre spacing unit.

(114) All portions of the well bore not isolated by cement of any horizontal well in the Musta-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.

(115) Sections 5 and 8; Sections 6 and 7; Sections 16 and 21; Sections 17 and 20; Sections 18 and 19; Sections 28 and 33; Sections 29 and 32; and Sections 30 and 31, Township 161 North, Range 99 West, Divide County, North Dakota, are hereby designated standup 1280-acre spacing units in the Musta-Bakken Pool.

(116) Spacing units hereafter created in the Musta-Bakken Pool shall be standup spacing units consisting of two adjacent governmental sections.

(117) The Musta-Bakken Pool shall not be extended except by further order of the Commission after due notice and hearing.

(118) The operator of any horizontally drilled well in the Musta-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.

(119) 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 Musta-Bakken Pool.

(120) 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 Musta-Bakken Pool; and (2) make such further amendments or modifications to the spacing requirements for the Musta-Bakken Pool as the Commission deems appropriate.

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

(122) The following rules concerning the casing, tubing and equipping of wells shall apply to the subsequent drilling and operation of wells in the Musta-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. 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;

- (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.

(123) 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 Musta-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 6200 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.

(124) 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.

(125) For the purposes of division of production to owners of interests in spacing units established by this order, and proven productive prior to the date hereof, this order shall be retroactive to the date of first production.

(126) All wells in the Musta-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.

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

(128) This portion of this order shall cover all of the Musta-Bakken Pool, common source of supply of crude oil and/or natural gas as herein defined, and continues in full force and effect until the 28th day of February, 2013. If the Musta-Bakken Pool is still producing, the proper spacing for the pool will be considered by the Commission on or before its regularly scheduled hearing date in January, 2013. If, however, the Musta-Bakken Pool is no longer producing when the proper spacing is to be considered, the Commission, at its own discretion, may refrain from scheduling a proper spacing hearing and may, without further notice, enter an order dismissing the proper spacing matter.

(129) The operator of the first producing well in the Garnet-Bakken Pool shall submit exhibits to be included in the record for this case, Case No. 15506, similar to those typically submitted in a temporary spacing hearing. Such exhibits must be submitted within 120 days after completing said well.

(130) Provisions established herein for the Garnet-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 (131) below shall not be subject to this order.

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

TOWNSHIP 161 NORTH, RANGE 99 WEST, 5TH PM
ALL OF SECTIONS 1, 2, 3, 4, 9, 10, 11 AND 12.

(132) The Garnet-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.

(133) The temporary spacing for the development of the Garnet-Bakken Pool is hereby set at one horizontal well per standup 1280-acre spacing unit.

(134) All portions of the well bore not isolated by cement of any horizontal well in the Garnet-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.

(135) Sections 1 and 12; Sections 2 and 11; Sections 3 and 10; and Sections 4 and 9, Township 161 North, Range 99 West, Divide County, North Dakota, are hereby designated standup 1280-acre spacing units in the Garnet-Bakken Pool.

(136) Spacing units hereafter created in the Garnet-Bakken Pool shall be standup spacing units consisting of two adjacent governmental sections.

(137) The Garnet-Bakken Pool shall not be extended except by further order of the Commission after due notice and hearing.

(138) The operator of any horizontally drilled well in the Garnet-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.

(139) 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 Garnet-Bakken Pool.

(140) 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 Garnet-Bakken Pool; and (2) make such further amendments or modifications to the spacing requirements for the Garnet-Bakken Pool as the Commission deems appropriate.

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

(142) The following rules concerning the casing, tubing and equipping of wells shall apply to the subsequent drilling and operation of wells in the Garnet-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. 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;

- (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.

(143) 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 Garnet-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 6250 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.

(144) 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.

(145) For the purposes of division of production to owners of interests in spacing units established by this order, and proven productive prior to the date hereof, this order shall be retroactive to the date of first production.

(146) All wells in the Garnet-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.

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

(148) This portion of this order shall cover all of the Garnet-Bakken Pool, common source of supply of crude oil and/or natural gas as herein defined, and continues in full force and effect until the 28th day of February, 2013. If the Garnet-Bakken Pool is still producing, the proper spacing for the pool will be considered by the Commission on or before its regularly scheduled hearing date in January, 2013. If, however, the Garnet-Bakken Pool is no longer producing when the proper spacing is to be considered, the Commission, at its own discretion, may refrain from scheduling a proper spacing hearing and may, without further notice, enter an order dismissing the proper spacing matter.

Dated this 16th day of September, 2011.

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA

By the Director, on behalf of the Commission

/s/ Lynn D. Helms, Director

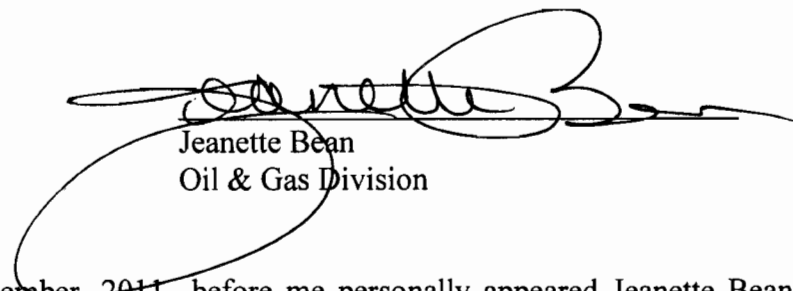
STATE OF NORTH DAKOTA

AFFIDAVIT OF MAILING

COUNTY OF BURLEIGH

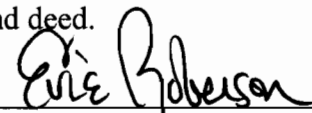
I, Jeanette Bean, being duly sworn upon oath, depose and say: That on the 29th day of September, 2011 enclosed in separate envelopes true and correct copies of the attached Order No. 17752 of the North Dakota Industrial Commission, and deposited the same with the United States Postal Service in Bismarck, North Dakota, with postage thereon fully paid, directed to the following persons by the Industrial Commission in Case No. 15506 :

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

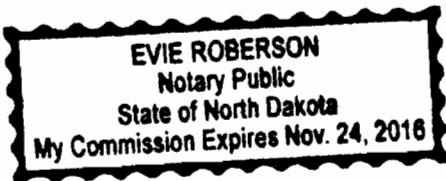


Jeanette Bean
Oil & Gas Division

On this 29th of September, 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



Kadrmass, Bethany R.

From: Hicks, Bruce E.
Sent: Tuesday, September 13, 2011 11:56 AM
To: Bohrer, Mark F.; Kadrmass, Bethany R.
Subject: FW: Baytex Case 15506 exhibits
Attachments: Baytex 15506 addtl exhs_20110913105032.pdf

From: Entzi-Odden, Lyn [<mailto:lodden@fredlaw.com>]
Sent: Tuesday, September 13, 2011 10:59 AM
To: Hicks, Bruce E.
Cc: Bender, Lawrence
Subject: Baytex Case 15506 exhibits

Bruce,

See the attached letter with additional exhibits.

Thanks.

Lyn Entzi-Odden

Legal Assistant to William P. Pearce and Lawrence Bender

Fredrikson & Byron, P.A.

200 North Third Street, Suite 150

Bismarck, ND 58502

Ph: 701-221-4020

Fx: 701-221-4040

lodden@fredlaw.com

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September 13, 2011

VIA EMAIL

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

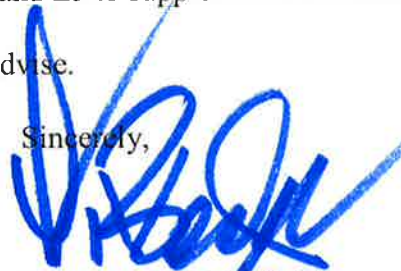
**RE: CASE NO. 15506 heard August 31,
2011
Baytex Energy USA Ltd.**

Dear Mr. Hicks:

In follow-up to my letter dated September 1, 2011, please find enclosed herewith additional Exhibits G1 and revised Exhibits L2 and L3 to supplement the record.

Should you have any questions, please advise.

Sincerely,



LAWRENCE BENDER

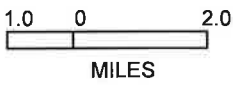
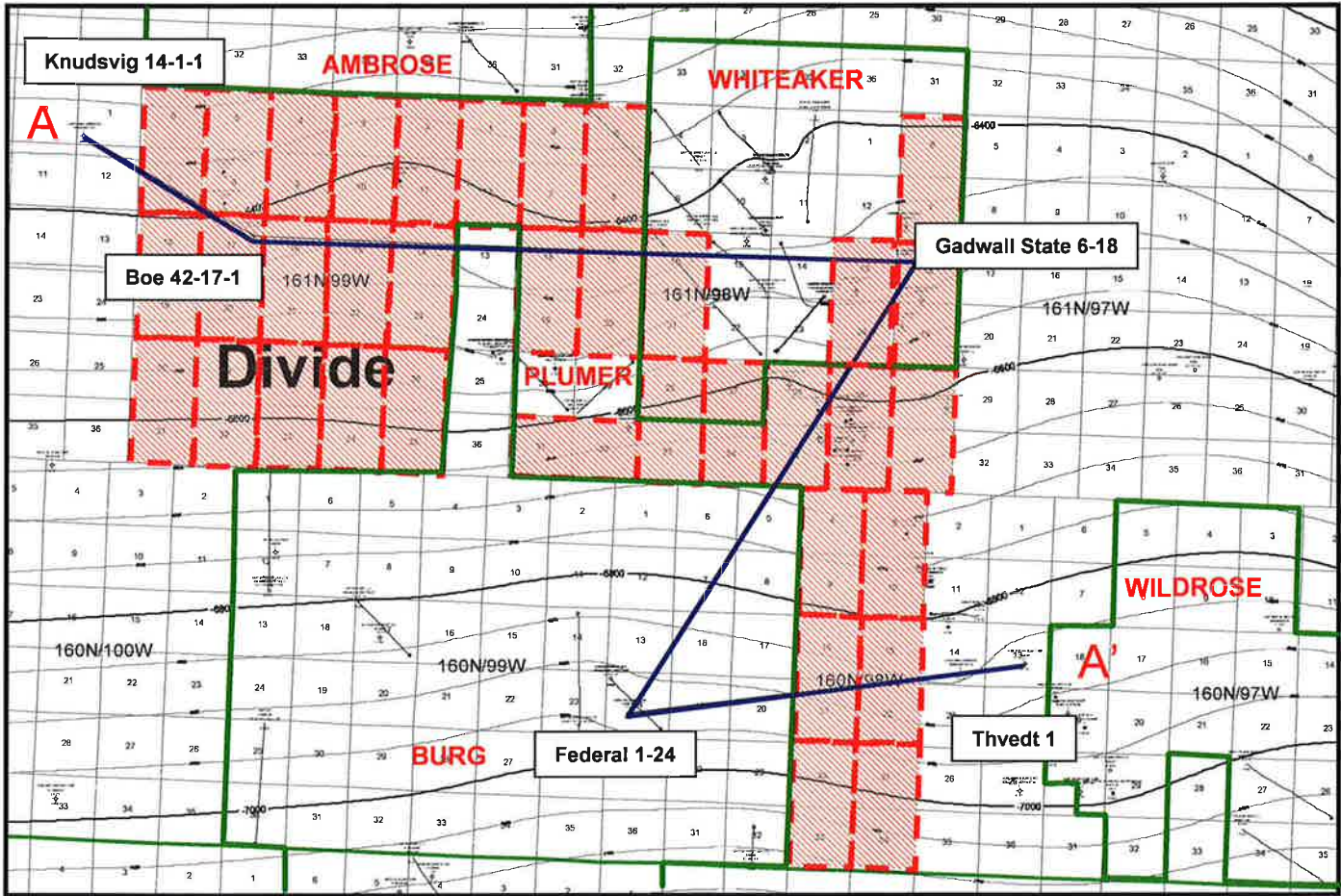
LB/leo

Enclosure

cc: Mr. Randy Verret – (w/o enc.) *Via Email*
4988619_1.DOC

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

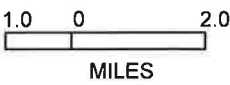
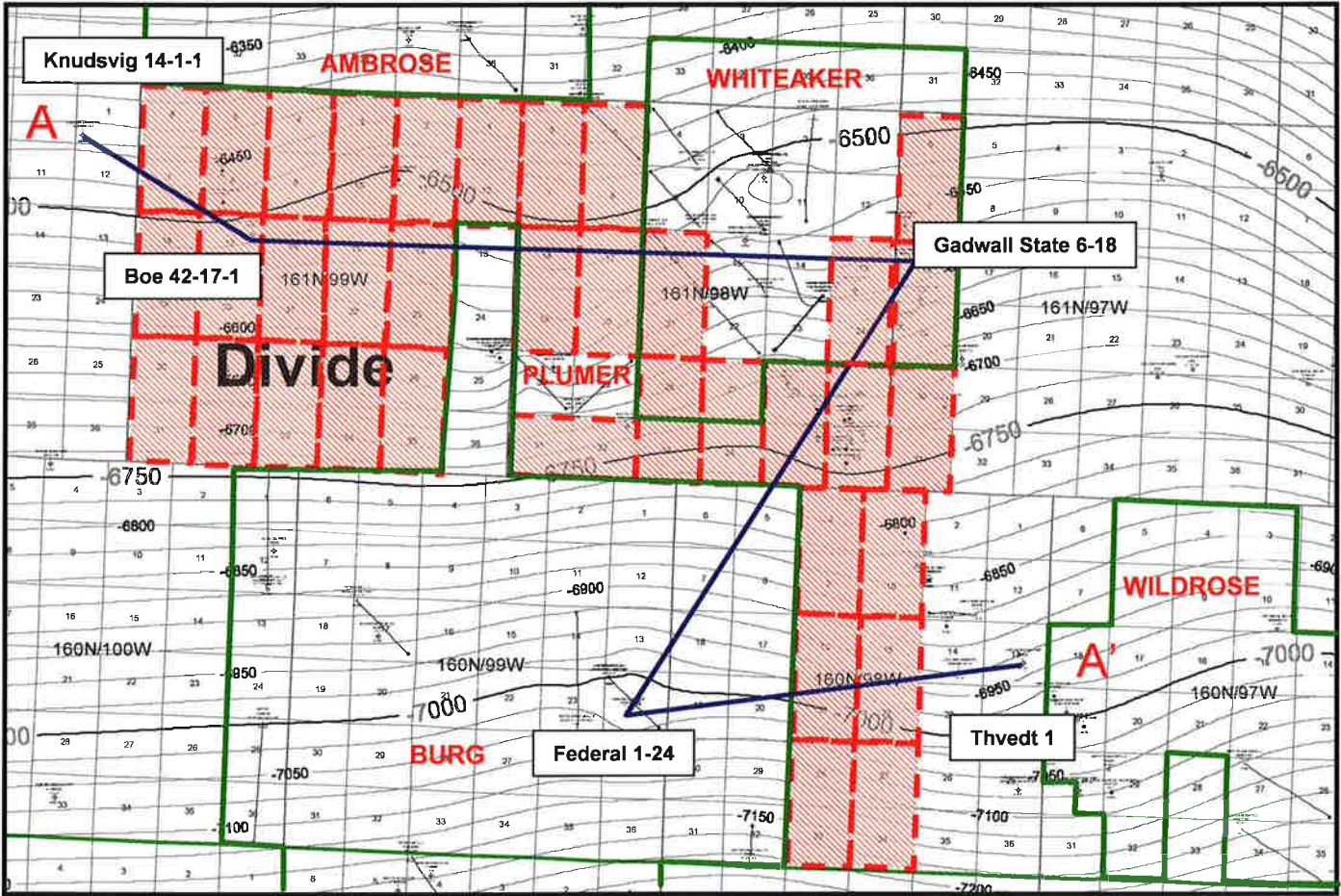
Fredrikson & Byron, P.A.
200 North Third Street, Suite 150
Bismarck, North Dakota
58501-3879



