

FORM  
38Rev  
1/10State of Colorado  
Oil and Gas Conservation Commission

1120 Lincoln street, Suite 801, Denver, Colorado 80203 (303) 894-2100 Fax: (303) 894-2109

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DEC 14 2015

COGCC

**PAYMENT OF PROCEEDS HEARING REQUEST**

This form may be submitted only by a payee legally entitled to payment from proceeds derived from the sale of oil, gas, or associated products from a well in Colorado. The payee is to complete this form (one form per well), attach required documentation and mail to: COGCC, 1120 Lincoln Street, Suite 801, Denver, Colorado 80203 or fax to: (303) 894-2109. COGCC will investigate the report and determine what action, if any, should be taken.

**PAYEE INFORMATION**

NAME OF PAYEE: Okreek Oil and Gas, LLC PHONE NO: 720-484-6625  
 ADDRESS: 999 18th Street, Suite 1120S FAX: 303-648-6228  
 CITY: Denver STATE: CO ZIP: 80202 E-MAIL: Justin@Okreek.com  
 PAYEE NUMBER: \_\_\_\_\_

**MINERAL INFORMATION**

WELL NAME: KEOTA PC #LB26-62HN COUNTY: Weld  
 QTR/QTR SEC: TOWNSHIP: RANGE:  
 SESE 26 9N 60W API NUMBER: 05-123-36549

**NON-COMPLIANCE ISSUES NOT RESOLVED**  
**(PLEASE CHECK ALL THAT APPLY)**

Required checkstub detail not provided:

Late payment

Non payment

No interest paid on late payment

No response to Form 37 inquiry

All pertinent documentation must be attached. This includes: completed copy of operator contact Form 37, proof of mailing, response (if received from operator), redacted checkstub detail and any other documentation necessary.

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**NAME OF PAYEE:** Okreek Oil and Gas II, LLC **PHONE NO:** 720-484-6625  
**ADDRESS:** 999 18th Street, Suite 1120S **FAX:** 303-648-6228  
**CITY:** Denver **STATE:** CO **ZIP:** 80202 **E-MAIL:** Justin@Okreek.com  
**PAYEE NUMBER:**

#### MINERAL INFORMATION

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7014 2120 0003 5984 8598

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Restricted Delivery Fee (Endorsement Required)	\$0.00
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 or PO Box No. \_\_\_\_\_  
 City, State, ZIP+4 \_\_\_\_\_

PS Form 3800, July 2011. See Reverse for Instructions

**SENDER: COMPLETE THIS SECTION**

■ Complete items 1, 2, and 3. Also complete



or on the front if space permits.

1. Article Addressed to:

*Noble Energy, Inc.  
Attn: Scott Park  
1625 Broadway, Ste. #2200  
Denver, CO 80202*

**COMPLETE THIS SECTION ON DELIVERY**

A. Signature *[Signature]*  Agent  
 Addressee

B. Received by (Printed Name) \_\_\_\_\_ C. Date of Delivery \_\_\_\_\_

D. Is delivery address different from item 1?  Yes  
If YES, enter delivery address below:  No

3. Service Type  
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 Registered  Return Receipt for Merchandise  
 Insured Mail  Collect on Delivery

4. Restricted Delivery? (Extra Fee)  Yes

2. Article Number  
(Transfer from service label)

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PS Form 3811, July 2013

Domestic Return Receipt

UNITED STATES POSTAL SERVICE



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• Sender: Please print your name, address, and ZIP+4® in this box•

**Okreek Oil and Gas, LLC**  
999 18th Street, Suite 1120S  
Denver, CO 80202

02243655



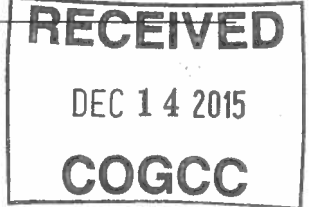
# OKREEK OIL AND GAS, LLC

999 18<sup>th</sup> Street, Suite 1120S, Denver, CO 80202

OFFICE: (720) 484-6625

FAX: (303) 648-6228

SENT BY CERTIFIED U.S. MAIL October 6, 2015  
# 7014 2120 0003 5984 8598



Noble Energy, Inc.  
Attn: Scott Park  
1625 Broadway, Ste. #2200  
Denver, CO 80202

