

Breton, Jennifer

From: Breton, Jennifer
Sent: Monday, December 1, 2025 10:44 AM
To: joshc@heritageenergyllc.com; Uriah Price
Cc: Don Lee; Mark Johnson; Jones, Ben; Davis, Ben
Subject: Demand For Opportunity To Be Heard
Attachments: 2026_02_Docket_Protest_APD_Heritage_Joslin.pdf

Hi,

Please see the attached letter acknowledging a demand for opportunity to be heard regarding Heritage Energy Operating, application for permit to drill the Joslin 8-5-32-29 BH well.

The request for hearing was filed by Phoenix Operating LLC.

Warm regards,



Jennifer Breton | Program Specialist
Montana Board of Oil & Gas Conservation
2535 St. Johns Ave
Billings, MT 59102
OFFICE: 406-656-0040 **EMAIL:** jennifer.breton@mt.gov

DEPARTMENT OF NATURAL RESOURCES
AND CONSERVATION
BOARD OF OIL AND GAS CONSERVATION



GREG GIANFORTE, GOVERNOR

OIL AND GAS CONSERVATION DIVISION

STATE OF MONTANA

December 1, 2025

Heritage Energy Operating LLC
2448 E. 81st Street Suite 2036
Tulsa, OK 74137

Re: Demand For Opportunity to Be Heard

Dear Heritage Energy Operating LLC:

This letter is regarding a demand for opportunity to be heard that was filed in accordance with ARM 36.22.601 concerning Heritage Energy Operating, LLC's (Heritage) published notification of the Joslin 8-5-32-29 BH well application for permit to drill in Richland County, Montana.

The request for hearing was filed by Phoenix Operating LLC who is an interested person in the above-mentioned application for permit to drill. In accordance with ARM 36.22.601, the application for permit to drill will be referred to the Montana Board of Oil and Gas (Board) at its next regularly scheduled hearing on February 12, 2026. At that time, consideration of the application for permit to drill will be reviewed by the Board.

If you have any questions, please contact me at (406) 656-0040 or at bjones@mt.gov.

Sincerely,

A handwritten signature in blue ink, appearing to read "Ben Jones".

Benjamin Jones
Administrator / Petroleum Engineer

cc: Josh Cornell: joshc@heritageenergyllc.com
Uriah Price: uprice@crowleyfleck.com
Don Lee: don@leelawofficepc.com
Mark Johnson: mjohnson@phxoperating.com

1 - 2 0 2 6

DIVISION OFFICE
1539 11th AVENUE
PO BOX 201601
HELENA, MONTANA 59620-1601
(406) 444-6731

TECHNICAL AND
SOUTHERN FIELD OFFICE
2535 ST. JOHNS AVENUE
BILLINGS, MONTANA 59102-4693
(406) 656-0040

NORTHERN FIELD OFFICE
201 MAIN STREET
PO BOX 690
SHELBY, MONTANA 59474-0690
(406) 434-2422



ATTORNEYS AT LAW
DON R. LEE BRIAN D. LEE CAYDON C. KELLER
PHONE 406.434.5244 FAX 406.434.5246 P.O. BOX 790 158 MAIN STREET SHELBY, MONTANA 59474
LEELAWOFFICEPC.COM

November 17, 2025

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MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS, MT

Montana Board of Oil and
Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102

Attention: Ben Jones, Administrator/Petroleum Engineer

**Re: Permit Protest re In the Matter of Joslin 8-5-32-29 BH,
Heritage Energy Operating, LLC, for a Renewal of Permit
to Drill an Oil and Gas Well**

Dear Mr. Jones:

Phoenix Operating LLC ("Phoenix"), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby protests and requests a hearing on the Application of Heritage Energy Operating LLC ("Heritage") for a Permit to Drill ("APD") the Joslin 8-5-32-29 BH in all of Sections 5 and 8, Township 25 North, Range 56 East and all of Sections 29 and 32, Township 26 North, Range 56 East, all in Richland County, Montana on the following grounds:

1. Phoenix protests on the basis that awarding a Permit to Drill to Heritage for a spacing unit comprised of all of Sections 5 and 8, T25N, R56E, and all of Sections 29 and 32, T26N, R56E, all in Richland County, Montana does not promote the most orderly and efficient development of the oil and gas resource and may result in economic and physical waste as well as a violation of correlative rights to the owners of the surrounding area.
2. Phoenix plans to drill four wells in a spacing unit comprised of all of Sections 17, 20, 29, and 32, T26N, R56E, Richland County, Montana ("Eastwood Unit") which Phoenix has docketed for a temporary spacing order to be heard on the Board's December 2025 Docket. Phoenix is working fervently to submit four APD's for its Eastwood Unit prior to the Board's February 2026 hearing. Phoenix plans to drill all four of these wells in its Eastwood Unit in the year 2026.

3. Additionally, Phoenix plans eminently to make application for an additional four mile temporary spacing unit consisting of all of Sections 5, 8, 17 and 20, T25N, R56E, Richland County, Montana ("Ex-President's Unit") in time for the Board's February 2026 hearing. Phoenix is working fervently to submit four permits to drill within the Ex-President's Unit, prior to the upcoming February 2026 Board hearing. Phoenix plans to drill all four of these wells in 2026 also.
4. Phoenix's development plan from the Eastwood Unit and the Ex-President's Unit collectively results in production from eight wells for owners in eight Sections.
5. Phoenix currently has survey access and plans to secure a surface pad location for eight wells in Section 32, T26N, R56E, drilling four wells going North into its Eastwood Unit, and four wells going South into its Ex-President's Unit, maximizing efficiency of resource extraction, while minimizing surface disturbance.
6. Phoenix owns an estimated 50.9613281% working interest (1304.61 of 2560 mineral acres) in Sections 17, 20, 29, and 32, T26N, R56E (Eastwood Unit) and an estimated 52.589% working interest (1,343.82 of 2555.32 mineral acres) in Heritage's Joslin 8-5-32-29 BH permit outline, over a majority of the Sections comprising Heritage's permit outline. Phoenix also owns an estimated 45.369% working interest (1159.34 of 2555.34 mineral acres) in Sections 5, 8, 17 and 20, T25N, R56E, Richland County (Ex-President's Unit). All the above demonstrates Phoenix is expending large amounts of capital and effort to drill wells in Montana, and in this area particularly.
7. While Heritage has submitted one permit which overlaps two Sections in Phoenix's Eastwood Unit, and two Sections in Phoenix's planned Ex-President's Unit; in contrast Phoenix eminently plans to submit four permits for four wells (Eastwood Unit), and eminently plans to submit four permits for four wells (Ex-President's Unit), across two temporary spacing units which are each inclusive of two Sections included in the outline of Heritage's Joslin 8-5-32-29 BH permit. Upon information and belief, Heritage has not applied for temporary spacing of the outline of its proposed Joslin 8-5-32-29 BH permit outline.
8. In contrast, Heritage is not even majority working interest owner in the Joslin 8-5-32-29 BH permit outline and upon information and belief, it is Phoenix's understanding that Heritage has no intention of drilling and operating the Joslin 8-5-32-29 BH well; rather to obtain an acreage position through the permitting process and to flip the acreage to a third party.

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9. Heritage has recently submitted additional permits to drill additional wells within nearby spacing units. Allowing Heritage to proceed with the proposed permit in the face of Phoenix's spacing its Eastwood Unit, and its proposed Ex-President's Unit encumbers eight Sections with a permit that may never be utilized, or underutilized by unknown third parties by, for example, drilling only one well within Heritage's Joslin 8-5-32-29 BH permit outline, and waiting for an indefinite future time while additional permits are applied for renewal, or not utilized.
10. Heritage has permitted no less than 11 wells in the State of Montana with renewing 9 of those 11 permits, and to date has drilled zero wells, and has obtained no production.
11. In contrast, Phoenix plans for full development, benefiting mineral owners by protecting correlative rights, preventing waste and benefiting the State of Montana by increasing severance taxes. Phoenix's plans benefit mineral owners, the State Montana and Phoenix, as well as other working interest owners. Phoenix's usual mode of operation is to drill as many wells as are allowable under spacing orders in succession in Montana and North Dakota.
12. The Joslin 8-5-32-29 BH permit outline crosses a township line and ultimately leaves Phoenix with two, two mile spacing units to the North and South of the Joslin 8-5-32-29 BH permit outline. Granting Heritage's Joslin 8-5-32-29 BH permit is a deterrent to development, makes development more expensive by driving up the costs of development by a third party, and does not promote the conservation of oil and gas, the prevention of waste, or the protection of correlative rights.
13. In the case of the Eastwood Unit Phoenix currently has a docketed spacing for such Unit to be heard on the Board's December Docket and will have four permits for such Unit as soon as possible thereafter. Phoenix will be in the case of the Ex-President's Unit filing application for temporary spacing in time for the Board's February docket, and four APDs for this Unit as soon as possible.
14. Phoenix notes that recent temporary spacing orders issued by the Montana Board of Oil & Gas Conservation Commission ("MBOGC") require commencement of operations within one year of the issuance of said order. Thus, it is evident that the MBOGC shares Phoenix's concern that stagnant permits and temporary spacing orders can indirectly condemn lands otherwise available for development.

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15. Should Heritage's permit be approved, Phoenix, the majority working interest owner in its Eastwood Unit and near majority in its Ex-President's Unit (as well as majority working interest owner in Heritage's Joslin 8-5-32-29 BH permit outline) would curtail and delay development in Sections 17, 20, 29, and 32, T26N, R56E, and in Sections 5, 8, 17 and 20, T25N, R56E. Thus, Heritage's permit-to-flip plans affects owners across eight Sections.

I can be reached at (406) 450-2540 and Phoenix's representative, Mark Johnson, Vice President – Regulatory Affairs, can be reached at (303) 548-1953.