-  Proposed -1280 Acre Spacing Units
-  Existing Bakken Pool Limits

 Cross Section: Exhibit G1

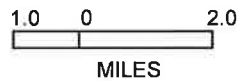
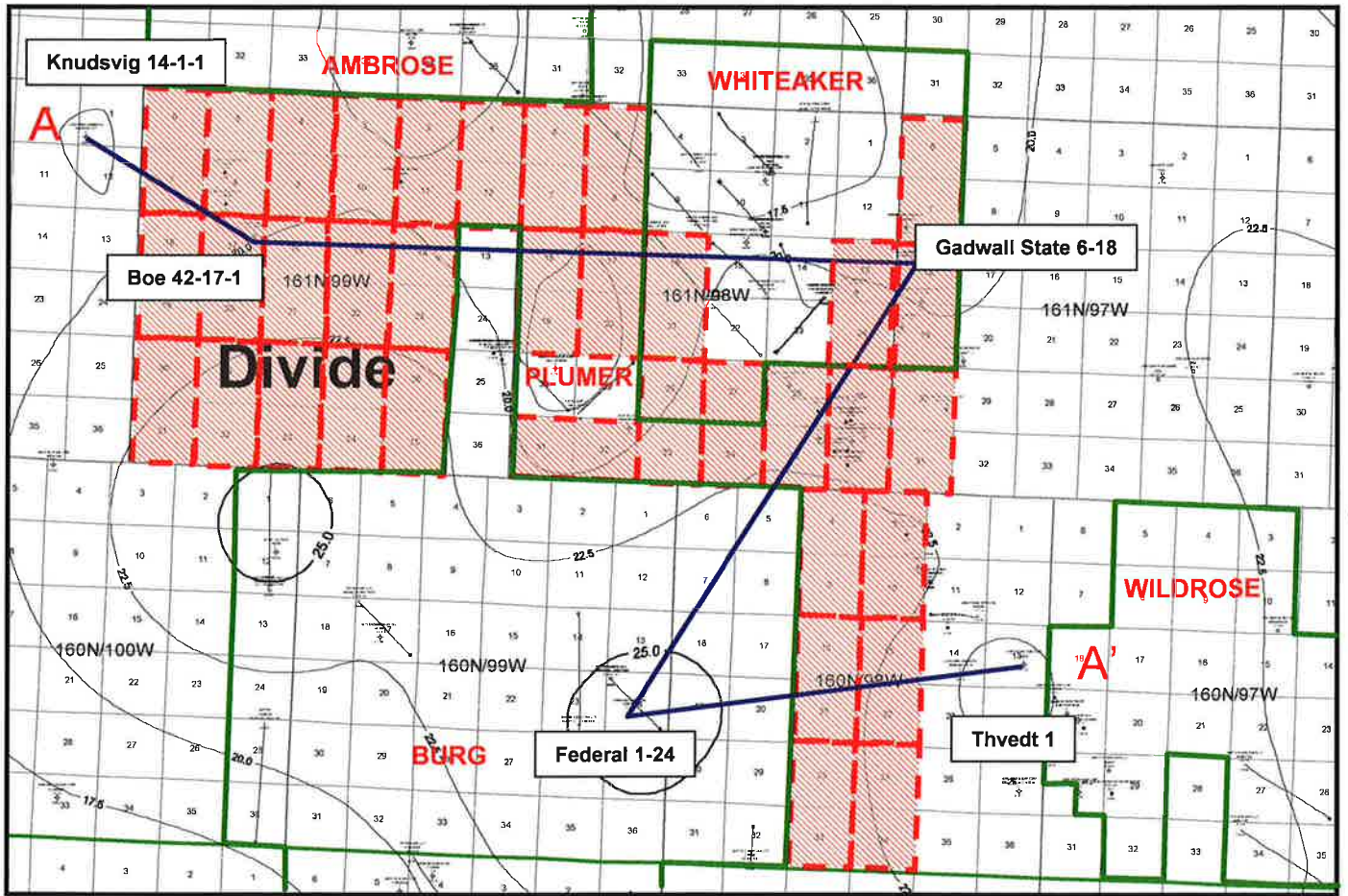
BAYTEX ENERGY USA LTD.		
Upper Bakken Structure Map		
Author: WBM		8-20-2011
	C.I.: 50 ft	



-  Proposed -1280 Acre Spacing Units
-  Existing Bakken Pool Limits

 Cross Section: Exhibit G1

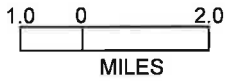
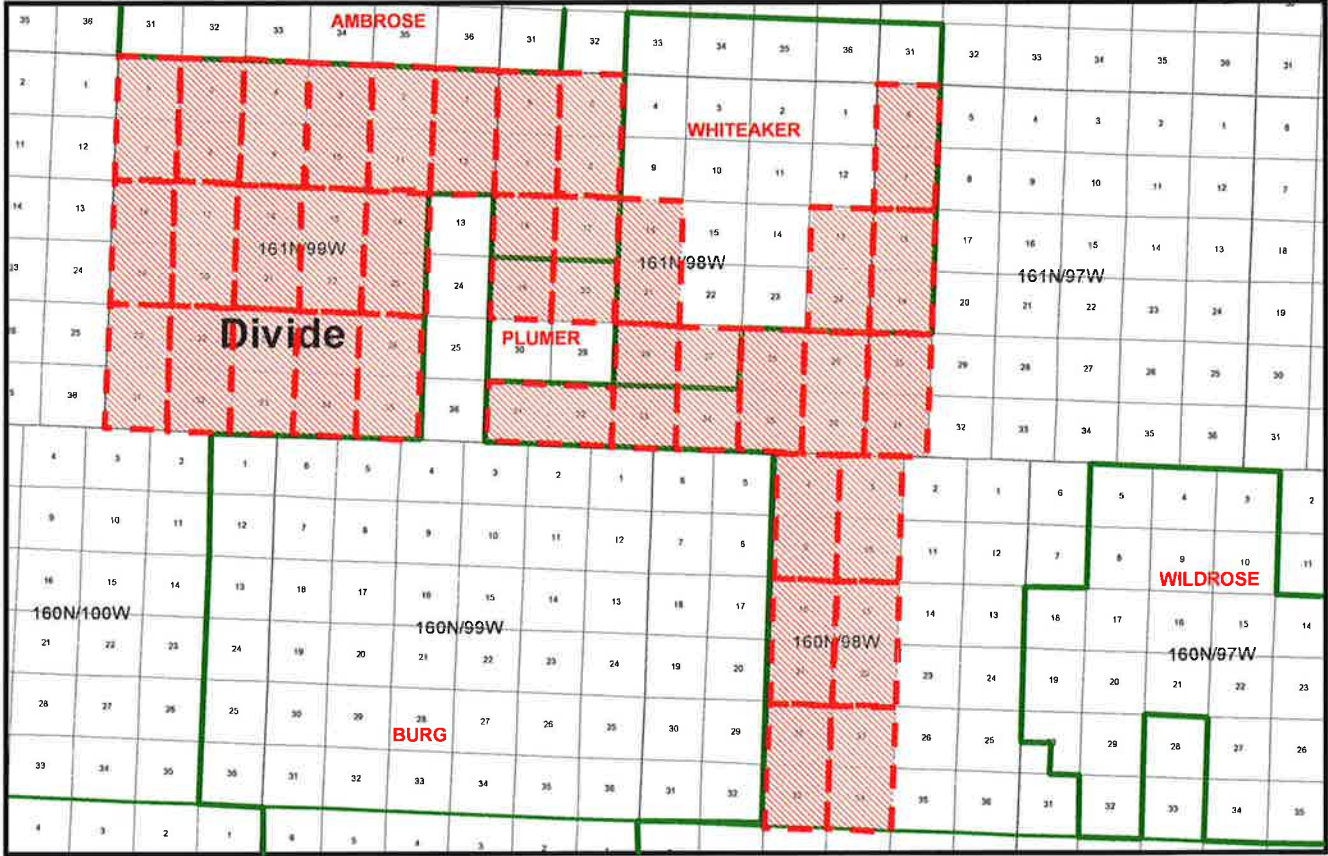
BAYTEX ENERGY USA LTD.		
Three Forks Structure Map		
Author: WBM		8-20-2011
	C.I.: 25 ft	




-  Proposed -1280 Acre Spacing Units
-  Existing Bakken Pool Limits

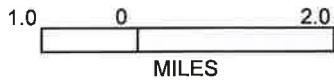
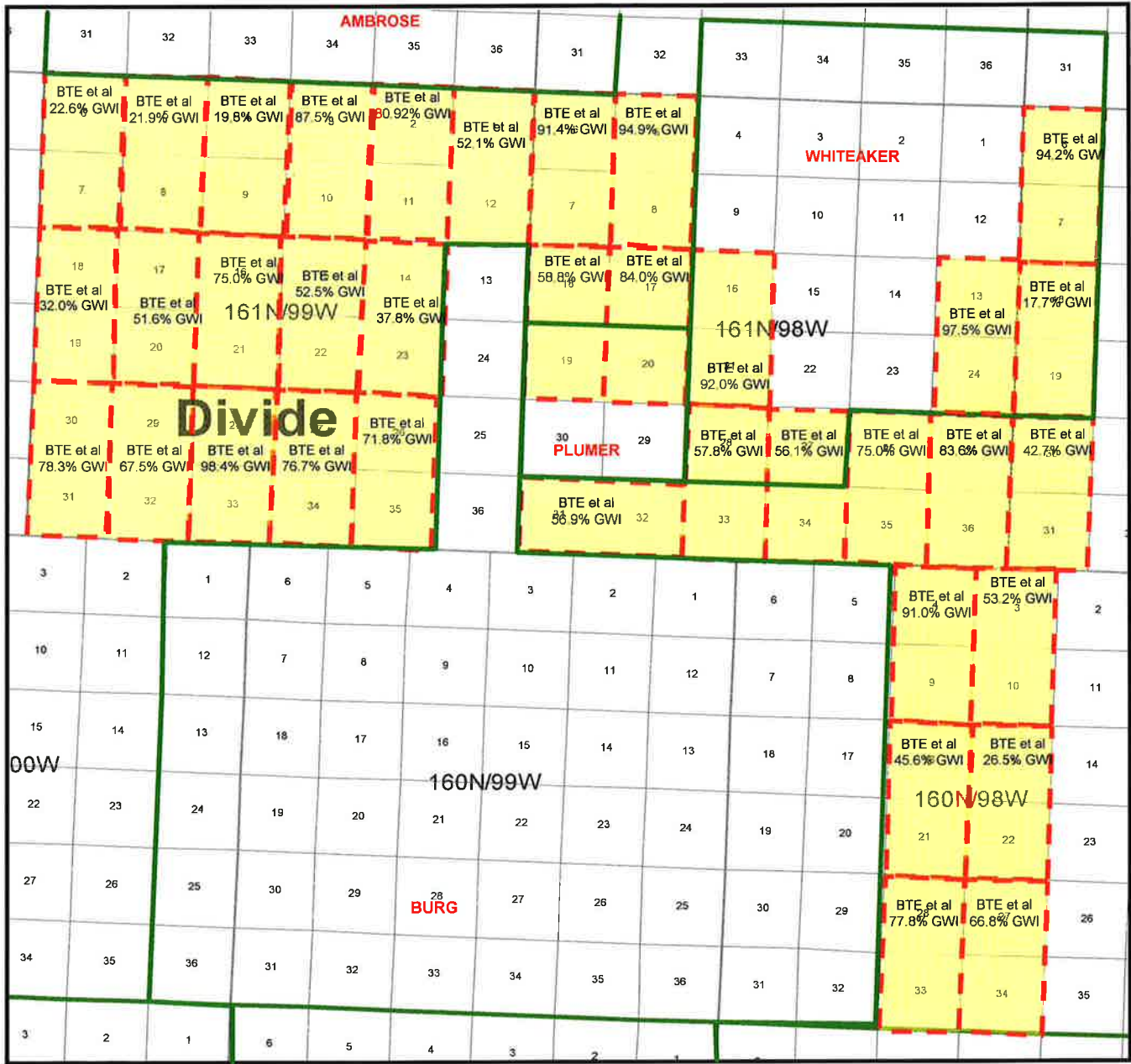
 Cross Section: Exhibit G1



BAYTEX ENERGY USA LTD.		
Three Forks Isopach Map		
Author: WBM		8-20-2011
	C.I.: 25 ft	



-  Proposed Bakken Pool, Field Rules Amendment
-  Existing Field limits of Bakken Pool
-  Proposed 1280 Acre Spacing Units

BAYTEX ENERGY USA LTD.		
Proposed Bakken Pool, Field Rules Amendment		
Author: LJZ		8-20-11



-  Proposed 1280 Acre Spacing Units w/ Baytex et al WI%
-  Existing Field limits of -Bakken Pool

BAYTEX <small>ENERGY USA LTD.</small>		
Proposed Bakken Pool, Field Rules Amendment		
Author: LJZ		8-20-11

September 1, 2011



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

**RE: CASE NO. 15506 heard August 31,
2011
Baytex Energy USA Ltd.**

Dear Mr. Hicks:

Please find enclosed herewith, to supplement the record, Exhibits L2 and L3, highlighting Sections 13 and 24, Township 161 North, Range 98 West. These locations were inadvertently omitted in the exhibits presented at the hearing in this matter on August 31, 2011.

Should you have any questions, please advise.

Sincerely,

LAWRENCE BENDER

LB/leo

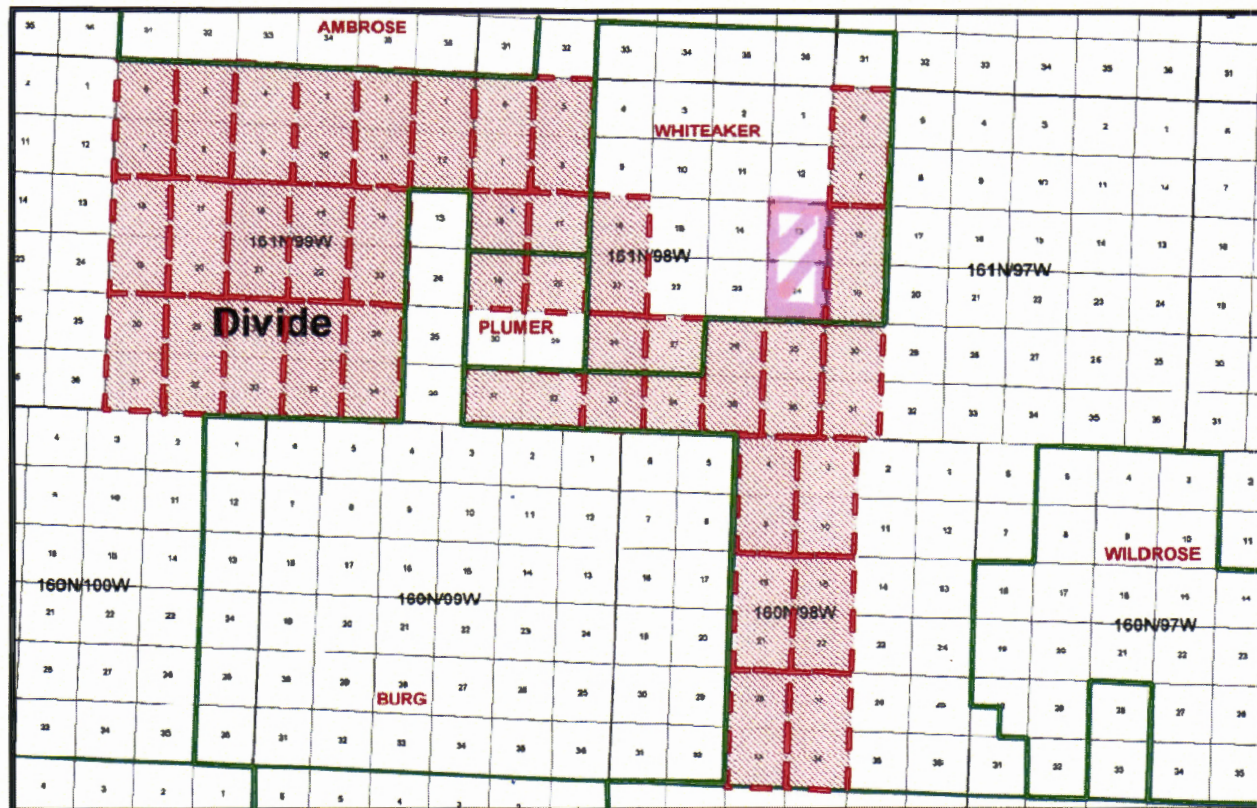
Enclosure




cc: Mr. Randy Verret – (w/o enc.) *Via Email*

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fax 701.221.4040
www.fredlaw.com

