

BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA

CASE NO. 20057
ORDER NO. 22362

IN THE MATTER OF A HEARING CALLED ON
A MOTION OF THE COMMISSION TO
CONSIDER THE APPLICATION OF WHITING
OIL AND GAS CORP. FOR AN ORDER
AMENDING THE APPLICABLE ORDERS FOR
THE DICKINSON-BAKKEN POOL, STARK
COUNTY, ND, TO AUTHORIZE THE DRILLING
OF UP TO FIVE HORIZONTAL WELLS ON
SOME OR ALL OF THE 1280-ACRE SPACING
UNITS INCLUDED WITHIN THE POOL, AND
SUCH OTHER RELIEF AS IS APPROPRIATE.

TEMPORARY ORDER OF THE COMMISSION

THE COMMISSION FINDS:

- (1) This cause came on for hearing at 9:00 a.m. on the 24th day of April, 2013.
- (2) Whiting Oil and Gas Corporation (Whiting) provided exhibits and testimony in this matter by sworn affidavits.
- (3) Whiting made application to the Commission for an order amending the applicable orders for the Dickinson-Bakken Pool, Stark County, North Dakota, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.
- (4) Order No. 21000 entered in Case No. 18698, the most recent spacing order for the Dickinson-Bakken Pool, established temporary spacing for the development of Zone I at one horizontal well per 1280 acres, Zone II at up to four horizontal wells per 1280 acres, and Zone III at up to six horizontal wells per 1280 acres.
- (5) Whiting operates the following standup 1280-acre spacing unit in Zone II the Dickinson-Bakken Pool: Sections 15 and 22, Township 140 North, Range 97 West, Stark County, North Dakota (Sections 15 and 22).
- (6) Whiting's idealized development plan for the standup 1280-acre spacing unit described as Sections 15 and 22 is to drill five horizontal wells 880 feet apart parallel to the long axis of the spacing unit in the Pronghorn member of the Bakken Formation or the upper Three Forks Formation. Utilization of horizontal drilling technology as proposed would result in the wells being completed at a location or locations not in compliance with current applicable spacing orders for the Dickinson-Bakken Pool. The horizontal well design proposed may be preliminary and could be

changed for various reasons which is permissible as long as the horizontal well design still justifies the spacing unit.

(7) The Commission enforces a policy which requires measurement inaccuracies in the directional survey equipment be considered when the angle between the horizontal lateral and the corresponding spacing unit boundary is ten degrees or less. Waiving potential tool error in the directional survey equipment when calculating the bottom hole location of any horizontal lateral in spacing units which allow multiple horizontal wells will allow said spacing units to be more efficiently developed.

(8) Whiting estimates the additional oil and gas to be recovered by each additional well will pay for the cost of drilling and completing the well and yield a profit, hence, each additional well will be economic.

(9) There were no objections to this application.

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

IT IS THEREFORE ORDERED:

(1) Sections 15 and 22, Township 140 North, Range 97 West, Stark County, North Dakota, are hereby established as a standup 1280-acre spacing unit for the exclusive purpose of drilling up to five horizontal wells within said spacing unit within the Dickinson-Bakken Pool and Zone III is hereby redefined 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.

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

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

(4) The Dickinson Field is hereby defined as the following described tracts of land in Stark County, North Dakota:

TOWNSHIP 140 NORTH, RANGE 97 WEST, 5TH PM
ALL OF SECTIONS 13, 14, 15, 22, 23, 24, 25, 26, 27, 33, 34, 35 AND 36,

TOWNSHIP 140 NORTH, RANGE 96 WEST, 5TH PM
ALL OF SECTIONS 5, 6, 7, 8, 9, 10, 11, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 26, 27, 28, 29, 30, 31, 32, 33 AND 35,

TOWNSHIP 139 NORTH, RANGE 97 WEST, 5TH PM
ALL OF SECTIONS 1, 2*, 3* AND 10*, AND THE NE/4 OF SECTION 4,
*The SW/4 SE/4, the S/2 SW/4, and the S/2 NW/4 SW/4 of Section 2, the E/2 SE/4 of Section 3,
and the E/2 E/2 of Section 10 are also within the Eland Field.

TOWNSHIP 139 NORTH, RANGE 96 WEST, 5TH PM
ALL OF SECTIONS 5 AND 6.

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

ZONE I (1280H-STANDUP)

TOWNSHIP 140 NORTH, RANGE 97 WEST, 5TH PM
ALL OF SECTIONS 25, 26, 27, 34, 35 AND 36,

TOWNSHIP 140 NORTH, RANGE 96 WEST, 5TH PM
ALL OF SECTIONS 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 26 AND 35,

TOWNSHIP 139 NORTH, RANGE 97 WEST, 5TH PM
ALL OF SECTIONS 3* AND 10*.
*The E/2 SE/4 of Section 3, and the E/2 E/2 of Section 10 are also within the Eland Field.

ZONE II (4/1280H-STANDUP)

TOWNSHIP 140 NORTH, RANGE 97 WEST, 5TH PM
ALL OF SECTIONS 13, 14, 23 AND 24,

TOWNSHIP 140 NORTH, RANGE 96 WEST, 5TH PM
ALL OF SECTIONS 6 AND 7.

ZONE III (5/1280H-STANDUP)

TOWNSHIP 140 NORTH, RANGE 97 WEST, 5TH PM
ALL OF SECTIONS 15 AND 22.

ZONE IV (6/1280H-STANDUP)

TOWNSHIP 140 NORTH, RANGE 96 WEST, 5TH PM
ALL OF SECTIONS 5 AND 8.

(6) The Dickinson-Bakken Pool is hereby defined as that accumulation of oil and gas found in the interval from below the base of the Lodgepole Formation to 100 feet below the top of the Three Forks Formation within the limits of the field as set forth above.

(7) The temporary spacing for the development of Zone I in the Dickinson-Bakken Pool is hereby set at one horizontal well per standup 1280-acre spacing unit.

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

(9) Sections 25 and 36; Sections 26 and 35; Sections 27 and 34, Township 140 North, Range 97 West; Sections 14 and 23; Sections 15 and 22; Sections 16 and 21; Sections 17 and 20; Sections 18 and 19; Sections 26 and 35, Township 140 North, Range 96 West; and Sections 3* and 10*, Township 139 North, Range 97 West, Stark County, North Dakota, are hereby designated standup 1280-acre spacing units in Zone I in the Dickinson-Bakken Pool.

*The E/2 SE/4 of Section 3, and the E/2 E/2 of Section 10 are also within the Eland Field.

(10) Spacing units hereafter created in Zone I in the Dickinson-Bakken Pool shall be standup spacing units consisting of two adjacent governmental sections.

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

(12) The temporary spacing for the development of Zone II in the Dickinson-Bakken Pool is hereby set at up to four horizontal wells per standup 1280-acre spacing unit.

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

(14) Sections 13 and 24; and Sections 14 and 23, Township 140 North, Range 97 West; and Sections 6 and 7, Township 140 North, Range 96 West, Stark County, North Dakota, are hereby designated standup 1280-acre spacing units in Zone II in the Dickinson-Bakken Pool.

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

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

(17) The temporary spacing for the development of Zone III in the Dickinson-Bakken Pool is hereby set at up to five horizontal wells per standup 1280-acre spacing unit.

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

(19) Sections 15 and 22, Township 140 North, Range 97 West, Stark County, North Dakota, are hereby designated a standup 1280-acre spacing unit in Zone III in the Dickinson-Bakken Pool.

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

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

(22) The temporary spacing for the development of Zone IV in the Dickinson-Bakken Pool is hereby set at up to six horizontal wells per standup 1280-acre spacing unit.

(23) All portions of the well bore not isolated by cement of any horizontal well in Zone IV in the Dickinson-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.

(24) Sections 5 and 8, Township 140 North, Range 96 West, Stark County, North Dakota, are hereby designated a standup 1280-acre spacing unit in Zone IV in the Dickinson-Bakken Pool.

(25) Spacing units hereafter created in Zone IV in the Dickinson-Bakken Pool shall be standup spacing units consisting of two adjacent governmental sections.

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

(27) The operator of any horizontally drilled well in the Dickinson-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 North Dakota Administrative Code (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.

(28) 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 Dickinson-Bakken Pool.

(29) 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 Dickinson-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 Dickinson-Bakken Pool as the Commission deems appropriate.

