

BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA

CASE NO. 24455
ORDER NO. 26821

IN THE MATTER OF A HEARING CALLED ON A MOTION OF THE COMMISSION TO CONSIDER THE APPLICATION OF SM ENERGY CO. FOR AN ORDER PURSUANT TO NDAC § 43-02-03-88.1 POOLING ALL INTERESTS IN A SPACING UNIT DESCRIBED AS SECTIONS 13 AND 24, T.160N., R.99W., BURG-BAKKEN POOL, DIVIDE COUNTY, ND, AS PROVIDED BY NDCC § 38-08-08, AND SUCH OTHER RELIEF AS IS APPROPRIATE.

ORDER OF THE COMMISSION

THE COMMISSION FINDS:

- (1) This cause came on for hearing at 9:00 a.m. on the 16th day of September, 2015.
- (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 13 and 24, Township 160 North, Range 99 West, Burg-Bakken Pool, Divide County, North Dakota.
- (4) Said spacing unit was created in accordance with an order of the Commission and there are separately owned tracts and/or separately owned interests in the spacing unit, and some of the owners thereof have not voluntarily pooled their interest for the development and operation of said spacing unit.
- (5) The Commission makes no findings with regard to the specific acreage or percentage attributed to separately owned tracts or interests.
- (6) Counsel for applicant requests an order of the Commission pooling all interests in the spacing unit, as provided by NDCC Section 38-08-08, and such other relief as is appropriate.
- (7) There were no objections to this application.
- (8) NDCC Section 38-08-08 requires the Commission to enter a pooling order upon application when two or more separately owned tracts are embraced within a spacing unit, or there are separately owned interests in all or a part of a spacing unit, in the absence of voluntary pooling. The section further provides that working interest owners in the spacing unit shall pay their share of the reasonable actual cost of drilling and operating the well plus a reasonable charge for supervision. In addition to such costs and charges, nonparticipating lessees may be

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

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

IT IS THEREFORE ORDERED:

(1) All oil and gas interests in a spacing unit described as all of Sections 13 and 24, Township 160 North, Range 99 West, Burg-Bakken Pool, Divide County, North Dakota, are hereby pooled for the development and operation of the spacing unit.

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

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

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

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

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

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

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

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

Dated this 2nd day of October, 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

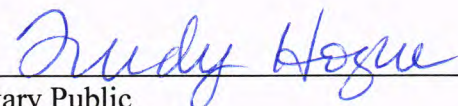
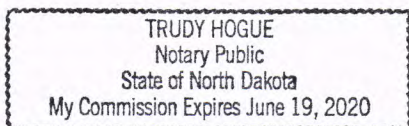
I, Belinda Dickson, being duly sworn upon oath, depose and say: That on the 9th day of October, 2015 enclosed in separate envelopes true and correct copies of the attached Order No. 26821 of the North Dakota Industrial Commission, and deposited the same with the United States Postal Service in Bismarck, North Dakota, with postage thereon fully paid, directed to the following persons by the Industrial Commission in Case No. 24455:

JOHN MORRISON
CROWLEY FLECK PLLP
PO BOX 2798
BISMARCK ND 58502



Belinda Dickson
Oil & Gas Division

On this 9th day of October, 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: Wednesday, September 09, 2015 4:47 PM
To: Hicks, Bruce E.
Cc: Sam Jolliffe; Kadrmass, Bethany R.; John W. Morrison
Subject: Pooling Affidavits
Attachments: SM Filing Ltr - Jolliffe Pooling Affs 24454-24456.pdf; SM - Jolliffe Pooling Aff 24454.pdf; SM - Jolliffe Pooling Aff 24455.pdf; SM - Jolliffe Pooling Aff 24456.pdf

Attached please find pooling affidavits in Case Nos. 24454-24456. Thank you.

Lisa

CROWLEY | FLECK PLLP
ATTORNEYS

Lisa Herberholz

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

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

September 9, 2015

Via Electronic Mail

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

In re: SM Energy Co.
Case Nos. 24454-24456

Dear Mr. Hicks:

Pursuant to Section 43-02-03-88.1 of the North Dakota Administrative Code, please find enclosed the affidavits of Sam Jolliffe in the captioned matters.

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

Sincerely,



John W. Morrison

lh
enc.

cc (via e-mail w/enc.): Sam Jolliffe
Bethany Kadrmas

BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA

Application of SM Energy Co. for an order)
pursuant to NDAC § 43-02-03-88.1 pooling)
all interests in a spacing unit described as)
Sections 13 and 24, T.160N., R.99W., Burg-)
Bakken Pool, Divide County, ND, as)
provided by NDCC § 38-08-08, and such)
other relief as is appropriate.)