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

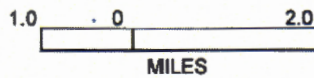
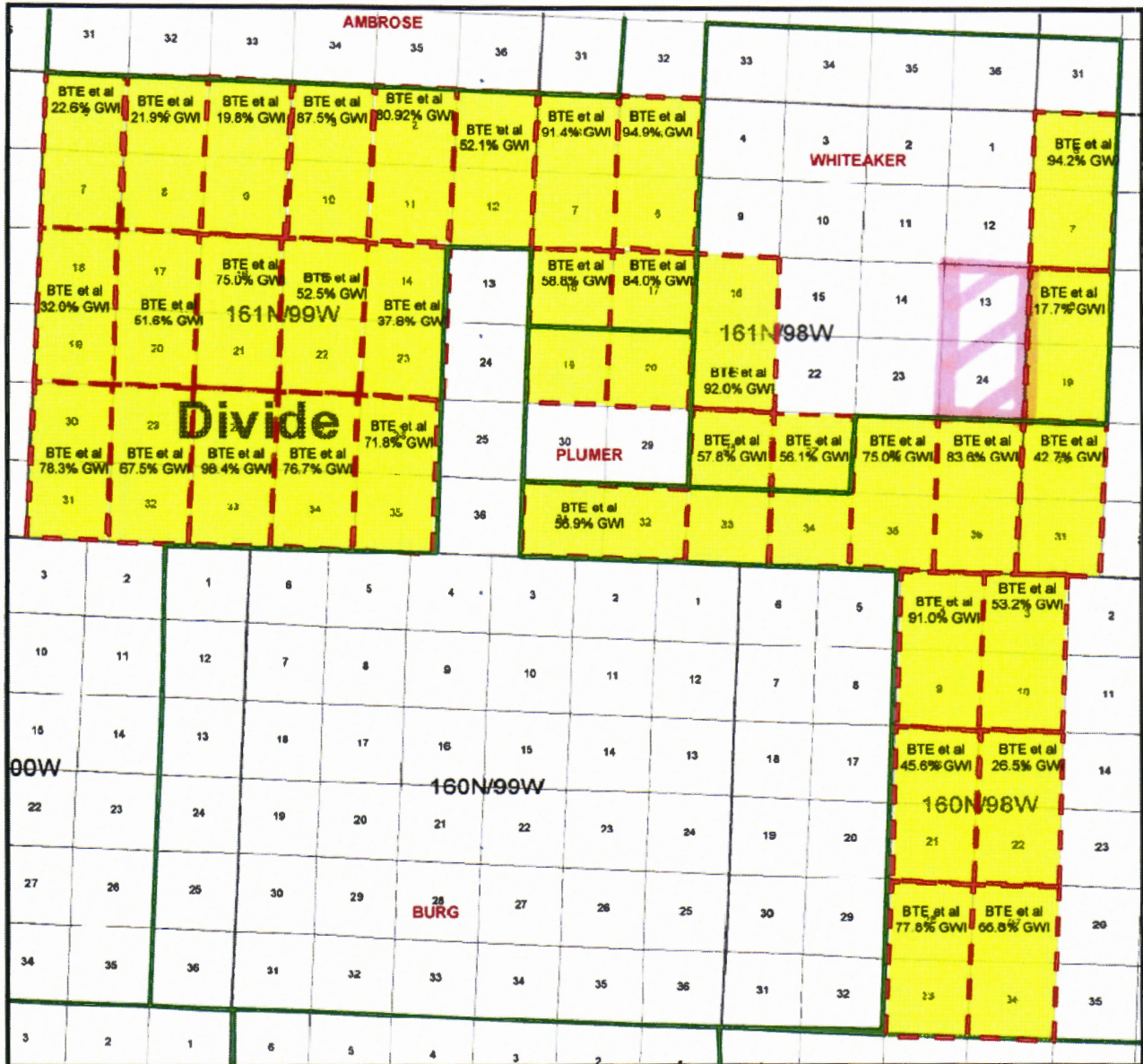


-  Proposed Bakken Pool, Field Rules Amendment
-  Existing Field limits of Bakken Pool
-  Proposed 1280 Acre Spacing Units

BAYTEX ENERGY USA LTD.		
Proposed Bakken Pool, Field Rules Amendment		
Author: LJZ		8-20-11

Case # 15506

Exhibit: L3



 Proposed 1280 Acre Spacing Units w/ Baytex et al WI%

 Existing Field limits of -Bakken Pool

BAYTEX ENERGY USA LTD.		
Proposed Bakken Pool, Field Rules Amendment		
Author: LJZ		8-20-11

Fredrikson

& BYRON, P.A.

September 1, 2011



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. 15506
BAYTEX ENERGY USA LTD.**

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/mpg

Enclosures

cc: Mr. Randy Verret - (via email w/ enc.)

4984045_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 NORTH DAKOTA INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA

Case No. 15506

Application of Baytex Energy USA Ltd. for an order extending the field boundaries and amending the field rules for the Ambrose, Whiteaker, Plumer, and/or Burg-Bakken Pools, or in the alternative to establish Bakken spacing in the Musta, Garnet, and/or Moraine Fields, to create and establish thirty-six 1280-acre spacing units comprised of Sections 1 and 12; Sections 2 and 11; Sections 3 and 10; Sections 4 and 9; Sections 5 and 8; Sections 6 and 7; Sections 14 and 23; Sections 15 and 22; 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; and Sections 30 and 31, T.161N., R.99W.; Sections 5 and 8; Sections 6 and 7; Sections 13 and 24; Sections 16 and 21; Sections 17 and 20; Sections 18 and 19; Sections 25 and 36; Sections 26 and 35; Sections 27 and 34; Sections 28 and 33; Sections 31 and 32, T.161N., R.98W.; Sections 6 and 7; Sections 18 and 19; Sections 30 and 31, T.161N., R.97W.; Sections 3 and 10; Sections 4 and 9; Sections 15 and 22; Sections 16 and 21; Sections 27 and 34; and Sections 28 and 33, T.160N., R.98W., Divide County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

TELEPHONIC COMMUNICATION AFFIDAVIT

Lee Zink being first duly sworn deposes and states as follows: That on August 31, 2011, I testified under oath before the North Dakota Industrial Commission in Case No. 15506. My testimony was presented by telephone from (303) 551-6450, at the offices of and on behalf of Baytex Energy USA Ltd., 600 17th Street, Suite 1900 South, Denver, Colorado 80202.

LEE ZINK

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



Case No. 15506

Application of Baytex Energy USA Ltd. for an order extending the field boundaries and amending the field rules for the Ambrose, Whiteaker, Plumer, and/or Burg-Bakken Pools, or in the alternative to establish Bakken spacing in the Musta, Garnet, and/or Moraine Fields, to create and establish thirty-six 1280-acre spacing units comprised of Sections 1 and 12; Sections 2 and 11; Sections 3 and 10; Sections 4 and 9; Sections 5 and 8; Sections 6 and 7; Sections 14 and 23; Sections 15 and 22; 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; and Sections 30 and 31, T.161N., R.99W.; Sections 5 and 8; Sections 6 and 7; Sections 13 and 24; Sections 16 and 21; Sections 17 and 20; Sections 18 and 19; Sections 25 and 36; Sections 26 and 35; Sections 27 and 34; Sections 28 and 33; Sections 31 and 32, T.161N., R.98W.; Sections 6 and 7; Sections 18 and 19; Sections 30 and 31, T.161N., R.97W.; Sections 3 and 10; Sections 4 and 9; Sections 15 and 22; Sections 16 and 21; Sections 27 and 34; and Sections 28 and 33, T.160N., R.98W., Divide County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

TELEPHONIC COMMUNICATION AFFIDAVIT

Mark Degenhart being first duly sworn deposes and states as follows: That on August 31, 2011, I testified under oath before the North Dakota Industrial Commission in Case No. 15506. My testimony was presented by telephone from (303) 551-6450, at the offices of and on behalf of Baytex Energy USA Ltd., 600 17th Street, Suite 1900 South, Denver, Colorado 80202.


MARK DEGENHART

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

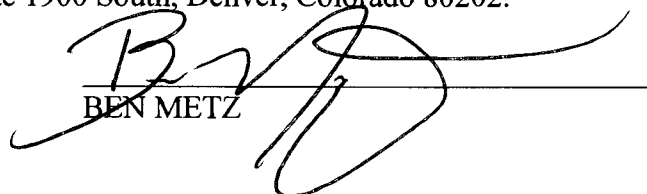


Case No. 15506

Application of Baytex Energy USA Ltd. for an order extending the field boundaries and amending the field rules for the Ambrose, Whiteaker, Plumer, and/or Burg-Bakken Pools, or in the alternative to establish Bakken spacing in the Musta, Garnet, and/or Moraine Fields, to create and establish thirty-six 1280-acre spacing units comprised of Sections 1 and 12; Sections 2 and 11; Sections 3 and 10; Sections 4 and 9; Sections 5 and 8; Sections 6 and 7; Sections 14 and 23; Sections 15 and 22; 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; and Sections 30 and 31, T.161N., R.99W.; Sections 5 and 8; Sections 6 and 7; Sections 13 and 24; Sections 16 and 21; Sections 17 and 20; Sections 18 and 19; Sections 25 and 36; Sections 26 and 35; Sections 27 and 34; Sections 28 and 33; Sections 31 and 32, T.161N., R.98W.; Sections 6 and 7; Sections 18 and 19; Sections 30 and 31, T.161N., R.97W.; Sections 3 and 10; Sections 4 and 9; Sections 15 and 22; Sections 16 and 21; Sections 27 and 34; and Sections 28 and 33, T.160N., R.98W., Divide County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

TELEPHONIC COMMUNICATION AFFIDAVIT

Ben Metz being first duly sworn deposes and states as follows: That on August 31, 2011, I testified under oath before the North Dakota Industrial Commission in Case No. 15506. My testimony was presented by telephone from (303) 551-6450, at the offices of and on behalf of Baytex Energy USA Ltd., 600 17th Street, Suite 1900 South, Denver, Colorado 80202.


BEN METZ

Kadrmass, Bethany R.

From: Entzi-Odden, Lyn <lodden@fredlaw.com>
Sent: Thursday, September 01, 2011 2:10 PM
To: Bohrer, Mark F.
Cc: Randy Verret; Bender, Lawrence; Kadrmass, Bethany R.; Heilman, Tracy A.
Subject: Case 15506 expedited order request
Attachments: Baytex 15506 ltr_20110901140205.pdf

Mark,
Please see the attached letter we are sending on behalf of Baytex.
Thanks.

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

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 *Please consider the environment before printing this email.*



September 1, 2011

VIA EMAIL

Mr. Mark Bohrer
UIC Manager/Spill and Statistical Coordinator
North Dakota Industrial Commission
Oil and Gas Division
600 East Boulevard
Bismarck, North Dakota 58505-0310

RE: CASE NO. 15506

Application of Baytex Energy USA Ltd. for an order extending the field boundaries and amending the field rules for the Ambrose, Whiteaker, Plumer, and/or Burg-Bakken Pools, or in the alternative to establish Bakken spacing in the Musta, Garnet, and/or Moraine Fields, to create and establish thirty-six 1280-acre spacing units comprised of Sections 1 and 12; Sections 2 and 11; Sections 3 and 10; Sections 4 and 9; Sections 5 and 8; Sections 6 and 7; Sections 14 and 23; Sections 15 and 22; 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; and Sections 30 and 31, T.161N., R.99W.; Sections 5 and 8; Sections 6 and 7; Sections 13 and 24; Sections 16 and 21; Sections 17 and 20; Sections 18 and 19; Sections 25 and 36; Sections 26 and 35; Sections 27 and 34; Sections 28 and 33; Sections 31 and 32, T.161N., R.98W.; Sections 6 and 7; Sections 18 and 19; Sections 30 and 31, T.161N., R.97W.; Sections 3 and 10; Sections 4 and 9; Sections 15 and 22; Sections 16 and 21; Sections 27 and 34; and Sections 28 and 33, T.160N., R.98W., Divide County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

Dear Mr. Hicks:

I am writing on behalf of Baytex Energy USA Ltd. to request an expedited order with regard to the captioned matter, heard on August 31, 2011.

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

Mr. Mark Bohrer
September 1, 2011
Page 2

Baytex has two near term application for permits to drill and two additional application for permits to drill early in the first quarter of 2012 that are tied to this case. To get an expedited order would help considerably with Baytex's rig schedule. Accordingly, Baytex requests an expedited order be entered in this matter.

Should you have any questions, please advise.

Sincerely,



LAWRENCE BENDER

LB/leo

cc: Mr. Randy Verret *Via Email*

4983740_1.DOC

BAYTEX

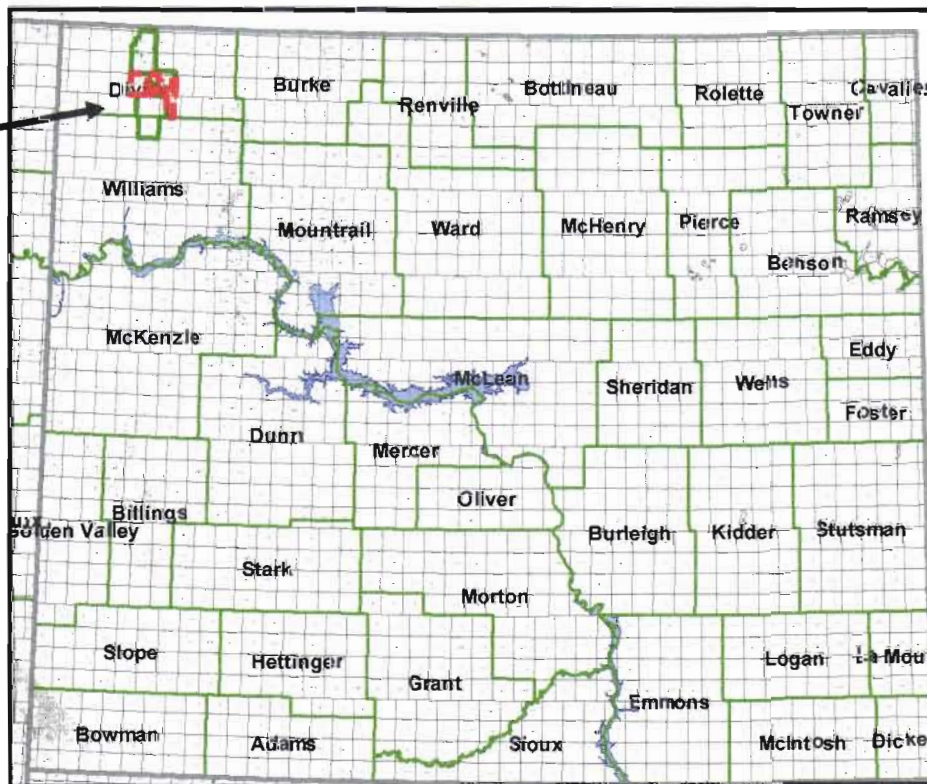
ENERGY USA LTD.

CASE NO. 15506

Application for Extending the Field Boundaries and Amending Field Rules for the Ambrose, Whiteaker, Plumer, and/or Burg-Bakken Pool

Divide County, North Dakota

Spacing
Application
For
Amended Field
Rules



Before the
Oil & Gas Division
of the
Industrial Commission
of the
State of North Dakota
August 31, 2011



6.0 0 12.0
MILES



Proposed Bakken Pool Field Rules Amendment



Existing Bakken Pool Limits

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA

DATE 8/31/11 CASE NO. 15506

Introduced By Baytex

Exhibit L1

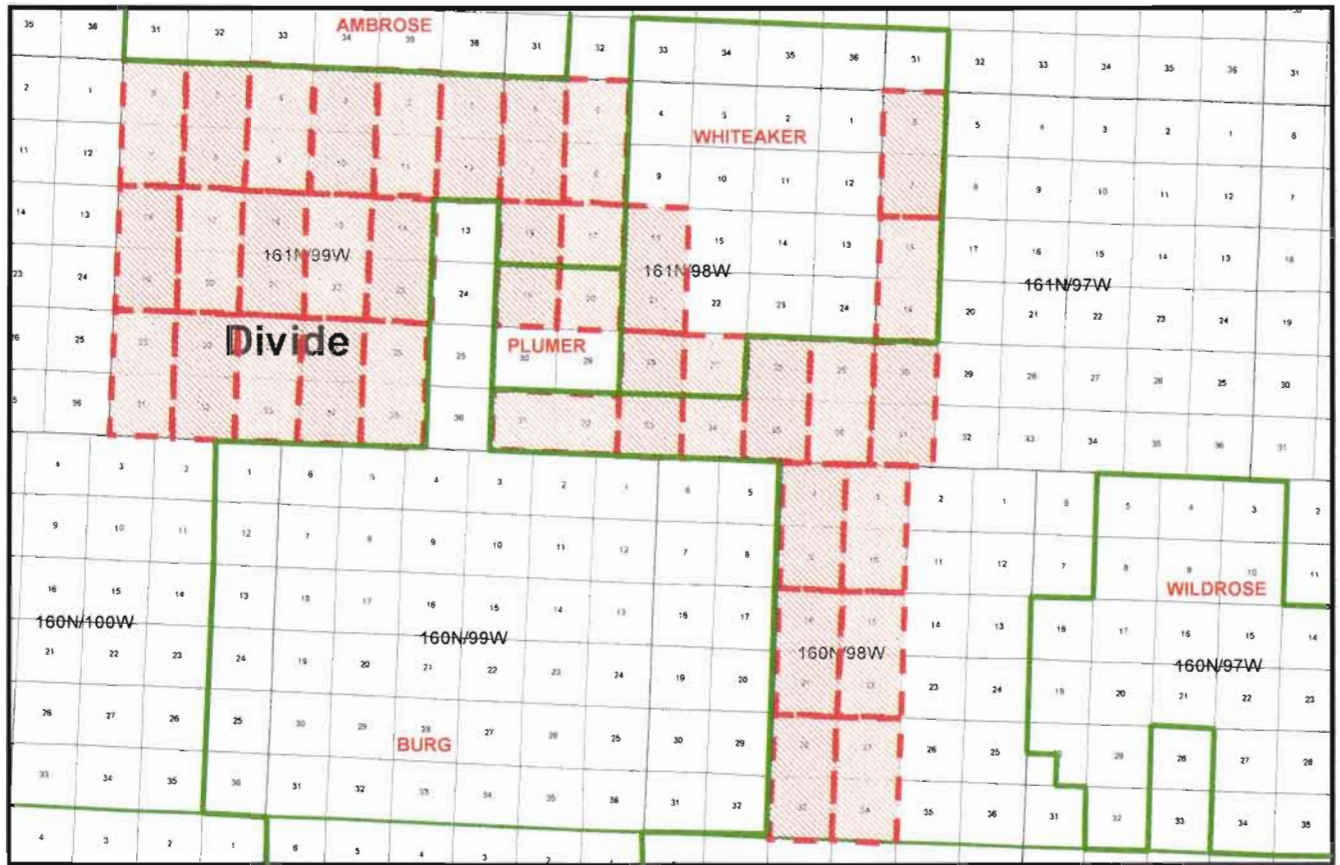
Identified By Zink

BAYTEX
ENERGY USA LTD.