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

(31) The following rules concerning the casing, tubing and equipping of wells shall apply to the subsequent drilling and operation of wells in the Dickinson-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 1000 pounds per square inch. If, at the end of 30 minutes this pressure has dropped 100 pounds per square inch or more, the casing shall be repaired. Thereafter, the casing shall again be tested in the same manner. Further work shall not proceed until a satisfactory test has been obtained;
- (b) The producing or oil string shall consist of new or reconditioned pipe that has been previously tested to 2000 pounds per square inch. Casing shall be set and cemented at a point not higher than the top of the producing formation, or at a point approved by the Director. Sufficient cement shall be used and applied in such manner to protect and isolate all formations containing oil and/or gas, protect the pipe through salt sections encountered, and to isolate the Dakota-Lakota Series. The cement shall be allowed to stand a minimum of 15 hours before drilling the plug or initiating tests. The quality of cement shall conform to the standards provided under NDAC Section 43-02-03-21. After cementing, the casing shall be tested by application of pump pressure of at least 1500 pounds per square inch. If, at the end of 30 minutes this pressure has dropped 150 pounds per square inch or more, the casing shall be repaired. Thereafter, the casing shall again be tested in the same manner. Further work shall not proceed until a satisfactory test has been obtained;
- (c) All well-head fittings and connections shall have a working pressure in excess of that to which they are expected to be subjected; and,
- (d) All wells shall be equipped with tubing; a tubing packer must also be utilized in flowing wells unless a waiver is obtained from the Director after demonstrating the casing will not be subjected to excessive pressure or corrosion; all tubing shall be of sufficient internal diameter to allow the passage of a bottom hole pressure gauge for the purpose of obtaining bottom hole pressure measurements.

(32) 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 Dickinson-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 7450 feet. All gas-oil ratio and reservoir pressure determinations shall be made by methods approved by the Director and reported to the Director within 15 days following the end of the month in which they are determined. The Director is authorized to waive these requirements if the necessity therefor can be demonstrated to his satisfaction. All additional gas-oil ratio and reservoir pressure determinations conducted on any well, but not specially required herein, shall be reported to the Director within 15 days following the end of the month in which they are determined.

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

(34) The first horizontal well completed in each Dickinson-Bakken Pool non-overlapping spacing unit shall be allowed to produce at a maximum efficient rate.

(35) All wells completed in the Dickinson-Bakken Pool that have received an exemption to North Dakota Century Code Section 38-08-06.4 shall be allowed to produce at a maximum efficient rate.

(36) All infill horizontal wells, including overlapping spacing units, completed in the Dickinson-Bakken Pool, shall be allowed to produce at a maximum efficient rate for a period of 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; after that, such wells shall be allowed to continue to produce at a maximum efficient rate if the well or operator meets or exceeds the Commission approved gas capture goals. The gas capture percentage shall be calculated by summing monthly gas sold plus monthly gas used on lease plus monthly gas processed in a Commission approved beneficial manner, divided by the total monthly volume of associated gas produced by the operator. The operator is allowed to remove the initial 14 days of flowback gas in the total monthly volume calculation. The Commission will accept compliance with the gas capture goals by well, field, county, or statewide by operator. If such gas capture percentage is not attained at maximum efficient rate, the well(s) shall be restricted to 200 barrels of oil per day if at least 60% of the monthly volume of associated gas produced from the well is captured, otherwise oil production from such wells shall not exceed 100 barrels of oil per day.

The Commission will recognize the following as surplus gas being utilized in a beneficial manner:

- a. Equipped with an electrical generator that consumes surplus gas from the well;
- b. Equipped with a system that intakes the surplus gas and natural gas liquids volume from the well for beneficial consumption by means of compression to liquid for use as fuel, transport to a processing facility, production of petrochemicals or fertilizer, conversion to liquid fuels, separating and collecting the propane and heavier hydrocarbons; and
- c. Equipped with other value-added processes as approved by the Director which reduce the volume or intensity of the flare by more than 60%.

On July 1, 2014, the Commission approved gas capture goals of 74% by October 1, 2014; 77% by January 1, 2015; 85% by January 1, 2016; and 90% by October 1, 2020. The Commission may revise such goals in the future if deemed necessary.

(37) If the flaring of gas produced with crude oil from the Dickinson-Bakken Pool is determined by the North Dakota Department of Health as causing a violation of the North Dakota Air Pollution Control Rules (NDAC Article 33-15), production from the pool may be further restricted.

(38) This order shall cover all of the Dickinson-Bakken Pool, common source of supply of crude oil and/or natural gas as herein defined, and shall continue in full force and effect until the 31st day of May, 2015. If the Dickinson-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 April, 2015. If, however, the Dickinson-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 7th day of April, 2015.

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA

By the Director, on behalf of the Commission

/s/ Lynn D. Helms, Director

SFN 5729

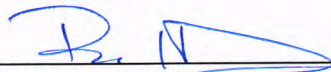
STATE OF NORTH DAKOTA

AFFIDAVIT OF MAILING

COUNTY OF BURLEIGH

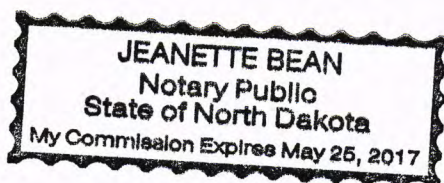
I, Belinda Dickson, being duly sworn upon oath, depose and say: That on the 13th day of April, 2015 enclosed in separate envelopes true and correct copies of the attached Order No. 22362 of the North Dakota Industrial Commission, and deposited the same with the United States Postal Service in Bismarck, North Dakota, with postage thereon fully paid, directed to the following persons by the Industrial Commission in Case No. 20057:


JOHN MORRISON
CROWLEY FLECK PLLP
PO BOX 2798
BISMARCK ND 58502



Belinda Dickson
Oil & Gas Division

On this 13th day of April, 2015 before me personally appeared Belinda Dickson to me known as the person described in and who executed the foregoing instrument and acknowledged that she executed the same as her free act and deed.





Notary Public
State of North Dakota, County of Burleigh

Kadrmass, Bethany R.

From: Lisa Herberholz <lherberholz@crowleyfleck.com>
Sent: Tuesday, April 23, 2013 2:21 PM
To: Hicks, Bruce E.
Cc: James Desmond; Kadrmass, Bethany R.; John W. Morrison
Subject: Whiting Affidavits & Exhibits
Attachments: Whiting Filing Ltr - Case 20056-20066 Affidavits & Exhibits.pdf; Whiting - Case 20056 Affidavits.pdf; Whiting - Case 20056 Exhibits.pdf; Whiting - Case 20057 Affidavits.pdf; Whiting - Case 20057 Exhibits.pdf; Whiting - Case 20058 Affidavits.pdf; Whiting - Case 20058 Exhibits.pdf; Whiting - Case 20059 Affidavits.pdf; Whiting - Case 20059 Exhibits.pdf; Whiting - Case 20060 Affidavits.pdf; Whiting - Case 20060 Exhibits.pdf; Whiting - Case 20061 Affidavits.pdf; Whiting - Case 20061 Exhibits.pdf; Whiting - Case 20062 Affidavits.pdf; Whiting - Case 20062 Exhibits.pdf; Whiting - Case 20063 Affidavits.pdf; Whiting - Case 20063 Exhibits.pdf; Whiting - Case 20064 Affidavits.pdf; Whiting - Case 20064 Exhibits.pdf; Whiting - Case 20065 Affidavits.pdf; Whiting - Case 20065 Exhibits.pdf; Whiting - Case 20066 Affidavits.pdf; Whiting - Case 20066 Exhibits.pdf

Attached please find affidavits and exhibits in Case Nos. 20056-20066. Thank you.

Lisa

CROWLEY | FLECK PLLP
ATTORNEYS

Lisa Herberholz

Administrative Assistant
Crowley Fleck PLLP
400 East Broadway Avenue, Suite 600
P.O. Box 2798
Bismarck, ND 58502
Direct 701.224.7538
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✉ lherberholz@crowleyfleck.com

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CROWLEY | FLECK PLLP
ATTORNEYS

John W. Morrison
400 East Broadway, Suite 600
P.O. Box 2798
Bismarck, ND 58502-2798
Office: 701.223.6585
Direct: 701.224.7534
jmorrison@crowleyfleck.com

April 23, 2013

Via Electronic Mail

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

**In re: Whiting Oil and Gas Corp.
Case Nos. 20056-20066**

Dear Mr. Hicks

Please find enclosed the affidavits of James Desmond, Orion Skinner and Jeff Carlson and exhibits in these cases. We request that these matters be decided on the basis of the affidavits.

If you need any further information, please let me know.

Sincerely,



John W. Morrison

lh
enc.

cc (via e-mail): James Desmond
Bethany Kadrmas

BEFORE THE INDUSTRIAL COMMISSION

OF THE STATE OF NORTH DAKOTA

Application of Whiting Oil and Gas Corp.)
for an order amending the applicable orders)
for the Dickinson-Bakken Pool, Stark)
County, ND, to authorize the drilling of up)
to five horizontal wells on some or all of the)
1280-acre spacing units included within the)
pool, and such other relief as is appropriate.)

