

BEFORE THE INDUSTRIAL COMMISSION

OF THE STATE OF NORTH DAKOTA

CASE NO. 23038

ORDER NO. 25371

IN THE MATTER OF A HEARING CALLED ON A MOTION OF THE COMMISSION TO CONSIDER THE 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 16 AND 21, T.159N., R.99W., BURG-BAKKEN POOL, WILLIAMS COUNTY, ND, AS PROVIDED BY NDCC § 38-08-08 AND SUCH OTHER RELIEF AS IS APPROPRIATE.

ORDER OF THE COMMISSION

THE COMMISSION FINDS:

- (1) This cause came on for hearing at 9:00 a.m. on the 18th day of September, 2014.
- (2) Pursuant to North Dakota Administrative Code (NDAC) Section 43-02-03-88.1, the Director is authorized to sign, on behalf of the Commission, orders relating to, inter alia, pooling under North Dakota Century Code (NDCC) Section 38-08-08.
- (3) The applicant is the owner of an interest in an oil and gas leasehold estate in a spacing unit described as all of Sections 16 and 21, Township 159 North, Range 99 West, Burg-Bakken Pool, Williams County, North Dakota.
- (4) Said spacing unit is created in accordance with an order of the Commission and there are separately owned tracts and/or separately owned interests in the spacing unit, and some of the owners thereof have not voluntarily pooled their interests for the development and operation of said spacing unit.
- (5) The Commission makes no findings with regard to the specific acreage or percentage attributed to separately owned tracts or interests.
- (6) Counsel for applicant requests an order of the Commission pooling all interests in the spacing unit.
- (7) There were no objections to this application.
- (8) NDCC Section 38-08-08 requires the Commission to enter a pooling order upon application when two or more separately owned tracts are embraced within a spacing unit, or there are separately owned interests in all or a part of a spacing unit, in the absence of voluntary pooling. The section further provides that working interest owners in the spacing unit shall pay their share of the reasonable actual cost of drilling and operating the well plus a reasonable charge for supervision. In addition to such costs and charges, nonparticipating lessees may be

required to pay a risk penalty of 200 percent and unleased mineral interest owners may be required to pay a risk penalty of 50 percent of their share of the reasonable actual cost of drilling and completing the well. This application is not a petition for a risk penalty, therefore the Commission makes no findings with regard to whether any particular owner with an interest in the spacing unit at issue in this application may impose a risk penalty against any other owner. The requirements for imposition of a risk penalty are set forth in NDCC Section 38-08-08 and NDAC Section 43-02-03-16.3.

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

IT IS THEREFORE ORDERED:

(1) All oil and gas interests in a spacing unit described as all of Sections 16 and 21, Township 159 North, Range 99 West, Burg-Bakken Pool, Williams County, North Dakota, are hereby pooled for the development and operation of the spacing unit.

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

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

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

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

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

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

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

Dated this 29th day of October, 2014.

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

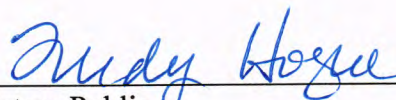
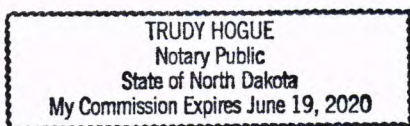
I, Belinda Dickson, being duly sworn upon oath, depose and say: That on the 31st day of October, 2014 enclosed in separate envelopes true and correct copies of the attached Order No. 25371 of the North Dakota Industrial Commission, and deposited the same with the United States Postal Service in Bismarck, North Dakota, with postage thereon fully paid, directed to the following persons by the Industrial Commission in Case No. 23038:

LAWRENCE BENDER
FREDRIKSON & BYRON
PO BOX 1855
BISMARCK ND 58502



Belinda Dickson
Oil & Gas Division

On this 31st day of October, 2014 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

September 5, 2014

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

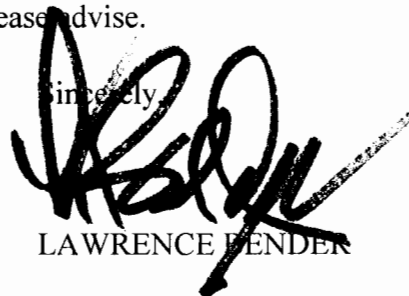


RE: NDIC CASE NO. 23038
Continental Resources, Inc.

Dear Mr. Hicks:

Please find enclosed herewith for filing the AFFIDAVIT OF MATTHEW McMURRY with regard to the captioned matter.

Should you have any questions, please advise.