Sincerely,

LEE LAW OFFICE PC

By: 

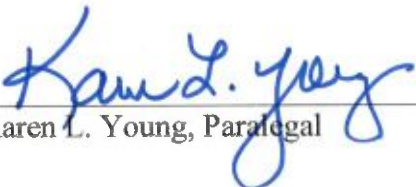
Don R. Lee

CERTIFICATE OF SERVICE

I, the undersigned, hereby certify that on November 17, 2025, I served a true and correct copy of the foregoing document to the following:

[X] U.S. Mail
[X] Facsimile
[] FedEx
[X] E-mail

Heritage Energy Operating LLC
Attention: Josh Cornell, CEO
2448 E. 81st St., Suite 3600
Tulsa, OK 74137

By: 
Karen L. Young, Paralegal

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NOV 20 2025

MONTANA BOARD OF OIL & GAS
GAS CONSERVATION • BILLING SERVICE

EXHIBIT "A"

Notice of Application

Published in Helena Independent Record on November 8, 2025

Location

Lewis and Clark County, Montana

Notice Text

Notice of Permit to Drill

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

Joslin 8-5-32-29 BH

Heritage Energy Operating, LLC

for a Permit to Drill an oil and gas well.

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL

OIL AND GAS WELL

1. Name and address of Applicant:

Heritage Energy Operating, LLC

2448 E. 81st Street, Suite 3600

Tulsa, OK 74137

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well: (and projected bottom-
hole location, if a directional or horizontal well)

Richland County, MT

SHL: 500' FSL, 2,117 FWL, Sec. 8, T25N-R56E SESW

BHL: 200' FNL, 1,980' FWL, Sec. 29, T26N-R56E NENW

3. Total Depth Proposed to be Drilled:

30,853' MD, 10,174' TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.
Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF
PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A
DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE
NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN
THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS
WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY
COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH
ABOVE; AND (3) A CERTIFICATE OF SERVICE MUST ACCOMPANY THE
DEMAND AS FILED WITH THE BOARD.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 652-5305

November 8, 2025 COL-MT-201655 **MNAXLP**

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MONTANA BOARD OF OIL AND
GAS CONSERVATION - BILLINGS

1 - 2026

Breton, Jennifer

From: Breton, Jennifer
Sent: Monday, December 1, 2025 10:43 AM
To: Mark Johnson; Don Lee
Cc: Ray Noah; John R. Lee (jlee@crowleyfleck.com); Uriah Price; Jones, Ben; Davis, Ben
Subject: Demand For Opportunity To Be Heard
Attachments: 2026_02_Docket_Protest_APD_Phoenix_4 Battery wells.pdf

Hi,

Please see the attached letter acknowledging a demand for opportunity to be heard regarding Phoenix Operating LLC's four applications for permit to drill the Battery wells.

The request for hearing was filed by Kraken Operating LLC.

Warm regards,



Jennifer Breton | Program Specialist
Montana Board of Oil & Gas Conservation
2535 St. Johns Ave
Billings, MT 59102
OFFICE: 406-656-0040 **EMAIL:** jennifer.breton@mt.gov

DEPARTMENT OF NATURAL RESOURCES
AND CONSERVATION
BOARD OF OIL AND GAS CONSERVATION



GREG GIANFORTE, GOVERNOR

OIL AND GAS CONSERVATION DIVISION

STATE OF MONTANA

December 1, 2025

Phoenix Operating LLC
4643 S Ulster Street, Ste 1510
Denver, CO 80237

Re: Demand For Opportunity To Be Heard

Dear Phoenix Operating LLC:

This letter is regarding a demand for opportunity to be heard that was filed in accordance with ARM 36.22.601 concerning Phoenix Operating LLC's published notifications of the Battery 18-19-30-31 1HF, Battery 18-19-30-31 2HF, Battery 18-19-30-31 3HF, and Battery 18-19-30-31 4HF well applications for permits to drill in Roosevelt County, Montana.

The request for hearing was filed by Kraken Operating, LLC who is an interested person in the above-mentioned proposed applications for permits to drill. In accordance with ARM 36.22.601, the applications for permits to drill will be referred to the Montana Board of Oil and Gas (Board) at its next regularly scheduled hearing on February 12, 2026. At that time, consideration of the applications for permits to drill will be reviewed by the Board.

If you have any questions, please contact me at (406) 656-0040 or at bjones@mt.gov.

Sincerely,

A handwritten signature in blue ink, appearing to read "Ben Jones".

Benjamin Jones
Administrator / Petroleum Engineer

cc: Mark Johnson: mjohnson@phxoperating.com
Don Lee: don@leelawofficepc.com
Ray Noah: rnoah@krakenoil.com
John Lee: jlee@crowleyfleck.com
Uriah Price: uprice@crowleyfleck.com

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CROWLEY | FLECK
ATTORNEYS

Uriah J. Price
1915 South 19th Avenue
P. O. Box 10969
Bozeman, MT 59719
uprice@crowleyfleck.com
(406) 522-4548

November 24, 2025

E-MAIL AND FAX

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
State of Montana
2535 St. John's Avenue
Billings, Montana 59102-4693
Fax No. (406) 652-5305

Re: Kraken Oil & Gas LLC – Demand for Opportunity to be Heard concerning Phoenix
Operating LLC's Applications for Permits to Drill.

Dear Ben:

Pursuant to A.R.M. § 36.22.601, enclosed please find a Demand for Opportunity to be Heard, filed on behalf of Kraken Oil & Gas LLC and concerning four APDs filed by Phoenix Operating LLC. A Certificate of Service is attached to the Demand.

Please do not hesitate to call if you have questions.

Regards,



Uriah J. Price

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS WELLS IN AN OVERLAPPING SPACING
UNIT COMPRISED OF TOWNSHIP 28 NORTH,
RANGE 57 EAST, SECTIONS 18, 19, 30 & 31, AS
PUBLISHED IN THE HELENA INDEPENDENT ON
NOVEMBER 18, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning four (4) applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on November 18, 2025 ("Phoenix APDs"). The Phoenix APDs are for wells to be drilled within an overlapping temporary spacing unit comprised of Sections 18, 19, 30 & 31, Township 28 North, Range 57 East ("OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notices with the applicable well names.*

1. Kraken operates the Scottsman 1-30H well in the permanent spacing unit comprised of Township 28 North, Range 57 East, Sections 30 & 31 ("Kraken PSU"). Kraken has operated the well since 2016 and owns 89.7914% of the working interest in the permanent spacing unit. The OTSU entirely overlaps the Kraken PSU.
2. Kraken established the OTSU (Order No. 172-2025) in August, 2025. Phoenix protested Kraken's OTSU application, and proposed its own plan of development to the Montana Board of Oil and Gas Conservation ("Board") at the August 2025 hearing. The Board approved Kraken's plan of development, denied Phoenix's development plan, and issued Order 172-2025. The OTSU formed by Kraken remains in place so long as operations for drilling are commenced within one year from August 14, 2025.
3. Upon Board approval of Kraken's OTSU application, Kraken filed its Application for Permit to Drill a well in the OTSU ("Kraken's APD"). Notice of Kraken's APD was published on September 30, 2025. Phoenix protested Kraken's APD, and the Board docketed the protest as case no. 465-2025 for the December 11, 2025 Board hearings.
4. On November 18, 2025, over a month and a half after Kraken filed its APD, Phoenix reactively published notice of the Phoenix APDs.
5. Kraken requests a hearing regarding the issuance of Phoenix's permits for specific reasons that include, but are not limited to:
 - a. Montana is a first to file state. Therefore, although there can be exceptions, the Board approves fully completed applications in the order they are filed. Kraken's APD was filed and published in September 2025. Kraken's APD complied with the Board's regulatory requirements. The Phoenix APDs were first published over a month and a half later on November 18, 2025. Thus, Kraken's APD should be approved at the December 11, 2025 hearing, and the Phoenix APDs should be denied in February 2026.

- b. Kraken operates its Scottsman 1-30H well ("Well"), located within the Kraken PSU comprised of Township 28 North, Range 57 East, Sections 30 & 31. Again, the OTSU – where Phoenix proposes to drill – entirely overlaps the Kraken PSU. Kraken must ensure that its leasehold interests and its Well are protected. With nearly a 90% working interest and a producing Well, Kraken has significant concerns regarding the development proposed by Phoenix, and the impact those operations will have on Kraken's investment and operations.

When examining a similar issue in 2021, this Board made clear that a third party cannot drill new wells within or [in an OTSU] over an existing permanent spacing unit, absent consent from the existing PSU operator. In doing so, the Board found that allowing multiple operators within a spaced area "can negatively impact the interests of the owners, including those owners' expectations based on designation of the permanent spacing unit and permitting of an existing operator. This would negatively affect correlative rights, may result in the drilling of unnecessary wells, and would not promote orderly or efficient and economic development as required under § 82-11-201, MCA."

Under the Board's prior decisions, Phoenix cannot drill wells in the OTSU without Kraken's consent because the proposed Phoenix wells will be located in the Kraken PSU. Kraken does not consent to multiple operators within the OTSU or PSU.

- c. Even if it were necessary for the Board to examine outside factors, Kraken would prevail. Under limited circumstances, the Board can look beyond its first to file policy and consider other factors such as operational experience and infrastructure. Here, although outside factors are not necessary since Kraken filed first and has existing operations within the OTSU boundaries, Kraken undeniably has a significant edge under any and all possible considerations. For example:

1. Operational Experience & Infrastructure. Kraken has significantly more experience drilling and operating wells in Montana than Phoenix. Kraken currently operates over 200 oil wells in Montana. Kraken has drilled over 100 three-mile laterals in the Williston Basin, and has successfully drilled multiple four-mile wells in Montana. In comparison, Phoenix has drilled and completed 9 total wells in Montana, with zero four-mile laterals. Kraken has consistently drilled economic wells with strong results.

Additionally, Kraken currently operates 11 wells located partially or entirely within Township 28 North, Range 57 East, where the Kraken PSU and OTSU are located. Kraken operates additional wells in the adjacent townships. Thus, as a result of past development and investment, Kraken has available infrastructure to prevent waste while allowing efficient and economic development of the pool as a whole. Phoenix does not operate any wells in the Township.