Case No. 20057

AFFIDAVIT OF JAMES DESMOND

STATE OF COLORADO)
)SS.
COUNTY OF DENVER)

James Desmond, being duly sworn, states as follows:

1. I am a landman employed by Whiting Oil and Gas Corporation with responsibilities in the State of North Dakota and I have personal knowledge of the matters set forth in this affidavit. I have previously testified before the North Dakota Industrial Commission and had my qualifications as an expert witness accepted.

2. I prepared or supervised the preparation of Exhibits 1 and 2 in Case No. 20057.

3. To the best of my knowledge, Exhibits 1 and 2 are true and correct.

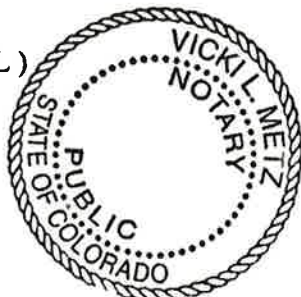
Dated this 23rd day of April, 2013.

James Desmond
James Desmond

STATE OF COLORADO)
)SS.
COUNTY OF DENVER)

Subscribed to and sworn before me this 23rd day of April, 2013.

(SEAL)



Vicki L. Metz
Notary Public
State of Colorado
My Commission Expires: 4/15/2016

BEFORE THE INDUSTRIAL COMMISSION

OF THE STATE OF NORTH DAKOTA

Application of Whiting Oil and Gas Corp.)
for an order amending the applicable orders)
for the Dickinson-Bakken Pool, Stark)
County, ND, to authorize the drilling of up)
to five horizontal wells on some or all of the)
1280-acre spacing units included within the)
pool, and such other relief as is appropriate.)

Case No. 20057

AFFIDAVIT OF ORION SKINNER

STATE OF COLORADO)
)SS.
COUNTY OF DENVER)

Orion Skinner, being duly sworn, states as follows:

1. I am a geologist employed by Whiting Oil and Gas Corporation with responsibilities in the State of North Dakota and I have personal knowledge of the matters set forth in this affidavit. I have previously testified before the North Dakota Industrial Commission and had my qualifications as an expert witness accepted.

2. I prepared or supervised the preparation of Exhibits 3 – 5 in Case No. 20057.

3. To the best of my knowledge, Exhibits 3 – 5 are true and correct.

Dated this 22 day of April, 2013.

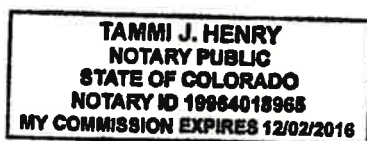
Orion Skinner
Orion Skinner

STATE OF COLORADO)
)SS.
COUNTY OF DENVER)

Subscribed to and sworn before me this 22nd day of April, 2013.

Tammi J. Henry
Notary Public
State of Colorado
My Commission Expires: 12-02-16

(S E A L)



BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA

Application of Whiting Oil and Gas Corp.)
for an order amending the applicable orders)
for the Dickinson-Bakken Pool, Stark)
County, ND, to authorize the drilling of up)
to five horizontal wells on some or all of the)
1280-acre spacing units included within the)
pool, and such other relief as is appropriate.)

Case No. 20057

AFFIDAVIT OF JEFF CARLSON

STATE OF COLORADO)
)SS.
COUNTY OF DENVER)

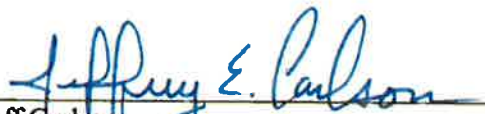
Jeff Carlson, being duly sworn, states as follows:

1. I am an engineer employed by Whiting Oil and Gas Corporation with responsibilities in the State of North Dakota and I have personal knowledge of the matters set forth in this affidavit. I have previously testified before the North Dakota Industrial Commission and had my qualifications as an expert witness accepted.

2. I prepared or supervised the preparation of Exhibit 6 in Case No. 20057.

3. To the best of my knowledge, Exhibit 6 is true and correct.

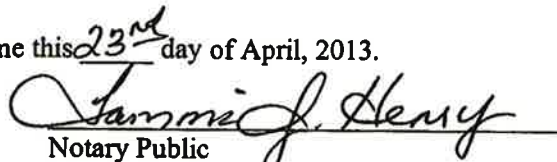
Dated this 23 day of April, 2013.



Jeff Carlson

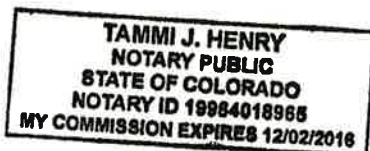
STATE OF COLORADO)
)SS.
COUNTY OF DENVER)

Subscribed to and sworn before me this 23rd day of April, 2013.



Notary Public
State of Colorado
My Commission Expires: 12-02-16

(S E A L)





Whiting Oil and Gas Corporation

LOCATOR MAP
NDIC Case #20057

JM DESMOND

EXHIBIT #1

MCKENZIE

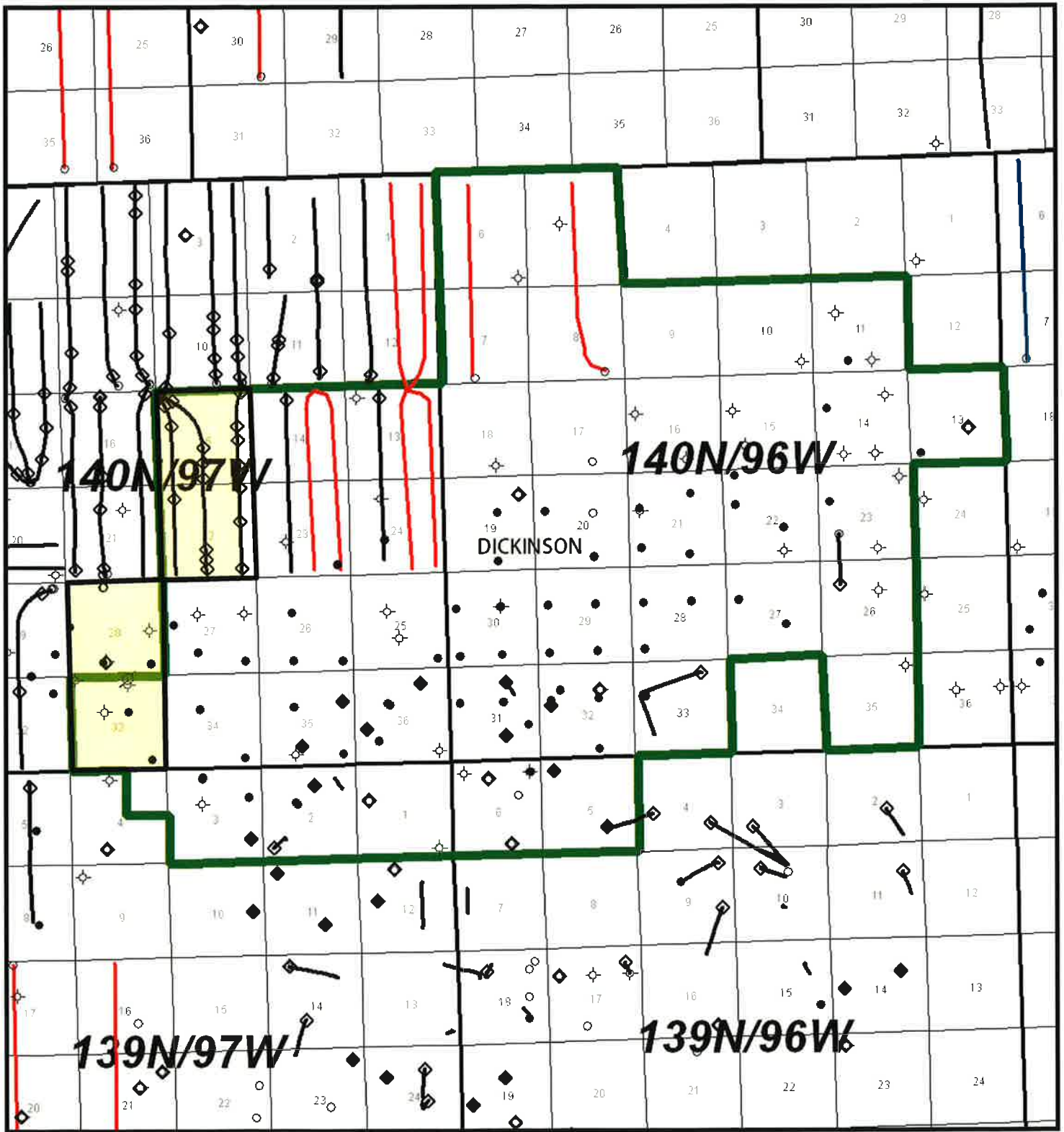
DUNN


BILLINGS




T140N
R97W

T140N
R96W


STARK







 Whiting Oil and Gas Corporation	
Whiting operated 1280 Acre Drilling/Spacing Unit NDIC Case 20057	
JM DESMOND	EXHIBIT #2