Sincerely,

LAWRENCE FENDER

LB/leo

Enclosure

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Attorneys & Advisors
main 701.221.8700
fax 701.221.8750
www.fredlaw.com

Fredrikson & Byron, P.A.
1133 College Drive, Suite 1000
Bismarck, North Dakota
58501-1215

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

CASE NO. 23038

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 16 and 21, Township 159 North, Range 99 West, Burg-Bakken Pool, Williams County, North Dakota, as provided by NDCC § 38-08-08 and such other relief as is appropriate.



AFFIDAVIT OF MATTHEW MCMURRY

STATE OF OKLAHOMA)
) ss
COUNTY OF OKLAHOMA)

Matthew McMurry, being first duly sworn, deposes and states as follows:

2.

That in the course of my work as Northern Region Landman for Continental, I have become familiar with the mineral ownership and leasehold ownership in Sections 16 and 21, Township 159 North, Range 99 West, Williams County, North Dakota (“Sections 16 and 21”).

3.

That Continental is an owner of an interest in the oil and gas leasehold estate in Sections 16 and 21.

4.

That Sections 16 and 21 have been established as a spacing unit in the Burg-Bakken Pool.

5.

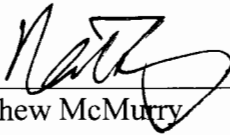
That there are separately owned tracts or interests in the mineral estate and/or leasehold

estate in Sections 16 and 21.

6.

That a voluntary pooling of Sections 16 and 21 for the Burg-Bakken Pool has not been accomplished.

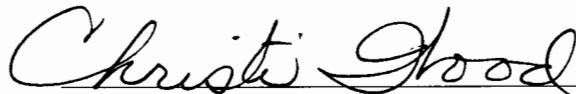
DATED this 3rd day of September, 2014.


Matthew McMurry

STATE OF OKLAHOMA)
) ss
COUNTY OF OKLAHOMA)

The foregoing instrument was acknowledged before me this 3rd day of September, 2014 by Matthew McMurry, Northern Region Landman, of Continental Resources, Inc.




Notary Public: Christi Wood
Commission #10004770
County of Oklahoma, State of Oklahoma
My Commission Expires: 6/11/2018

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BEFORE THE INDUSTRIAL COMMISSION

OF THE STATE OF NORTH DAKOTA

CASE NO. 23038

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 16 and 21, Township 159 North, Range 99 West, Burg-Bakken Pool, Williams County, North Dakota, as provided by NDCC § 38-08-08 and such other relief as is appropriate.



APPLICATION OF CONTINENTAL RESOURCES, INC.

Continental Resources, Inc. ("CRI"), for its application to the North Dakota Industrial Commission ("Commission"), respectfully states as follows:

1.

That CRI is an owner of an interest in the oil and gas leasehold estate in Sections 16 and 21, Township 159 North, Range 99 West, Williams County, North Dakota ("the Subject Lands").

2.

That there are separately owned tracts or interests in mineral estate and/or leasehold estate in the Subject Lands.

3.

That a voluntary pooling of the Subject Lands has not been accomplished.

4.

That Sections 16 and 21 constitute a spacing unit in the Burg-Bakken Pool.

5.

That N.D.C.C. Section 38-08-08(1) provides that when two or more separately owned tracts are embraced within a spacing unit, or when there are separately owned interests in all or a part of a spacing unit, and in the absence of a voluntary pooling, the Commission upon the application of any interested person shall enter an order pooling all interests in the spacing unit for the development and operations thereof.

6.

That CRI therefore requests that the Commission enter its order pooling all interests in the proposed spacing unit described as Sections 16 and 21, Township 159 North, Range 99 West, Burg-Bakken Pool, Williams County, North Dakota, as provided by N.D.C.C. Section 38-08-08.

WHEREFORE, CRI requests the following:

- (a) That this matter be set for the regularly scheduled September 2014 hearings of the Commission;
- (b) That pursuant to N.D.A.C. Section 43-02-03-88.2, CRI's witnesses in this matter be allowed to participate by telephonic means; and
- (c) That thereafter the Commission issue its order granting the relief requested and such other and further relief as the Commission may deem appropriate.

DATED this 14 day of August, 2014.

FREDRIKSON & BYRON, P.A.