Case No. 24455

AFFIDAVIT OF SAM JOLLIFFE

STATE OF MONTANA)
)SS.
COUNTY OF YELLOWSTONE)

Sam Jolliffe, being duly sworn, states as follows:

1. I am a landman employed by SM Energy Company with responsibilities in the State of North Dakota and I have personal knowledge of the matters set forth in this affidavit. I graduated from Texas A & M in 1975 with a Business Management degree and have been a landman for 37 years, the last 2 years with SM Energy Company.

2. Sections 13 and 24, T.160N., R.99W., Divide County, North Dakota constitute a spacing unit for the Burg-Bakken Pool. There are separately owned tracts and separately owned interests within tracts in the spacing unit.

3. There is no voluntary pooling agreement or declaration of pooling which covers all interests within the spacing unit for the above-described well.

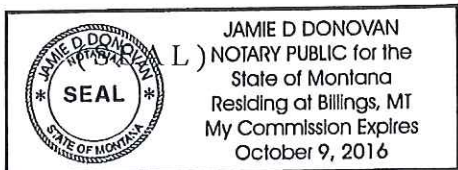
Dated this 9th day of September, 2015.



Sam Jolliffe

STATE OF MONTANA)
)SS.
COUNTY OF YELLOWSTONE)

Subscribed to and sworn before me this 9 day of September, 2015.





Notary Public
State of Montana
My Commission Expires: _____

BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA



Application of SM Energy Company for an)
order pursuant to NDAC § 43-02-03-88.1)
pooling all interests in a spacing unit)
described as Sections 13 and 24, T.160N.,)
R.99W., Burg-Bakken Pool, Divide County,)
ND, as provided by NDCC § 38-08-08, and)
such other relief as is appropriate.)

APPLICATION

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

1. It is the owner of an interest in the oil and gas leasehold estate underlying all or portions of Sections 13 and 24, Township 160 North, Range 99 West, Divide County, North Dakota.
2. Said lands constitute a spacing unit for the Burg-Bakken pool.
3. There are separately owned tracts and separately owned interests within tracts within the spacing unit.
4. There is no voluntary pooling agreement covering all interests within the spacing unit.
5. Applicant requests that it be allowed to present testimony by telephone pursuant to Section 43-02-03-88.2 of the North Dakota Administrative Code.

WHEREFORE, applicant respectfully requests that this matter be set for hearing at the regularly scheduled hearings in September, 2015 and that thereafter the Commission enter its order granting the relief requested.

Dated this 14th day of August, 2015.

SM ENERGY COMPANY

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

By:  _____
JOHN W. MORRISON

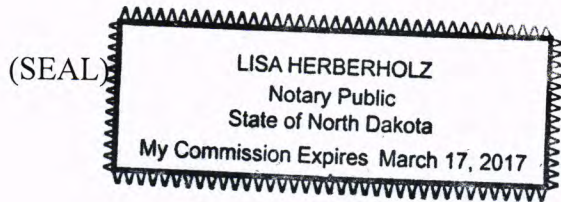
STATE OF NORTH DAKOTA)
) ss.
COUNTY OF BURLEIGH)

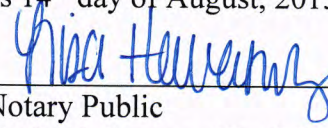
John W. Morrison, being first duly sworn on oath, deposes and says that he is the attorney for the applicant herein named, that he has read the above and foregoing application, knows the contents thereof, and that the same is true to the best of this affiant's knowledge, information and belief.



JOHN W. MORRISON

Subscribed and sworn to before me this 14th day of August, 2015.





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

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

August 14, 2015

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



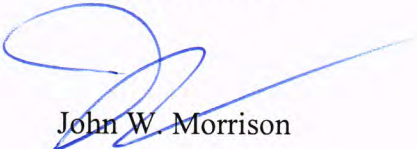
In re: SM Energy Company Applications

Dear Mr. Hicks:

Please find enclosed for filing three applications for the September, 2015 default docket.

Thank you.