- 
 Bakken/Three Forks Control Points
- 
 Approved NDIC drilling permits
- 
 Whiting operated 1280 Spacing Unit.
 Request approval for up to 5 hz wells



 Whiting Oil and Gas Corporation	
Structure Map on top Three Forks C.I. = 10 Feet NDIC Case 20057	
O. SKINNER	EXHIBIT #3

- ★ **TYPE LOG**
-  Discovery well for Bakken pool in Dickinson Field
-  Bakken/Three Forks Control Points
-  Approved NDIC drilling permits
-  Whiting operated 1280 spacing unit
Request approval for up to 5 hz wells and a tool error waiver for increased density wells

33089006530000



WHITING
MARSH 21-16TFH-R
300 FNL & 2218 FWL
TWP: 140 N - Range: 97 W - Sec. 16

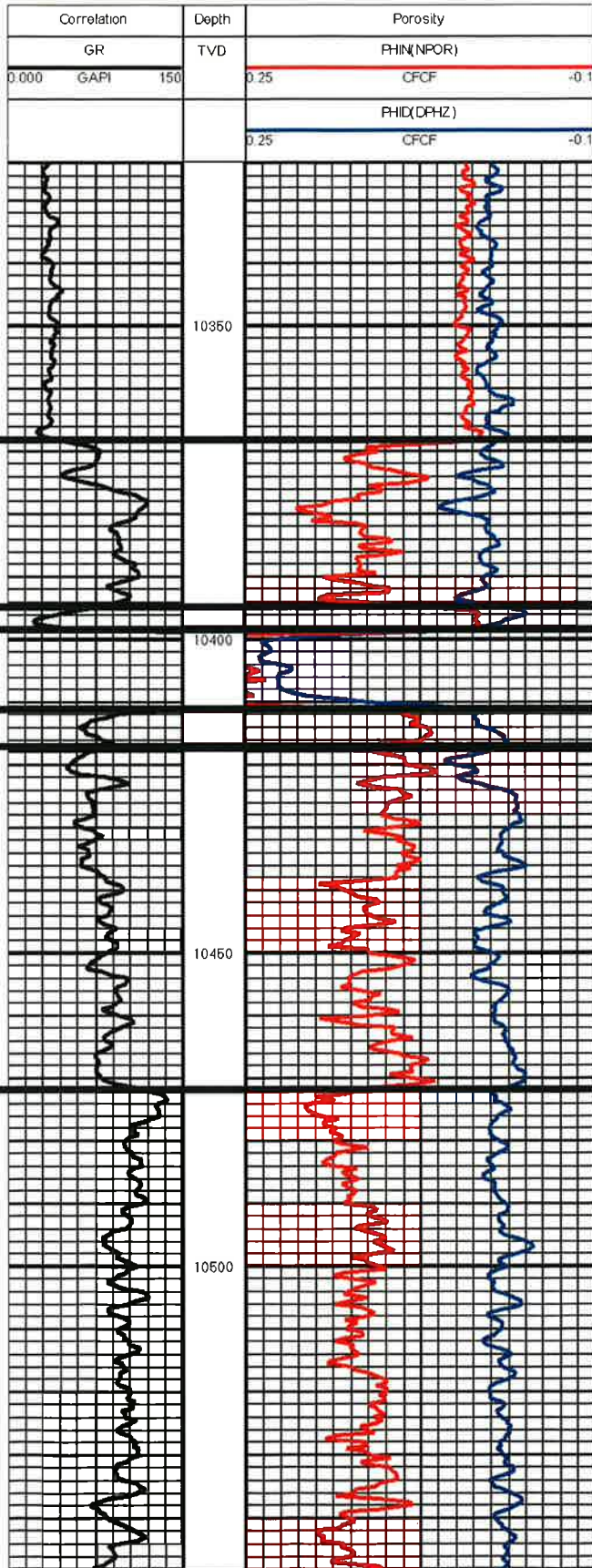


Whiting Oil and Gas Corporation

BAKKEN PETROLEUM
SYSTEM TYPE LOG
NDIC Case 20057

O. SKINNER

EXHIBIT #4



LODGEPOLE

FALSE BAKKEN

SCALLION

UPPER BAKKEN SHALE

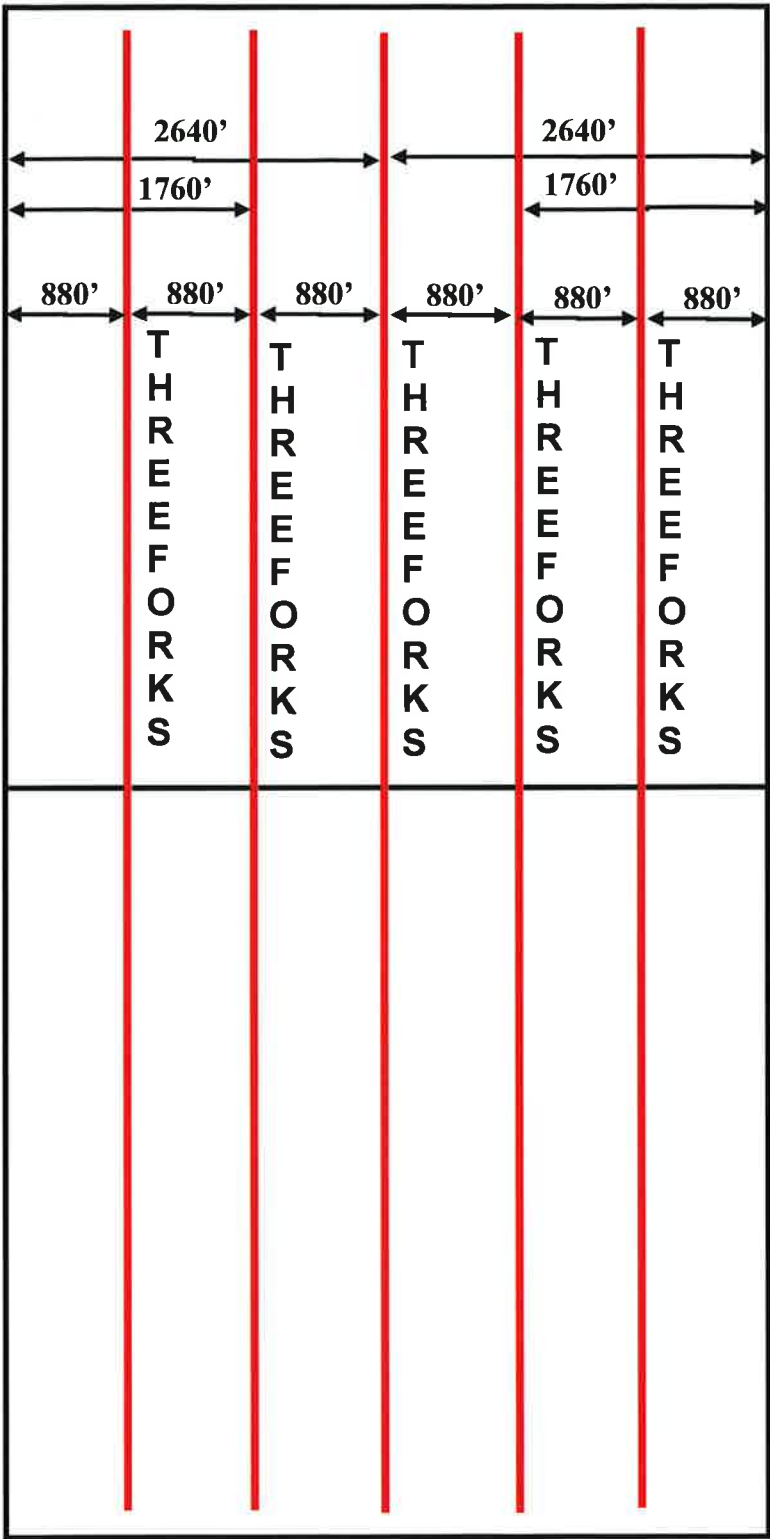
MIDDLE BAKKEN

PRONGHORN/
THREE FORKS

PRIMARY TARGET FOR
HORIZONTAL
DRILLING


THREE FORKS
SHALES MKR

Anticipated offset
distance from
outer edge of
spacing unit



Anticipated offset
distance from
outer edge of
spacing unit

Approximate 5-well per 1280
pattern if five wells are drilled

 Whiting Oil and Gas Corporation	
POTENTIAL WELL SPACING DIAGRAM NDIC Case 20057	
O. SKINNER	EXHIBIT #5