- d. In consideration of the reasons listed above, among others, denying the Phoenix APDs will ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste. Further, denying the Phoenix APDs will be in accordance with longstanding Board policy and align with its prior decisions.

WHEREFORE, Kraken respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 24th day of November, 2025.

Kraken Operating, LLC

By  _____
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 24th day of November, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: 
Uriah J. Price

Notice of Intention to Apply for Permit to Drill Oil and Gas Well

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

In the Matter of the application of
BATTERY 18-19-30-31 1HF
by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

**2. Legal Description including County and Approximate
Footages of Surface Location of Proposed Oil and Gas Well:
(and projected bottom-hole location, if a directional or horizontal
well)**

Surface Location at 450' FNL and 2246' FEL in NENW,
Section 18, Township 28 North, Range 57 East, Roosevelt
County, Montana.

Bottom Hole Location at 240' FSL and 550' FWL in Lot 4,
Section 31, Township 28 North, Range 57 East, Roosevelt
County, Montana.

3. Total Depth Proposed to be Drilled:

31280' Measured Depth, 10086' Total Vertical Depth

Notice is hereby given that an application for permit to drill
an oil and gas well at the surface location set forth above to
the depth as stated will be filed with the Montana Board of
Oil and Gas Conservation. Pursuant to Rules 36.22.601 and
36.22.604, Administrative Rules of Montana, an interested
party may demand an opportunity to be heard by the Montana
Board of Oil and Gas Conservation concerning the application.
SUCH DEMAND FOR HEARING MUST BE RECEIVED BY
THE MONTANA BOARD OF OIL AND GAS CONSERVATION
AT THE ADDRESS SET FORTH BELOW NO LATER THAN
TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF
THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER
WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH
THE NAME, ADDRESS AND TELEPHONE NUMBER OF
EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST
IN THE LANDS SURROUNDING THE PROPOSED WELL,
AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE
SERVED UPON THE APPLICANT BY COPY MAILED OR FAX
TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

November 18, 2025 COL-MT-201674 MNAXLP

**NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL
OIL AND GAS WELL
BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

In the Matter of the application of
BATTERY 18-19-30-31 2HF by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate
Footages of Surface Location of Proposed Oil and Gas Well:
(and projected bottom-hole location, if a directional or horizontal
well)

Surface Location at 450' FNL and 2276' FWL in NENW,
Section 18, Township 28 North, Range 57 East, Roosevelt
County, Montana.

Bottom Hole Location at 240' FSL and 1466' FWL in,
Section 31, Township 28 North, Range 57 East, Roosevelt
County, Montana.

3. Total Depth Proposed to be Drilled:

31083' Measured Depth, 10086' Total Vertical Depth

Notice is hereby given that an application for permit to drill
an oil and gas well at the surface location set forth above to
the depth as stated will be filed with the Montana Board of
Oil and Gas Conservation. Pursuant to Rules 36.22.601 and
36.22.604, Administrative Rules of Montana, an interested
party may demand an opportunity to be heard by the Montana
Board of Oil and Gas Conservation concerning the application.
SUCH DEMAND FOR HEARING MUST BE RECEIVED BY
THE MONTANA BOARD OF OIL AND GAS CONSERVATION
AT THE ADDRESS SET FORTH BELOW NO LATER THAN
TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF
THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER
WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH
THE NAME, ADDRESS AND TELEPHONE NUMBER OF
EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST
IN THE LANDS SURROUNDING THE PROPOSED WELL,
AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE
SERVED UPON THE APPLICANT BY COPY MAILED OR FAX
TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

November 18, 2025 COL-MT-201675 MNAXLP

**NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL
OIL AND GAS WELL
BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

In the Matter of the application of
BATTERY 18-19-30-31 3HF by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate
Footages of Surface Location of Proposed Oil and Gas Well:
(and projected bottom-hole location, if a directional or horizontal
well)

Surface Location at 450' FNL and 2306' FWL in NENW,
Section 18, Township 28 North, Range 57 East, Roosevelt
County, Montana.

Bottom Hole Location at 240' FSL and 2382' FWL in NENW,
Section 31, Township 28 North, Range 57 East, Roosevelt
County, Montana.

3. Total Depth Proposed to be Drilled:

31120' Measured Depth, 10086' Total Vertical Depth

Notice is hereby given that an application for permit to drill
an oil and gas well at the surface location set forth above to
the depth as stated will be filed with the Montana Board of
Oil and Gas Conservation. Pursuant to Rules 36.22.601 and
36.22.604, Administrative Rules of Montana, an interested
party may demand an opportunity to be heard by the Montana
Board of Oil and Gas Conservation concerning the application.
SUCH DEMAND FOR HEARING MUST BE RECEIVED BY
THE MONTANA BOARD OF OIL AND GAS CONSERVATION
AT THE ADDRESS SET FORTH BELOW NO LATER THAN
TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF
THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER
WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH
THE NAME, ADDRESS AND TELEPHONE NUMBER OF
EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST
IN THE LANDS SURROUNDING THE PROPOSED WELL,
AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE
SERVED UPON THE APPLICANT BY COPY MAILED OR FAX
TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

November 18, 2025 COL-MT-201676 MNAXLP

Notice of Intention to Apply for Permit to Drill Oil and Gas Well

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

In the Matter of the application of
BATTERY 18-19-30-31 4HF by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

**2. Legal Description including County and Approximate
Footages of Surface Location of Proposed Oil and Gas Well:
(and projected bottom-hole location, if a directional or horizontal
well)**

Surface Location at 450' FNL and 2336' FWL in NENW,
Section 18, Township 28 North, Range 57 East, Roosevelt
County, Montana.

Bottom Hole Location at 240' FSL and 660' FEL in SESE,
Section 31, Township 28 North, Range 57 East, Roosevelt
County, Montana.

3. Total Depth Proposed to be Drilled:

31352' Measured Depth, 10086' Total Vertical Depth

Notice is hereby given that an application for permit to drill
an oil and gas well at the surface location set forth above to
the depth as stated will be filed with the Montana Board of
Oil and Gas Conservation. Pursuant to Rules 36.22.601 and
36.22.604, Administrative Rules of Montana, an interested
party may demand an opportunity to be heard by the Montana
Board of Oil and Gas Conservation concerning the application.
SUCH DEMAND FOR HEARING MUST BE RECEIVED BY
THE MONTANA BOARD OF OIL AND GAS CONSERVATION
AT THE ADDRESS SET FORTH BELOW NO LATER THAN
TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF
THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER
WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH
THE NAME, ADDRESS AND TELEPHONE NUMBER OF
EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST
IN THE LANDS SURROUNDING THE PROPOSED WELL,
AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE
SERVED UPON THE APPLICANT BY COPY MAILED OR FAX
TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

November 18, 2025 COL-MT-201677 MNAXLP



ATTORNEYS AT LAW
DON R. LEE | BRIAN D. LEE | CAYDON C. KELLER
PHONE 406.434.5244 FAX 406.434.5246 P.O. BOX 790 | 158 MAIN STREET | SHELBY, MONTANA 59474
LEELAWOFFICEPC.COM

December 8, 2025

RECEIVED

DEC 11 2025

Montana Board of Oil and
Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

Attention: Ben Jones, Administrator/Petroleum Engineer

Re: *Permit Protest re In the Matter of an unnamed well in All of Sections 1 and 12, Township 26 North, Range 56 East, and All of Sections 25 and 36, Township 27 North, Range 56 East, Richland County, Montana, Kraken Operating LLC, for a Permit to Drill an oil and gas well.*

Dear Mr. Jones:

Phoenix Operating LLC ("Phoenix"), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby protests and requests a hearing on the Application of Kraken Operating LLC ("Kraken") for a permit to drill an unnamed well in all of Sections 1 and 12, Township 26 North, Range 56 East and all of Sections 25 and 36, Township 27 North, Range 56 East, all in Richland County, Montana on the following grounds:

1. Phoenix protests on the basis that awarding a permit to drill to Kraken for a spacing unit comprised of all of Sections 1 and 12, T26N, R56E, and all of Sections 25 and 36, T27N, R56E, all in Richland County, Montana does not promote the most orderly and efficient development of the oil and gas resource and may result in economic and physical waste as well as a violation of correlative rights to the owners of the surrounding area.
2. Phoenix plans to drill four wells in a spacing unit comprised of all of Sections 1 and 12, T26N, R56E, and all of Sections 25 and 36, T27N, R56E, all in Richland County, Montana ("Wolverine Unit").
3. Phoenix has already submitted four APD's for its Wolverine Unit (Wolverine 25-36-1-12 1HF, 2HF, 3HF and 4HF) prior to the Board's December 2025 hearing, which notices for said APD's will be published in the Helena Independent Record on December 9, 2025, and the Northern Plain Independent on December 11, 2025.

4. Phoenix plans and is committed to drill all four of these wells in its Wolverine Unit in the year 2026.
5. Phoenix's development plan from the Wolverine Unit results in production from four wells for owners in four sections.
6. Phoenix owns significant federal leasehold in the unit (34.27% of the Unit working interest, or 875 mineral acres) and wants to develop its federal acreage at an economically favorable 12.5% royalty.
7. Kraken has not filed for a Federal Permit to Drill.
8. Phoenix currently has survey access and plans to secure a surface pad location for four wells in Section 12, T26N, R56E, drilling four wells going north into its Wolverine Unit, maximizing efficiency of resource extraction, while minimizing surface disturbance.
9. In contrast, while Kraken has submitted one permit Phoenix has submitted four permits to drill this Unit.
10. In contrast to Kraken's plans, Phoenix plans for full development, benefiting mineral owners by protecting correlative rights, preventing waste and benefiting the State of Montana by increasing severance taxes. Phoenix's plans benefit mineral owners, the State Montana and Phoenix, as well as other working interest owners. Phoenix's usual mode of operation is to drill as many wells as are allowable under spacing orders in succession in Montana and North Dakota.
11. Phoenix notes that recent Temporary Spacing Orders issued by the Montana Board of Oil & Gas Conservation Commission ("MBOGC") require commencement of operations within one year of the issuance of said Order. Thus, it is evident that the MBOGC shares Phoenix's concern that stagnant permits and Temporary Spacing Orders can indirectly condemn lands otherwise available for development.

