

FILED

FEB 26 2014

COURT CLERK'S OFFICE - OKC
CORPORATION COMMISSION
OF OKLAHOMA

3-24

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: OSAGE EXPLORATION AND DEVELOPMENT, INC.

RELIEF SOUGHT: POOLING

LEGAL DESCRIPTION: SECTION 11, TOWNSHIP)
16 NORTH, RANGE 3 WEST, LOGAN COUNTY,)
OKLAHOMA)

CAUSE CD NO. 201401451

APPLICATION

COMES NOW the Applicant, and shows the Honorable Corporation Commission, as follows:

1. Parties:

Applicant:

Attorney:

Osage Exploration and Development, Inc.
2445 Fifth Avenue
Suite 310
San Diego, California 92101

Charles L. Helm, OBA #4059
105 North Hudson
Hightower Building, Suite 700
Oklahoma City, Oklahoma 73102

(619) 677-3956

(405) 232-9000

Respondents: All parties shown on Exhibit "A" hereto, which is incorporated herein and is a part hereof by reference, and their heirs, successors and assigns.

2. Facts: Applicant, an owner of the right to drill, has drilled or proposes to drill a well to develop each common source of supply shown in Paragraph 4 herein and each drilling and spacing unit therefore as a unit. Respondents and Applicant have not agreed to pool their interests so as to develop each common source of supply and each drilling and spacing unit therefore as a unit. Due diligence has been exercised to locate each Respondent. A bona fide effort was made to reach agreement with each such Respondent to develop each common source of supply and each drilling and spacing unit therefore as a unit.

3. Legal Authority: Title 52 O.S., Section 87.1.

4. Special Relief Sought: Applicant requests the Commission (a) issue an Order pooling interests and adjudicating the rights and equities of oil and gas owners in the Mississippian, Woodford and Hanton common sources of supply underlying Section 11, Township 16 North, Range 3 West, Logan County Oklahoma, a 640-acre horizontal drilling and spacing unit for the said common sources of supply.

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Case: 201401451
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established by an Order to issue in Cause CD No. 201 401450; (b) reserve the right to request the Order in this Cause be made effective on a date prior to the date of issuance; (c) name Applicant or some other owner as Operator of the unit well, of each such common source of supply, and of each drilling and spacing unit therefore as a unit; (d) pool interests and adjudicate rights and equities in the unit well, in each such common source of supply, and in each such drilling and spacing unit therefore on a drilling and spacing unit basis; and (e) request the Operator be given an option to request in excess of 180 days in which to commence operations for the drilling of the initial well.

WHEREFORE, Applicant prays that, after notice and hearing as required, the relief sought be granted.

Respectfully submitted,

HELM & BOONE



CHARLES L. HELM
Attorney for Applicant

EXHIBIT "A"

APPLICANT: OSAGE EXPLORATION AND DEVELOPMENT, INC.

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RESPONDENTS WITH KNOWN ADDRESSES

- | | |
|---|---|
| 1. DEVON ENERGY PRODUCTION COMPANY, LP\
333 W. SHERIDAN AVE.
OKLAHOMA CITY, OK 73102 | 11. BARBARA BEEBE
712 VANGUARD
LAKEWAY, TX 78734 |
| 2. SUNDANCE ENERGY, INC.
633 17TH ST # 1950
DENVER, CO 80202 | 12. JOE POWERS
6325 N. VILLA, UNIT 147
OKLAHOMA CITY, OK 73112 |
| 3. LLOYD MCCORKLE
C/O GEORGE VANDEVENTER
4912 E MT VERNON ROAD
WICHITA KS 67218 | 13. JIM POWERS
132 CARTGATE COURT
ADVANCE, NC 27006 |
| 4. FLORENCE GENEVIEVE WILKINS
C/O KIMBERLY BUGDEN
1001 PARRS RIDGE DRIVE
SPENCERVILLE, MD 20868-9743 | 14. JOHN POWERS
3300 WILDPOINT COURT
MANSFIELD, TX 76063 |
| 5. FLORENCE GENEVIEVE WILKINS
C/O MELANIE GLENN
613 CADDO ST.
CORPUS CHRISTI, TX 78412-2903 | 15. DAVID B. HARRIS AND CAROL ANNETTE HARRIS
5400 W. CANYON ROAD
GUTHRIE, OK 73044 |
| 6. FLORENCE GENEVIEVE WILKINS
C/O JUDY BENAVIDES
2322 ZUZA DRIVE
CORPUS CHRISTI, TX 78418-5473 | 16. JAMES M. BELOBRAYDIC
5434 W. CANYON ROAD
GUTHRIE, OK 73044 |
| 7. FLORENCE GENEVIEVE WILKINS
C/O GALYN WILKINS
3201 RIVER PARK DRIVE
FORT WORTH, TX 76116 | 17. BARRY L. ANDERSON AND GWENDOLYN
ANDERSON
518 NORTH HOGAN AVENUE
GUTHRIE, OK 73044 |
| 8. REBECCA HEIDLAGE, TRUSTEE OF THE HEIDLAGE
PROPERTY REVOCABLE LIVING TRUST
11651 MONROVIA STREET
OVERLAND PARK, KS 66210 | 18. JAMES E. DONOHO AND MARJORIE H. DONOHO
512 NORTH HOGAN AVENUE
GUTHRIE, OK 73044 |
| 9. FRANCIS F. HALLOCK, JR
P.O. BOX 8591
EDMOND, OK 73083 | 19. BUTTRAM ENERGIES, INC.
501 OIL CENTER WEST
2601 N.W. EXPRESSWAY, SUITE 501W
OKLAHOMA CITY, OK 73112 |
| 10. MARY REBECCA GALLAGHER NKA MARY R.
LOHNES
1523 WESTBURY DRIVE
SHREVEPORT, LA 71105 | 20. GREG AND NANCY FAMILY LIMITED PARTNERSHIP
C/O PRODUCTION GATHERING COMPANY, LP
8080 NORTH CENTRAL EXPRESSWAY, SUITE 1090
DALLAS, TX 75206 |
| | 21. CARL GANZ AND JOAN MILLER GANZ, SUCCESSOR
TRUSTEES FOR THE TRUST CREATED BY THE LAST
WILL AND TESTAMENT OF MARY DUKE
PEARLBROOK
87 CRESTWOOD BLVD.
FARMINGDALE, NY 11735 |