Very truly yours,


John W. Morrison

lh
enc.

cc (via e-mail w/enc.): Sam Jolliffe



OIL & GAS DIVISION

600 E BLVD AVE #405
BISMARCK ND 58505

Customer: 60010203
Phone: (701) 328-8020
Date: 08/26/2015

Date	Order #	Type	Order Amt
08/26/15	20805054	INV	251.49

Amount Paid	CK #
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CREDIT CARD PAYMENT (circle one)

Card #: _____
Exp Date: _____
Signature: _____
Credit card users: Fax to 608-791-8212

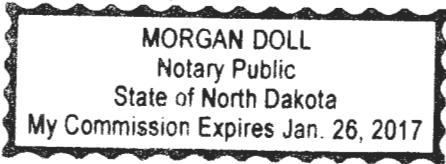
Cash Amt

PLEASE DETACH AND RETURN TOP PORTION WITH YOUR PAYMENT

Lee Enterprises no longer accepts credit card payments sent via e-mail. Emails containing credit card numbers will be blocked. Please use the coupon above to send a credit card payment to remittance address located in the upper right corner. You may also send the coupon to a secure fax at 608-791-8212.

Date	Date	Times Run	Description	Lines	Class Code	Order Amt	Net Amt Due
			Case No 24445	303.00	Legals	251.49	251.49
08/26/15	08/26/15	1	Bismarck Tribune				

Affidavit of Publication
State of North Dakota) SS. County of Burleigh
Before me, a Notary Public for the State of North Dakota personally appeared CK who being duly sworn, deposes and says that (he/she) is the Clerk of Bismarck Tribune Co., and that the publication(s) were made through the Bismarck Tribune on the following dates: 8/26 Signed: Carmen Kuntz
sworn and subscribed to before me this 2nd day of September 2015
Morgan Doll
Notary Public in and for the State of North Dakota



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

Remarks	Total Due: 251.49
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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, September 16, 2015, 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, September 03, 2015.

STATE OF NORTH DAKOTA TO:

Case No. 24445: A motion of the Commission to determine the issuance and the amount of a bond to be required by Gadeco, LLC pursuant to NDAC Section 43-02-03-15 for the operation of oil and gas wells in McKenzie County, ND, and such other relief as is appropriate.

Case No. 24446: Proper spacing for the development of the Bowline-Bakken Pool, McKenzie County, ND, redefine the field limits, and enact such special field rules as may be necessary. True Oil LLC

Case No. 23957: (Continued) Proper spacing for the development of the New Home-Bakken Pool, Williams County, ND, redefine the field limits, and enact such special field rules as may be necessary. Continental Resources, Inc.; Crescent Point Energy U.S. Corp.; Hess Bakken Investments II, LLC

Case No. 24368: (Continued) Proper spacing for the development of the Davis Buttes-Bakken Pool, Stark County, ND, redefine the field limits, and enact such special field rules as may be necessary. Hess Bakken Investments II, LLC

Case No. 24447: Application of Hess Bakken Investments II, LLC, for an order amending the applicable orders for the Manitou-Bakken Pool to establish an overlapping 2560-acre spacing unit consisting of Sections 29, 30, 31 and 32, T.156N., R.94W., Mountrail County, ND, and authorize up to two horizontal wells to be drilled on the unit, and granting such other relief as may be appropriate.

Case No. 24070: (Continued) Proper spacing for the development of the Flaxton-Bakken Pool, Burke County, ND, redefine the field limits, and enact such special field rules as may be necessary. Cornerstone Natural Resources LLC

Case No. 21588: (Continued) Proper spacing for the development of the North Taylor-Winnipeg Gas Pool, Stark County, ND, redefine the field limits, and enact such special field rules as may be necessary. BTA Oil Producers, LLC

Case No. 24448: Application of Whiting Oil and Gas Corp. for an order amending the applicable orders for the Heart Butte and/or Mandaree-Bakken Pools to establish an overlapping 3840-acre spacing unit consisting of Sections 7, 18 and 19, T.149N., R.92W. and Sections 12, 13 and 24, T.149N., R.93W., Dunn County, ND, and authorize one horizontal wells to be drilled on the spacing unit; and granting such other relief as may be appropriate.

Case No. 24449: Application of Whiting Oil and Gas Corp. for an order amending the applicable orders for the Moccasin Creek-Bakken Pool to (i) establish a 1280-acre spacing unit consisting of Section 3, T.147N., R.93W. and Section 34, T.148N., R.93W. and authorize up to two horizontal wells to be drilled on the spacing unit; (ii) establish two overlapping 2560-acre spacing units consisting of Sections 26, 27, 34, and 35; and Sections 27, 28, 33 and 34, T.148N., R.93W., Dunn County, ND, and authorize one horizontal wells to be drilled on each such 2560-acre spacing unit; and (iii) granting such other relief as may be appropriate.