I can be reached at (406) 450-2540 and Phoenix's representative, Mark Johnson, Vice President – Regulatory Affairs, can be reached at (303) 376-9778.

Sincerely,

LEE LAW OFFICE PC

By: 

Don R. Lee

RECEIVED

DEC 11 2025

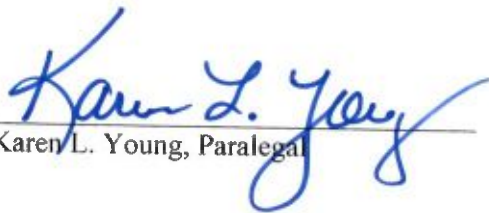
MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

CERTIFICATE OF SERVICE

I, the undersigned, hereby certify that on December 8, 2025, I served a true and correct copy of the foregoing document to the following:

☒ U.S. Mail
☐ Facsimile
☐ FedEx
☒ E-mail

Kraken Operating LLC
945 Bunker Hill Road, Suite 1200
Houston, TX 77024

By: 
Karen L. Young, Paralegal

RECEIVED

DEC 11 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

Notice of Application

Published in Helena Independent Record on November 29, 2025

DEC 11 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

Location

Lewis and Clark County, Montana

Notice Text

Public Notice

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF
MONTANA

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS
WELL

In the Matter of the application of **Kraken Operating LLC**
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Kraken Operating LLC
945 Bunker Hill Road, Suite 1200
Houston, TX 77024

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well: (and projected bottom-
hole location, if a directional or horizontal well)

Surface Loc: SWSW Section 7, T26N, R57E, Richland County, MT.

Footages: 321' FSL & 316' FWL El: 2241'

Bottom Hole Loc: NENE Section 25, T27N, R56E, Richland County, MT.

Footages: 205' FNL & 660' FEL

3. Total Depth Proposed to be Drilled:

31,261 Measured Depth, 10,177 TVD

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE

3 - 2 0 2 6

Breton, Jennifer

From: Uriah Price <uprice@crowleyfleck.com>
Sent: Tuesday, December 9, 2025 9:49 AM
To: Jones, Ben; Breton, Jennifer; Davis, Ben
Cc: John R. Lee; don@leelawofficepc.com; Kyla Sturm
Subject: [EXTERNAL] Kraken - Demand for Opportunity to be Heard re Phoenix Operating LLC's four (4) Unforgiven APDs [28N-56E - 16-21-28-33]
Attachments: 2025.12.09 Kraken - Phoenix APD Protest Unforgiven APDs.pdf

Ben and Jennifer,

Attached please find Kraken's Demand for Opportunity to be Heard regarding the referenced APDs. Let me know if you have any questions or need additional information. Thanks,

Uriah

URIAH PRICE [\[crowleyfleck.com\]](mailto:uprice@crowleyfleck.com)

1915 South 19th Avenue

Bozeman, MT 59718

Main: 406.556.1430

Direct: 406.522.4548

CROWLEY | FLECK PLLP
ATTORNEYS [\[crowleyfleck.com\]](http://crowleyfleck.com)

WITH OFFICES IN MONTANA, NORTH DAKOTA, AND WYOMING:

BILLINGS [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) **BISMARCK** [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) **BOZEMAN** [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) **BUTTE** [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) **CASPER** [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) **CHEYENNE** [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) **HELENA** [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) **KALISPELL** [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) **MISSOULA** [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) **SHERIDAN** [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) **WILLISTON** [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com)

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CROWLEY | FLECK
ATTORNEYS

Uriah J. Price
1915 South 19th Avenue
P. O. Box 10969
Bozeman, MT 59719
uprice@crowleyfleck.com
(406) 522-4548

December 9, 2025

E-MAIL AND FAX

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
State of Montana
2535 St. John's Avenue
Billings, Montana 59102-4693
Fax No. (406) 652-5305

Re: Kraken Oil & Gas LLC – Demand for Opportunity to be Heard concerning Phoenix
Operating LLC's Applications for Permits to Drill.

Dear Ben:

Pursuant to A.R.M. § 36.22.601, enclosed please find a Demand for Opportunity to be Heard, filed on behalf of Kraken Oil & Gas LLC and concerning four APDs filed by Phoenix Operating LLC. A Certificate of Service is attached to the Demand.

Please do not hesitate to call if you have questions.

Regards,



Uriah J. Price

BILLINGS BISMARCK BOZEMAN BUTTE CASPER CHEYENNE HELENA KALISPELL MISSOULA SHERIDAN WILLISTON

CROWLEYFLECK.COM

4 - 2026

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATION FOR PERMITS TO DRILL OIL AND
GAS WELLS IN A PROPOSED OVERLAPPING
SPACING UNIT COMPRISED OF TOWNSHIP 28
NORTH, RANGE 56 EAST, SECTIONS 16, 21, 28 &
33, AS PUBLISHED IN THE HELENA
INDEPENDENT ON NOVEMBER 29, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning four (4) applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on November 29, 2025 ("Phoenix APDs"). The Phoenix APDs are for wells to be drilled within a proposed temporary spacing unit comprised of Sections 16, 21, 28 & 33, Township 28 North, Range 56 East ("Proposed Phoenix TSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notices with the applicable well name(s).*

1. Kraken has proposed two temporary spacing units comprised of Sections 28, 29 and 30, Township 28 North, Range 56 East, and Sections 31, 32 and 33, Township 28 North, Range 56 East (the "Proposed Kraken TSUs"), where Kraken owns leasehold interests. The Proposed Kraken TSUs are currently on the Board's December 11, 2025 Docket.
2. Continental Resources Inc. has proposed (1) a standup temporary spacing unit comprised of Sections 4, 9, 16 and 21, Township 28 North, Range 56 East, and (2) a standup temporary spacing unit comprised of Sections 6, 7, 18 and 19, Township 28 North, Range 56 East (the "Proposed Continental TSUs"). The Proposed Continental TSUs are currently on the Board's December 11, 2025 Docket, and are located directly north of the Proposed Kraken TSUs.
3. The Proposed Kraken TSUs and the Proposed Continental TSUs follow the current development patterns in this area and are designed for orderly and efficient development based on existing spacing approved by the Board.
4. The Proposed Phoenix TSU is also docketed for the Board's December 11, 2025 hearings. The Proposed Phoenix TSU partially overlaps both the Proposed Kraken TSUs and the Proposed Continental TSUs. The Proposed Phoenix TSU is inconsistent with the adjacent 2560-OTSU formed by Board Order 226-2025. To the extent the Proposed Phoenix TSU and corresponding Phoenix APDs are approved, it would greatly impact the current development plans for this area. Further, approval of the Proposed Phoenix TSU would likely leave an undeveloped 1280-acre area, comprised of Sections 4 and 9, which most likely could not be economically developed in this area.
5. Kraken requests a hearing regarding the issuance of Phoenix's permits for specific reasons that include, but are not limited to:
 - a. The Proposed Phoenix TSU is inconsistent with existing spacing in this area and would likely strand a 1280-acre spacing unit comprised of Sections 4 & 9. On the other hand, the

Proposed Kraken TSUs are consistent with existing Board spacing and development in this area, and therefore promote orderly and efficient development as shown by existing spacing patterns and anticipated development, including that shown by the Proposed Continental TSUs.

- b. If the Board denies the application for the Proposed Phoenix TSU at the December 11, 2025 hearings, then the Phoenix APDs must be denied as they will not be tied to a Board approved spacing unit.
- c. In consideration of the reasons listed above, among others, denying the Phoenix APDs will ensure that this area will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Kraken respectfully requests the following relief:

- 1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
- 2. That after hearing the Board enter an Order denying Phoenix's permits.
- 3. For such other relief as the Board may deem appropriate.

Dated this 9th day of December, 2025.

Kraken Operating, LLC

By



Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 9th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: _____



Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
THE UNFORGIVEN 16-21-28-33 1H by Phoenix Operating LLC

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

**NOTICE OF INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL**

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 1007' FNL and 1378' FWL in NENW, Section 16, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 660' FWL in SWSW, Section 31, Township 28 North, Range 57 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31154' Measured Depth, 9953' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings MT 59102
Office: (406) 656-0040
Fax: (406) 655-6015
November 29, 2025 COL-MT-201718 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
THE UNFORGIVEN 16-21-28-33 2H by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

**NOTICE OF INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL**

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 1007' FNL and 1408' FWL in NENW, Section 16, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1980' FWL in SESW, Section 31, Township 28 North, Range 57 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31141' Measured Depth, 9953' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings MT 59102
Office: (406) 656-0040
Fax: (406) 655-6015
November 29, 2025 COL-MT-201716 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601 BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
THE UNFORGIVEN 16-21-28-33 3H by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

**NOTICE OF INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL**

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 1007' FNL and 1438' FWL in NENW, Section 16, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1980' FEL in SWSE, Section 33, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31367' Measured Depth, 99253' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings MT 59102
Office: (406) 656-0040
Fax: (406) 655-6015
November 29, 2025 COL-MT-201715 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

**FORMAT FOR ADVERTISING AN APPLICATION FOR
PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY
ARM 36.22.601
BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

In the Matter of the application of
THE UNFORGIVEN 16-21-28-33 4H by **Phoenix Operating LLC**
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: **Phoenix Operating LLC**
4643 S Ulster, Ste 1510
Denver, CO 80237

**NOTICE OF INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL**

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 1007' FNL and 1468' FWL in NENW, Section 16, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 660' FEL in SESE, Section 33, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31822' Measured Depth, 9953' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings MT 59102
Office: (406) 656-0040
Fax: (406) 655-6015
November 29, 2025 COL-MT-201717 MNAXLP

Breton, Jennifer

From: Uriah Price <uprice@crowleyfleck.com>
Sent: Friday, December 12, 2025 2:20 PM
To: Jones, Ben; Breton, Jennifer
Cc: John R. Lee; Don Lee; wjohnson@kmd.law; Kyla Sturm
Subject: [EXTERNAL] Kraken - 6 Demands for Opportunity to be Heard re (24) Phoenix APDs - the Metallica Prospect
Attachments: 2025.12.12 Kraken - Phoenix APD Protest Cover Letter - Metallica APDs.pdf; 2025.12.12 Kraken - Protest of Phoenix Wherever I May Roam APDs.pdf; 2025.12.12 Kraken - Protest of Phoenix High Octane 21 APDs.pdf; 2025.12.12 Kraken - Protest of Phoenix High Octane 28 APDs.pdf; 2025.12.12 Kraken - Protest of Phoenix Enter Sandman APDs.pdf; 2025.12.12 Kraken - Protest of Phoenix Sad But True APDs.pdf; 2025.12.12 Kraken - Protest of Phoenix Nothing Else Matters APDs.pdf

Ben and Jennifer,

Attached please find Kraken's Demands for Opportunity to be Heard regarding numerous Phoenix APDs. Let me know if you have any questions or need additional information. Thanks, and have a great weekend.