By _____
LAWRENCE BENDER, ND Bar #03908
Attorneys for Applicant
Continental Resources, Inc.
1133 College Drive, Suite 1000
Bismarck, ND 58501
(701) 221-8700

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

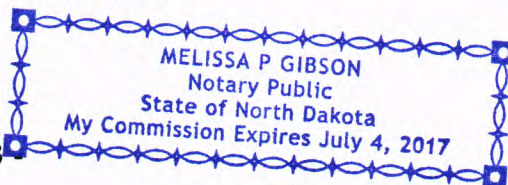
LAWRENCE BENDER, being first duly sworn on oath, deposes and says that he is the attorney for the applicant named herein, that he has read the foregoing application, knows the contents thereof, and that the same is true to the best of this affiant's knowledge and belief.

LAWRENCE BENDER

Subscribed and sworn to before me this 14 day of August, 2014.

Notary Public

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August 14, 2014



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

**RE: APPLICATION OF CONTINENTAL
RESOURCES, INC. FOR
SEPTEMBER 2014 HEARINGS**

Dear Mr. Hicks:

Please find enclosed herewith for filing an APPLICATION OF CONTINENTAL RESOURCES, INC. to be placed on the September 2014 docket.

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

Should you have any questions, please advise.

Sincerely,

A handwritten signature in blue ink, appearing to read 'LB' or 'Lawrence Bender', written over a circular stamp.

LAWRENCE BENDER

LB/mpg
Enclosure

cc: Ms. Christi Wood (w/enc.)

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Attorneys & Advisors
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58501-1215

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Affidavit of Publication

State of North Dakota) SS County of Burleigh
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personally appeared CK who being duly sworn, deposes
and says that he is the Clerk of Bismarck Tribune Co.,
and that the publication(s) were made through the
Bismarck Tribune on the following dates:
8/28 Signed Carmen Kintz
sworn and subscribed to before me this 11th
day of September 2014
Morgan Doll
Notary Public in and for the State of North Dakota



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

The North Dakota Industrial Commission will hold a public hearing at 9:00 a.m. Thursday, September 18, 2014, at the N.D. Oil & Gas Division, 1000 East Calgary Ave., Bismarck, N.D. At the hearing the Commission will receive testimony and exhibits. Persons with any interest in the cases listed below, take notice.

PERSONS WITH DISABILITIES: If at the hearing you need special facilities or assistance, contact the Oil and Gas Division at 701-328-8038 by Friday, September 05, 2014.

STATE OF NORTH DAKOTA TO:

Case No. 21799: (Continued) Application of WPX Energy Williston, LLC requesting an order suspending and, after hearing, revoking the permits issued to Enerplus Resources USA Corp. to drill the Earth Lodge 148-93-22A-21H TF well (File No. 21789), Tipi 148-93-22A-21H well (File No. 21790), Round House 148-93-22D-21H well (File No. 21914), Log House 148-93-22D-21H TF well (File No. 21915), on a spacing unit consisting of Sections 21 and 22, T.148N., R.93W., Dunn County, ND, and such other relief as the Commission may deem appropriate.

Case No. 21800: (Continued) Application of WPX Energy Williston, LLC for an order amending the field rules for the Spotted Horn-Bakken Pool to establish one new overlapping 1280-acre spacing unit consisting of Sections 25 and 36, T.150N., R.94W., McKenzie County, ND, authorizing, but not requiring, the drilling, completing, and producing of a total not to exceed fourteen wells within the spacing unit, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 22996: Proper spacing for the development of the Antelope Creek-Bakken Pool, McKenzie County, ND, redefine the field limits, and enact such special field rules as may be necessary. Hess Bakken Investments II, LLC; Hunt Oil Co.; Triangle USA Petroleum Corp.

Case No. 22997: Proper spacing for the development of the Rawson-Bakken Pool, McKenzie County, ND, redefine the field limits, and enact such special field rules as may be necessary. Murex Petroleum Corp.; Oasis Petroleum North America LLC; Triangle USA Petroleum Corp.; Whiting Oil and Gas Corp.

Case No. 22998: Proper spacing for the development of the Indian Hill-Bakken Pool, McKenzie and Williams Counties, ND, redefine the field limits, and enact such special field rules as may be necessary. Continental Resources, Inc.; Oasis Petroleum North America LLC; SM Energy Co.; XTO Energy Inc.

Case No. 22999: Proper spacing for the development of the Bear Butte-Bakken Pool, McKenzie County, ND, redefine the field limits, and enact such special field rules as may be necessary. Hunt Oil Co.