Index Map




Author: LJZ

8-20-11

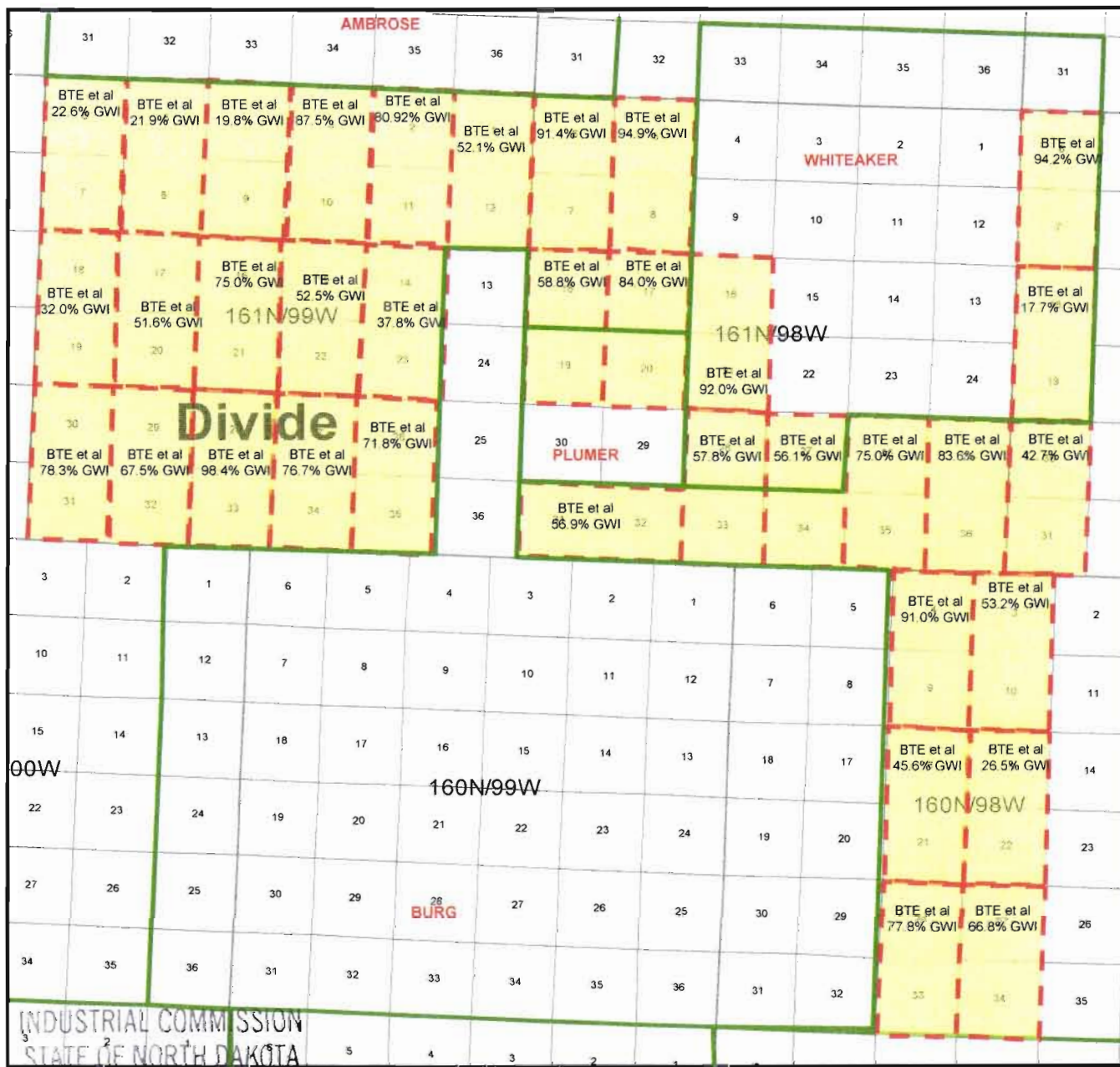


1.0 0 2.0
MILES

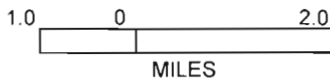
INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA
DATE 8/21/11 CASE NO. 15506
Introduced By Baytex
Exhibit L2
Identified By Zink

-  Proposed Bakken Pool, Field Rules Amendment
-  Existing Field limits of Bakken Pool
-  Proposed 1280 Acre Spacing Units

BAYTEX ENERGY USA LTD.		
Proposed Bakken Pool, Field Rules Amendment		
Author: LJJ		8-20-11



DATE 4/3/11 CASE NO. 15506
 Introduced By Baytex
 Exhibit L3
 Identified By Zink



Proposed 1280 Acre Spacing Units w/ Baytex et al WI%

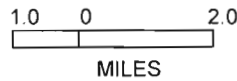
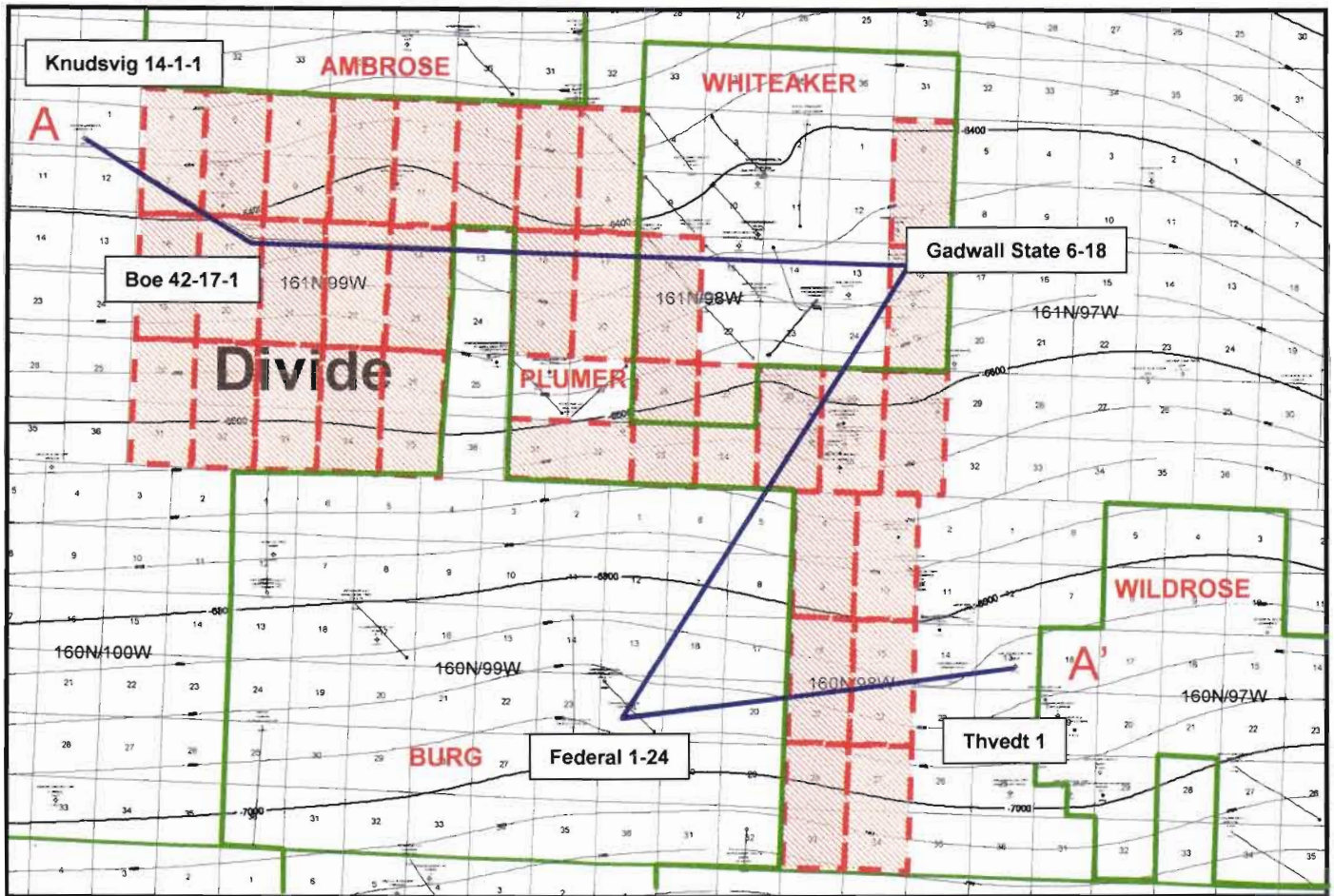


Existing Field limits of -Bakken Pool

BAYTEX ENERGY USA LTD.		
Proposed Bakken Pool, Field Rules Amendment		
Author: LJZ		8-20-11

Case # 15506

Exhibit: G1



Proposed -1280 Acre Spacing Units



Existing Bakken Pool Limits



Cross Section: Exhibit G4

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA

DATE 8/31/11 CASE NO. 15506

Introduced By Baytex

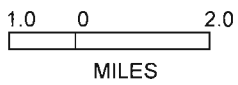
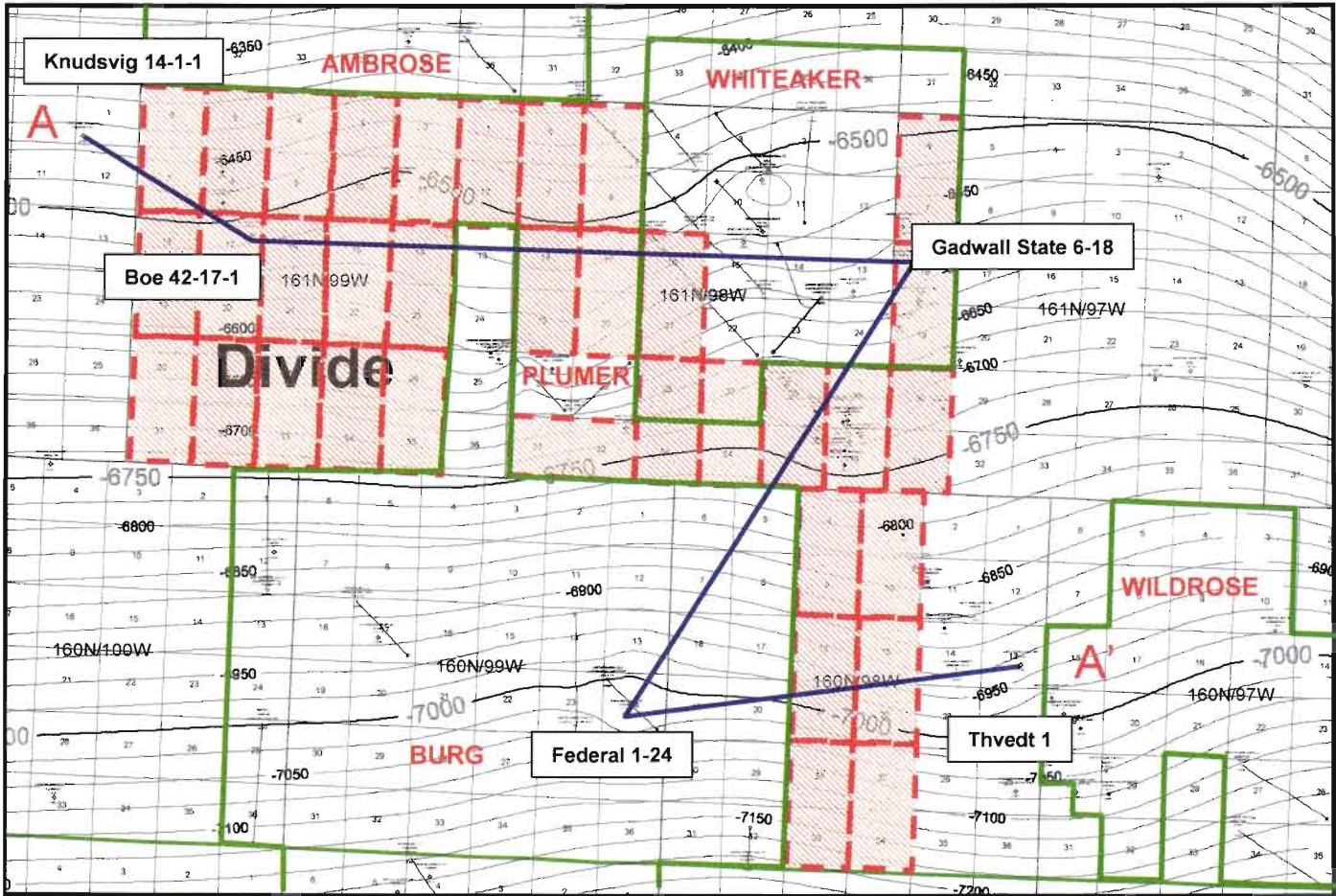
Exhibit G1


Identified By Metz

BAYTEX
ENERGY USA LTD.

Upper Bakken Structure Map

Author: WBM	8-20-2011
C.I.: 50 ft	



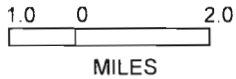
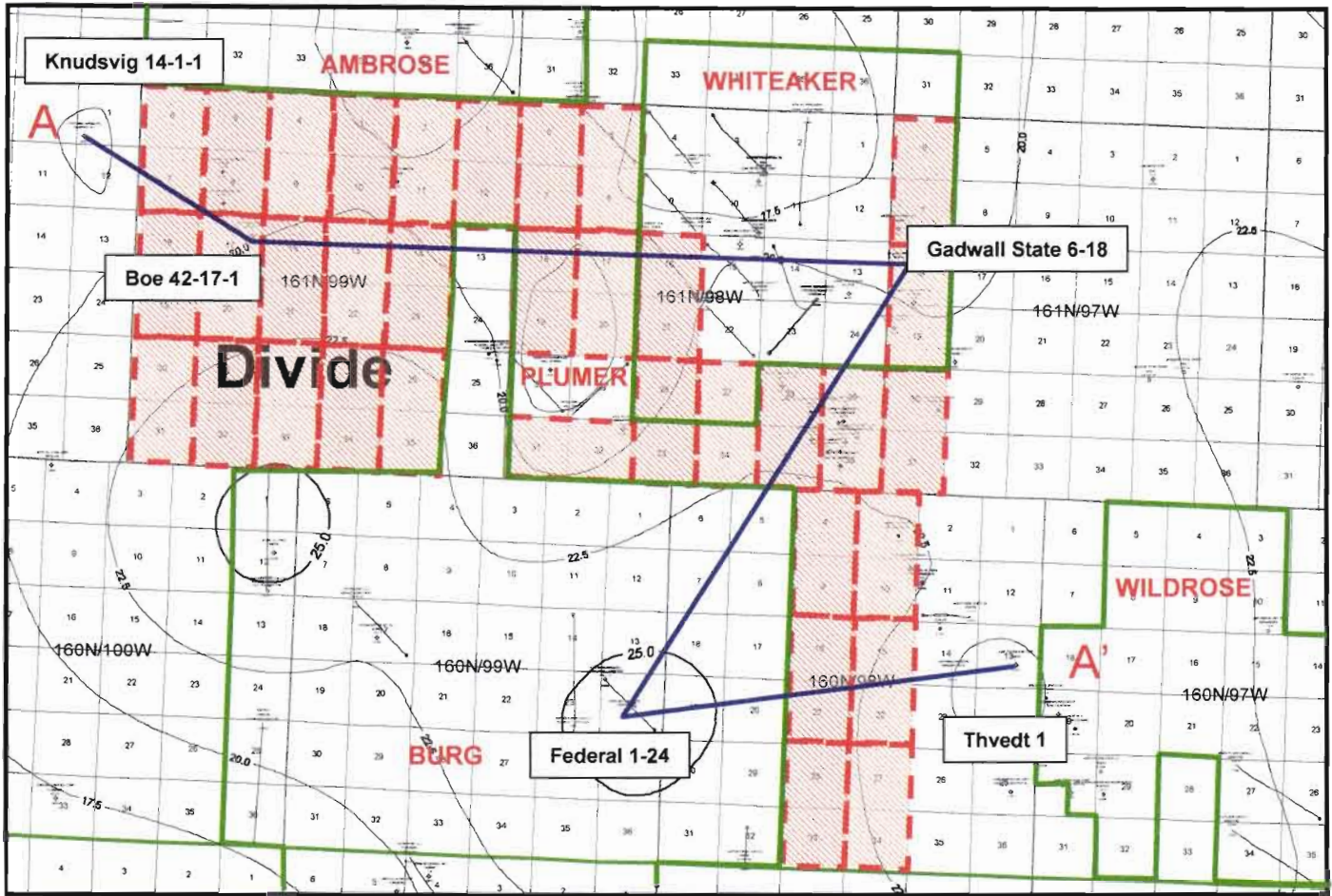
-  Proposed -1280 Acre Spacing Units
-  Existing Bakken Pool Limits