DICKINSON-BAKKEN POOL
STARK COUNTY, NORTH DAKOTA

Reservoir Description:

Formation	Bakken
Age	Mississippian / Devonian
Lithology	Dolomite / Shale
Depth, ft.	10450' TVD
Thickness, ft	32' net (effective)
Spacing Unit / Drainage Area, ac	1280
Primary Drive Mechanism	Solution gas Drive

Reservoir Rock Properties:

Avg. Porosity, %	4.4%
Avg. Permeability, md	0.18
Sw, %	20%
Reservoir Temperature, °F	250
Orig. Btm Hole Pressure, psig	6000

Reservoir Fluid Properties:

Oil gravity, °API	40.7
Gas Gravity, sg Air = 1	1.035
GOR, scf/stb	650
Bubble Point Pressure, psig	3500
Boi, RB/STB	1.45
Formation Water Salinity, ppm	163,000

Fluid Disposition:

Oil	Sold
Gas	Sold
Water	Pipelined to SWD

Assumed Volumetrics:

OOIP, MSTBO/1280 Acres	7700
Avg Single-Well EUR, MSTBO	250
5-Well EUR, MSTBO	1250
Estimated Recovery of OOIP, %	16.2%


Proposed Wellbore Construction:

Surface Csg:	9-5/8" set at +/- 2300'
Intermediate Csg:	7" 29 & 32# HCP-110 set @ +/- 10,700' (@ 90° in lateral)
Total Depth:	+/-20,500' MD
Production Liner:	4-1/2" 11.6# HCP-110 set @ TD w/ swelling packers & sliding sleeves
Liner Tieback:	"frac string" 4-1/2" 11.6# P-110
Completion:	multi-stage (30) hydraulic frac job

Per Well Economics (Single Lateral):

Initial Potential, STBO/D	465
MCF/D	300
Ultimate Recovery, MSTBO	250
MMCF	163
Investment, \$M	\$7,500
Monthly Operating Costs, \$	\$25,000
Interest Net of Royalty, %	80.0%
Pricing Assumptions, Oil-\$/BO	\$95.00
Gas-\$/Mcf	\$4.15

Net Revenue (8/8ths), \$M	\$17,565
Net Opr Expense (8/8ths), \$M	\$4,175
Net Taxes (8/8ths), \$M	\$2,000
Net Income (8/8ths), \$M	\$3,890
Rate of Return, %	17.0%
Payout, yrs	4.0
Project Life, yrs	21.0

 Whiting Oil and Gas Corporation	
NDIC Case # 20057 Engineering Data	
	April 24, 2013
Jeff Carlson	Exhibit 6

BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA



Application of Whiting Oil and Gas Corp., for)
 an order amending the applicable orders for the)
 Dickinson-Bakken Pool, Stark County, ND, to)
 authorize the drilling of up to 5 horizontal wells)
 on some or all of the 1280-acre spacing units)
 included within the pool, or granting such other)
 relief as may be appropriate.)

APPLICATION

COMES NOW the applicant, Whiting Oil and Gas Corp., and respectfully alleges as follows:

1. It is the owner of an interest in the oil and gas leasehold estate underlying lands included in the Dickinson field.
2. Spacing for the Dickinson - Bakken pool is currently established on the basis of 1280-acres with up to two wells allowed.
3. Applicant believes that up to five horizontal wells may be necessary to efficiently and economically develop some or all of the spacing units in the Dickinson - Bakken pool, including without limitation a spacing unit described as all of Sections 15 and 22, Township 140 North, Range 97 West.
4. Applicant therefore requests that up to five horizontal wells be allowed on each such spacing unit. In applicant's opinion, granting such relief will protect correlative rights, prevent waste, and prevent the drilling of unnecessary wells.
5. Applicant requests that it be allowed to present testimony by telephone pursuant to Section 43-02-03-88.2 of the North Dakota Administrative Code.

WHEREFORE, applicant respectfully requests that this matter be set for hearing at the regularly scheduled hearings in April, 2013 and that thereafter the Commission enter its order granting the relief requested.

Dated this 22nd day of March, 2013.

WHITING OIL AND GAS CORP.

CROWLEY FLECK PLLP
Attorneys for the Applicant
Suite 600, 400 East Broadway
P.O. Box 2798
Bismarck, ND 58502

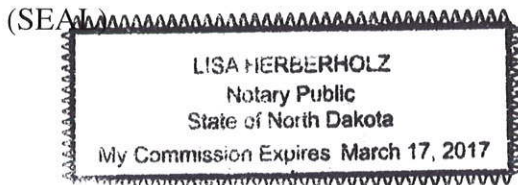
By: 
JOHN W. MORRISON

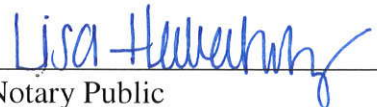
STATE OF NORTH DAKOTA)
) ss.
COUNTY OF BURLEIGH)

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


JOHN W. MORRISON

Subscribed and sworn to before me this 22nd day of March, 2013.




Notary Public
Burleigh County, North Dakota
My Commission Expires:

Affidavit of Publication
The Dickinson Press
Dickinson, North Dakota



STATE OF NORTH DAKOTA)
County of Stark) ss

Sonya Sacks being first duly sworn, on my oath,
say that I am the bookkeeper of The Dickinson Press, a daily
newspaper of general circulation, printed and published at Dickinson,
in said county and state, and the advertisement headed:

April 24 Hearing

a printed copy of which is hereunto annexed, was printed and published
in The Dickinson Press, and in the regular and entire issue of each
and every number for _____ 1 consecutive weeks, commencing on the

_____ 3 day of April A.D. 2013 and ending on the
_____ 3 day of April A.D. 2013, both inclusive.

Straight Matter Lines _____ 94 _____, 2013

First Time Line Rates _____ 0.73 _____ 3-Apr, 2013

Subsequent Line Rates _____ 0.73 _____, 2013

Column Inches _____, 2013

First Time Inch Rate _____ \$8.00 _____, 2013

Subsequent Inch Rate _____ \$8.00 _____, 2013

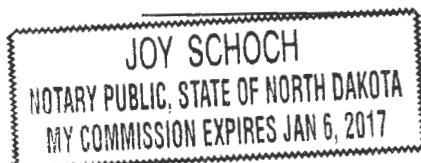
Total Cost of Legal _____ \$ _____ 68.62

Sonya Sacks
Subscribed and sworn to before me this _____ 8th _____ day of
April _____ A.D. 2013.

(Seal) Joy Schoch

Notary Public, State Of North Dakota

My Commission Expires



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, April 24, 2013, at the N.D. Oil & Gas Division, 1000 East Calgary Ave., Bismarck, N.D. At the hearing the Commission will receive testimony and exhibits. Persons with any interest in the cases listed below, take notice.
PERSONS WITH DISABILITIES: If at the hearing you need special facilities or assistance, contact the Oil and Gas Division at 701-328-8038 by Thursday, April 11, 2013.

STATE OF NORTH DAKOTA TO:

- Case No. 20056: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the Bell-Bakken Pool, Stark County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.
 - Case No. 20057: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the Dickinson-Bakken Pool, Stark County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.
 - Case No. 20058: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the Dutch Henry Butte-Bakken Pool, Stark County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.
 - Case No. 20060: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the Gaylord-Bakken Pool, Billings and Stark Counties, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.
 - Case No. 20061: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the Green River-Bakken Pool, Stark County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.
 - Case No. 20062: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the New Hradec-Bakken Pool, Stark County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.
 - Case No. 20063: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the North Creek-Bakken Pool, Stark County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.
 - Case No. 20065: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the South Heart-Bakken Pool, Stark County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.
 - Case No. 20066: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the Zenith-Bakken Pool, Stark County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.
- Signed by,
Jack Dalrymple, Governor
Chairman, ND Industrial Commission
(Published April 3, 2013)

The Bismarck Tribune

www.bismarcktribune.com

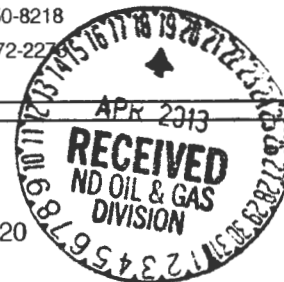
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Customer: 60010203
Phone: (701) 328-8020
Date: 04/08/2013

Date	Order #	Type	Order Amt
04/08/13	20650450	INV	645.84

Amount Paid:	CK #:
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CREDIT CARD PAYMENT (circle one)



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Exp Date: _____
Signature: _____
Credit card users: Fax to 701-223-6584

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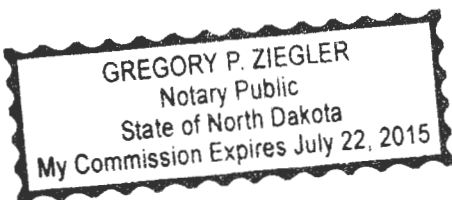
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Date	Date	Times Run	Description	Lines	Class Code	Order Amt	Net Amt Due
04/04/13	04/04/13	1	609275/Case No, 20014 Bismarck Tribune PO:Notice of Hearing	828.00	Legals	645.84	645.84

Affidavit of Publication

State of North Dakota: I, _____, County of Burleigh
Before me, a Notary Public in and for the State of North Dakota
personally appeared CK, who being duly sworn, deposes
and says that he is the owner of the Bismarck Tribune Co.,
and that the publication of the above notice was made
in the Bismarck Tribune on the _____ day of _____, 2013.
sworn and subscribed to before me this _____ day of _____, 2013.