Case No. 23000: Proper spacing for the development of the Boxcar Butte-Bakken Pool, McKenzie County, ND, redefine the field limits, and enact such special field rules as may be necessary. Emerald Oil, Inc.; Hunt Oil Co.; Slawson Exploration Co., Inc.; XTO Energy Inc.; Zavanna, LLC

Case No. 23001: Proper spacing for the development of the Buffalo Willow-Bakken Pool, McKenzie County, ND, redefine the field limits, and enact such special field rules as may be necessary. Hunt Oil Co.; Triangle USA Petroleum Corp.; True Oil LLC

Case No. 23002: Proper spacing for the development of the Little Tank-Bakken Pool, McKenzie County, ND, redefine the field limits, and enact such special field rules as may be necessary. Hunt Oil Co.

Case No. 23003: Application of Triangle USA Petroleum Corp. for an order extending the field boundaries and amending the field rules for the Spring Creek and/or Rawson-Bakken Pools to create and establish three overlapping 2560-acre spacing units comprised of Sections 1 and 12, T.150N., R.101W. and Sections 6 and 7, T.150N., R.100W.; Sections 13, 14, 23 and 24; and Sections 25, 26, 35 and 36, T.150N., R.101W., McKenzie County, ND, authorizing

the drilling of multiple horizontal wells on or near the section line between the two existing 1280-acre spacing units of each proposed overlapping 2560-acre spacing unit, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 22532: (Continued) Application of Triangle USA Petroleum Corp. for an order amending the field rules for the Eightmile-Bakken Pool to create and establish an overlapping 3840-acre spacing unit comprised of Sections 2, 3, 4, 9, 10 and 11, T.152N., R.103W., Williams and McKenzie Counties, ND, authorizing the drilling of a total not to exceed fourteen wells on said overlapping 3840-acre spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 23004: Application of PetroShale (US) Inc. for an order amending the field rules for the Antelope-Sanish Pool to create and establish a 640-acre spacing unit comprised of Section 20, T.152N., R.94W., McKenzie County, ND, authorizing the drilling of one horizontal well on said 640-acre spacing unit and such other relief as is appropriate.

Case No. 23005: Application of SHD Oil & Gas, LLC for an order amending the field rules for the Clarks Creek-Bakken Pool, authorizing the drilling, completing and producing of a total not to exceed eighteen wells on an existing 640-acre spacing unit described as Section 36, T.151N., R.95W., McKenzie County, ND, and authorizing a total not to exceed four wells drilled in a north/south direction on or near the section line to the west boundary of said Section 36, and three wells drilled in an east/west direction on or near the section line to the north boundary of said Section 36; eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 23006: Application of Statoil Oil and Gas LP for an order amending the field rules for the Spring Creek-Bakken Pool to create and establish an overlapping 2560-acre spacing unit comprised of Sections 5, 6, 7 and 8, T.150N., R.100W., McKenzie County, ND, authorizing the drilling of a horizontal well on or near the section line between the two existing 1280-acre spacing units of said proposed overlapping 2560-acre spacing unit, and such other relief as is appropriate.

Case No. 23007: Application of Statoil Oil and Gas LP for an order extending the field boundaries and amending the field rules for the Glass Bluff, Foreman Butte, and/or Nameless-Bakken Pools to create and establish four overlapping 2560-acre spacing units comprised of Sections 26, 27, 34 and 35; Sections 27, 28, 33 and 34; Sections 28, 29, 32 and 33; and Sections 29, 30, 31 and 32, T.151N., R.102W., McKenzie County, ND, authorizing the drilling of a horizontal well on or near the section line between the two existing 1280-acre spacing units of each proposed overlapping 2560-acre spacing unit, and such other relief as is appropriate.

Case No. 23008: Application of Statoil Oil and Gas LP for an order amending the field rules for the Sandrocks-Bakken Pool to create and establish two overlapping 2560-acre spacing units comprised of Sections 33

and 34, T.151N., R.100W. and Sections 3 and 4, T.150N., R.100W.; and Sections 34 and 35, T.151N., R.100W. and Sections 2 and 3, T.150N., R.100W., McKenzie County, ND, authorizing the drilling of a horizontal well on or near the section line between the two existing 1280-acre spacing units of each proposed overlapping 2560-acre spacing unit, and such other relief as is appropriate.