 Cross Section: Exhibit G4

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA
DATE 8/31/11 CASE NO. 15506
Introduced By Baytex
Exhibit G2
Identified By Metz

BAYTEX ENERGY USA LTD.		
Three Forks Structure Map		
Author: WBM		8-20-2011
	C.I.: 25 ft	

Case # 15506
Exhibit: G3



-  Proposed -1280 Acre Spacing Units
-  Existing Bakken Pool Limits

 Cross Section: Exhibit G4

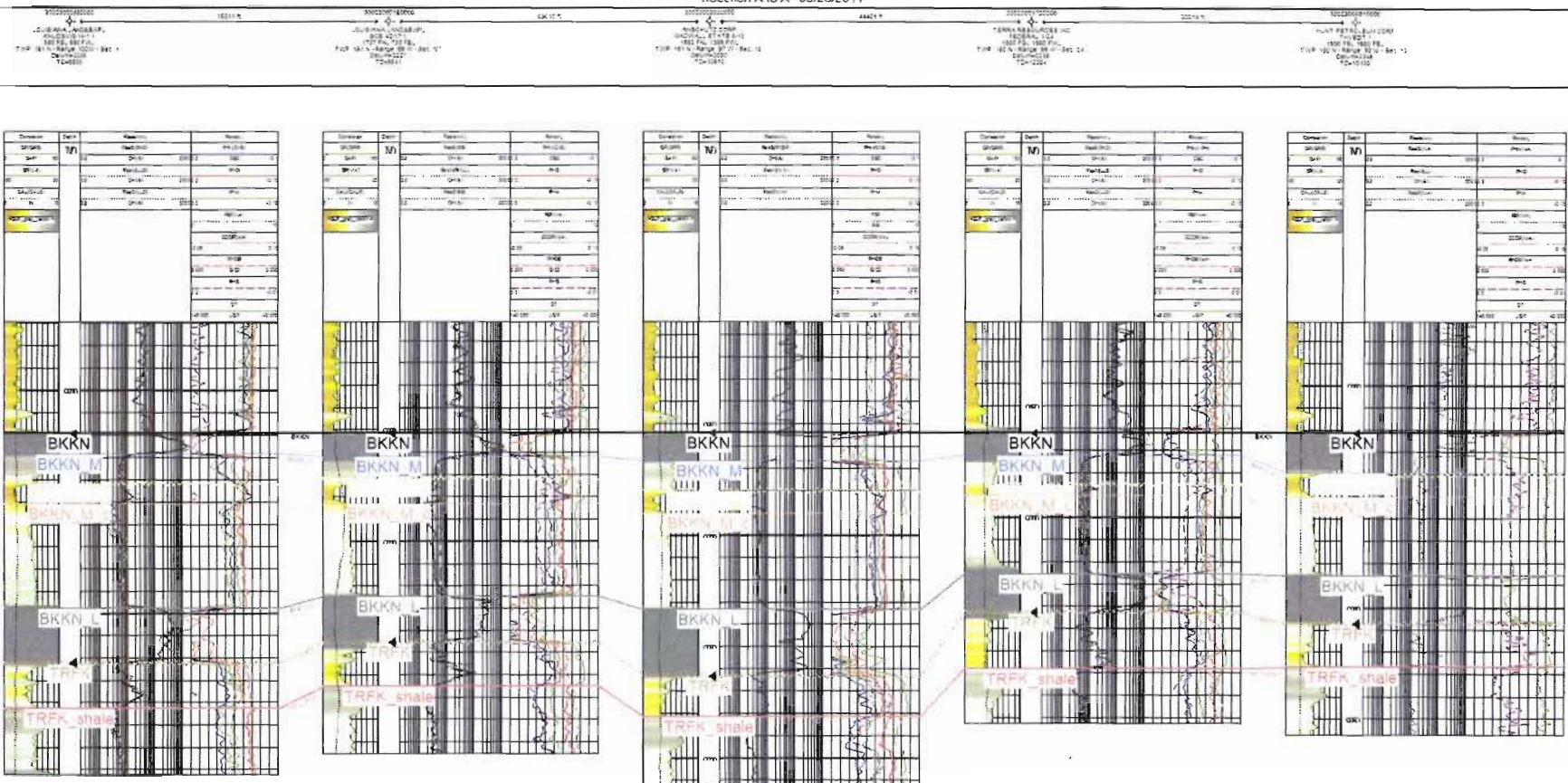
INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA
DATE 8/31/11 CASE NO. 15506
Introduced By Baytex
Exhibit G3
Identified By Netz

BAYTEX ENERGY USA LTD.		
Three Forks IsopachMap		
Author: WBM		8-20-2011
	C.I.: 25 ft	

Siratigraphic Cross Section A to A' (Strike Section) NW to SE
 Equally Spaced Logs
 Datum = BKKM
 Vertical Scale = 5 in. per 100 ft
 X Section A to A' 08/25/2011

A

A'



Case # 15506
 Exhibit: G4

INDUSTRIAL COMMISSION
 STATE OF NORTH DAKOTA
 DATE 8/31/11 CASE NO. 15506
 Introduced By Baytex
 Exhibit G4
 Identified By Metz

BAYTEX ENERGY SERVICES LTD.	
Bakken/Three Forks Cross Section	
WBM	8-20-2011

Case # 15506

Exhibit: E1

Three Forks Reservoir and Economic Data
***** 1,280 Acre Spacing Unit *****

RESERVOIR ROCK PROPERTIES

Formation Type:	Dolomite/Sandstone
Initial Reservoir Pressure:	4,150 psi
True Vertical Depth:	9,250 Ft
Net Thickness:	18 Ft
Porosity:	8 %
Water Saturation (Sw):	40 %

RESERVOIR FLUID PROPERTIES

Oil Gravity:	43 Degrees API (@ 60 F)
Bottomhole Temperature:	220 Degrees F
Formation Volume Factor:	1.45 RB/STB
Gas-Oil Ratio:	1,200 Scf/STB
Gas Density:	0.97 Specific Gravity
Gas BTU Factor:	1,530 BTU/Cu Ft

ORIGINAL OIL-IN-PLACE CALCULATIONS

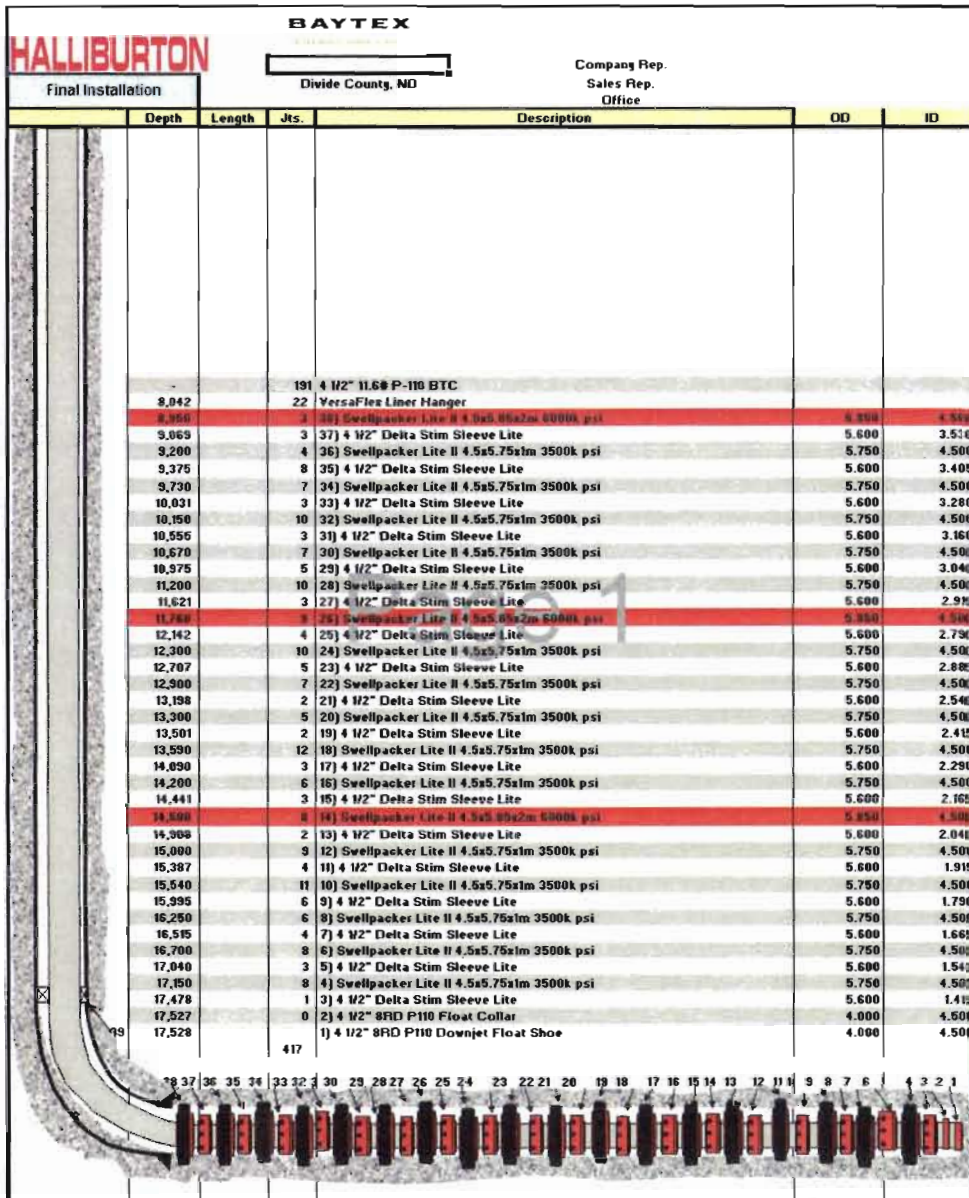
Reserves Factor:	256.82 STB per Ac-Ft
Drilling Unit Size:	1,280 Acres
OOIP estimate:	5,917 MBO
Oil Estimated Ultimate Recovery (Economic):	408 MBO
Gas Estimated Ultimate Recovery (Economic):	489 MMCF
Recovery Factor:	6.9 % (EUR/OOIP)

ECONOMICS

Initial Oil Prod Rate:	312 BOPD
Initial Gas Prod Rate:	374 MCFGPD
Monthly Operating Expenses:	5,500 LOEs (\$/W/Mo)
Oil Price (Net) over Life:	77 \$/Bbl
Gas Price (Net) over Life:	No gas mkt. \$/Mcf
Total Well Life:	43.6 Years
Royalties:	19 % (to 8/8ths NRI)
Net Sales:	25,428 M\$
Severance Taxes:	2,924 M\$
Operating Costs:	2,865 M\$
Net Income:	19,638 M\$
Investment:	6,100 M\$
Return on Investment:	3.22 to 1
Payout (Undisc.):	2.3 Years

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA
DATE: 8/31/11 CASE NO. 15506
Introduced By Baytex
Exhibit E1
Identified By Degenhart

BAYTEX <small>ENERGY USA LTD.</small>		
Three Forks Reservoir & Economic Data 1280 Acre Spacing Unit		
Author: DK		8-25-2011



Sleeves/Perfs	Depths	Dist Between	Packers	Sleeves	CSG Jnt	
18	9,069					
17	9,375	306				
16	10,031	656				
15	10,555	524				
14	10,975	420	Packer 18	8,950	3	
13	11,621	646		Sleeve 18	9,069	3
12	12,142	521	Packer 17	9,200	4	
11	12,707	565		Sleeve 17	9,375	8
10	13,198	491	Packer 16	9,730	7	
9	13,501	303		Sleeve 16	10,031	3
8	14,090	689	Packer 15	10,150	10	
7	14,441	351		Sleeve 15	10,655	3
6	14,908	467	Packer 14	10,670	7	
5	15,387	479		Sleeve 14	10,975	5
4	15,995	608	Packer 13	11,200	10	
3	16,515	520		Sleeve 13	11,621	3
2	17,040	525	Packer 12	11,750	9	
1	17,478	438		Sleeve 12	12,142	4
Packers	Depths	Dist Between				
18	8,950		Packer 11	12,300	10	
17	9,200	250		Sleeve 11	12,707	5
16	9,730	530	Packer 10	12,900	7	
15	10,150	420		Sleeve 10	13,198	2
14	10,670	520	Packer 9	13,300	5	
13	11,200	640		Sleeve 9	13,501	2
12	11,750	550	Packer 8	13,590	12	
11	12,300	540		Sleeve 8	14,090	3
10	12,900	600	Packer 7	14,200	6	
9	13,300	400		Sleeve 7	14,441	3
8	13,590	290	Packer 6	14,510	8	
7	14,200	610		Sleeve 6	14,908	2
6	14,500	380	Packer 5	15,000	9	
5	15,000	420		Sleeve 5	15,387	4
4	15,540	540	Packer 4	15,540	11	
3	16,250	710		Sleeve 4	15,995	6
2	16,700	450	Packer 3	16,250	6	
1	17,150	450		Sleeve 3	16,515	4
SLEEVE #	SLEEVE ID	Ball Size				
1	1415	1500	Packer 2	16,700	8	
2	1640	1625		Sleeve 2	17,040	3
3	1665	1750	Packer 1	17,150	8	
4	1790	1875		Sleeve 1	17,478	1
5	1915	2000		Float Collar	17,527	
6	2,040	2,125		Float Shoe	17,528	
7	2,165	2,250				
8	2,290	2,375				
9	2,415	2,500				
10	2,540	2,625				
11	2,665	2,750				
12	2,790	2,875				
13	2,915	3,000				
14	3,040	3,125				
15	3,165	3,250				
16	3,290	3,375				
17	3,405	3,500				
18	3,530	3,625				

INDUSTRIAL COMMISSION
 STATE OF NORTH DAKOTA
 DATE 8/31/11 CASE NO. 15506
 Introduced By T Baytex
 Exhibit E2
 Identified By T Baytex

BAYTEX
ENERGY USA LTD.