Case No. 24371: (Continued) Application of Whiting Oil and Gas Corp. for an order amending the applicable orders for the Moccasin Creek-Bakken Pool to establish a 640-acre spacing unit consisting of Section 10, T.147N., R.93W., Dunn County, ND, and allow one horizontal well to be drilled thereon, or granting such other relief as may be appropriate.

Case No. 24372: (Continued) Application of Whiting Oil and Gas Corp. for an order amending the applicable orders for the Twin Buttes-Bakken Pool to establish a 1920-acre spacing unit consisting of Sections 10, 15 and 22, T.147N., R.92W., Dunn County, ND, and allow up to three horizontal wells to be drilled thereon, or granting such other relief as may be appropriate.

Case No. 24373: (Continued) Application of Whiting Oil and Gas Corp. for an order amending the applicable orders for the Twin Buttes-Bakken Pool to establish a 2560-acre spacing unit consisting of Sections 8, 17, 20 and 29, T.147N., R.91W., Dunn County, ND, and allow up to eight horizontal wells to be drilled thereon, or granting such other relief as may be appropriate.

Case No. 24374: (Continued) Application of Whiting Oil and Gas Corp. for an order amending the applicable orders for the Twin Buttes-Bakken Pool to establish a 5120-acre spacing unit consisting of Sections 9, 10, 15, 16, 21, 22, 27 and 28, T.147N., R.91W., Dunn County, ND, and allow up to sixteen horizontal wells to be drilled thereon, or granting such other relief as may be appropriate.

Case No. 24375: (Continued) Application of Whiting Oil and Gas Corp. for an order extending the boundary of the Twin Buttes Field to include Sections 11 and 14, T.147N., R.91W., Dunn County, ND, and amending the applicable orders for the Twin Buttes-Bakken Pool to establish a 1280-acre spacing unit consisting of said lands and allow up to four horizontal wells to be drilled thereon, or granting such other relief as may be appropriate.

Case No. 24376: (Continued) Application of Whiting Oil and Gas Corp. for an order extending the boundary of the Twin Buttes Field to include Sections 23 and 26, T.147N., R.91W., Dunn County, ND, and amending the applicable orders for the Twin Buttes-Bakken Pool to establish a 1280-acre spacing unit consisting of said lands and allow up to four horizontal wells to be drilled thereon, or granting such other relief as may be appropriate.

Case No. 24450: Application of Burlington Resources Oil & Gas Co. LP for an order amending the applicable orders for the Westberg, Twin Valley and/or Banks-Bakken Pools to establish five 2560-acre spacing units consisting of Sections 5, 6, 7 and 8; Sections 14, 15, 22, and 23; Sections 15, 16, 21, and 22; Sections 16, 17, 20, and 21; and Sections 17, 18, 19, and 20, T.152N., R.97W., McKenzie County, ND, and authorize the drilling of one well on each such spacing unit; and granting such other and further relief as may be appropriate.

Case No. 24451: Application of Burlington Resources Oil & Gas Co. LP for an order amending the applicable orders for the Dimmick Lake, Edge, and/or Elidah-Bakken Pools to establish four 2560-acre spacing units consisting of (i) Sections 5, 6, 7 and 8, T.151N., R.96W.; (ii) Sections 6 and 7, T.151N., R.96W. and Sections 1 and 12, T.151N., R.97W.; (iii) Sections 1, 2, 11, and 12, T.151N., R.97W.; and (iv) Sections 18 and 19, T.151N., R.96W. and Sections 13 and 24, T.151N., R.97W., McKenzie County, ND, and authorize the drilling of one well on each such spacing unit; and granting such other and further relief as may be appropriate.

Case No. 24452: Application of Marathon Oil Co. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the conversion to saltwater disposal into the Dakota Group of the Myrmidon SWD #1 well (File No. 18511), SVSW Section 11, T.151N., R.93W., Reunion Bay Field, Mountrail County, ND, pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 24453: Application of Oasis Petroleum North America LLC for an order pursuant to NDAC § 43-02-03-88.1 authorizing saltwater disposal into the Dakota Group in the JJ SWD 5198 31-35 well, NWSW Section 35, T.151N., R.98W., Siverston Field, McKenzie County, ND, pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 24454: 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 30 and 31, T.161N., R.97W., Frazier-Bakken Pool, Divide County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24455: 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 13 and 24, T.160N., R.99W., Burg-Bakken Pool, Divide County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24456: 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 3 and 10, T.160N., R.98W., Skabo-Bakken Pool, Divide County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24457: Application of Hess Bakken Investments II, LLC, for an order amending the applicable orders for the Tioga-Bakken Pool to authorize up to thirteen horizontal wells to be drilled on a

1280-acre spacing unit described as Sections 14 and 23, T.158N., R.95W., Williams County, ND, and granting such other relief as may be appropriate.