Case No. 23009: Application of Statoil Oil and Gas LP for an order extending the field boundaries and amending the field rules for the Todd-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 14 and 23, T.154N., R.101W., Williams County, ND, authorizing the drilling of a total of not more than eight wells on said 1280-acre spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 23010: Application of Statoil Oil and Gas LP for an order extending the field boundaries and amending the field rules for the Elk, Camp, and/or Lonesome-Bakken Pools to create and establish ten overlapping 2560-acre spacing units comprised of Sections 25 and 36, T.152N., R.102W. and Sections 30 and 31, T.152N., R.101W.; Sections 13, 14, 23 and 24; Sections 16, 17, 20 and 21; and Sections 17, 18, 19 and 20, T.152N., R.101W.; Sections 25 and 36, T.152N., R.101W. and Sections 30 and 31, T.152N., R.100W.; Sections 13, 14, 23 and 24; Sections 14, 15, 22 and 23; Sections 16, 17, 20 and 21; and Sections 17, 18, 19 and 20, T.151N., R.102W.; and, Sections 1, 2, 11 and 12, T.151N., R.101W., McKenzie County, ND, authorizing the drilling of a horizontal well on or near the section line between the two existing 1280-acre spacing units of each proposed overlapping 2560-acre spacing unit, and such other relief as is appropriate.

Case No. 23011: Application of EOG Resources, Inc. for an order amending the field rules for Parshall-Bakken Pool to create and establish two overlapping 1920-acre spacing units comprised of Sections 2, 11 and 12; and Sections 11, 13 and 14, T.152N., R.90W.; and two overlapping 3840-acre spacing units comprised of Sections 19, 20, 21, 28, 29 and 30; and Sections 27, 28, 29, 32, 33 and 34, T.152N., R.90W., Mountrail County, ND, authorizing the drilling of multiple wells on said overlapping 1920 and 3840-acre spacing units, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 23012: Application of Legacy Oil & Gas ND, Inc. for an order authorizing the rework of the Legacy etal Bernstein 13-7H well (File No. 21887), located in the SWSW Section 7, T.163N., R.76W., Bottineau County, ND, for the temporary injection of fluids in the Red Rock-Spearfish Pool pursuant to NDAC Chapter 43 02 05, and such other relief as is appropriate.

Case No. 23013: Application of Legacy Oil & Gas ND, Inc. for an order granting temporary authority to rework and use the Legacy etal Bernstein 13-7H well (File No. 21887), located in the SWSW of Section 7, T.163N., R.76W., Bottineau County, ND, as a water injection well for operation in the Red Rock-Spearfish Pool to test the feasibility of water flooding the reservoir and such other relief as is appropriate.

Case No. 23014: Application of WPX Energy Williston, LLC for an order amending the field rules for the Van Hook-Bakken Pool, Mountrail County, ND, to create and establish two overlapping 2560-acre spacing units comprised of Sections 3, 4, 9 and 10; and Sections 15, 16, 21 and 22, T.150N., R.92W., authorizing the drilling of a horizontal well on or near the section line between existing 1280-acre spacing units of the proposed overlapping 2560-acre spacing units, and such other relief as is appropriate.

Case No. 23015: Application of WPX Energy Williston, LLC for an order amending the field rules for the Eagle Nest-Bakken Pool, McKenzie County, ND, to create and establish an overlapping 2560-acre spacing unit comprised of Sections 29, 30, 31 and 32, T.149N., R.94W., authorizing the drilling of a horizontal well on or near the section line between existing 1280-acre spacing units of the proposed overlapping 2560-acre spacing unit, and such other relief as is appropriate.

Case No. 23016: Application of WPX Energy Williston, LLC for an order amending the field rules for the Spotted Horn-Bakken Pool, McKenzie County, ND, to create and establish an overlapping 2560-acre spacing unit comprised of Sections 13, 14, 23 and 24, T.150N., R.94W., authorizing the drilling of a horizontal well on or near the section line between existing 1280-acre spacing units of the proposed overlapping 2560-acre spacing unit, and such other relief as is appropriate.

Case No. 23017: Application of WPX Energy Williston, LLC for an order amending the field rules for the Mandaree-Bakken Pool, Dunn County, ND, to create and establish an overlapping 2560-acre spacing unit comprised of Sections 27, 28, 33 and 34, T.149N., R.93W., authorizing the drilling of a horizontal well on or near the section line between existing 1280-acre spacing units of the proposed overlapping 2560-acre spacing unit, and such other relief as is appropriate.

Case No. 23018: Application of WPX Energy Williston, LLC for an order amending the field rules for the Mandaree-Bakken Pool to alter the setback requirement for the north boundary of a 1280-acre spacing unit comprised of Sections 35 and 36, T.149N., R.93W., Dunn County, ND, from 500 feet to 270 feet, and such other relief as is appropriate.

Case No. 23019: Application of WPX Energy Williston, LLC for an order amending the field rules for the Squaw Creek-Bakken Pool to alter the setback requirement for the west boundary of a 1280-acre spacing unit comprised of Sections 18 and 19, T.149N., R.94W., McKenzie County, ND, from 500 feet to 270 feet, and such other relief as is appropriate.