Wellbore Schematic

Author: MK 2-15-11



Company: Baytex Energy USA Ltd.
 Field: ___ Co., ___
 Location: Sec. ___ T ___ N-R ___ W
 Well: Well #2
 Wellbore #1
 Plan: Plan #1 (Well #2/Wellbore #1)



A Schlumberger Company

SECTION DETAILS										
Sec	MD	Inc	Azi	TVD	+N/S	+E/W	DLeg	TFace	VSec	Target
1	0.0	0.00	0.00	0.0	0.0	0.0	0.00	0.00	0.0	
2	8522.5	0.00	0.00	9522.5	0.0	0.0	0.00	0.00	0.0	
3	9272.5	90.00	180.00	9000.0	-177.5	0.0	12.00	180.00	477.5	PBHL Target N-S
4	18805.0	90.00	180.00	9000.0	-10010.0	0.0	0.00	0.00	10010.0	PBHL Target N-S

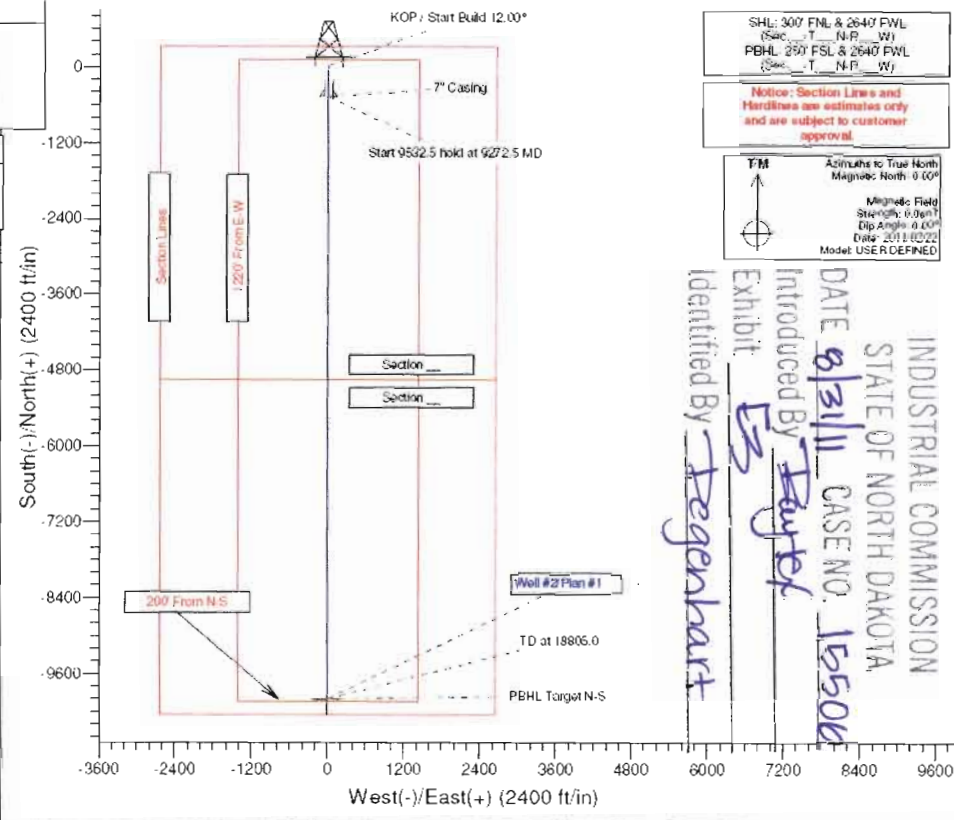
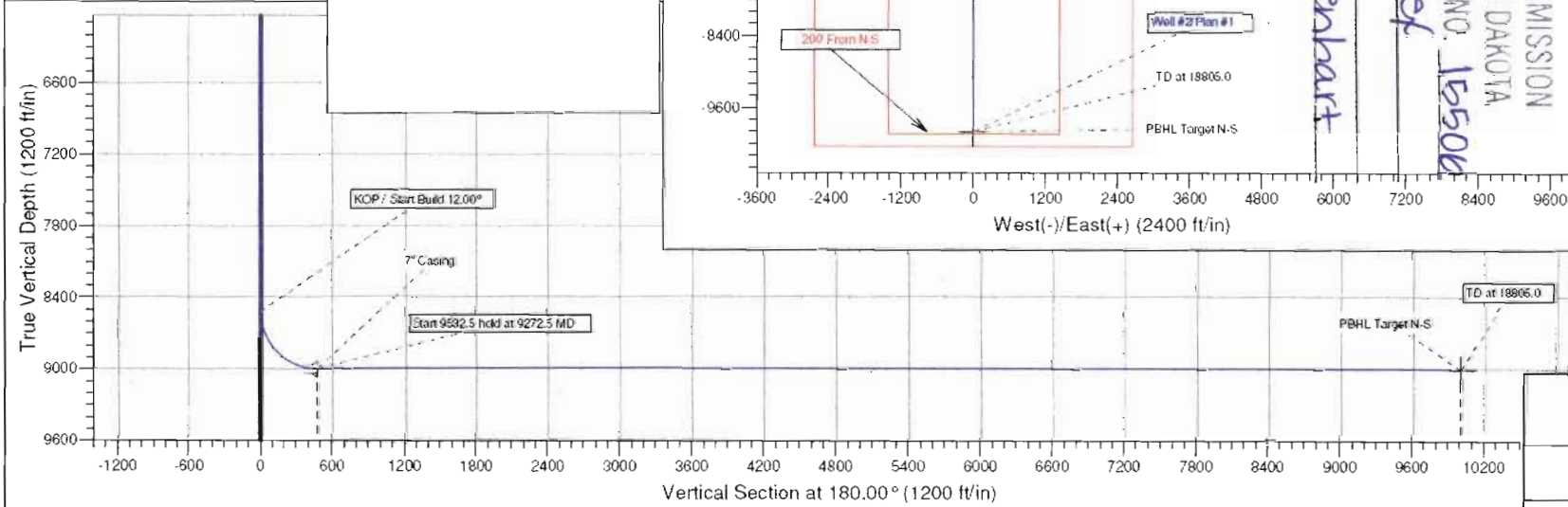
WELL DETAILS: Well #2						
Ground Level: 2400.0						
+N/S	+E/W	Nothing	Easting	Latitude	Longitude	Spot
0.0	0.0	0.00	46° 48' 27.450 N		108° 21' 39.187 W	

WELLBORE TARGET DETAILS				
Name	TVD	+N/S	+E/W	Shape Point
PBHL Target N-S	9000.0	-10010.0	0.0	

ANNOTATIONS		
TVD	MD	Annotation
8522.5	8522.5	KOP / Start Build 12.00°
9000.0	9272.5	Start 9532.5 hold at 9272.5 MD
9000.0	18805.0	TD at 18805.0

FORMATION TOP DETAILS	
No formation data is available	

CASING DETAILS			
TVD	MD	Name	Size
9000.0	9272.5	7" Casing	7.000



SHL: 300' FNL & 2640' FWL
 (Sec. ___ T ___ N-R ___ W)
 PBHL: 250' FSL & 2640' FWL
 (Sec. ___ T ___ N-R ___ W)

Notice: Section Lines and Hardlines are estimates only and are subject to customer approval.

TM
 Azimuths to True North
 Magnetic North: 0.00°
 Magnetic Field
 Strength: 0.061 T
 Dip Angle: 0.00°
 Date: 2011/02/22
 Model: USER DEFINED

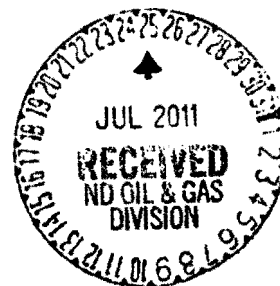
Identified By: *Tegenhart*
 Introduced By: *Baytex*
 Exhibit: *E3*
 DATE: *8/31/11*
 CASE NO.: *15506*
 INDUSTRIAL COMMISSION
 STATE OF NORTH DAKOTA

BAYTEX ENERGY USA LTD.	
Well Plan View	
Author: <i>MK</i>	2-15-11

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

Case No. 15506

Application of Baytex Energy USA Ltd. for an order extending the field boundaries and amending the field rules for the Ambrose-Bakken Pool, Whiteaker-Bakken Pool, Plumer-Bakken Pool, and/or Burg-Bakken Pool, or in the alternative to establish Bakken spacing in the Musta Field, Garnet Field, and/or Moraine Field, so as to create and establish 36 1280-acre spacing units comprised of Sections 1 and 12, Sections 2 and 11, Sections 3 and 10, Sections 4 and 9, Sections 5 and 8, Sections 6 and 7, Sections 14 and 23, Sections 15 and 22, 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, and Sections 30 and 31, Township 161 North, Range 99 West; Sections 5 and 8, Sections 6 and 7, Sections 13 and 24, Sections 16 and 21, Sections 17 and 20, Sections 18 and 19, Sections 25 and 36, Sections 26 and 35, Sections 27 and 34, Sections 28 and 33, and Sections 31 and 32, Township 161 North, Range 98 West; Sections 6 and 7, Sections 18 and 19, and Sections 30 and 31, Township 161 North, Range 97 West; and Sections 3 and 10, Sections 4 and 9, Sections 15 and 22, Sections 16 and 21, Sections 27 and 34, and Sections 28 and 33, Township 160 North, Range 98 West, Divide County, North Dakota, authorizing the drilling of one horizontal well on each spacing unit and/or such other and further relief as appropriate.



APPLICATION OF BAYTEX ENERGY USA LTD.

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

1.

That Baytex is the owner of an interest in the oil and gas leasehold estate in Sections 1 and 12, Sections 2 and 11, Sections 3 and 10, Sections 4 and 9, Sections 5 and 8, Sections 6 and 7, Sections 14 and 23, Sections 15 and 22, 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, and Sections 30 and 31, Township 161 North, Range 99 West; Sections 5 and 8, Sections 6 and 7, Sections 13 and 24, Sections 16 and 21, Sections 17 and 20, Sections 18 and 19, Sections 25 and 36, Sections 26 and 35, Sections 27 and 34, Sections 28 and 33, and Sections 31 and 32, Township 161 North, Range 98 West; Sections 6 and 7, Sections 18 and 19, and Sections 30 and 31, Township 161 North, Range 97 West; and Sections 3 and 10, Sections 4 and 9, Sections 15 and 22, Sections 16 and 21, Sections 27 and 34, and Sections 28 and 33, Township 160 North, Range 98 West, Divide County, North Dakota (the "Subject Lands").

2.

That pursuant to an application submitted by Baytex, docketed as Case 14794 on the May 26, 2011 docket, it is anticipated that Sections 5 and 8, Sections 6 and 7, Sections 17 and 20, Sections 18 and 19, Sections 29 and 32, and Sections 30 and 31, Township 160 North, Range 98 West, will be established as 1280-acre spacing units in the Burg-Bakken Pool, which are adjacent to Sections 3 and 10, Sections 4 and 9, Sections 15 and 22, Sections 16 and 21, Sections 27 and 34, and Sections 28 and 33, Township 160 North, Range 98 West, referenced above, and would therefore connect the same to the Burg-Bakken Pool.

3.

That the Subject Lands are currently within and/or near the areas defined by the Commission as the field boundaries for the Ambrose-Bakken Pool, Whiteaker-Bakken Pool, Plumer-Bakken Pool, and/or Burg-Bakken Pool and within and/or near the areas defined by the Commission as the field boundaries for the Musta Field, Garnet Field, and/or Moraine Field. That based upon knowledge and belief, the Musta Field, Garnet Field, and/or Moraine Field do not have Bakken production.

4.

That Baytex desires to utilize the horizontal drilling technique to further develop the Ambrose-Bakken Pool, Whiteaker-Bakken Pool, Plumer-Bakken Pool, and/or Burg-Bakken Pool, or in the alternative establish Bakken spacing in the Musta Field, Garnet Field, and/or Moraine Field, underlying the Subject Lands.

5.

That it is the opinion of Baytex that use of the horizontal drilling technique to further develop the Ambrose-Bakken Pool, Whiteaker-Bakken Pool, Plumer-Bakken Pool, and/or Burg-Bakken Pool, or in the alternative establish Bakken spacing in the Musta Field, Garnet Field, and/or Moraine Field, underlying the Subject Lands will increase the ultimate recovery of the reservoir.

6.

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.

7.

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, Whiteaker-Bakken Pool, Plumer-Bakken Pool, and/or Burg-Bakken Pool should be extended and 36 1280-acre spacing units should be created and established for the Ambrose-Bakken Pool, Whiteaker-Bakken Pool, Plumer-Bakken Pool, and/or Burg-Bakken Pool, or in the alternative the Commission should establish Bakken spacing in the Musta Field, Garnet Field, and/or Moraine Field, for the Subject Lands, authorizing the drilling of one horizontal well on each spacing unit.

8.

That Baytex, therefore, requests that the Commission extend the field boundaries and amend the field rules for the Ambrose-Bakken Pool, Whiteaker-Bakken Pool, Plumer-Bakken Pool, and/or Burg-Bakken Pool, or in the alternative to establish Bakken spacing in the Musta Field, Garnet Field, and/or Moraine Field, so as to create and establish 36 1280-acre spacing units comprised of Sections 1 and 12, Sections 2 and 11, Sections 3 and 10, Sections 4 and 9, Sections 5 and 8, Sections 6 and 7, Sections 14 and 23, Sections 15 and 22, 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, and Sections 30 and 31, Township 161 North, Range 99 West; Sections 5 and 8, Sections 6 and 7, Sections 13 and 24, Sections 16 and 21, Sections 17 and 20, Sections 18 and 19, Sections 25 and 36, Sections 26 and 35, Sections 27 and 34, Sections 28 and 33, and Sections 31 and 32, Township 161 North, Range 98 West; Sections 6 and 7, Sections 18 and 19, and Sections 30 and 31, Township 161 North, Range 97 West; and Sections 3 and 10, Sections 4 and 9, Sections 15 and 22, Sections 16 and 21, Sections 27 and 34, and Sections 28 and 33,

Township 160 North, Range 98 West, Divide County, North Dakota, authorizing the drilling of one horizontal well on each spacing unit and/or such other and further relief as appropriate.

WHEREFORE, Baytex requests the following:

(a) That this matter be set for the regularly scheduled August 2011 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, Baytex's witnesses in this matter be allowed to participate by telephonic means.

DATED this 25th day of July, 2011.

Fredrickson & Byorn, P.A.

By 

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

July 25, 2011

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




RE: APPLICATION OF BAYTEX
ENERGY USA LTD. FOR
AUGUST 2011 HEARINGS

Dear Mr. Hicks:

Please find enclosed herewith for filing an APPLICATION OF BAYTEX ENERGY USA LTD.

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

Should you have any questions, please advise.

Sincerely,

LAWRENCE BENDER

LB/leo

Enclosure

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

The North Dakota Industrial Commission will hold a public hearing at 9:00 a.m. Wednesday, August 31, 2011, 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 Thursday, August 18, 2011.

STATE OF NORTH DAKOTA TO: Case No. 15493: Application of Continental Resources, Inc. for an order extending the field boundaries and amending the field rules for the Baukol Noonan-Bakken Pool, or in the alternative to establish Bakken spacing in the Noonan Field, to create and establish two 1280-acre spacing units comprised of Sections 29 and 32; and Sections 30 and 31, T.162N., R.95W., Divide County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

Case No. 15498: Application of Crescent Point Energy U.S. Corp. for an order extending the field boundaries and amending the field rules for the West Ambrose-Bakken Pool to create and establish two 1440-acre spacing units comprised of Sections 25, 26, 35 and 36; and Sections 27, 28, 33 and 34, T.164N., R.100W., Divide County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

Case No. 15502: Application of Samson Resources Co. for an order extending the field boundaries and amending the field rules for the Baukol Noonan-Bakken Pool to create and establish two 1920-acre spacing units comprised of Sections 25 and 36, T.163N., R.96W., and Section 1, T.162N., R.96W.; and Sections 30 and 31, T.163N., R.95W., and Section 6, T.162N., R.95W., Divide County, ND, authorizing the drilling of one horizontal well on each 1920-acre spacing unit and such other relief as is appropriate.

Case No. 15506: Application of Baytex Energy USA Ltd. for an order extending the field boundaries and amending the field rules for the Ambrose, Whiteaker, Plumer, and/or Burg-Bakken Pools, or in the alternative to establish Bak-

Notice of Publication

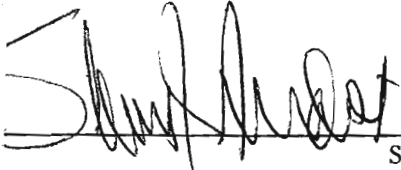
Divide, ss: I, _____, sworn, on my oath, say that I am the publisher of The Journal, a publication and official newspaper of Divide County, State of North Dakota, and that the advertisement headed

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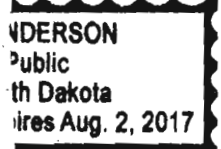


Steven J. Andrist, Publisher

I and sworn to before me August 10, 2011



Vonni L. Anderson
Notary Public, State of North Dakota



ken spacing in the Musta, Garnet, and/or Moraine Fields, to create and establish thirty-six 1280-acre spacing units comprised of Sections 1 and 12; Sections 2 and 11; Sections 3 and 10; Sections 4 and 9; Sections 5 and 8; Sections 6 and 7; Sections 14 and 23; Sections 15 and 22; 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; and Sections 30 and 31, T.161N., R.99W., Sections 5 and 8; Sections 6 and 7; Sections 13 and



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

24; Sections 16 and 21; Sections 17 and 20; Sections 18 and 19; Sections 25 and 36; Sections 26 and 35; Sections 27 and 34; Sections 28 and 33; Sections 31 and 32, T.161N., R.98W.; Sections 6 and 7; Sections 18 and 19; Sections 30 and 31, T.161N., R.97W.; Sections 3 and 10; Sections 4 and 9; Sections 15 and 22; Sections 16 and 21; Sections 27 and 34; and Sections 28 and 33, T.160N., 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. 15526: Application of Baytex Energy USA Ltd. in accordance with NDAC § 43-02-03-88.1 for an order authorizing the conversion of the Anderson SWD 11-17 well, f/k/a Anderson 11-17 well, located in the NWNW of Section 17, T.162N., R.98W., Divide County, ND, to a saltwater disposal well in the Dakota Formation pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 15527: Application of Baytex Energy USA Ltd. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 29 and 32, T.160N., R.98W., Burg-Bakken Pool, Divide County, ND, as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15528: Application of Baytex Energy USA Ltd. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 30 and 31, T.162N., R.100W., West Ambrose-Bakken Pool, Divide County, ND, as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15529: Application of Baytex Energy USA Ltd. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 15 and 22, T.162N., R.100W., West Ambrose-Bakken Pool, Divide County, ND, as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15530: Application of Baytex Energy USA Ltd. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 18 and 19, T.162N., R.100W., West Ambrose-Bakken Pool, Divide County, ND, as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15558: 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 2, 11, 14 and 23, T.160N., R.96W., Hamlet-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.