EXHIBIT "A"
(Continued)

APPLICANT: OSAGE EXPLORATION AND DEVELOPMENT, INC.
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RESPONDENTS WITH KNOWN ADDRESSES

- | | |
|--|--|
| 22. JOAN MILLER GANZ & JOHN WILLIAM LYTTLE, JR.,
TRUSTEES OF THE TRUST CREATED UNDER THE
LAST WILL AND TESTAMENT OF IDA D. MILLER
87 CRESTWOOD BOULEVARD
FARMINGDALE, NY 11735 | 33. HARTZ ENERGY CAPITAL, LLC
C/O HARTZ CAPITAL, INC.
400 PLAZZA DRIVE
SECAUCUS, NJ 07094 |
| 23. DENNA L. RAHM
4951 W. CANYON ROAD
GUTHRIE, OK 73044 | 34. SOONER INVESTMENT PROPERTIES
2301 W I-44 SERVICE ROAD, SUITE 100
OKLAHOMA CITY, OK 73112 |
| 24. SKIP L. KRIESER AND MARJORIE ANN KRIESER,
CO-TRUSTEES OF THE KRIESER FAMILY TRUST
4934 W. CANYON ROAD
GUTHRIE, OK 73044 | 35. MJMP FAMILY, LP
333 N. SAM HOUSTON PARKWAY E, SUITE #375
HOUSTON, TX 77060 |
| 25. FRANK W. LEFORCE AND MARY H. LEFORCE
4801 W. CANYON ROAD
GUTHRIE, OK 73044-9347 | 36. JAMES TROTH, TRUSTEE, TROTH LIVING TRUST
4625 W. CANYON ROAD
GUTHRIE, OK 73044-8717 |
| 26. ROBERT E. THOMPSON AND ROBERTA P.
THOMPSON, H/W J/T
4725 W. CANYON ROAD
GUTHRIE, OK 73044 | 37. DENNIS E. CLARK AND CATHY J. CLARK H/W, J/T
514 HOGAN AVENUE
GUTHRIE, OK 73044 |
| 27. DELL T.R. WALKER
4336 W. CANYON ROAD
GUTHRIE, OK 73044 | 38. WILBUR DENNY
704 EAST LINCOLN
WELLINGTON, KS 67152 |
| 28. LAVERNE A. DOWDING AND SUSAN F. DOWDING
4301 W. CANYON ROAD
GUTHRIE, OK 73044 | 39. FREDRICK E. DENNY AKA FREDERICK E. DENNY
1515 WEST LOGAN
GUTHRIE, OK 73044 |
| 29. SOONER MINERAL INVESTMENT
508 W. VANDAMENT AVE, SUITE #303
YUKON, OK 73099 | 40. ELIZABETH HEELEY
PO BOX 1515
ANADARKO, OK 73005 |
| 30. VOYAGE ENERGY, LLC
P. O. BOX 11232
MIDLAND, TX 79702 | 41. DAVID CROW, SON AND ONLY HEIR OF R. H. CROW
2000 BECK BUILDING
SHREVEPORT, LA 71101 |
| 31. FRANCES A. MACRORY
611 BROADWAY
GUTHRIE, OK 73044 | 42. J.E. SENTER
120 SUNSET DRIVE
GALLATIN, TN 37066 |
| 32. PETTIJOHN FAMILY TRUST
C/O GEORGIA BELLE PETTIJOHN & LEON
PETTIJOHN
156 CROOKED STICK LANE
ALTO, NM 88312 | 43. ROBERT D. MARTINDALE HEIR OF ELIZABETH B.
MARTINDALE DECEASED (1982)
PO BOX 5809
AUSTIN, TX 78763 |
| | 44. JEWEL C. SMITH AKA JEWEL CONNIE SMITH
1201 S. CANTON
TULSA, OK 74112 |