Notary Public in and for the State of North Dakota



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

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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, April 24, 2013, at the N.D. Oil & Gas Division, 1000 East Calgary Ave., Bismarck, N.D. At the hearing the Commission will receive testimony and exhibits. Persons with any interest in the cases listed below, take notice.

PERSONS WITH DISABILITIES: If at the hearing you need special facilities or assistance, contact the Oil and Gas Division at 701-328-8038 by Thursday, April 11, 2013.

STATE OF NORTH DAKOTA TO:

Case No. 20014: Proper spacing for the development of the Larson-Bakken Pool, Burke County, ND, redefine the field limits, and enact such special field rules as may be necessary. Hess Corp.

Case No. 20015: Proper spacing for the development of the Manning-Bakken Pool, Dunn County, ND, redefine the field limits, and enact such special field rules as may be necessary. Hess Corp.; OXY USA Inc.

Case No. 19805: (Continued) Application of OXY USA INC. for an order amending the applicable orders for the Snow-Bakken Pool to extend the field outline to include Sections 13 and 36, T.142N., R.98W., Billings County, ND; establishing 1280-acre spacing units consisting of Sections 13 and 24; and Sections 25 and 36; and allowing up to six horizontal wells to be drilled on each such spacing unit and such other relief as is appropriate.

Case No. 20016: Proper spacing for the development of the Missouri Ridge-Bakken Pool, Williams County, ND, redefine the field limits, and enact such special field rules as may be necessary. Oasis Petroleum North America LLC

Case No. 20017: Proper spacing for the development of the Bonetrail-Bakken Pool, Williams County, ND, redefine the field limits, and enact such special field rules as may be necessary. Oasis Petroleum North America LLC

Case No. 18390: (Continued) Proper spacing for the development of the Lone Butte-Bakken Pool, McKenzie and Dunn Counties, ND, redefine the field limits, and enact such special field rules as may be necessary. Burlington Resources Oil & Gas Co. LP; Hess Corp.; Marathon Oil Co.; Resolute Natural Resources Co., LLC

Case No. 19904: (Continued) Application of QEP Energy Co. for an order suspending and, after hearing, revoking the permits issued to WPX Energy Williston, LLC to drill the Charles Blackhawk #31-30HD with a surface location of SESW of Section 31, T.148N., R.92W. (File No. 22655); the Charles Blackhawk #31-30HC well with a surface location of SESW of Section 31, T.148N., R.92W. (File No. 22653); the Charles Blackhawk #31-30HY well with a

surface location of SESW of Section 31, T.148N., R.92W. (File No. 22652); the Charles Blackhawk #31-30 HZ well with a surface location of SESW of Section 31, T.148N., R.92W. (File No. 22654). Dunn County, ND, and such other relief as is appropriate.

Case No. 19905: (Continued) Application of QEP Energy Co. for an order amending the field rules for the Heart Butte-Bakken Pool by (a)(1) increasing the 640-acre spacing unit in the W/2 of Sections 6 and 7, T.147N., R.92W., to a 720-acre spacing unit in the S/2 SW/4 of Section 31, T.148N., R.92W., and the W/2 of Sections 6 and 7, T.147N., R.92W., authorizing the drilling of up to four horizontal wells; (a)(2) grant an exception location for the Charles Blackhawk 31-30HA well from a surface location in the SESW of Section 31, T.148N., R.92W. (Well File No. 22649) well allowing it to produce 115 feet from the S/2 SW/4 of Section 31, T.148N., R.92W.; (a)(3) reducing the 1280-acre spacing unit in Sections 30 and 31 to a 1200-acre spacing unit consisting of Section 30 and the N/2, SE/4 and N/2 SW/4 of Section 31, T.148N., R.92W., authorizing the drilling of up to seven horizontal wells; or, alternatively (b)(1) creating an overlapping 1200-acre spacing unit consisting of Section 30 and the N/2, SE/4 and N/2 SW/4 of Section 31 authorizing the drilling of up to four horizontal wells; and (b)(2) reducing the density of the 1280-acre spacing unit in

Sections 30 and 31, T.148N., R.92W., from authorizing the drilling of up to seven horizontal wells down to three horizontal wells, Dunn County, ND, allowing all horizontal wells to be drilled within each spacing unit to the Bakken Pool at any location not closer than 500 feet to the boundary of the spacing unit except that the toe and heel of any horizontal well should be allowed to be as close as 200 feet to the boundary of the spacing unit or the heel of any horizontal well should be allowed as close as 400 feet from the heel of any other horizontal well, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 20018: Application of Petro Harvester Operating Co., LLC, for an order allowing the Swenson #4H well to be drilled and completed in such fashion that the lateral may be located as close as 449 feet to the eastern boundary of the 960-acre spacing unit consisting of Section 22 and the W/2 of Section 23, T.163N., R.93W., Burke County, ND, as an exception to the applicable orders and such other as is appropriate.

Case No. 20019: Application of Tracker Resource Development III, LLC, for an order amending the applicable orders for the Catwalk-Bakken Pool to establish a 1280-acre spacing unit consisting of Sections 16 and 21, T.154N., R.100W., Williams County, ND, and allowing up to eight horizontal wells to be drilled at any location not closer than 500 feet to the boundary of such spacing unit, and such other as is appropriate.

Case No. 20020: Application of Whiting Oil and Gas Corp. for an order allowing the Tank #34-7H well to be drilled and completed and produce with the well bore potentially open to the Bakken Pool at a location approximately 12 feet from the south line and 1606 feet from the east line of Section 7, T.156N., R.96W., Williams County, ND, as an exception to the applicable field rules for the Dollar Joe-Bakken Pool, and such other as is appropriate.

Case No. 20021: Application of Whiting Oil and Gas Corp. for an order allowing the Bartleson #13-8-2TFX well to be drilled and completed and produce with the well bore potentially open to the Bakken Pool at a location approximately 2197 feet from the north line of Section 20, T.153N., R.92W., Mountrail County, ND, or approximately 440 feet from the south line of the spacing unit consisting of the S/2 of Sections 17 and 18 and the N/2 of Sections 19 and 20, T.153N., R.92W., Mountrail County, ND, as an exception to the applicable field rules for the Sanish-Bakken Pool, and such other as is appropriate.

Case No. 20022: Application of SM Energy Co. for an order amending the applicable orders for the Baker-Bakken Pool (I) to allow up to nine horizontal wells to be drilled on two 1280-acre spacing units described as Sections 2 and 11; and Sections 3 and 10, T.153N., R.101W., McKenzie County, ND; (2) to establish an overlapping 2560-acre spacing unit consisting of Sections 2, 3, 10 and 11 for the purpose of drilling one or more horizontal wells; and (3) and such other as is appropriate.

Case No. 20023: Application of SM Energy Co. for an order amending the applicable orders for the Dimmick Lake-Bakken Pool, McKenzie County, ND, to extend the stratigraphic definition of the Bakken Pool to include from 50 feet above the top of the Bakken Formation to the top of the Birdbear Formation, and such other as is appropriate.