Uriah

URIAH PRICE [crowleyfleck.com]

1915 South 19th Avenue

Bozeman, MT 59718

Main: 406.556.1430

Direct: 406.522.4548

CROWLEY | FLECK PLLP
ATTORNEYS [crowleyfleck.com]

WITH OFFICES IN MONTANA, NORTH DAKOTA, AND WYOMING:

BILLINGS [[CROWLEYFLECK.COM](http://crowleyfleck.com)] BISMARCK [[CROWLEYFLECK.COM](http://crowleyfleck.com)] BOZEMAN [[CROWLEYFLECK.COM](http://crowleyfleck.com)] BUTTE [[CROWLEYFLECK.COM](http://crowleyfleck.com)] CASPER
[[CROWLEYFLECK.COM](http://crowleyfleck.com)] CHEYENNE [[CROWLEYFLECK.COM](http://crowleyfleck.com)] HELENA [[CROWLEYFLECK.COM](http://crowleyfleck.com)] KALISPELL [[CROWLEYFLECK.COM](http://crowleyfleck.com)] MISSOULA
[[CROWLEYFLECK.COM](http://crowleyfleck.com)] SHERIDAN [[CROWLEYFLECK.COM](http://crowleyfleck.com)] WILLISTON [[CROWLEYFLECK.COM](http://crowleyfleck.com)]

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Uriah J. Price
1915 South 19th Avenue
P. O. Box 10969
Bozeman, MT 59719
uprice@crowleyfleck.com
(406) 522-4548

December 12, 2025

E-MAIL AND FAX

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
State of Montana
2535 St. John's Avenue
Billings, Montana 59102-4693
Fax No. (406) 652-5305

Re: Kraken Oil & Gas LLC – Demands for Opportunity to be Heard concerning Phoenix Operating LLC's Applications for Permits to Drill.

Dear Ben:

Pursuant to A.R.M. § 36.22.601, enclosed please find six (6) Demands for Opportunity to be Heard, filed on behalf of Kraken Oil & Gas LLC and concerning twenty-four APDs filed by Phoenix Operating LLC. A Certificate of Service is attached to the Demands.

Please do not hesitate to call if you have questions.

Regards,

Uriah J. Price

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATION FOR PERMITS TO DRILL OIL AND
GAS WELLS IN AN OVERLAPPING SPACING
UNIT COMPRISED OF TOWNSHIP 28 NORTH,
RANGE 56 EAST, SECTIONS 15, 22, 27 & 34, AS
PUBLISHED IN THE HELENA INDEPENDENT ON
DECEMBER 4, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 4, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within an overlapping temporary spacing unit comprised of Sections 15, 22, 27 & 34, Township 28 North, Range 56 East ("OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

1. Kraken established the OTSU in August 2025. Phoenix protested Kraken's OTSU application, the Montana Board of Oil and Gas Conservation ("Board") denied Phoenix's alternative development plan, and the Board approved Kraken's OTSU by Order 164-2025. The OTSU formed by Kraken remains in place so long as operations for drilling are commenced within one year.
2. Upon Board approval of Kraken's OTSU application, Kraken filed its Application for Permit to Drill a well in the OTSU ("Kraken's APD"). Notice of Kraken's APD was published in August 2025, and no protest or demand for hearing was filed. As such, the Board has approved, or shall approve, Kraken's permit ("Approved Drilling Permit").
3. With an approved OTSU and an Approved Drilling Permit, Kraken has made preparations for development and has invested significant capital for development. It is Kraken's understanding that a well will be spud in the OTSU in 2026.
4. Kraken requests a hearing regarding the issuance of Phoenix's permit for specific reasons that include, but are not limited to:
 - a. Kraken has (or will have) an Approved Drilling Permit and has commenced operations in preparation of drilling as well in the OTSU. Therefore, Kraken shall operate the OTSU.
 - b. Phoenix failed to protest Kraken's APD. Under the Board's regulations, a third-party may protest an APD by filing a Demand for Opportunity to Be Heard within 10-days of publication. Here, Kraken filed a fully completed APD for the OTSU and properly published notice. Phoenix failed to protest the APD within the 10-day window. At that time, Kraken began making significant planning and investments for OTSU development. Again, Kraken now has, or in the near future will have, an Approved Drilling Permit with plans to spud the well in 2026. Given the Board's position of not allowing multiple operators in the same spacing unit, Phoenix's APD must be denied.

- c. Even if Phoenix had protested Kraken's APD, and the Board were to consider outside factors, Kraken would prevail under any and all possible factors. For example:

1. Operational Experience & Infrastructure. Kraken has significantly more experience drilling and operating wells in Montana than Phoenix. Kraken currently operates over 200 oil wells in Montana. Kraken has drilled over 100 three-mile laterals in the Williston Basin, and has successfully drilled multiple four-mile wells in Montana. In comparison, Phoenix has drilled and completed 9 total wells in Montana, with zero four-mile laterals. Kraken has consistently drilled economic wells with strong results.

Additionally, Kraken currently operates numerous wells in the township directly east of where the OTSU is located. Kraken is preparing to drill its Hutch, Christopher North, Bluejay and Scottsman wells in the spacing units directly east. These spacing units were presented in 2025, along with the OTSU, as part of Kraken's larger development plan. Kraken's development plan was approved by the Board. In addition to the OTSU well currently permitted or that shall be permitted administratively, Kraken has plans to drill and operate numerous future wells in this area. Thus, as a result of past, current and future development and investment, Kraken has available infrastructure to prevent waste while allowing efficient and economic development of the pool as a whole. Phoenix does not.

- d. In consideration of the reasons listed above, among others, denying the Phoenix APDs will ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Kraken respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 12th day of December, 2025.

Kraken Operating, LLC

By



Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP

1915 South 19th Avenue

P.O. Box 10969

Bozeman, MT 59719

(406) 522-4548

E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 12th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: _____
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA

In the Matter of the application of WHEREVER I MAY ROAM
15-22-27-34 1HF by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL
OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate
Footages of Surface Location of Proposed Oil and Gas Well:
(and projected bottom-hole location, if a directional or horizontal
well)

Surface Location at 482' FSL and 654' FEL in SESE,

Section 10, Township 28 North, Range 56 East, Roosevelt
County, Montana.

Bottom Hole Location at 1370' FSL and 660' FWL in NWSW,

Section 34, Township 28 North, Range 56 East, Roosevelt
County, Montana.

3. Total Depth Proposed to be Drilled:

31009' Measured Depth, 9958' Total Vertical Depth

Notice is hereby given that an application for permit to drill
an oil and gas well at the surface location set forth above to
the depth as stated will be filed with the Montana Board of
Oil and Gas Conservation. Pursuant to Rules 36.22.601 and
36.22.604, Administrative Rules of Montana, an interested
party may demand an opportunity to be heard by the Montana
Board of Oil and Gas Conservation concerning the application.
**SUCH DEMAND FOR HEARING MUST BE RECEIVED BY
THE MONTANA BOARD OF OIL AND GAS CONSERVATION
AT THE ADDRESS SET FORTH BELOW NO LATER THAN
TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF
THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER
WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH
THE NAME, ADDRESS AND TELEPHONE NUMBER OF
EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST
IN THE LANDS SURROUNDING THE PROPOSED WELL,
AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE
SERVED UPON THE APPLICANT BY COPY MAILED OR FAX
TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.**

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201752 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

WHEREVER I MAY ROAM 15-22-27-34 2HF

by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 482' FSL and 624' FEL in SESE.

Section 10, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1980' FWL in SESW.

Section 34, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31523' Measured Depth, 9958' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201750 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA

In the Matter of the application of

WHEREVER I MAY ROAM 15-22-27-34 3HF

by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL
OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate
Footages of Surface Location of Proposed Oil and Gas Well;
(and projected bottom-hole location, if a directional or horizontal
well)

Surface Location at 482' FSL and 594' FEL in SESE.

Section 10, Township 28 North, Range 56 East, Roosevelt
County, Montana.

Bottom Hole Location at 240' FSL and 1980' FEL in SWSE.

Section 34, Township 28 North, Range 56 East, Roosevelt
County, Montana.

3. Total Depth Proposed to be Drilled:

31126' Measured Depth, 9958' Total Vertical Depth

Notice is hereby given that an application for permit to drill
an oil and gas well at the surface location set forth above to
the depth as stated will be filed with the Montana Board of
Oil and Gas Conservation. Pursuant to Rules 36.22.601 and
36.22.604, Administrative Rules of Montana, an interested
party may demand an opportunity to be heard by the Montana
Board of Oil and Gas Conservation concerning the application.
SUCH DEMAND FOR HEARING MUST BE RECEIVED BY
THE MONTANA BOARD OF OIL AND GAS CONSERVATION
AT THE ADDRESS SET FORTH BELOW NO LATER THAN
TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF
THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER
WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH
THE NAME, ADDRESS AND TELEPHONE NUMBER OF
EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST
IN THE LANDS SURROUNDING THE PROPOSED WELL,
AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE
SERVED UPON THE APPLICANT BY COPY MAILED OR FAX
TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201760 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of WHEREVER I MAY ROAM
15-22-27-34 4HF

by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well:

(and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 482' FSL and 564' FEL in SESE.