Case No. 23020: Application of Newfield Production Co. for an order authorizing the Rolfsrud State 152-96-29-32-10H well (File No. 26533) which was inadvertently drilled with the 7" intermediate casing set approximately 189 feet from the north line and 1010 feet from the east line of Section 29, T.152N., R.96W., McKenzie County, ND, to be drilled, completed and produced as an exception to the provisions of NDAC § 43-02-03-18 and designating Sections 29 and 32, T.152N., R.96W. as the appropriate spacing unit for said well and such other relief as is appropriate.

Case No. 22663: (Continued) Application of Newfield Production Co. for an order extending the field boundaries and amending the field rules for the South Tobacco Garden-Bakken Pool and/or Siverston-Bakken Pool to create and establish an overlapping 2560-acre spacing unit comprised of Sections 25, 26, 35 and 36, T.150N., R.99W., McKenzie County, ND, authorizing the drilling of a horizontal well on or near the section line between the two existing 1280-acre spacing units of said proposed overlapping 2560-acre spacing unit, and such other relief as is appropriate.

Case No. 22857: (Continued) Application of Newfield Production Co. for an order amending the field rules for the Sand Creek-Bakken Pool to create and establish an overlapping 1280-acre spacing unit comprised of Sections 3 and 4, T.153N., R.96W., McKenzie County, ND, authorizing the drilling of a horizontal well on or near the section line between the existing 640 and 1280-acre spacing units of the proposed overlapping 1280-acre spacing unit, and such other relief as is appropriate.

Case No. 22844: (Continued) Application of Continental Resources, Inc. for an order extending the field boundaries and amending the field rules for the Dollar Joe-Bakken Pool to create and establish an overlapping 5120-acre spacing unit

comprised of Sections 17, 18, 19, 20, 29, 30, 31 and 32, T.155N., R.93W., Williams County, ND, authorizing the drilling of two horizontal wells on or near the section line between existing 2560-acre spacing units of the proposed overlapping 5120-acre spacing unit, eliminating any tool error requirements, and such other relief as is appropriate.

Case No. 20926: (Continued) Application of Continental Resources, Inc. for an order suspending and, after hearing, revoking the permit issued to Hess Corp. to drill the SC-5WX- #152-99-0310H-1 well (File No. 26174), with a surface location in Lot 2 of Section 3, T.152N., R.99W., McKenzie County, ND, and such other relief as is appropriate.

Case No. 23054: Application of Statoil Oil & Gas LP 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 17, 18, 19 and 20, T.154N., R.101W., Todd, Springbrook, Painted Woods and/or Williston-Bakken Pools, Williams 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. 23055: Application of Statoil Oil & Gas LP 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 and 24, T.154N., R.102W. and Sections 18 and 19, T.154N., R.101W., Todd, Springbrook, Painted Woods and/or Williston-Bakken Pools, Williams 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. 23056: Application of Statoil Oil & Gas LP 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 3, 4, 9 and 10, T.154N., R.100W., Williston-Bakken Pools, Williams 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. 23057: Application of Statoil Oil & Gas LP 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 5, 6, 7 and 8, T.154N., R.100W., Williston-Bakken Pools, Williams 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. 23058: Application of Statoil Oil & Gas LP 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 36, T.155N., R.100W., Section 1, T.154N., R.100W., Section 31, T.155N., R.99W. and Section 6, T.154N., R.99W., Stony Creek, Epping and/or Stockyard Creek-Bakken Pools, Williams 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. 23059: Application of Statoil Oil & Gas LP 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 12 and 13, T.154N., R.100W. and Sections 7 and 18, T.154N., R.99W., Avoca and/or Stockyard Creek-Bakken Pools, Williams 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. 23060: Application of Statoil Oil & Gas LP 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 15, 16, 21 and 22, T.154N., R.100W., Catwalk-Bakken Pools, Williams 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. 23061: Application of Statoil Oil & Gas LP 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 1, 2, 11 and 12, T.153N., R.100W., Last Chance and/or Crazy Man Creek-Bakken Pools, Williams 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. 23062: Application of Statoil Oil & Gas LP 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, 3, 10 and 11, T.153N., R.100W., Last Chance and/or Crazy Man Creek-Bakken Pools, Williams 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. 23063: Application of Statoil Oil & Gas LP 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 3, 4, 9 and 10, T.153N., R.100W., Last Chance and/or Crazy Man Creek-Bakken Pools, McKenzie and Williams 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. 23064: Application of Hunt Oil Co. 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 27, T.154N., 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. 23065: Application of Hunt Oil Co. 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 27, 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. 23066: Application of Newfield Production 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.150N., R.104W., Estes-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 23067: Application of Newfield Production Co. for an order authorizing the drilling, completing and producing of a total of eight wells on an existing 640-acre spacing unit described as Section 29, T.153N., R.96W., Sand Creek-Bakken Pool, McKenzie County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 22737: (Continued) Application of Newfield Production Co. for an order authorizing the drilling, completing and producing of a total of eight wells on an existing 1280-acre spacing unit described as Sections 13 and 24; and authorizing the drilling, completing and producing of a total of seven wells on an existing 1280-acre spacing unit described as Sections 25 and 36, both in T.152N., R.97W., Westberg-Bakken Pool, McKenzie County, ND,