Case No. 20024: Application of Petro-Hunt, LLC for an order amending the applicable orders for the Charlson, Elm Tree, Phelps Bay-Bakken, and/or the Keene-Bakken/Three Forks Pools, McKenzie County, ND (i) to authorize up to ten wells to be drilled on a 2560-acre spacing unit described as Sections 6 and 7, T.153N., R.94W., and Sections 1 and 12, T.153N., R.95W.; (ii) to establish two 480-acre spacing units consisting of the W/2 of Section 28 and the SW/4 of Section 21; and the W/2 of Section 22 and the SW/4 of Section 15, T.153N., R.95W., and authorize one horizontal well to be drilled on each such spacing unit; (iii) to establish one overlapping 640-acre spacing unit consisting of the S/2 of Section 7 and the N/2 of

Section 18, T.153N., R.95W., and authorize up to two horizontal wells to be drilled on such spacing unit; (iv) to establish two overlapping 1280-acre spacing units consisting of Sections 3 and 10; and Sections 16 and 17, T.153N., R.95W., and authorize up to three horizontal wells to be drilled on each such spacing unit; (v) to establish two 1280-acre spacing units consisting of Sections 14 and 23, T.153N., R.95W.; and Sections 1 and 12, T.153N., R.96W., and authorize up to seven horizontal wells to be drilled on each such spacing unit; (vi) to establish three 1920-acre spacing units consisting of Sections 5, 6, and 8; Sections 6, 7, and 8; and Sections 7, 17 and 18, T.153N., R.95W., and authorize from two to four wells to be drilled on such spacing units; (vii) to establish fifteen overlapping 2560-acre spacing units consisting of Sections 4, 5, 8 and 9; Sections 10, 11, 14 and 15; Sections 13, 14, 23 and 24; Sections 14, 15, 22 and 23; Sections 17, 18, 19 and 20; Sections 21, 22, 27 and 28; Sections 22, 23, 26, and 27; Sections 27, 28, 33 and 34, T.153N., R.95W.; Sections 1 and 2, T.153N., R.95W., and Sections 35 and 36, T.154N., R.95W.; Sections 3 and 4, T.153N., R.95W., and Sections 33 and 34, T.154N., R.95W.; Sections 5 and 6, T.153N., R.95W., and Sections 31 and 32, T.154N., R.95W.; Sections 6 and 7, T.153N., R.95W., and Sections 1 and 12, T.153N., R.96W.; Sections 12 and 13, T.153N., R.95W., and Sections 7 and 18, T.153N., R.94W.; Sections 18 and 19, T.153N., R.95W., and Sections 13 and 24, T.153N., R.96W.; and Sections 5 and 6, T.153N., R.94W., and Sections 31 and 32, T.154N., R.94W.; and authorize up to two horizontal wells to be drilled on each such spacing unit; (viii) to establish two 3840-acre spacing units consisting of Sections 3, 4, 9, 10, 15 and 16; and Sections 20, 21, 28, 29, 32 and 33, T.153N., R.95W., and authorize up to two horizontal wells to be drilled on each such spacing unit; (viii) and such other relief as is appropriate.

Case No. 20025: Application of Petro-Hunt, LLC for an order amending the applicable orders for the Clear Creek, Union Center, Camel Butte, and/or the Edge-Bakken Pools

to create seven overlapping 2560-acre spacing units consisting of Sections 2, 3, 10 and 11; and Sections 3, 4, 9 and 10, T.151N., R.96W.; and Sections 13, 14, 23 and 24; Sections 14, 15, 22 and 23; Sections 26, 27, 34 and 35; Sections 27, 28, 33 and 34; and Sections 23, 24, 25 and 26, T.152N., R.96W., McKenzie County, ND, and authorize one or more horizontal wells to be drilled on each such overlapping spacing unit, and such other relief as is appropriate.

Case No. 20026: Application of Petro-Hunt, LLC for an order amending the applicable orders for the North Tioga and/or the Battleview-Bakken Pools to create thirteen overlapping 2560-acre spacing units consisting of Sections 5, 6, 7 and 8; Sections 7, 8, 17 and 18; Sections 8, 9, 16 and 17; Sections 17, 18, 19 and 20; Sections 19, 20, 29 and 30; and Sections 20, 21, 28 and 29, T.159N., R.94W.; Sections 27, 28, 33 and 34; and Sections 29, 30, 31 and 32, T.160N., R.94W.; Sections 19 and 30, T.159N., R.94W., and Sections 24 and 25, T.159N., R.95W.; Sections 4 and 5, T.159N., R.94W., and Sections 32 and 33, T.160N., R.94W.; Sections 5 and 6, T.159N., R.94W., and Sections 31 and 32, T.160N., R.94W.; Sections 7 and 18, T.159N., R.94W., and Sections 12 and 13, T.159N., R.95W.; and Section 6, T.159N., R.94W., Section 1, T.159N., R.95W., Section 31, T.160N., R.94W., and Section 36, T.160N., R.95W., Burke, Divide and Williams Counties, ND, and authorize one or more horizontal wells to be drilled on each such overlapping spacing unit, and such other relief as is appropriate.

Case No. 19408: (Continued) Application of Petro-Hunt, LLC for an order amending the applicable orders for the Charlson-Bakken Pool, McKenzie and Williams Counties, ND, to alter the definition of the stratigraphic limits of the pool and such other and such other relief as is appropriate.

Case No. 20027: Application of Burlington Resources Oil & Gas Co. LP for an order amending the applicable orders for the Westberg-Bakken and Keene-Bakken/Three Forks Pool to establish two overlapping 1280-acre spacing units consisting of Sections 3 and 4; and Sections 8 and 9, T.152N., R.96W., McKenzie County, ND, for the purpose of drilling one or more horizontal wells between the existing 640 and 1280-acre spacing units; and such other relief as is appropriate.

Case No. 20028: Application of Marathon Oil Co. for an order amending the applicable orders for the Reunion Bay and/or the Big Bend-Bakken Pools to establish two overlapping 2560-acre spacing units consisting of Sections 13, 14, 23 and 24; and Sections 25, 26, 35 and 36, T.151N., R.93W., Mountrail County, ND, and allow one or more horizontal wells to be drilled thereon, and such other relief as is appropriate.

Case No. 20029: Application of Luff Exploration Co. for an order (i) extending the outline and amending the applicable orders for the State Line-Red River Pool to include the S/2 of Section 17 and the SW/4 of Section 16, T.129N., R.102W., Bowman County, ND; (ii) establishing a 640-acre spacing unit consisting of the SW/4 of Section 16, the S/2 of Section 17, and the SE/4 of Section 18, T.129N., R.102W., Bowman County, ND; (iii) authorizing the construction and use of a reserve pit in the drilling of a well on spacing unit as an exception to the applicable regulation; (iv) and such other relief as is appropriate.

Case No. 20030: Application of Luff Exploration Co. for an order (i) extending the outline and amending the applicable orders for the Corey Butte-Red River Pool to include the S/2 of Section 25 and the E/2 of Section 36, T.129N., R.102W., Bowman County, ND; (ii) establishing an overlapping 960-acre spacing unit consisting of Section 36 and the S/2 of Section 25, T.129N., R.102W., Bowman County, ND; (iii) authorizing the construction and use of a reserve pit in the drilling of a well on spacing unit as an exception to the applicable regulation; (iv) and such other relief as is appropriate.

Case No. 20031: Application of G3 Operating, LLC, for an order amending the applicable orders for the Antelope-Sanish Pool, McKenzie and Mountrail Counties, ND, to authorize the drilling of up to twelve horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20032: Application of G3 Operating, LLC, for an order amending the applicable orders for the Eagle Nest-Bakken Pool, Dunn and McKenzie Counties, ND, to authorize the drilling of up to twelve horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20033: Application of G3 Operating, LLC, for an order amending the applicable orders for the Four Bears-Bakken Pool, McKenzie and Mountrail Counties, ND, to authorize the drilling of up to twelve horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20034: Application of G3 Operating, LLC, for an order amending the applicable orders for the McGregory Buttes-Bakken Pool, Dunn County, ND, to authorize the drilling of up to twelve horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20035: Application of G3 Operating, LLC, for an order amending the applicable orders for the Spotted Horn-Bakken Pool, McKenzie and Mountrail Counties, ND, to authorize the drilling of up to twelve horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 1979A: (Continued) Application of Murex Petroleum Corp. to consider the temporary spacing to develop an oil and/or gas pool discovered by the Lori Ann #4-9H well located in Lot 2 of Section 4, T.161N., R.101W., Divide County, ND, define the limits of the field, and enact such special field rules as may be necessary.

Case No. 1960A: (Continued) Application of True Oil LLC for an order amending the applicable orders for the Red Wing Creek and Bowline Fields to create a 1600-acre spacing unit for the Bowline-Bakken Pool consisting of Sections 2 and 11, T.147N., R.101W., and the S/2 of Section 35, T.148N., R.101W., McKenzie County, ND, and to authorize up to 7 horizontal wells to be drilled thereon, and such other relief as is appropriate.

Case No. 20036: Application of Continental Resources, Inc. for an order suspending, and after hearing, revoking the permit issued to Emerald Oil, Inc. to drill the Slugger #1-16-21H well (NDIC File No. 25231), with a surface location in NENW Section 16, T.149N., R.102W., for the drilling unit consisting of Sections 16 and 21, T.149N., R.102W., McKenzie County, ND and for such other relief as is appropriate.

Case No. 19906: (Continued) Application of North Plains Energy, LLC for an order waiving the 1220' setback rule for the first well drilled on the 1280-acre spacing unit described as Sections 3 and 10, T.160N., R.100W., Smoky Butte-Bakken Pool, Divide County, ND, eliminating any tool error setback requirements and such other relief as is appropriate.