Section 10, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 660' FEL in SESE.

Section 34, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

30989' Measured Depth, 9958' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201756 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS WELLS IN AN OVERLAPPING SPACING
UNIT COMPRISED OF TOWNSHIP 24 NORTH,
RANGE 58 EAST, SECTIONS 4, 9, 16 & 21, AS
PUBLISHED IN THE HELENA INDEPENDENT ON
DECEMBER 4, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 4, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within an overlapping temporary spacing unit comprised of Sections 4, 9, 16 & 21, Township 24 North, Range 58 East ("OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

1. Kraken established the OTSU in December 2024. There were no protests at that time, and the Montana Board of Oil and Gas Conservation ("Board") issued Order 159-2024. The OTSU formed by Kraken was to remain in place so long as operations for drilling were commenced within one year. At the December 2025 hearings, the Board held that Kraken timely commenced operations for the drilling of the well within the one-year period, and therefore Order 159-2025 was automatically extended.
2. Upon Board approval of Kraken's OTSU application, Kraken filed its Application for Permit to Drill a well in the OTSU ("Kraken's APD"). Notice of Kraken's APD was published and no protest or demand for hearing was filed. As such, the Board approved Kraken's permit ("Approved Drilling Permit"). Kraken spud the well in the OTSU in December 2025.
3. Kraken requests a hearing regarding the issuance of Phoenix's permit for specific reasons that include, but are not limited to:
 - a. Kraken has an Approved Drilling Permit, has built its location and spud its well in the OTSU in December 2025. Phoenix failed to protest Kraken's APD. Under the Board's regulations, a third-party may protest an APD by filing a Demand for Opportunity to Be Heard within 10-days of publication. Here, Kraken filed a fully completed APD for the OTSU and properly published notice. Phoenix failed to protest the APD within the 10-day window. At that time, Kraken began building location and making significant planning and investments for OTSU development. Kraken is currently drilling a well in the OTSU. Given the Board's position of not allowing multiple operators in the same spacing unit, Phoenix's APD must be denied.
 - b. Even if Phoenix had protested Kraken's APD, and the Board were to consider outside factors, Kraken would prevail under any and all possible factors. For example:

1. Operational Experience & Infrastructure. Kraken has significantly more experience drilling and operating wells in Montana than Phoenix. Kraken currently operates over 200 oil wells in Montana. Kraken has drilled over 100 three-mile laterals in the Williston Basin, and has successfully drilled multiple four-mile wells in Montana. In comparison, Phoenix has drilled and completed 9 total wells in Montana, with zero four-mile laterals. Kraken has consistently drilled economic wells with strong results.

Additionally, Kraken currently operates numerous wells in the area where the OTSU is located. In fact, Kraken recently drilled its Krista 2-11-14-23 14H and Stella 1-12-13-24 1H wells in the spacing units directly east. These spacing units were presented in December 2024, along with the OTSU, as a single development plan. In addition to the OTSU well currently permitted, Kraken has plans to drill and operate numerous future wells in this area. Thus, as a result of current and past development and investment, Kraken has available infrastructure to prevent waste while allowing efficient and economic development of the pool as a whole. Phoenix does not.

- c. In consideration of the reasons listed above, among others, denying the Phoenix APD will ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Kraken respectfully requests the following relief:


1. That the Board deny Phoenix's APD as moot; the OTSU remains in place and Kraken timely commenced operations and spud a well in December 2025, therefore, Phoenix cannot obtain a permit to drill a well in the OTSU.

Alternatively, if the Board chooses to docket this case, Kraken respectfully requests the following:

2. That the Phoenix APD be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
3. That after hearing the Board enter an Order denying Phoenix's permit.
4. For such other relief as the Board may deem appropriate.

Dated this 12th day of December, 2025.

Kraken Operating, LLC

By  _____
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 12th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: _____


Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of HIGH OCTANE 4-9-16-21 1H
by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 576' FNL and 2620' FEL in Lot 2, Section 4, Township 24 North, Range 58 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 660' FWL in SWSW, Section 21, Township 24 North, Range 58 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

28207' Measured Depth, 10459' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201741 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of HIGH OCTANE 4-9-16-21 2H by Phoenix Operating LLC for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 576' FNL and 2590' FEL in Lot 2, Section 4, Township 24 North, Range 58 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 1980' FWL in SESW, Section 21, Township 24 North, Range 58 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

27960' Measured Depth, 10459' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings MT 59102
Office: (406) 656-0040
Fax: (406) 655-6015
December 4, 2025 COL-MT-201735 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
HIGH OCTANE 4-9-16-21 3H by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 576' FNL and 2560' FEL in Lot 2, Section 4, Township 24 North, Range 58 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 1980' FWL in SWSE, Section 21, Township 24 North, Range 58 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

27942' Measured Depth, 10459' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201740 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
HIGH OCTANE 4-9-16-21 4H by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 576' FNL and 2530' FEL in Lot 2, Section 4, Township 24 North, Range 58 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 660' FEL in SESE, Section 21, Township 24 North, Range 58 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

28155' Measured Depth, 10459' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201737 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS WELLS IN AN OVERLAPPING SPACING
UNIT COMPRISED OF TOWNSHIP 24 NORTH,
RANGE 58 EAST, SECTIONS 4, 9, 16, 21 & 28, AS
PUBLISHED IN THE HELENA INDEPENDENT ON
DECEMBER 4, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 4, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within a proposed overlapping temporary spacing unit comprised of Sections 4, 9, 16, 21 & 28, Township 24 North, Range 58 East ("Phoenix Unapproved OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

1. Kraken established the OTSU in December 2024. There were no protests at that time, and the Montana Board of Oil and Gas Conservation ("Board") issued Order 159-2024. The OTSU formed by Kraken was to remain in place so long as operations for drilling were commenced within one year. At the December 2025 hearings, the Board held that Kraken timely commenced operations for the drilling of the well within the one-year period, and therefore Order 159-2025 was automatically extended.
2. Upon Board approval of Kraken's OTSU application, Kraken filed its Application for Permit to Drill a well in the OTSU ("Kraken's APD"). Notice of Kraken's APD was published and no protest or demand for hearing was filed. As such, the Board approved Kraken's permit ("Approved Drilling Permit"). Kraken spud the well in the OTSU in December 2025.
3. Kraken requests a hearing regarding the issuance of Phoenix's permit for specific reasons that include, but are not limited to:
 - a. Kraken has an Approved Drilling Permit, has built its location and spud its well in the OTSU in December 2025. Phoenix failed to protest Kraken's APD. Under the Board's regulations, a third-party may protest an APD by filing a Demand for Opportunity to Be Heard within 10-days of publication. Here, Kraken filed a fully completed APD for the OTSU and properly published notice. Phoenix failed to protest the APD within the 10-day window. At that time, Kraken began building location and making significant planning and investments for OTSU development. Kraken is currently drilling a well in the OTSU. Given the Board's position of not allowing multiple operators in the same spacing unit, Phoenix's APD must be denied.
 - b. Even if Phoenix had protested Kraken's APD, and the Board were to consider outside factors, Kraken would prevail under any and all possible factors. For example:

1. Operational Experience & Infrastructure. Kraken has significantly more experience drilling and operating wells in Montana than Phoenix. Kraken currently operates over 200 oil wells in Montana. Kraken has drilled over 100 three-mile laterals in the Williston Basin, and has successfully drilled multiple four-mile wells in Montana. In comparison, Phoenix has drilled and completed 9 total wells in Montana, with zero four-mile laterals. Kraken has consistently drilled economic wells with strong results.

Additionally, Kraken currently operates numerous wells in the area where the OTSU is located. In fact, Kraken recently drilled its Krista 2-11-14-23 14H and Stella 1-12-13-24 1H wells in the spacing units directly east. These spacing units were presented in December 2024, along with the OTSU, as a single development plan. In addition to the OTSU well currently permitted, Kraken has plans to drill and operate numerous future wells in this area. Thus, as a result of current and past development and investment, Kraken has available infrastructure to prevent waste while allowing efficient and economic development of the pool as a whole. Phoenix does not.

- c. In consideration of the reasons listed above, among others, denying the Phoenix APDs will ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Kraken respectfully requests the following relief:

1. That the Board deny Phoenix's APDs as moot; the OTSU remains in place and Kraken timely commenced operations and spud a well in December 2025, therefore, Phoenix cannot obtain a permit to drill a well in the OTSU.

Alternatively, if the Board chooses to docket this case, Kraken respectfully requests the following:

2. That the Phoenix APD be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
3. That after hearing the Board enter an Order denying Phoenix's permits.
4. For such other relief as the Board may deem appropriate.

Dated this 12th day of December, 2025.

Kraken Operating, LLC

By 
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 12th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: _____



Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
HIGH OCTANE 4-9-16-21-28 1H by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 576' FNL and 2620' FEL in Lot 2, Section 4, Township 24 North, Range 58 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 660' FWL in SWSW, Section 28, Township 24 North, Range 58 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

33484' Measured Depth, 10459' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201744 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
HIGH OCTANE 4-9-16-21-28 2H by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 576' FNL and 2590' FEL in Lot 2, Section 4, Township 24 North, Range 58 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 1980' FWL in SESW, Section 28, Township 24 North, Range 58 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

33238' Measured Depth, 10459' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201746 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
HIGH OCTANE 4-9-16-21-28 3H by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well:
(and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 576' FNL and 2560' FEL in Lot 2,
Section 4, Township 24 North, Range 58 East, Richland County,
Montana.