EXHIBIT "A"
(Continued)

APPLICANT: OSAGE EXPLORATION AND DEVELOPMENT, INC.
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RESPONDENTS WITH KNOWN ADDRESSES

- | | |
|--|--|
| 45. VERLE A. SMITH
2627 N.W. 45TH STREET
OKLAHOMA CITY, OK 73112 | 53. *GENE ROBERT GRAVES, II
548 ROCKWOOD PARC COURT
EUREKA, MO 63025 |
| 46. *EAGLE OIL & GAS CO.
5950 BERKSHIRE LANE
DALLAS, TX 75225 | 54. *MAGIE W. GRAVES, DECEASED
C/O GENE ROBERT GRAVES, II
548 ROCKWOOD PARC COURT
EUREKA, MO 63025 |
| 47. *UNIVERSITY OF OKLAHOMA FOUNDATION
100 TIMBERDELL ROAD
NORMAN, OK 73019 | 55. *GWEN G. REINARZ, TRUSTEE OF THE GWEN G.
REINARZ REVOCABLE TRUST
11209 WHICKEY RIVER DRIVE
AUSTIN, TX 78748 |
| 48. *GEORGE O. WILSON, DECEASED
215 E. OKLAHOMA AVE
GUTHRIE, OK 73044 | 56. *SOONER INVESTMENT PROPERTIES
2301 W I-44 SERVICE ROAD, SUITE 100
OKLAHOMA CITY, OK 73112 |
| 49. *WAYNE L. BENNETT
400 W. COUNTY ROAD 72
GUTHRIE, OK 73044 | 57. GREG IRETON
5311 MEADOWLAKE DRIVE
GUTHRIE OK 73044 |
| 50. *ALICE L. WILSON
C/O WAYNE L. BENNETT
400 W. COUNTY ROAD 72
GUTHRIE, OK 73044 | 58. *THE ESTATE OF ELIZABETH LOUISE HEFLEY
C/O JUSTUS HEFLEY
P O BOX 1515
ANADARKO OK 73005 |
| 51. *JAMES M. WILSON
C/O WAYNE L. BENNETT
400 W. COUNTY ROAD 72
GUTHRIE, OK 73044 | 59. *THE ESTATE OF ELIZABETH LOUISE HEFLEY
C/O TEDDY J HEFLEY
1521 NORTHHAVEN DRIVE
ALLEN TX 75002 |
| 52. *GENE ROBERT GRAVES, SR.
144 BATES
JACKSON, MI 49202 | 60. *THE ESTATE OF ELIZABETH LOUISE HEFLEY
C/O JOHN HOWRY
205 N CLARK AVE
DUKE OK 73532 |

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APPLICANT: OSAGE EXPLORATION AND DEVELOPMENT, INC.
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RESPONDENTS WITH UNKNOWN ADDRESSES

61. DAVID L. YOUNT AND CHERRY J. YOUNT
62. WILBUR DENNY
63. FREDRICK E. DENNY AKA FREDERICK E. DENNY
64. ELIZABETH HEELEY
65. DAVID CROW, SON AND ONLY HEIR OF R. H. CROW
66. J.E. SENTER
67. ROBERT D. MARTINDALE HEIR OF ELIZABETH B. MARTINDALE DECEASED (1982)
68. MARY MARTINDALE FOSS AND PETER N. FOSS W/H HEIR OF ELIZABETH B. MARTINDALE DECEASED
69. ANNE MARTINDALE JACKSON HEIR OF ELIZABETH B. MARTINDALE DECEASED
70. JEWEL C. SMITH AKA JEWEL CONNIE SMITH
71. VERLE A. SMITH
72. LYNN E. DENNY
73. *FLORENCE E. SMITH, DECEASED
74. *FLO DENNY C/O LYNN EUGENE DENNY

***Respondents listed for curative purposes only.**

If living, or if deceased, the known and unknown heirs, devisees, executors, administrators, successors, trustees and/or assigns, immediate and remote, of the above named parties.