eliminating any tool error requirements and such other relief as is appropriate.

Case No. 23068: Application of Triangle USA Petroleum Corp. 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.150N., R.101W., Pronghorn-Bakken Pool, McKenzie County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 23069: Application of Triangle USA Petroleum Corp. for an order authorizing the drilling, completing and producing of a total of twelve horizontal wells on each existing 1280-acre spacing unit described as Sections 1 and 12; Sections 2 and 11; Sections 3 and 10; and Sections 13 and 24, T.149N., R.101W., Antelope Creek-Bakken Pool, McKenzie County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 23070: Application of Triangle USA Petroleum Corp. for an order authorizing the drilling, completing and producing of a total of twelve horizontal wells on an existing 1280-acre spacing unit described as Sections 14 and 23, T.150N., R.100W., Timber Creek-Bakken Pool, McKenzie County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 23071: Application of Triangle USA Petroleum Corp. for an order authorizing the drilling, completing and producing of a total of twelve horizontal wells on each existing 1280-acre spacing unit described as Sections 1 and 12; Sections 13 and 24; Sections 14 and 23; Sections 25 and 36; and Sections 26 and 35; T.150N., R.101W., Rawson-Bakken Pool, McKenzie County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 23072: Application of Sinclair Oil & Gas Co. for an order authorizing the drilling, completing and producing of a total of seven wells on an existing 1280-acre spacing unit described as Sections 4 and 9, T.148N., R.99W., Bully-Bakken Pool, McKenzie County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 23073: Application of Legacy Oil & Gas ND, Inc. as provided for in NDAC § 43-02-03-88.1 for an order allowing the production from the Brandjord 12-35H well and the Brandjord 12-35 2H well, to be located in Section 35, T.164N., R.78W., Souris Field, Bottineau County, ND, to be produced into the Scandia Central Tank Battery (CTB #223487-01) or production facility located in Section 34, T.164N., R.78W., Bottineau County, ND, as an exception to the provisions of NDAC § 43-02-03-48 pursuant to 43-02-03-48.1 and such other relief as is appropriate.

Case No. 23074: Application of XTO Energy Inc. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Sorkness State 24X-36A well (File No. 24945) located in the SESW of Section 36, T.157N., R.93W., Mountrail County, ND, Sorkness-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 23075: Application of XTO Energy Inc. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Sorkness State 24X-36B well (File No. 24944) located in the SESW of Section 36, T.157N., R.93W., Mountrail County, ND, Sorkness-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 23076: Application of XTO Energy Inc. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Hovet Federal 41X-29B well (File No. 20142) located in the NENE of Section 29, T.149N., R.97W., McKenzie County, ND, Haystack Butte-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 23077: Application of XTO Energy Inc. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Mandal Federal 41X-29C well (File No. 20140) located in the NENE of Section 29, T.149N., R.97W., McKenzie County, ND, Haystack Butte-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 23078: Application of XTO Energy Inc. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Loomer 21X-4A well (File No. 25065) located in Lot 3 of Section 4, T.150N., R.99W., McKenzie County, ND, Tobacco Garden-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 or such further and additional relief.

