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KANSAS CORPORATION COMMISSION

JUN 25 2014

THE STATE CORPORATION COMMISSION
OF THE STATE OF KANSAS

LEGAL SECTION

IN THE MATTER OF THE APPLICATION)	Docket No. 13-CONS <u>933</u> -CWLE
OF SANDRIDGE EXPLORATION AND)	
PRODUCTION, LLC FOR A WELL)	
LOCATION EXCEPTION FOR THE)	License No. 34192
JAMES 3406 #2-4H WELL IN)	
SECTION 4, TOWNSHIP 34 SOUTH, RANGE)	
<u>6 WEST, HARPER COUNTY, KANSAS</u>)	Conservation Division

APPLICATION

SandRidge Exploration and Production, LLC ("SandRidge") submits this Application, pursuant to K.A.R. § 82-3-108, for well location exception and for the assignment of an allowable to SandRidge's James 3406 2-4H well located in the SE/4 of Section 4, Township 34 South, Range 6 West, Harper County, Kansas. In support of this Application, SandRidge states as follows:

1. SandRidge is a corporation duly authorized to do business within the State of Kansas, with its correct mailing address being SandRidge Exploration and Production, LLC, 123 Robert S. Kerr Ave., Oklahoma City, OK 73102.

2. SandRidge is the owner and operator of oil and gas leases covering the SE/4 of Section 4, Township 34 South, Range 6 West, Harper County, Kansas. SandRidge intends to drill a horizontal well in the Mississippi Formation, known as the James 3406 2-4H well, at the following location:

Surface Location: 250' FSL & 1300' FEL of Section 4-34S-6W

Bottom Hole Location: 330' FNL & 350' FEL of Section 4-34S-6W

A plat showing the location of the James 3406 2-4H well is attached hereto as Exhibit A.

3. There is an existing vertical well located on the NE/4 of Section 4, Township 34 South, Range 6 West, known as the Clark 1-4 well, that is capable of producing from the Mississippi formation but is currently shut-in and not producing, at the following location:

2310' FNL & 990' FEL of Section 4-34S-6W

(the "Vertical Mississippi Well"). That well is owned and operated by SandRidge.

4. The intended path of the wellbore of the James 3406 2-4H well will be less than 660 feet from the Vertical Mississippi Well and, more specifically, perforations in that horizontal wellbore may be located less than 660 feet from the Vertical Mississippi Well.

5. SandRidge seeks an exception to the well location restrictions set out in K.A.R. § 82-3-108(a) for the James 3406 2-4H well. The location of the James 3406 2-4H well was selected by SandRidge as the optimum location for the drilling and operation of that well as a producing horizontal well. Due to the relatively low levels of production from the Vertical Mississippi Well, SandRidge does not believe that locating the wellbore of the James 3406 2-4H well at the intended location will have a material adverse impact upon the future production from that well and, moreover, that any potential adverse impact on production from that well will be offset by the production from the planned horizontal wellbore.

6. SandRidge believes that the granting of the requested well location exception will prevent economic and physical waste and will not violate correlative rights. Accordingly, SandRidge seeks a well location exception for the James 3406 2-4H well pursuant to K.A.R. § 82-3-108(c).

7. A plat showing the location of the James 3406 2-4H well, the location of the Vertical Mississippi Well, the location of all other producing wells and dry holes on the acreage attributed to said well, and the location and approximate depths of all wells and dry holes which

have been drilled on all properties adjacent to the location of said well is attached hereto as Exhibit "B" and made a part of this Application.

8. Notice of this Application for a well location exception will be published once in both The Wichita Eagle newspaper and the Anthony Republican newspaper in Harper County, Kansas.

9. SandRidge owns the oil and gas leases covering the acreage on which the Vertical Mississippi Well is located and, as a result, there are no unleased mineral owners. The names and addresses of the persons owning royalty or leasehold interests in the Vertical Mississippi Well, as reflected by SandRidge's books and records, are shown on Exhibit "C" attached hereto and incorporated herein by reference.

10. The production of oil and/or gas from the James 3406 2-4H well will neither promote waste nor violate correlative rights. Allowing SandRidge to drill the James 3406 2-4H well at the proposed location and to produce oil and/or gas from the Mississippi formation through that horizontal wellbore will prevent economic waste.