Case No. 24458: Application of Hess Bakken Investments II, LLC, for an order pursuant to NDAC § 43 02-03-88.1 pooling all interests in a spacing unit described as Sections 24 and 25, T.155N., R.96W., Capa-Bakken Pool, Williams County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24459: Application of Petro-Hunt, L.L.C. for an order amending the applicable orders for the Charlson-Bakken Pool to authorize up to four wells to be drilled on an existing 1920-acre spacing unit consisting of all of Sections 7, 17 and 18, T.153N., R.95W., McKenzie County, ND, or such other and further relief as may be appropriate.

Case No. 24460: Application of Burlington Resources Oil & Gas Co. LP, for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 6, 7, 18 and 19, T.151N., R.96W., Dimmick Lake-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24461: Application of Burlington Resources Oil & Gas Co. LP for an order amending the applicable orders for the Blue Buttes-Bakken Pool to authorize up to two horizontal wells to be drilled on an overlapping 2560-acre spacing unit described as Sections 2, 3, 10 and 11, T.150N., R.96W., McKenzie County, ND, and granting such other and further relief as may be appropriate.

Case No. 24462: Application of Burlington Resources Oil & Gas Co. LP, for an order amending the applicable orders for the Pershing-Bakken Pool (i) to authorize up to twenty-two horizontal wells to be drilled on a stand-up 2560-acre spacing unit described as Sections 18, 19, 30 and 31, T.150N., R.96W.; (ii) to authorize up to two horizontal wells to be drilled on an overlapping 2560-acre spacing unit described as Sections 18 and 19, T.150N., R.96W. and Sections 13 and 24, T.150N., R.97W.; McKenzie County, ND; and (iii) granting such other and further relief as may be appropriate.

Case No. 24463: Application of HRC Operating, LLC, for an order amending the applicable orders for the Antelope-Sanish Pool to authorize up to thirteen horizontal wells to be drilled on a 1280-acre spacing unit described as Sections 26 and 35, T.151N., R.94W., McKenzie County, ND, and granting such other relief as may be appropriate.

Case No. 24464: Application of Legacy Reserves Operating, LP, for an order pursuant to N.D.A.C. Section 43-02-03-88.1 allowing hydrocarbons produced from the Beaver Creek-Red River and Stonewall Pools to be commingled in the well bore of the Williamson Federal 42-26R well (File No. 12539), located in the SENE of Section 26, T.143N., R.103W., Golden Valley County, ND, and for such other relief as is appropriate.

Signed by,
Jack Dalrymple, Governor
Chairman, ND Industrial Commission
8/26 - 20805054

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, September 16, 2015, 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.

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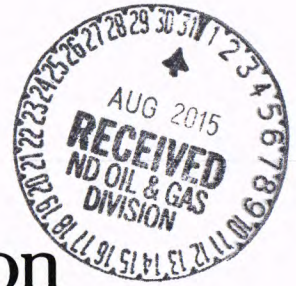
STATE OF NORTH DAKOTA TO:

Case No. 24454: 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 30 and 31, T.161N., R.97W., Frazier-Bakken Pool, Divide County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24455: 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 13 and 24, T.160N., R.99W., Burg-Bakken Pool, Divide County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

Case No. 24456: 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 3 and 10, T.160N., R.98W., Skabo-Bakken Pool, Divide County, ND, as provided by NDCC § 38-08-08, and such other relief as is appropriate.

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



Affidavit of Publication

State of North Dakota, County of Divide, ss:

I, Cecile L. Krimm, being first duly sworn, on my oath, say that I am the publisher of The Journal, a weekly newspaper of general circulation and official newspaper of Divide County, State of North Dakota, published in the city of Crosby, ND, and that the advertisement headed

NOTICE OF HEARING

a printed copy of which is here attached, was published in The Journal on the following date:

Aug. 26, 2015 52 lines @ 0.67 = \$30.82

TOTAL CHARGE \$30.82

Signed Cecile L Krimm
Cecile L. Krimm, Publisher

Subscribed and sworn to before me Aug. 26, 2015
Holly R. Anderson
Notary Public, State of North Dakota