Bottom Hole Location at 240' FSL and 1980' FEL in SWSE,
Section 28, Township 24 North, Range 58 East, Richland
County, Montana.

3. Total Depth Proposed to be Drilled:

33221' Measured Depth, 10459' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. **SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.**

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201745 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
HIGH OCTANE 4-9-16-21-28 4H by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 576' FNL and 2530' FEL in Lot 2, Section 4, Township 24 North, Range 58 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 660' FEL in SESE, Section 28, Township 24 North, Range 58 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

33436' Measured Depth, 10459' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201743 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS WELLS IN AN OVERLAPPING SPACING
UNIT COMPRISED OF TOWNSHIP 28 NORTH,
RANGE 56 EAST, SECTIONS 13, 24, 25 & 36, AS
PUBLISHED IN THE HELENA INDEPENDENT ON
DECEMBER 4, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 4, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within an overlapping temporary spacing unit comprised of Sections 13, 24, 25 & 36, Township 28 North, Range 56 East ("OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

1. Kraken operates the Christopher 25-36 1H well in the permanent spacing unit comprised of Township 28 North, Range 56 East, Sections 25 & 36 ("Kraken PSU"). Kraken operates the well which has been producing since 2013, and Kraken owns 84.375% of the working interest in the Kraken PSU. The OTSU entirely overlaps the Kraken PSU.
2. Kraken established the OTSU (Order No. 170-2025) in August, 2025. Phoenix protested Kraken's OTSU application, and proposed its own plan of development to the Montana Board of Oil and Gas Conservation ("Board") at the August 2025 hearing. The Board approved Kraken's plan of development, denied Phoenix's development plan, and issued Order 170-2025. The OTSU formed by Kraken remains in place so long as operations for drilling are commenced within one year from August 14, 2025.
3. Upon Board approval of Kraken's OTSU application, Kraken filed its Application for Permit to Drill a well in the OTSU ("Kraken's APD"). Notice of Kraken's APD was published on September 30, 2025. Phoenix protested Kraken's APD, and the Board docketed the protest as case no. 466-2025 for the December 11, 2025 Board hearings. At the December 11, 2025 hearings, the Board denied Phoenix's protest and authorized staff to administratively approve Kraken's APD.
4. On December 4, 2025, over two months after Kraken filed its APD, Phoenix published notice of the Phoenix APD.
5. Kraken requests a hearing regarding the issuance of Phoenix's permit for specific reasons that include, but are not limited to:
 - a. Montana is generally a first to file state. Therefore, subject to certain exceptions, the Board approves fully completed applications in the order they are filed. Kraken's APD was filed and published in September 2025. Kraken's APD complied with the Board's regulatory requirements, and was upheld by the Board at the December 2025 hearings. The Phoenix APDs were first published over a month and a half later on December 4, 2025.

- b. Kraken operates its Christopher 25-36 1H well ("Well"), located within the Kraken PSU comprised of Township 28 North, Range 57 East, Sections 25 & 36. Again, the OTSU – where Phoenix proposes to drill – entirely overlaps the Kraken PSU. Kraken must ensure that its leasehold interests and its Well are protected. With nearly an 85% working interest and a producing Well, Kraken has significant concerns regarding the development proposed by Phoenix, and the impact those operations will have on Kraken's investment and operations.

When examining a similar issue in 2021, this Board made clear that a third party cannot drill new wells within or [in an OTSU] over an existing permanent spacing unit, absent consent from the existing PSU operator. In doing so, the Board found that allowing multiple operators within a spaced area "can negatively impact the interests of the owners, including those owners' expectations based on designation of the permanent spacing unit and permitting of an existing operator. This would negatively affect correlative rights, may result in the drilling of unnecessary wells, and would not promote orderly or efficient and economic development as required under § 82-11-201, MCA."

Under the Board's prior decisions, Phoenix cannot drill wells in the OTSU without Kraken's consent because the proposed Phoenix wells will be located in the Kraken PSU. Kraken does not consent to multiple operators within the OTSU or PSU.

- c. Even if it were necessary for the Board to examine outside factors, Kraken would prevail. Under some circumstances, the Board can look beyond its first to file policy and consider other factors such as operational experience and infrastructure. Here, although outside factors are not necessary since Kraken filed first and has existing operations within the OTSU boundaries, Kraken undeniably has a significant edge under any and all possible considerations. For example:

- 1. Operational Experience & Infrastructure. Kraken has significantly more experience drilling and operating wells in Montana than Phoenix. Kraken currently operates over 200 oil wells in Montana. Kraken has drilled over 100 three-mile laterals in the Williston Basin, and has successfully drilled multiple four-mile wells in Montana. In comparison, Phoenix has drilled and completed 9 total wells in Montana, with zero four-mile laterals. Kraken has consistently drilled economic wells with strong results.

Additionally, Kraken currently operates over a dozen wells located in the area where the Kraken PSU and OTSU are located. Kraken has plans to drill and operate numerous future wells in this area. Thus, as a result of past development and investment, Kraken has available infrastructure to prevent waste while allowing efficient and economic development of the pool as a whole. Phoenix does not operate any wells in this Township or area.

- d. In consideration of the reasons listed above, among others, denying the Phoenix APDs will ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste. Further, denying the Phoenix APDs will be in accordance with longstanding Board policy and align with its prior decisions.

WHEREFORE, Kraken respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 12th day of December, 2025.

Kraken Operating, LLC

By  _____
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 12th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: _____


Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

ENTER SANDMAN 13-24-25-36 1H by Phoenix Operating LLC for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 1498' FNL and 550' FEL in SENE, Section 13, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 660' FWL in SWSW, Section 36, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

32513' Measured Depth, 10065' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201739 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of ENTER SANDMAN 13-24-25-36 2H by Phoenix Operating LLC for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 1498' FNL and 520' FEL in SENE, Section 13, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1671' FWL in SESW, Section 36, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

32029' Measured Depth, 10065' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201736 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

ENTER SANDMAN 13-24-25-36 3H by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well:
(and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 1498' FNL and 490' FEL in SENE,
Section 13, Township 28 North, Range 56 East, Roosevelt
County, Montana.

Bottom Hole Location at 240' FSL and 2598' FEL in SWSE,
Section 36, Township 28 North, Range 56 East, Roosevelt
County, Montana.

3. Total Depth Proposed to be Drilled:

31667' Measured Depth, 10065' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201742 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
ENTER SANDMAN 13-24-25-36 4H by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 1498' FNL and 460' FEL in SENE, Section 13, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 550' FEL in SESE, Section 36, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31342' Measured Depth, 10065' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. **SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.**

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201738 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATION FOR PERMITS TO DRILL OIL AND
GAS WELLS IN AN OVERLAPPING SPACING
UNIT COMPRISED OF TOWNSHIP 28 NORTH,
RANGE 56 EAST, SECTIONS 14, 23, 26 & 35, AS
PUBLISHED IN THE HELENA INDEPENDENT ON
DECEMBER 4, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 4, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within an overlapping temporary spacing unit comprised of Sections 14, 23, 26 & 35, Township 28 North, Range 56 East ("OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

1. Kraken established the OTSU in February 2025. There were no protests at that time, and the Montana Board of Oil and Gas Conservation ("Board") approved the OTSU by Order 37-2025. The OTSU formed by Kraken remains in place so long as operations for drilling are commenced within one year.
2. Upon Board approval of Kraken's OTSU application, Kraken filed its Application for Permit to Drill a well in the OTSU ("Kraken's APD"). Notice of Kraken's APD was published in August 2025, and no protest or demand for hearing was filed. As such, the Board approved, or shall approve, Kraken's permit ("Approved Drilling Permit").
3. With an approved OTSU and an Approved Drilling Permit, Kraken has made preparations for development and has invested significant capital for development. It is Kraken's understanding that a well will be spud in the OTSU in 2026.
4. Kraken requests a hearing regarding the issuance of Phoenix's permit for specific reasons that include, but are not limited to:
 - a. Kraken has (or will have) an Approved Drilling Permit and has commenced operations in preparation of drilling as well in the OTSU. Therefore, Kraken shall operate the OTSU.
 - b. Phoenix failed to protest Kraken's APD. Under the Board's regulations, a third-party may protest an APD by filing a Demand for Opportunity to Be Heard within 10-days of publication. Here, Kraken filed a fully completed APD for the OTSU and properly published notice. Phoenix failed to protest the APD within the 10-day window. At that time, Kraken began making significant planning and investments for OTSU development. Again, Kraken now has (or in the near future will have) an Approved Drilling Permit with plans to spud the well in 2026. Given the Board's position of not allowing multiple operators in the same spacing unit, Phoenix's APD must be denied.

- c. Even if Phoenix had protested Kraken's APD, and the Board were to consider outside factors, Kraken would prevail under any and all possible factors. For example:

1. Operational Experience & Infrastructure. Kraken has significantly more experience drilling and operating wells in Montana than Phoenix. Kraken currently operates over 200 oil wells in Montana. Kraken has drilled over 100 three-mile laterals in the Williston Basin, and has successfully drilled multiple four-mile wells in Montana. In comparison, Phoenix has drilled and completed 9 total wells in Montana, with zero four-mile laterals. Kraken has consistently drilled economic wells with strong results.

Additionally, Kraken currently operates numerous wells in the township directly east of where the OTSU is located. Kraken is preparing to drill its Hutch, Christopher North, Bluejay and Scottsman wells in the spacing units directly east. These spacing units were presented in 2025, along with the OTSU, as part of Kraken's larger development plan. Kraken's development plan was approved by the Board. In addition to the OTSU well currently permitted or that shall be permitted administratively, Kraken has plans to drill and operate numerous future wells in this area. Thus, as a result of past, current and future development and investment, Kraken has available infrastructure to prevent waste while allowing efficient and economic development of the pool as a whole. Phoenix does not.

- d. In consideration of the reasons listed above, among others, denying the Phoenix APDs will ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Kraken respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 12th day of December, 2025.