11. SandRidge requests that the James 3406 2-4H well be granted a full allowable in accordance with rules and regulations of the Commission.

WHEREFORE, SandRidge Exploration and Production, LLC ("SandRidge") prays that if no written protest is received by the Conservation Division within fifteen (15) days after notice of this Application has been duly published and served, that this Commission grant SandRidge's Application for a well location exception and assign a full allowable to the James 3406 2-4H well, as requested herein, at the appropriate time in accordance with the laws of the State of Kansas and the orders of this Commission.



David E. Bengtson (#12184)
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(316) 265-8800
FAX: (316) 265-1349

*Attorneys for SandRidge Exploration
and Production, LLC*

VERIFICATION

STATE OF KANSAS)
) ss:
COUNTY OF HARPER)

David E. Bengtson, of lawful age, being first duly sworn upon oath states:

That he is the attorney for the Applicant named in the foregoing Application and is duly authorized to make this verification; that he has read the foregoing Application and knows the contents thereof and that the facts set forth therein are true and correct to the best of his information and belief.



David E. Bengtson

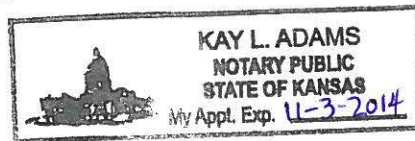
SUBSCRIBED AND SWORN to before me this 23rd day of June, 2014.



Notary Public

My Appointment Expires:

11/3/2014



AFFIDAVIT OF MAILING

STATE OF KANSAS)
) ss:
COUNTY OF HARPER)

David E. Bengtson, of lawful age, being first duly sworn upon oath states:

That on June 23, 2014, a true and correct copy of the Notice of Pending Application and of the Application were mailed to all interested parties as set out in the foregoing Application, by depositing the same in the United States mail, postage prepaid.



David E. Bengtson

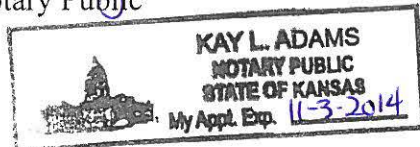
SUBSCRIBED AND SWORN to before me this 23rd day of June, 2014.



Notary Public

My Appointment Expires:

11/3/2014



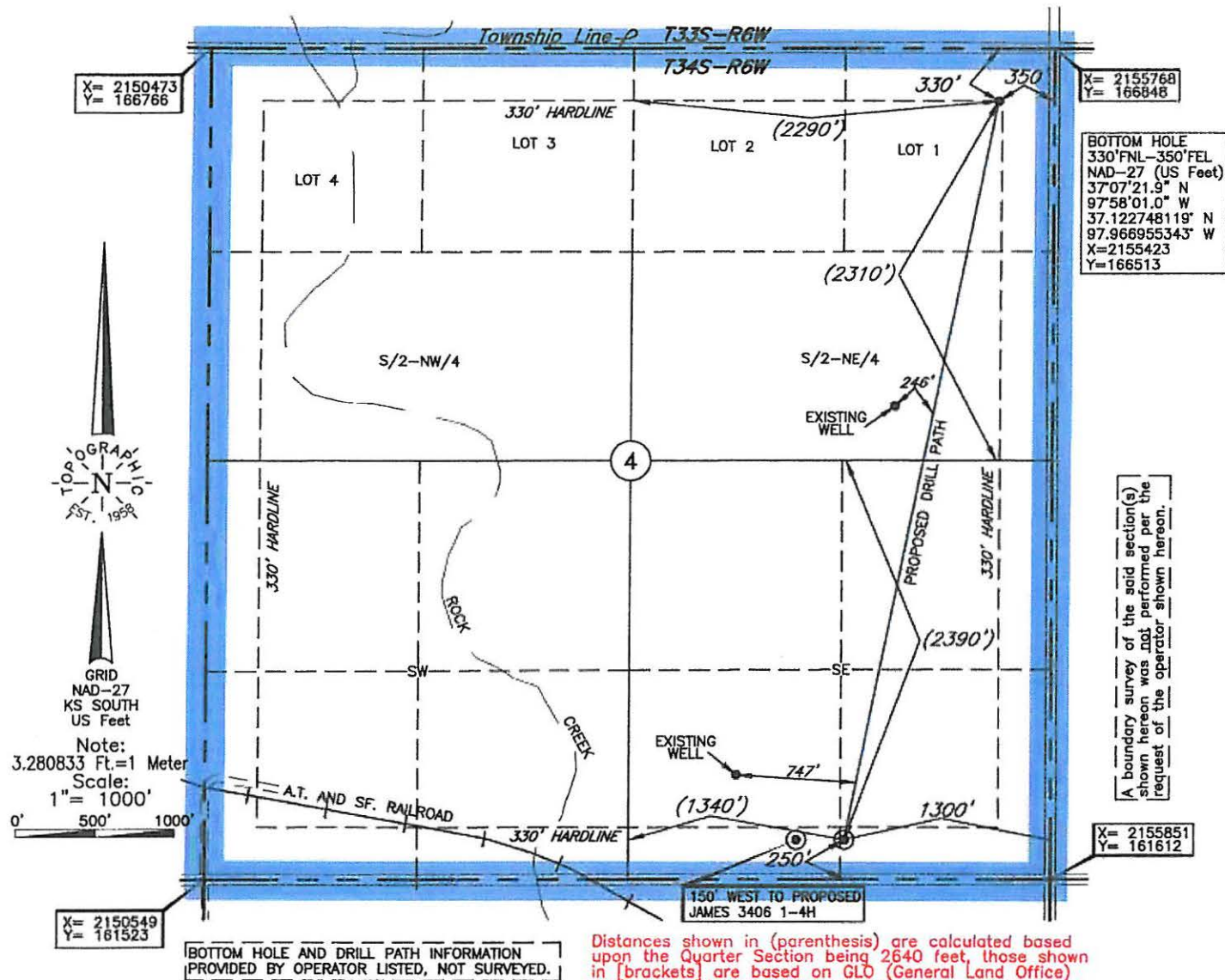
TOPOGRAPHIC LAND SURVEYORS

6709 NORTH CLASSEN BLVD., OKLA. CITY, OKLA. 73116 * LOCAL (405) 843-4847 * OUT OF STATE (800) 654-3219
Certificate of Authorization No. LS-99, Exp. Dec. 31, 2015

HARPER

County, Kansas

250'FSL - 1300'FEL Section 4 Township 34S Range 6W P.M.



Operator: SANDRIDGE EXPLORATION & PRODUCTION, LLC

Lease Name: JAMES 3406

Well No.: 2-4H

ELEVATION:

1263' Gr. at Stake

Topography & Vegetation Loc. fell in terraced wheat field between pipeline and old barn, ±180' North of waterway

Good Drill Site? Yes Reference Stakes or Alternate Location
Stakes Set None

Best Accessibility to Location From South off county road

Distance & Direction
from Hwy Jct or Town From Anthony, KS, go ±2.0 mi. South on St. Hwy. 179, then ±1.5 mi. East,
then ±1.0 mi. South, then ±2.0 mi. East to the SE Cor. of Sec. 4-T34S-R6W

DATUM: NAD-27
LAT: 37°06'35.7"N
LONG: 97°58'12.2"W
LAT: 37.109928440° N
LONG: 97.970050190° W
STATE PLANE
COORDINATES: (US Feet)
ZONE: KS SOUTH
X: 2154547
Y: 161840

Invoice # 222302A Date of Drawing: May 15, 2014
Date Staked: May 14, 2014

AC

CERTIFICATE:

I, T. Wayne Fisch a Kansas Licensed Land Surveyor and an authorized agent of Topographic Land Surveyors, do hereby certify to the information shown herein

EXHIBIT # A

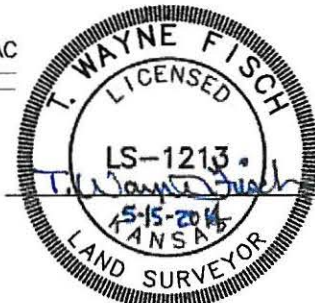


EXHIBIT C

S/2 NE/4 of Section 4-34S-6W, Harper County, KS

Working Interest Owners (other than SandRidge):

Atinum MidCon I, LLC
343 Clay Street, Suite 700
Houston, Texas 77002

Repsol E&P USA Inc.
2001 Timberlock Place, Suite 3000
The Woodlands, Texas 77380

Royalty Owner

Kenneth R. Clark, widower
15 SW 20 Road
Anthony, KS 67003