Case No. 20037: Application of Terra-Safe Operations, LLC for an order pursuant to NDAC § 43-02-03-51 authorizing the construction of a treating plant to be located in the SWSE of Section 32, T.162N., R.99W., Divide County, ND, and such other relief as is appropriate.

Case No. 20038: Application of Murex Petroleum Corp. for an order allowing up to eight horizontal wells to be drilled and completed on a spacing unit for the Temple-

Bakken Pool described as Sections 13 and 24, T.158N., R.96W., Williams County, ND, and such other relief as is appropriate.

Case No. 20039: Application of Hess Corp. for an order amending the applicable orders for the Lone Tree Lake-Bakken Pool to authorize up to six horizontal wells to be drilled on a 1280-acre spacing unit described as Sections 17 and 20, T.157N., R.99W., Williams County, ND, and such other relief as is appropriate.

Case No. 20040: Application of Hess Corp. for an order amending the applicable orders for the Ray-Bakken Pool to authorize up to six horizontal wells to be drilled on a 1280-acre spacing unit described as Sections 4 and 9, T.157N., R.97W., Williams County, ND, and such other relief as is appropriate.

Case No. 20041: Application of Hess Corp. for an order amending the applicable orders for the Wheelock-Bakken Pool to authorize up to six horizontal wells to be drilled on a 1280-acre spacing unit described as Sections 1 and 12, T.156N., R.98W., Williams County, ND, and such other relief as is appropriate.

Case No. 20042: Application of Hess Corp. 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.156N., R.98W., Wheelock-Bakken Pool, Williams County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 20043: Application of Hess Corp. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 23 and 24, T.154N., R.94W., Alkali Creek-Bakken Pool, Mountrail County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 19822: (Continued) Application of Hess Corp. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas produced from the AV-Hansen-163-94-1918H-1 well, SESW, Section 19, T.163N., R.94W., Burke County, ND, pursuant to the provisions of NDCC § 38-08-06.4, and such other relief as is appropriate.

Case No. 19823: (Continued) Application of Hess Corp. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas produced from the AV-Kimball-162-95-1102H-1 well, SWSE, Section 11, T.162N., R.95W., Divide County, ND, pursuant to the provisions of NDCC § 38-08-06.4, and such other relief as is appropriate.

Case No. 19824: (Continued) Application of Hess Corp. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas produced from the AV-Iverson-162-94-2314H-1 well, SESW, Section 23, T.162N., R.94W., Burke County, ND, pursuant to the provisions of NDCC § 38-08-06.4, and such other relief as is appropriate.

Case No. 20044: Application of Oasis Petroleum North America LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 13 and 24, T.156N., R.102W., Tyrone-Bakken Pool, Williams County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 20045: Application of Oasis Petroleum North America LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 11 and 12, T.153N., R.93W., Sanish-Bakken Pool, Mountrail County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 20046: Application of Oasis Petroleum North America LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 27 and 28, T.152N., R.100W., Camp-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 20047: Application of SM Energy Co. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 2, 3, 10 and 11, T.153N., R.101W., Baker-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 20048: Application of SM Energy Co. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 28 and 33, T.153N., R.97W., Banks-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 20049: Application of Petro-Hunt, LLC for an order amending the applicable orders for the Rawson-Bakken pool, McKenzie County, ND, to authorize up to eight wells to be drilled on a 1280-acre spacing unit described as Sections 15 and 22, T.150N., R.101W., and such other relief as is appropriate.

Case No. 20050: Application of Petro-Hunt, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 17 and 18, T.154N., R.99W., Stockyard Creek-Bakken Pool, Williams County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 20051: Application of Petro-Hunt, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 26 and 35, T.151N., R.102W., Nameless-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 20052: Application of Petro-Hunt, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 3 and 10, T.150N., R.104W., Nelson Bridge-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 19873: (Continued) Application of Petro-Hunt, LLC for an order amending the applicable orders for the Charlson-Bakken Pool, McKenzie, Mountrail and Williams Counties, ND, to authorize up to seven horizontal wells to be drilled on each 640-acre and 1280-acre spacing unit within the pool, and such other relief as is appropriate.

Case No. 20053: Application of Kodiak Oil & Gas (USA) Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 14, 15, 22 and 23, T.154N., R.98W., Truax-Bakken Pool, Williams County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 20054: Application of Kodiak Oil & Gas (USA) Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 27 and 34, T.154N., R.98W., Truax-Bakken Pool, Williams County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 20055: Application of Kodiak Oil & Gas (USA) Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 4, 5, 8 and 9, T.153N., R.97W., Banks-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 20056: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the Bell-Bakken Pool, Stark County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20057: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the Dickinson-Bakken Pool, Stark County, ND, to authorize the

drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20058: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the Dutch Henry Butte-Bakken Pool, Stark County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20059: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the Fryburg-Bakken Pool, Billings County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20060: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the Gaylord-Bakken Pool, Billings and Stark Counties, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20061: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the Green River-Bakken Pool, Stark County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20062: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the New Hradec-Bakken Pool, Stark County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20063: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the North Creek-Bakken Pool, Stark County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20064: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the Park-Bakken Pool, Billings County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre and 1700-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20065: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the South Heart-Bakken Pool, Stark County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20066: Application of Whiting Oil and Gas Corp., for an order amending the applicable orders for the Zenith-Bakken Pool, Stark County, ND, to authorize the drilling of up to five horizontal wells on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20067: Application of Whiting Oil and Gas Corp. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 17, 18, 19 and 20, T.153N., R.96W., Sand Creek-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 20068: Application of Whiting Oil and Gas Corp. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 5, 8 and that portion of Section 17 lying outside the boundary of the Theodore Roosevelt National Park, T.140N., R.100W., Park-Bakken Pool, Billings County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 20069: Application of Burlington Resources Oil & Gas Co. LP for an order amending the applicable orders for the Westberg-Bakken pool to authorize up to seven horizontal wells to be drilled on a spacing unit described as Sections 2 and 11, T.152N., R.97W., McKenzie County, ND, and such other relief as is appropriate.

Case No. 20070: Application of OXY USA Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 3 and 10, T.143N., R.97W., Crooked Creek-Bakken Pool, Dunn County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 20071: Application of OXY USA, Inc. for an order pursuant to N.D.A.C. Section 43-02-03-88.1 allowing hydrocarbons produced from the Russian Creek-Madison and Bakken Pools to be commingled in the well bore of the Kadmas #11-25H well, located in the NWNW of Section 25, T.142N., R.97W., Dunn County, ND, and for such other relief as is appropriate.

Case No. 20072: Application of Marathon Oil Co., for an order amending the applicable orders for the Antelope-Sanish Pool, McKenzie and Mountrail Counties, ND, to allow up to seven horizontal wells to be drilled on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20073: Application of Marathon Oil Co., for an order amending the applicable orders for the Four Bears-Bakken Pool to allow up to seven horizontal wells to be drilled on a 1600-acre spacing unit described as Sections 21 and 22 and the E/2 of Section 20, T.152N., R.93W., McKenzie and Mountrail Counties, ND, and such other relief as is appropriate.

Case No. 20074: Application of Marathon Oil Co., for an order amending the applicable orders for the McGregory Buttes-Bakken Pool, Dunn County, ND, to allow up to seven horizontal wells to be drilled on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20075: Application of Marathon Oil Co., for an order amending the applicable orders for the Moccasin Creek-Bakken Pool, Dunn County, ND, to allow up to seven horizontal wells to be drilled on some or all of the 1280-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20076: Application of Marathon Oil Co., for an order amending the applicable orders for the Reunion Bay-Bakken Pool, Dunn, McKenzie and Mountrail Counties, ND, to allow up to seven horizontal wells to be drilled on some or all of the 1600-acre spacing units included within the pool, and such other relief as is appropriate.

Case No. 20077: Application of Marathon Oil Co., for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 30 and 31, T.145N., R.92W., Saxon-Bakken Pool, Dunn County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 19879: (Continued) Application of Sequel Energy, LLC for an order allowing production from the Hay Draw-Red River, Hay Draw-Birdbear and Hay Draw-Duperow Pools to be commingled in the well bore of the Hay Draw #32-33 well, located in the SWNE of Section 33, T.147N., R.102W., McKenzie County, ND, and such other relief as is appropriate.

Case No. 20078: Application of GADECO, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in spacing unit described as Sections 25 and 36, T.155N., R.99W., Williams County, ND, Epping-Bakken Pool, as provided NDCC § 38-08-08, and such other relief as may be appropriate.

Signed by,

Jack Dalrymple, Governor
Chairman, ND Industrial Commission

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