RE: Interest of Okreek Oil and Gas, LLC (“Okreek”), and Okreek Oil and Gas II, LLC (“Okreek II”), in the following lands (“Subject Lands”) and wells (“Subject Wells”):

Township 9 North, Range 60 West, of the 6th P.M.  
Section 26: All

KEOTA PC #LB26-62HN Well (API No. 05-123-36549) (KEOTA 1 Well)

To Whom It May Concern,

Please consider this letter as a formal request that Noble Energy, Inc. (“Noble”) recognize that Okreek owns a working interest in the Subject Lands described above, and that Okreek II owns an overriding royalty interest in the Subject Lands. Furthermore, Okreek formally requests all corresponding opportunities to participate in present and future wells in the Subject Lands.

Okreek Oil and Gas, LLC, acquired a working interest in the Subject Lands by virtue of the leases recorded in the real property records of Weld County, Colorado, at the following described reception numbers (“Okreek Leases”), from the following described mineral interest owners (“Okreek Lessors”), covering the following described mineral interests (see table below). Copies of the Okreek Leases, Ratifications and the subsequent Assignment of Oil and Gas Leases from NorthStar Energy Company, LLC, to Okreek Oil and Gas, LLC, are enclosed for your review.

Okreek Oil and Gas II, LLC, acquired an overriding royalty interest by virtue of an Assignment of Overriding Royalty Interest (“Assignment of ORRI”), from Okreek Oil and Gas, LLC, recorded on September 25, 2015, at Reception No. 4145136 in the real property records of Weld County, Colorado. A copy of the Assignment of ORRI is enclosed for your review.

Lessor	Predecessor in Interest	Fractional Interest in Subject Lands	Percentage	Lease Reception No.
Robert Achilli	Andrew Swanson	1/192	0.005208%	4006244
Gary Mansholt	Andrew Swanson	1/192	0.005208%	4008087
Leroy Baxter	Andrew Swanson	1/384	0.002604%	3999373
Sharon Dobmeier	Andrew Swanson	1/384	0.002604%	3999711
Elaine Young	Andrew Swanson	1/384	0.002604%	4000522
Carol Coates	Andrew Swanson	1/384	0.002604%	4000523
Vivian Pring	Andrew Swanson	1/576	0.001736%	4001073
Jean E. Johnson	Andrew Swanson	1/576	0.001736%	4001607
Ruth A. Kornmann	Andrew Swanson	1/576	0.001736%	4003300
John R. Mattson	Andrew Swanson	1/576	0.001736%	4004230
David E. Mattson	Andrew Swanson	1/576	0.001736%	4005126
Cindy R. Pollard	Andrew Swanson	1/1,728	0.000578%	4006243 Ratified at 4024082
Herman R. Fuechtmann	Andrew Swanson	1/1,728	0.000578%	4006243 Ratified at 4024083
Gloria V. Nathanson	Andrew Swanson	1/1,728	0.000578%	4006243 Ratified at 4024084
		<b>TOTAL</b>	0.031250%	

The above-named Lessors are successors in interest to Andrew Swanson, deceased, who obtained 100% of the mineral interest in the Subject Lands by Warranty Deed from Bertha E. Middleton, recorded on January 31, 1924, at Reception No. 427169 in the land records of Weld County, Colorado. Andrew Swanson subsequently conveyed his interest, while reserving one-half (1/2) of the oil and gas rights to himself, by Warranty Deed recorded on February 29, 1928, at Reception No. 531560 in the real property records of Weld County, Colorado. This conveyance left Andrew Swanson with an undivided 80/160 interest in and to the oil and gas in the Subject Lands. A copy of the Weld County District Court's Order is enclosed for your review. This Order vests title to a portion of Andrew Swanson's undivided 80/160 interest in his living heirs.

There are a number of orders from the Colorado Oil and Gas Conservation Commission ("COGCC") that pertain to the Subject Lands, including but not limited to the following:

Order No.	Date	Summary of Order
535-3	02/22/2011	Approves request for order to establish 163 approximate 640-acre spacing unit for Section 26, and other lands.
535-306	03/25/2013	Approves request for order to pool all interest in an approximate 640-acre drilling and spacing unit ("DSU") in Section 26.