Case No. 15559: 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 13, 24, 25 and 36, T.160N., R.96W., Hamlet-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.

Case No. 15563: In the matter of the petition for a risk penalty of Continental 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 Farver #1-29H well located in a spacing unit described as Sections 29 and 32, T.160N., R.96W., Hamlet-Bakken Pool, Divide County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 15579: Application of Samson Resources Co. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Hanson 17-20-163-98H well located in the NW/4 of Section 17, T.163N., 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. 15580: Application of Samson Resources Co. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Almos Farms 01-12-162-99H well located in the N/2 NW/4 of Section 1, T.162N., 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. 15581: Application of Samson Resources Co. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 4 and 9, 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. 15582: Application of Samson Resources Co. 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.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. 15641: Application for an order amending the field rules for the Forthun-Bakken Pool, Burke and Divide Counties, ND, to allow the flaring of gas and unrestricted production of oil from wells not connected to a gas gathering facility until the same can be connected and such further and additional relief.

Samson Resources Co.

Signed by,
Jack Dalrymple, Governor
Chairman,
ND Industrial
Commission

(8-10)

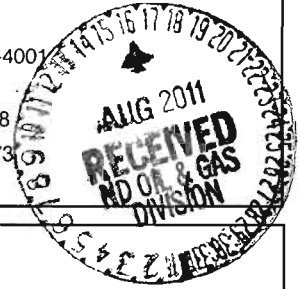
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Affidavit of Publication

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 8/11/11 Signed Calme Bientz sworn and subscribed to before me this 15 day of August 2011
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

Case No. 15643: Application for an order amending the field rules for the Eagle Nest-Bakken Pool, Dunn and McKenzie Counties, ND, to allow the flaring of gas and unrestricted production of oil from wells not connected to a gas gathering facility until the same can be connected and such further and additional relief. Dakota-3 E&P Co., LLC; Enerplus Resources (USA), Inc.; Slawson Exploration Co., Inc.

Case No. 15644: Application for an order amending the field rules for the Crooked Creek-Bakken Pool, Dunn County, ND, to allow the flaring of gas and unrestricted production of oil from wells not connected to a gas gathering facility until the same can be connected and such further and additional relief. Denbury Onshore, LLC; OXY-USA Inc.

Case No. 15645: Application for an order amending the field rules for the Buford-Bakken Pool, Williams and McKenzie Counties, ND, to allow the flaring of gas and unrestricted production of oil from wells not connected to a gas gathering facility until the same can be connected and such further and additional relief. Brigham Oil & Gas, L.P.; Citation Oil & Gas Corp.; XTO Energy Inc.; Zavanna, LLC

Signed by
Jack Dalrymple, Governor
Chairman, ND Industrial Commission
8/11 - 607038

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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, August 31, 2011, 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 Thursday, August 18, 2011.

STATE OF NORTH DAKOTA TO:

Case No. 15490: Proper spacing for the development of the Hebron-Bakken Pool, Williams County, ND, redefine the field limits, and enact such special field rules as may be necessary. Continental Resources, Inc.

Case No. 15491: Temporary spacing to develop an oil and/or gas pool discovered by the Continental Resources, Inc. #1-14H Montpelier, NENE Section 14, T.153N., R.101W., McKenzie County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 15492: Temporary spacing to develop an oil and/or gas pool discovered by the Continental Resources, Inc. #1-6H Hayes, SWSE Section, 6, T.153N., R.99W., Williams County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 15493: Application of Continental Resources, Inc. for an order extending the field boundaries and amending the field rules for the Baukol Noonan-Bakken Pool, or in the alternative to establish Bakken spacing in the Noonan Field, to create and establish two 1280-acre spacing units comprised of Sections 29 and 32; and Sections 30 and 31, T.162N., R.95W., Divide County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

Case No. 15724: (Continued) Application of Continental Resources, Inc. for an order suspending and, after hearing, revoking the permit issued to Hess Corp. to drill the 2W,X #7-1H well (File No. 20123), with a surface location in the SESE of Section 7, T.152N., R.99W., McKenzie County, ND, and such other relief as is appropriate.

Case No. 15059: (Continued) Application of Continental Resources, Inc. for an order amending the field rules for the Elidah-Bakken Pool to create a 2560-acre spacing unit comprised of all of Sections 17, 20, 29 and 32, T.151N., R.97W., McKenzie County, ND, authorizing the drilling of multiple 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. 14356: (Continued) Application of Continental Resources, Inc. for an order amending the field rules for the Elm Tree-Bakken Pool to create a 2560-acre spacing unit comprised of all of Sections 5, 8, 17 and 20, T.153N., R.94W., McKenzie 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. 14062: (Continued) Temporary spacing to develop an oil and/or gas pool discovered by the Continental Resources, Inc. #1-5H Norway, NENW Section 5, T.150N., R.96W., McKenzie County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 14543: (Continued) Temporary spacing to develop an oil and/or gas pool discovered by the Continental Resources, Inc. #1X-21H Haag, SESW Section 21, T.144N., R.99W., Billings County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 15494: Temporary spacing to develop an oil and/or gas pool discovered by the EOG Resources, Inc. #13-3526H Hardscrabble, SWSE Section 35, T.153N., R.103W., Williams County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 15495: Application of EOG Resources, Inc. for an order amending the field rules for the Spotted Horn-Bakken Pool, McKenzie County, ND, to create and establish a 1280-acre spacing unit comprised of Sections 8 and 17, T.150N., R.94W., authorizing the drilling of a total of not more than three wells on said 1280-acre spacing unit, and to create and establish a 1280-acre spacing unit comprised of Sections 30 and 31, T.150N., R.94W., authorizing the drilling of a total of not more than two wells on said 1280-acre spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15496: Temporary spacing to develop an oil and/or gas pool discovered by the Renegade Petroleum (ND) Ltd. #6H 3-14 A Trout, Lot 3, Section 6, T.162N., R.84W., Renville County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 15497: Application of Newfield Production Co. for an order amending the field rules for the Westberg-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 4 and 9, T.152N., R.96W., McKenzie County, ND, authorizing the drilling of a total of not more than five wells on said 1280-acre spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15220: (Continued) Temporary spacing to develop an oil and/or gas pool discovered by the Newfield Production Co. #159-102-29-32-1H Larson, NWNE, Section 29, T.159N., R.102W., Williams County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 15498: Application of Crescent Point Energy U.S. Corp. for an order extending the field boundaries and amending the field rules for the West Ambrose-Bakken Pool to create and establish two 1440-acre spacing units comprised of Sections 25, 26, 35 and 36; and Sections 27, 28, 33 and 34, T.164N., R.100W., Divide County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

Case No. 15499: Application of OXY USA Inc. for an order extending the field boundaries and amending the field rules for the St. Anthony-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 18 and 19, T.141N., R.97W., Dunn County, ND, authorizing the drilling of a total of not more than six wells on said spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15500: Application of Zenergy, Inc. for an order amending the field rules for the Indian Hill-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 4 and 9, T.152N., R.102W., McKenzie County, ND, authorizing the drilling of a total of not more than two

wells on said 1280-acre spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15501: Application of Zenergy, Inc. for an order extending the field boundaries and amending the field rules for the Painted Woods and/or Rosebud-Bakken Pools to create and establish two 960-acre spacing units comprised of Section 21 and the N/2 of Section 28; and the S/2 of Section 28 and Section 33, T.154N., R.102W., Williams County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

Case No. 15222: (Continued) Application of Zenergy, Inc. for an order extending the field boundaries and amending the field rules for the Dublin-Madison Pool to create and establish eight 320-acre spacing units comprised of the N/2 of Sections 3 and 4; the S/2 of Sections 3 and 4; the N/2 of Sections 9 and 10; and the S/2 of Sections 9 and 10, T.157N., R.100W., Williams County, ND, authorizing the drilling of one horizontal well on each spacing unit, amending the 660 setback requirement to 500 feet for each well and such other relief as is appropriate.

Case No. 15502: Application of Samson Resources Co. for an order extending the field boundaries and amending the field rules for the Baukol Noonan-Bakken Pool to create and establish two 1920-acre spacing units comprised of Sections 25 and 36, T.163N., R.96W., and Section 1, T.162N., R.96W.; and Sections 30 and 31, T.163N., R.95W., and Section 6, T.162N., R.95W., Divide County, ND, authorizing the drilling of one horizontal well on each 1920-acre spacing unit and such other relief as is appropriate.

Case No. 15503: Application of Dakota-3 E&P Co., LLC for an order amending the field rules for the Eagle Nest-Bakken Pool to create and establish a 320-acre spacing unit comprised of the N/2 of Section 29, T.149N., R.94W., authorizing the drilling of a horizontal well on said 320-acre spacing unit, and a 960-acre spacing unit comprised of the S/2 of Section 29 and all of Section 32, T.149N., R.94W., McKenzie County, ND, authorizing the drilling of a total of not more than two horizontal wells on said 960-acre spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15504: Application of Triangle USA Petroleum Corp. for an order extending the field boundaries and amending the field rules for the Todd or Williston-Bakken Pools to create and establish a 1280-acre spacing unit comprised of Sections 1 and 12, T.154N., R.101W., Williams County, ND, authorizing the drilling of one horizontal well on said spacing unit and such other relief as is appropriate.

Case No. 15505: Application of Surge Energy Inc. for an order extending the field boundaries and amending the field rules for the Northeast Landa-Spearfish/Madison Pool, Souris-Spearfish/Madison Pool, North Souris-Spearfish Pool, and/or North Souris-Madison Pool, Bottineau County, ND, to create and establish the following 320-acre spacing units: NE of Section 32 and NW of Section 33; SE of Section 33 and SW of Section 34; NE of Section 33 and NW of Section 34; SE of Section 34 and SW of Section 35; NE of Section 34 and NW of Section 35; SE of Section 35 and SW of Section 36; NE of Section 35 and NW of Section 36; T.164N., R.78W.; NW of Section 31, T.164N., R.77W. and NE of Section 36, T.164N., R.78W.; SW of Section 31, T.164N., R.77W. and SE of Section 36, T.164N., R.78W.; SW of Section 32 and SE of Section 31, T.164N., R.77W.; NW of Section 32 and NE of Section 31, T.164N., R.77W.; SW of Section 1 and SE of Section 2; NW of Section 1 and NE of Section 2; SW of Section 2 and SE of Section 3; NW of Section 2 and NE of Section 3, T.163N., R.78W.; SW of Section 3 and SE of Section 6; NW of Section 5 and NE of Section 6, T.163N., R.77W. and SE of Section 1, T.163N., R.78W.; and NW of Section 6, T.163N., R.77W. and NE of Section 1, T.163N., R.78W.; and authorizing the drilling of a total of not more than twelve wells on said 320-acre spacing units, and to create and establish the following approximate 180-acre spacing units: Lots 3 & 4 of Section 25 and Lots 1 & 2 of Section 26; Lots 3 & 4 of Section 26 and Lots 1 & 2 of Section 27; Lots 3 & 4 of Section 27 and Lots 1 & 2 of Section 28; Lots 3 & 4 of Section 28 and Lots 1 & 2 of Section 29, T.164N., R.78W.; Lots 3 & 4 of Section 29 and Lots 1 & 2 of Section 30, T.164N., R.77W.; Lots 3 & 4 of Section 30, T.164N., R.77W. and Lots 1 & 2 of Section 25, T.164N., R.78W.; authorizing the drilling of a total of not more than six wells on said 180-acre spacing units, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15506: Application of Baytex Energy USA Ltd. for an order extending the field boundaries and amending the field rules for the Ambrose, Whiteaker, Plumer, and/or Burg-Bakken Pools, or in the alternative to establish Bakken spacing in the Musta, Garnet, and/or Moraine Fields, to create and establish thirty-six 1280-acre spacing units comprised of Sections 1 and

12; Sections 2 and 11; Sections 3 and 10; Sections 4 and 9; Sections 5 and 8; Sections 6 and 7; Sections 14 and 23; Sections 15 and 22; 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; and Sections 30 and 31, T.161N., R.99W.; Sections 5 and 8; Sections 6 and 7; Sections 13 and 24; Sections 16 and 21; Sections 17 and 20; Sections 18 and 19; Sections 25 and 36; Sections 26 and 35; Sections 27 and 34; Sections 28 and 33; Sections 31 and 32, T.161N., R.98W.; Sections 6 and 7; Sections 18 and 19; Sections 30 and 31, T.161N., R.97W.; Sections 3 and 10; Sections 4 and 9; Sections 15 and 22; Sections 16 and 21; Sections 27 and 34; and Sections 28 and 33, T.160N., 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. 15507: Temporary spacing to develop an oil and/or gas pool discovered by the Baytex Energy USA Ltd. #14-23-157-99H Redfield, SWSW Section 23, T.157N., R.99W., Williams County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 15508: Application of Brigham Oil & Gas, L.P. for an order amending the field rules for the Kittleson Slough-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 32 and 33, T.158N., R.91W., Mountrail County, ND, authorizing the drilling of one horizontal well on said 1280-acre spacing unit and such other relief as is appropriate.

Case No. 15509: Application of Silver Oak Energy, LLC for an order extending the field boundaries and amending the field rules for the Cedar Hills-Red River "B" Pool to create and establish four 640-acre spacing units comprised of Sections 21, 22, 27 and 35, T.133N., R.106W., Slope County, ND, authorizing the drilling of a total of not more than three wells on each spacing unit, amending the 660 setback requirement to 500 feet for each well drilled, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15510: Application of GMX Resources Inc. for an order extending the field boundaries and amending the field rules for the Tree Top-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 12 and 13, T.142N., R.100W., Billings County, ND, authorizing the drilling of one horizontal well on said spacing unit and such other relief as is appropriate.

Case No. 15511: Application of Liberty Resources LLC for an order suspending, and after hearing, revoking the permit issued to Newfield Production Co. to drill the Berger #156-100-7-6-1H well (File No. 21198), with a surface location in the NWNE of Section 18, T.156N., R.100W., Williams County, ND, and such other relief as is appropriate.

Case No. 15066: (Continued) Application of Enerplus Resources (U.S.A.) Inc. for an order extending the field boundaries and amending the field rules for the Eagle Nest-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 1 and 9, T.148N., R.95W., Dunn County, ND, authorizing the drilling of a total of not more than seven wells on said spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 14081: (Continued) Application of Sinclair Oil & Gas Co. for an order to establish temporary spacing for the development of an oil and/or gas pool discovered by the Bighorn #1-6H well, located in the SESW of Section 31, T.147N., R.97W., Dunn County, ND, define the field limits, enact such special field rules as may be necessary and such other relief as is appropriate.

Case No. 15512: Application of OXY USA Inc. for an order authorizing the drilling, completing and producing of a total of not more than six wells on each 1280-acre spacing unit described as Sections 5 and 8; Sections 6 and 7; Sections 17 and 20; and Sections 18 and 19, T.143N., R.97W., Crooked Creek-Bakken Pool, Dunn County, ND, eliminating any tool error requirements and such other relief as is appropriate.