Case No. 23079: Application of XTO Energy Inc. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Loomer 21X-4E well (File No. 25066) located in Lot 3 of Section 4, T.150N., R.99W., McKenzie County, ND, Tobacco Garden-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 23080: Application of XTO Energy Inc. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Stenberg 14-10SEH well (File No. 24105) located in the SWSW of Section 10, T.151N., R.99W., McKenzie County, ND, North Tobacco Garden-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 23081: Application of XTO Energy Inc. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Stenberg 14-10SWH well (File No. 24104) located in the SWSW of Section 10, T.151N., R.99W., McKenzie County, ND, North Tobacco Garden-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 22899: (Continued) Application of XTO Energy Inc. for an order authorizing the drilling, completing and producing of a total not to exceed ten wells on each existing 1280-acre spacing unit described as Sections 29 and 32; and Sections 30 and 31, T.158N., R.95W., McGregor-Bakken Pool, Williams County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 22900: (Continued) Application of XTO Energy Inc. for an order authorizing the drilling, completing and producing of a total not to exceed twelve wells on each existing 1280-acre spacing unit described as Sections 23 and 26; Sections 27 and 34; Sections 28 and 33; and Sections 35 and 36, T.149N., R.96 West; and Section 19, T.149N., R.95W. and Section 24, T.149N., R.96W., Bear Den-Bakken Pool, McKenzie County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 23082: 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 CHSU 31B-27SH 15 (File No. 16423) well, NWNE Section 27, T.131N., R.105W., Cedar Hills Field, Bowman County, ND, pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 23083: Application of Thunderbird Resources LP for an order pursuant to NDAC § 43-02-03-88.1 authorizing the conversion to saltwater disposal into the Dakota Group of the Fairfield State 21-16-2H well (File No. 24639), NENW Section 16, T.143N., R.99W., Whitetail Field, Billings County, ND, pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 22947: (Continued) Application of Samson Resources Co. as provided for in NDAC § 43-02-03-88.1 for an order allowing the production from the Ranger 3228-1H well, Ranger 3228-3H well, Trooper 0409-1H well, and Trooper 0409-3H well, to be produced into the Ranger-Trooper Central Tank Battery or production facility, all to be located in Section 4, T.162N., R.98W., Blooming Prairie Field, Divide County, ND, as an exception to the provisions of NDAC § 43-02-03-48 pursuant to 43-02-03-48.1 and such further relief as is appropriate.

Signed by,
Jack Dalrymple, Governor
Chairman, ND Industrial Commission
8/28 - 20742364

Affidavit of Publication

State of North Dakota)
:ss.
County of Williams)

Wanda Olaf being first
duly sworn, deposes and says: That (he) (she) is the Agent
to the Publisher of the WILLISTON HERALD a newspaper
printed and published six days a week in the county of
Williams, State of North Dakota, and of general circulation in
the city of Williston, County of Williams, State of North
Dakota and elsewhere, and the hereto attached.



Notice of Hearing
Thursday, September 18, 2014

was printed and published correctly in the regular and
entire issue of said WILLISTON HERALD FOR **1**
issues, that the first was made on the **27th** day of
August **20 14** that said publication
was made on each of the following dates to wit:

8/27/14

Request of

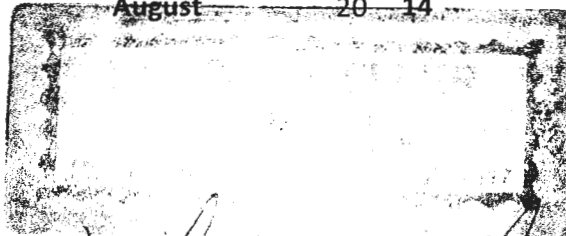
ND Industrial Commission Oil & Gas Division

Williston Herald

www.willistonherald.com

By

Subscribed sworn to before me this **27th** day of
August **20 14**



Notary Public in and for the County of Williams, State of
North Dakota

Legal Rate \$.85 per line or \$8.41 per column inch.

2386 \$ 316.87

Case No. 23060: Application of Statoil Oil & Gas LP 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 15, 16, 21 and 22, T.154N., R.100W., Catwalk-Bakken Pools, Williams 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. 23061: Application of Statoil Oil & Gas LP 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 1, 2, 11 and 12, T.153N., R.100W., Last Chance and/or Crazy Man Creek-Bakken Pools, Williams 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. 23062: Application of Statoil Oil & Gas LP 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, 3, 10 and 11, T.153N., R.100W., Last Chance and/or Crazy Man Creek-Bakken Pools, Williams 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. 23063: Application of Statoil Oil & Gas LP 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 3, 4, 9 and 10, T.153N., R.100W., Last Chance and/or Crazy Man Creek-Bakken Pools, McKenzie and Williams 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. 22899: (Continued) Application of XTO Energy Inc. for an order authorizing the drilling, completing and producing of a total not to exceed ten wells on each existing 1280-acre spacing unit described as Sections 29 and 32; and Sections 30 and 31, T.158N., R.95W., McGregor-Bakken Pool, Williams County, ND, eliminating any tool error requirements and such other relief as is appropriate.

By: -s- JACK DALRYMPLE
Jack Dalrymple, Governor
Chairman, ND Industrial Commission
(August 27, 2014)