Order No. 535-306 was approved pursuant to a 511 Motion filed by Noble. Exhibit 2 of the 511 Motion contains the following party and their address:

Anna E. Swanson  
437 Collyer Street  
Longmont, CO 80503

Exhibit 3 of the 511 Motion contains the following party and their address:

Anna B. Swanson  
437 Collyer Street  
Longmont, CO 80503

The owner of record in the Subject Lands at that time was Andrew Swanson. The pooling application contains the name of Andrew Swanson's wife, Anna E. Swanson, and notice was sent to an address in Longmont, Boulder County, to Anna B. Swanson. Okreek was able to locate probate documents for both Andrew Swanson and Anna E. Swanson by making a request to the Probate Court in Boulder County; Anna E. Swanson's Last Will and Testament was filed and of record in the land records of Boulder County, being recorded on November 21, 1957 at Reception No. 90603435. Based on these documents, Okreek was able to locate a portion of the current successors in interest and contact each of them with a reasonable amount of due diligence. A copy of Order 535-306, Application and the 511 Request (with exhibits) has been attached for your reference.

As a result of the lack of notice to record title owner, Andrew Swanson, Okreek is entitled to its proportionate share of proceeds attributable to its working interest in all wells in the Subject Lands.

Okreek and Okreek II formally request the following:

1. That Noble acknowledge in writing within 60 days of this Letter that Okreek owns a working interest in the Subject Lands pursuant to Okreek's oil and gas leases with the Okreek Lessors;
2. That Noble acknowledge in writing within 60 days of this Letter that Okreek II owns an overriding royalty interest in the Subject Lands pursuant to the Assignment of ORRI from Okreek to Okreek II;
3. That Noble acknowledge in writing within 60 days of this Letter that the cost recovery provisions of C.R.S. § 34-60-116 do not apply to Okreek's working interest in the Subject Lands, including without limitation, the KEOTA 1 Well;
4. That Noble recognize Okreek and Okreek II as Payee's entitled to payment from proceeds derived from the sale of oil, gas, or associated products from a well in Colorado, including without limitation, the KEOTA 1 Well;
5. That Noble provide to Okreek, within 60 days of this Letter, an election and AFE for all wells that Noble operates in the Subject Lands; and



6. That Okreek be provided with an election and AFE for any wells drilled in the Subject Lands in the future, in accordance with C.R.S. § 34-60-116 and COGCC Rule 530.

This letter is intended to satisfy the notice requirement under C.R.S. § 34-60-118.5, and is accompanied by a COGCC Form 37 Request from Okreek and Okreek II, respectively. If Noble fails to meet any of the conditions specified above, Okreek and Okreek II will be forced to pursue all available remedies to protect its interests in the Subject Lands. In no way should anything in this Letter be construed as a waiver of Okreek's or Okreek II's rights, and they expressly retain and reserve all rights and remedies in law and equity.

Please provide the above-requested acknowledgments, elections and AFE's to Shane Kaiser, and please direct any questions or comments about the matters discussed herein to the undersigned. We appreciate your prompt attention to these matters and look forward to a swift and amicable resolution of these issues.

Sincerely,

Okreek Oil and Gas, LLC  
Okreek Oil and Gas II, LLC

Justin Koenen, Attorney  
999 18<sup>th</sup> Street, Suite 1120S  
Denver, CO 80202  
Office: 720-484-6625  
[Justin@Okreek.com](mailto:Justin@Okreek.com)

Enclosures:

1. A copy of the Okreek Leases and Ratifications;
2. A copy of the Assignment of Oil and Gas Leases from NorthStar Energy Company, LLC, to Okreek Oil and Gas, LLC;
3. A copy of the Assignment of Overriding Royalty Interest from Okreek Oil and Gas, LLC, to Okreek Oil and Gas II, LLC;
4. A copy of the recorded Order to Determine Heirs of Andrew Swanson;

5. A copy of Order 535-306, Application and the 511 Motion with Exhibits;
6. A COGCC Form 37 Request for the KEOTA 1 Well in regards to the working interest of Okreek Oil and Gas, LLC; and
7. A COGCC Form 37 Request for the KEOTA 1 Well in regards to the overriding royalty interest of Okreek Oil and Gas II, LLC. (with Scout Card)