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Case No. 15561: Application of Continental Resources, Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 25 and 36, T.149N., R.98W., Haystack Butte-ikken Pool, McKenzie County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15562: In the matter of the petition for a risk penalty of Continental 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 Gröte #1-IH well located in a spacing unit described as Sections 16 and 21, T.160N., R.94W., Iorth Tioga-Bakken Pool, Burke County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 15563: In the matter of the petition for a risk penalty of Continental 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 Farver #1-9H well located in a spacing unit described as Sections 29 and 32, T.160N., R.96W., Lamlet-Bakken Pool, Divide County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 15564: 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 Mandaree #10-05H well located in a spacing unit described as Section 5, T.149N., R.94W., Squaw Creek-Bakken Pool, McKenzie County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 15565: 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 Clearwater #101-0718H well located in a spacing unit described as Sections 7 and 18, T.157N., R.90W., Clear Water-Bakken Pool, Mountrail County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 15566: 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 28 and 33, T.159N., R.90W., Clear Water, Vanville and/or Niobe-Bakken Pool, Burke 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. 15567: Application of EOG Resources, Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 10 and 15, T.158N., R.91W., Kittleson Slough-Bakken Pool, Mountrail County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15568: Application of EOG 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.154N., R.103W., Round Prairie-Bakken Pool, Williams County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15569: Application of EOG 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.154N., R.103W., Painted Woods-Bakken Pool, Williams County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15571: 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 25 and 36, T.153N., R.90W. and Section 31, T.153N., R.89W., 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. 15572: 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 27, 28, 34 and 35, T.153N., R.90W., 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. 15573: 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 29, 32 and 33, T.153N., R.90W., 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. 15574: 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 26 and 35, T.152N., R.91W., Van Hook-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. 15575: 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 6 and 7, T.151N., R.90W. and Section 1, 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. 15576: Application of EOG Resources, 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 19 and 20, T.150N., R.94W. and a total of not more than three wells on a 640-acre spacing unit described as Section 31, T.150N., R.94W., Spotted Horn-Bakken Pool, McKenzie County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15577: Application of EOG Resources, Inc. pursuant to NDAC § 43-02-03-88.1 for an order authorizing the drilling of a saltwater disposal well to be located in the SWSE of Section 6, T.157N., R.90W., Clear Water Field, Mountrail County, ND, in the Dakota Formation pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 15578: Application of Samson Resources Co. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Gustafson 29-32-161-92H well located in the NENE of Section 29, T.161N., R.92W., Burke County, ND, Foothills-Bakken Pool, as an exception to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 15579: Application of Samson Resources Co. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Hanson 17-20-163-98H well located in the NW/4 of Section 17, T.163N., 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. 15581: Application of Samson Resources Co. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 4 and 9, 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. 15582: Application of Samson Resources Co. 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.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. 15583: Application of Denbury Onshore, 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 Section 32, T.154N., R.95W., Charlson-Bakken Pool, Williams and McKenzie Counties, 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. 15584: Application of Denbury Onshore, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 14 and 23, T.152N., R.102W., Elk-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15585: Application of Denbury Onshore, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as the N/2 of Section 31, T.144N., R.100W., Magpie-Duperow Pool, Billings County, ND, as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15586: Application of Denbury Onshore, LLC for an order pursuant to NDAC § 43-02-03-88.1 authorizing the conversion to saltwater disposal into the Dakota Group of the M. J. Green #1 well, SWNW Section 7, T.152N., R.101W., Indian Hill Field, McKenzie County, ND, pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 15587: Application of Brigham Oil & Gas, L.P. 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 22 and 23, T.155N., R.92W., Alger-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. 15588: Application of Brigham Oil & Gas, L.P. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 22 and 27, T.151N., R.100W., Poe-Bakken Pool, McKenzie County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15589: Application of Brigham Oil & Gas, L.P. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 17 and 20, T.151N., R.101W., Ragged Butte-Bakken Pool, McKenzie County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15590: Application of Brigham Oil & Gas, L.P. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 16 and 21, T.151N., R.101W., Ragged Butte-Bakken Pool, McKenzie County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15591: Application of Brigham Oil & Gas, L.P. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 4 and 9, T.151N., R.101W., Ragged Butte-Bakken Pool, McKenzie County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15592: Application of Brigham Oil & Gas, L.P. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 23 and 26, T.152N., R.104W., Briar Creek-Bakken Pool, McKenzie County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15593: Application of Brigham Oil & Gas, L.P. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Section 35, T.152N., R.104W., and Section 2, T.151N., R.104W., Briar Creek-Bakken Pool, McKenzie County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15594: Application of Brigham Oil & Gas, L.P. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 16 and 21, T.154N., R.101W., Todd-Bakken Pool, Williams County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15595: Application of Brigham Oil & Gas, L.P. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Section 31, T.158N., R.91W., and Section 6, T.157N., R.91W., Kittleson Slough-Bakken Pool, Mountrail County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15596: Application of Brigham Oil & Gas, L.P. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 19 and 30, T.158N., R.91W., Kittleson Slough-Bakken Pool, Mountrail County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15597: Application of Brigham Oil & Gas, L.P. 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.152N., R.101W., Camp-Bakken Pool, McKenzie County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15598: Application of Brigham Oil & Gas, L.P. 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.152N., R.101W., Camp-Bakken Pool, McKenzie County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15599: Application of Brigham Oil & Gas, L.P. 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 4 and 9, and Sections 5 and 8, T.154N., R.100W., Williston-Bakken Pool, Williams County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15600: Application of Brigham Oil & Gas, L.P. pursuant to NDAC § 43-02-03-88.1 for an order authorizing the drilling of a saltwater disposal well to be located in the SESE of Section 13, T.151N., R.102W., Lonesome Field, McKenzie County, ND, in the Dakota Formation pursuant to NDAC Chapter 43-02-05, and such other relief as is appropriate.

Case No. 15601: Application of Brigham Oil & Gas, L.P. 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 31 and 32, and Sections 34 and 35, T.154N., R.102W., and Sections 1 and 12, T.153N., R.102W., Rosebud-Bakken Pool, Williams and McKenzie Counties, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15779 (Continued): Application of Brigham Oil & Gas, L.P. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Williston 25-36 #1-IH well located in Lot 1 of Section 25, T.154N., R.101W., Williams County, ND, Catwalk-Bakken Pool, as an exception to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 15602: Application of Missouri Basin Well Service, Inc. in accordance with NDAC § 43-02-03-88.1 for an order authorizing the conversion of the Brenna #1 SWD well, f/k/a Gilbertson, I. #44-12 well, located in the SESE of Section 12, T.152N., R.96W., McKenzie County, ND, to a saltwater disposal well in the Dakota Formation pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 15603: Application of Dakota-3 E&P Co., LLC for an order authorizing the drilling, completing and producing of a total of not more than eight wells on a 1280-acre spacing unit described as Sections 6 and 7, T.148N., R.94W., Eagle Nest-Bakken Pool, Dunn County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15604: Application of Dakota-3 E&P Co., LLC for an order authorizing the drilling, completing and producing of a total of not more than seven wells on each 1280-acre spacing unit described as Sections 13 and 14; and Sections 15 and 22, T.150N., R.93W., Reunion Bay-Bakken Pool, Mountrail County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15605: Application of Dakota-3 E&P Co., LLC for an order authorizing the drilling, completing and producing of a total of not more than seven wells on each 1280-acre spacing unit described as Sections 1 and 12; and Sections 2 and 11, T.150N., R.92W., Van Hook-Bakken Pool, Mountrail County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15606: Application of Slawson Exploration Co., 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 27 and 34, T.145N., R.93W., Saxon-Bakken Pool, Dunn County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15607: Application of Slawson Exploration Co., Inc. for an order authorizing the drilling, completing and producing of a total of not more than six wells on a 640-acre spacing unit described as Section 10, T.144N., R.97W., Cabernet-Bakken Pool, Dunn County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15608: Application of Slawson Exploration Co., Inc. for an order authorizing the drilling, completing and producing of a total of not more than seven wells on a 1280-acre spacing unit described as Sections 14 and 23, T.152N., R.93W., Four Bears-Bakken Pool, McKenzie and Mountrail Counties, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15609: Application of Slawson Exploration Co., Inc. for an order authorizing the drilling, completing and producing of a total of not more than three wells on a 280-acre spacing unit described as Sections 30 and 31, T.156N., R.90W., Ross-Bakken Pool, Mountrail County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15610: Application of Slawson Exploration Co., Inc. for an order authorizing the drilling, completing and producing of a total of not more than six wells on a 640-acre spacing unit described as Section 36, T.155N., R.92W., Alger-Bakken Pool, Mountrail County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 15611: Application of Slawson Exploration Co., Inc. for an order pursuant to NDAC § 43-02-03-88.1 authorizing saltwater disposal into the Dakota Group in the Big Bend #1-5 SWD well, SENW Section 5, T.151N., R.92W., Big Bend Field, Mountrail County, ND, pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 15612: Application of Slawson Exploration Co., Inc. for an order pursuant to NDAC § 43-02-03-88.1 authorizing saltwater disposal into the Dakota Group in the Van Hook #2-9 SWD well, SENW Section 9, T.152N., R.91W., Sanish Field, Mountrail County, ND, pursuant to NDAC Chapter 43-02-05 and such other relief as is

appropriate.

Case No. 15613: Application of Slawson Exploration Co., Inc. for an order pursuant to NDAC § 43-02-03-88.1 authorizing saltwater disposal into the Dakota Group in the Van Hook #1-4 SWD well, NESW Section 4, T.152N., R.91W., Sanish Field, Mountrail County, ND, pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 15614: Application of Silver Oak Energy, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Section 35, T.133N., R.106W., Cedar Hills-Red River "B" Pool, Slope County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15615: Application of Silver Oak Energy, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Section 27, T.133N., R.106W., Cedar Hills-Red River "B" Pool, Slope County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15616: Application of Silver Oak Energy, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Section 22, T.133N., R.106W., Cedar Hills-Red River "B" Pool, Slope County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15617: Application of Silver Oak Energy, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Section 21, T.133N., R.106W., Cedar Hills-Red River "B" Pool, Slope County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 15618: Application of Hunt Oil Co. in accordance with NDAC § 43-02-03-88.1 for an order allowing the production from the Cook 24-13H #1 and the Cook 24-24-13H #2 wells, Section 24, T.146N., R.93W., to be commingled into the Cook Central Tank Battery or production facility, Werner-Bakken Pool, Dunn County, ND, as an exception to the provisions of NDAC § 43-02-03-48.1 and such other relief as is appropriate.

Case No. 15619: Application of Hunt Oil Co. in accordance with NDAC § 43-02-03-88.1 for an order allowing the production from the Nichols 10-15H #1 well, Section 15, and the Nichols 2-10-15H #2 well, Section 10, T.156N., R.90W., to be commingled into the Nichols Central Tank Battery or production facility, Ross-Bakken Pool, 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. 15620: Application of Hunt Oil Co. in accordance with NDAC § 43-02-03-88.1 for an order allowing the production from the Halliday 1-11-2H #1 well, Section 11, and the Halliday 2-11-2H well, to be located in Section 11, T.146N., R.93W., to be commingled into the Halliday 11 Central Tank Battery or production facility, Wolf Bay-Bakken Pool, Dunn County, ND, as an exception to the provisions of NDAC § 43-02-03-48.1 and such other relief as is appropriate.

Case No. 15621: Application of Hunt Oil Co. in accordance with NDAC § 43-02-03-88.1 for an order allowing the production from the Palermo #1-5-34H well, Section 5, and the Palermo #2-6-34H well, to be located in Section 6, T.156N., R.90W., to be commingled into the Palermo Central Tank Battery or production facility, Ross-Bakken Pool, 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. 15622: Application of Hunt Oil Co. in accordance with NDAC § 43-02-03-88.1 for an order allowing the production from the Horst #1-25H well, Section 25, and the Horst #2-25H well, to be located in Section 25, T.154N., R.90W., to be commingled into the Horst Central Tank Battery or production facility, Parshall-Bakken Pool, 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. 15623: Application of Hunt Oil Co. in accordance with NDAC § 43-02-03-88.1 for an order allowing the production from the Bowman #1-18H well, Section 18, and the Bowman #2-18H well, to be located in Section 18, T.153N., R.89W., to be commingled into the Bowman Central Tank Battery or production facility, Parshall-Bakken Pool, 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. 15624: Application of Hunt Oil Co. in accordance with NDAC § 43-02-03-88.1 for an order allowing the production from the Dunn #1-12-1H well, Section 12, and the Dunn #2-12-1H well, located in Section 12, T.145N., R.93W., to be commingled into the Dunn Central Tank Battery or production facility, Lake 10-Bakken Pool, Dunn County, ND, as an exception to the provisions of NDAC § 43-02-03-48.1 and such other relief as is appropriate.

Case No. 15625: Application of Hunt Oil Co. in accordance with NDAC § 43-02-03-88.1 for an order allowing the production from the Quill 10-3H #1 well, Section 10, and the Quill 2-10-3H well, to be located in Section 10, T.145N., R.93W., to be commingled into the Quill Central Tank Battery or production facility, Bailey-Bakken Pool, Dunn County, ND, as an exception to the provisions of NDAC § 43-02-03-48.1 and such other relief as is appropriate.

Case No. 15626: Application of Hunt Oil Co. in accordance with NDAC § 43-02-03-88.1 for an order allowing the production from the Halliday 1-25-36H #1 well, and the Halliday 2-25-36H well, Section 25, T.146N., R.93W., to be commingled into the Halliday 25 Central Tank Battery or production facility, Werner-Bakken Pool, Dunn County, ND, as an exception to the provisions of NDAC § 43-02-03-48.1 and such other relief as is appropriate.

Case No. 15627: Application of Hunt Oil Co. in accordance with NDAC § 43-02-03-88.1 for an order allowing the production from the Halliday 1-12-1H #1 well, located in Section 13; and the Halliday 2-12-1H well, to be located in Section 13, T.146N., R.93W., to be commingled into the Halliday 12 Central Tank Battery or production facility, Werner and Wolf Bay-Bakken Pools, Dunn County, ND, as an exception to the provisions of NDAC § 43-02-03-48.1 and such other relief as is appropriate.

Case No. 15628: Application of RM Resources, LLC in accordance with NDAC § 43-02-03-88.1 for an order authorizing the conversion of the Temple #30-16 well, SESE of Section 30, T.157N., R.96W., Williams County, ND, to a saltwater disposal well in the Dakota Formation pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 15629: Application of G3 Operating, LLC pursuant to NDAC § 43-02-03-88.1 for an order authorizing the drilling of a saltwater disposal well to be located in the NW1/4 of Section 1, T.157N., R.103W., Strandahl Field, Williams County, ND, in the Dakota Formation pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 15630: Application of G3 Operating, LLC pursuant to NDAC § 43-02-03-88.1 for an order authorizing the drilling of a saltwater disposal well to be located in the NW1/4 of Section 29, T.157N., R.102W., Williams County, ND, in the Dakota Formation pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 15631: Application of Epworth Operating LLC pursuant to NDAC § 43-02-03-88.1 for an order authorizing the drilling of a saltwater disposal well to be located in the NENE of Section 31, T.152N., R.92W., Big Bend Field, Mountrail County, ND, in the Dakota formation pursuant to chapter 43-02-05 of the NDAC, and such other relief as is appropriate.

Case No. 15632: Application of Bennett SWD, LLC for an order pursuant to NDAC § 43-02-03-88.1 authorizing saltwater disposal into the Dakota Group in the Bennett SWD #1 well, SENE Section 10, T.154N., R.101W., Todd Field, Williams County, ND, pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 15633: Application of Fidelity Exploration & Production Co. for an order amending the field rules for the Dutch Henry Butte-Bakken Pool, Stark County, ND to allow the flaring of gas and unrestricted production of oil from wells not connected to a gas gathering facility until the same can be connected and such other relief as is appropriate.

Case No. 15634: Application for an order amending the field rules for the Squires-Bakken Pool, Williams County, ND, to allow the flaring of gas and unrestricted production of oil from wells not connected to a gas gathering facility until the same can be connected and such further and additional relief. Brigham Oil & Gas, L.P.; Continental Resources, Inc.; EOG Resources, Inc.; Zenergy, Inc.

Case No. 15635: Application for an order amending the field rules for the Spotted Horn-Bakken Pool, McKenzie and Mountrail Counties, ND, to allow the flaring of gas and unrestricted production of oil from wells not connected to a gas gathering facility until the same can be connected and such further and additional relief. Dakota-3 E&P Co., LLC; Enerplus Resources (USA), Inc.; EOG Resources, Inc.

Case No. 15636: Application for an order amending the field rules for the Ross-Bakken Pool, Mountrail County, ND, to allow the flaring of gas and unrestricted production of oil from wells not connected to a gas gathering facility until the same can be connected and such further and additional relief. Brigham Oil & Gas, L.P.; Continental Resources, Inc.; EOG Resources, Inc.; Hunt Oil Co., Slawson Exploration Co., Inc.

Case No. 15637: Application for an order amending the field rules for the Ragged Butte-Bakken Pool, McKenzie County, ND, to allow the flaring of gas and unrestricted production of oil from wells not connected to a gas gathering facility until the same can be connected and such further and additional relief. Denbury Onshore, LLC; Brigham Oil & Gas, L.P.; Denbury Onshore, LLC; Slawson Exploration Company, Inc.

Case No. 15638: Application for an order amending the field rules for the Pembroke-Bakken Pool, McKenzie County, ND, to allow the flaring of gas and unrestricted production of oil from wells not connected to a gas gathering facility until the same can be connected and such further and additional relief. Newfield Production Co.

Case No. 15639: Application for an order amending the field rules for the Moccasin Creek-Bakken Pool, Dunn County, ND, to allow the flaring of gas and unrestricted production of oil from wells not connected to a gas gathering facility until the same can be connected and such further and additional relief. Enerplus Resources (USA), Inc.

Case No. 15640: Application for an order amending the field rules for the McGregor Buttes-Bakken Pool, Dunn County, ND, to allow the flaring of gas and unrestricted production of oil from wells not connected to a gas gathering facility until the same can be connected and such further and additional relief. Enerplus Resources (USA), Inc.

Case No. 15641: Application for an order amending the field rules for the Fortuna-Bakken Pool, Burke and Divide Counties, ND, to allow the flaring of gas and unrestricted production of oil from wells not connected to a gas gathering facility until the same can be connected and such further and additional relief. Samson Resources Co.

Case No. 15642: Application for an order amending the field rules for the Eightmile-Bakken Pool, Williams and McKenzie Counties, ND, to allow the flaring of gas and unrestricted production of oil from wells not connected to a gas gathering facility until the same can be connected and such further and additional relief. Zenergy, Inc.