Kraken Operating, LLC

By 
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 12th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: 
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
SAD BUT TRUE 14-23-26-35 1H by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 482' FSL and 534' FEL in SESE, Section 10, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 660' FWL in SWSW, Section 35, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31087' Measured Depth, 9958' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201748 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

SAD BUT TRUE 14-23-26-35 2H by Phoenix Operating LLC for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 482' FSL and 504' FEL in SESE, Section 10, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1980' FWL in SESW, Section 35, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31447' Measured Depth, 9958' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201755 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
SAD BUT TRUE 14-23-26-35 3H by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well; (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 483' FSL and 474' FEL in SESE, Section 10, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1980' FWL in SESW, Section 35, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

32031' Measured Depth, 9958' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201751 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

in the Matter of the application of

SAD BUT TRUE 14-23-26-35 4H by Phoenix Operating LLC for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 483' FSL and 444' FEL in SESE, Section 10, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 660' FEL in SESE, Section 35, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

32803' Measured Depth, 9958' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201749 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

REGARDING PHOENIX OPERATING LLC'S APPLICATION FOR PERMITS TO DRILL OIL AND GAS WELLS IN AN UNAPPROVED OVERLAPPING SPACING UNIT COMPRISED OF TOWNSHIP 28 NORTH, RANGE 56 EAST, SECTIONS 17, 20, 29 & 32, AS PUBLISHED IN THE HELENA INDEPENDENT ON DECEMBER 4 and 6, 2025	DEMAND FOR OPPORTUNITY TO BE HEARD CONCERNING PHOENIX OPERATING LLC'S APPLICATIONS FOR PERMITS TO DRILL
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Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 4 and 6, 2025 ("Phoenix APD"). The Phoenix APDs are for four (4) wells to be drilled within an unapproved overlapping temporary spacing unit comprised of Sections 17, 20, 29 & 32, Township 28 North, Range 56 East ("Unapproved Phoenix OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

1. Kraken operates the Rogney 17-8 1-H well in the permanent spacing unit comprised of Township 28 North, Range 56 East, Sections 8 & 17 ("Kraken PSU"). Kraken operates the well which has been producing since 2010. The Unapproved Phoenix OTSU partially overlaps the Kraken PSU.
2. Kraken established an overlapping temporary spacing unit comprised of Township 28 North, Range 56 East, Sections 5, 8, 17 & 20 in October, 2025 (the "OTSU"). Phoenix protested Kraken's OTSU application. The Montana Board of Oil and Gas Conservation ("Board") approved Kraken's plan of development, and issued Order 226-2025 establishing the OTSU. The OTSU formed by Kraken remains in place so long as operations for drilling are commenced within one year from October, 2025. Phoenix did not file for rehearing after the Board approved Kraken's OTSU.
3. Upon Board approval of Kraken's OTSU application, Kraken has commenced operations to develop the OTSU.
4. Phoenix has not obtained Board approval, or even submitted an application for the Unapproved Phoenix OTSU.
5. Kraken requests a hearing regarding the issuance of Phoenix's permit for specific reasons that include, but are not limited to:
 - a. Kraken operates its Rogney 17-8 1-H well ("Well"), located within the Kraken PSU. The Unapproved Phoenix OTSU – where Phoenix proposes to drill – partially overlaps the Kraken PSU. Kraken must ensure that its leasehold interests and its Well are protected. Kraken has significant concerns regarding the development proposed by Phoenix, and the impact those operations will have on Kraken's investment and operations.

When examining a similar issue in 2021, this Board made clear that a third party cannot drill new wells within or [in an OTSU] over an existing permanent spacing unit, absent

consent from the existing PSU operator. In doing so, the Board found that allowing multiple operators within a spaced area “can negatively impact the interests of the owners, including those owners’ expectations based on designation of the permanent spacing unit and permitting of an existing operator. This would negatively affect correlative rights, may result in the drilling of unnecessary wells, and would not promote orderly or efficient and economic development as required under § 82-11-201, MCA.”

Under the Board’s prior decisions, Phoenix cannot drill wells in the Unapproved Phoenix OTSU without Kraken’s consent because the proposed Phoenix wells will be partially located within the Kraken PSU. Kraken does not consent to multiple operators entirely or partially within the OTSU or PSU.

- b. Phoenix cannot obtain a permit to drill without a Board approved spacing unit. Here, there is not even a pending application for the Unapproved Phoenix OTSU. Further, Phoenix protested the Kraken OTSU in October 2025, and the Board approved the Kraken OTSU. Phoenix had 20-days to file for rehearing if it did not agree with the Board’s Order. Phoenix did not, and the OTSU Order remains in place until at least October 2026. Therefore, Phoenix cannot obtain a spacing unit for the Phoenix APDs prior to October 2026.
- c. Even if it were necessary for the Board to examine outside factors, Kraken would prevail. For example:
 1. Operational Experience & Infrastructure. Kraken has significantly more experience drilling and operating wells in Montana than Phoenix. Kraken currently operates over 200 oil wells in Montana. Kraken has drilled over 100 three-mile laterals in the Williston Basin, and has successfully drilled multiple four-mile wells in Montana. In comparison, Phoenix has drilled and completed 9 total wells in Montana, with zero four-mile laterals. Kraken has consistently drilled economic wells with strong results.

Additionally, Kraken currently operates wells located in the area where the Kraken PSU and OTSU are located. Kraken has plans to drill and operate numerous future wells in this area. Thus, as a result of past development and investment, Kraken has available infrastructure to prevent waste while allowing efficient and economic development of the pool as a whole. Phoenix does not operate any wells in this Township or area.

- d. In consideration of the reasons listed above, among others, denying the Phoenix APDs will ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste. Further, denying the Phoenix APDs will be in accordance with longstanding Board policy and align with its prior decisions.

WHEREFORE, Kraken respectfully requests the following relief:

1. That the Board deny Phoenix’s APDs; Phoenix cannot obtain a spacing unit for the Phoenix APDs until at least October 2026 and, therefore, any hearing on the Phoenix APDs is currently not ripe.

Alternatively, if the Board chooses to docket this case, Kraken respectfully requests the following:

2. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
3. That after hearing the Board enter an Order denying Phoenix's permits.
4. For such other relief as the Board may deem appropriate.

Dated this 12th day of December, 2025.

Kraken Operating, LLC

By



Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP

1915 South 19th Avenue

P.O. Box 10969

Bozeman, MT 59719

(406) 522-4548

E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 12th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: _____


Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

NOTHING ELSE MATTERS 17-20-29-32 3H by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 1007' FNL and 1318' FWL in NENW, Section 16, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1980' FEL in SWSE, Section 32, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31911' Measured Depth, 9953' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201761 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of **NOTHING ELSE MATTERS**
17-20-29-32 4H by **Phoenix Operating LLC**

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well:

(and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 1007' FNL and 1348' FWL in NENW,

Section 16, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 660' FEL in SESE,

Section 32, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31415' Measured Depth, 9953' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. **SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.**

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 4, 2025 COL-MT-201758 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
NOTHING ELSE MATTERS 17-20-29-32 2H
by Phoenix Operating LLC

**NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL**

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 436' FNL and 1258' FEL in Lot 3, Section 18, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1980' FWL in SESW, Section 32, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31731' Measured Depth, 9880' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE. OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 6, 2025 COL-MT-201781 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
NOTHING ELSE MATTERS 17-20-29-32 1H
by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

**NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL**

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 436' FNL and 1288' FEL in Lot 3, Section 18, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 660' FWL in SWSW, Section 32, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31214' Measured Depth, 9880' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 6, 2025 COL-MT-201777 MNAXLP

Breton, Jennifer

From: Uriah Price <uprice@crowleyfleck.com>
Sent: Tuesday, December 16, 2025 4:38 PM
To: Jones, Ben; Breton, Jennifer
Cc: John R. Lee; Don Lee; wjohnson@kmd.law; Kyla Sturm
Subject: [EXTERNAL] Kraken - 3 Demands for Opportunity to be Heard re Phoenix APDs
Attachments: 2025.12.16 Kraken - Phoenix APD Protest Cover Letter.pdf; 2025.12.16 Kraken - Protest of Phoenix Predator APDs.pdf; 2025.12.16 Kraken - Protest of Phoenix Wolverine APDs.pdf; 2025.12.16 Kraken - Protest of Phoenix Of Wolf and Man APDs.pdf

Ben and Jennifer,

Attached please find Kraken's Demands for Opportunity to be Heard regarding numerous Phoenix APDs. Thanks,

Uriah

URIAH PRICE [\[crowleyfleck.com\]](mailto:uprice@crowleyfleck.com)

1915 South 19th Avenue

Bozeman, MT 59718

Main: 406.556.1430

Direct: 406.522.4548

CROWLEY | FLECK PLLP
ATTORNEYS [\[crowleyfleck.com\]](http://crowleyfleck.com)

WITH OFFICES IN MONTANA, NORTH DAKOTA, AND WYOMING:

BILLINGS [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) BISMARCK [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) BOZEMAN [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) BUTTE [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) CASPER
[\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) CHEYENNE [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) HELENA [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) KALISPELL [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) MISSOULA
[\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) SHERIDAN [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) WILLISTON [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com)

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December 16, 2025

E-MAIL AND FAX

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
State of Montana
2535 St. John's Avenue
Billings, Montana 59102-4693
Fax No. (406) 652-5305

Re: Kraken Oil and Gas, LLC – Demands for Opportunity to be Heard concerning Phoenix
Operating LLC's Applications for Permits to Drill.

Dear Ben:

Pursuant to A.R.M. § 36.22.601, enclosed please find three (3) Demands for Opportunity to be Heard, filed on behalf of Kraken Oil & Gas, LLC and concerning twelve APDs filed by Phoenix Operating LLC. A Certificate of Service is attached to the Demand.

Please do not hesitate to call if you have questions.

Regards,



Uriah J. Price

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATION FOR PERMITS TO DRILL OIL AND
GAS WELLS IN A PROPOSED OVERLAPPING
SPACING UNIT COMPRISED OF TOWNSHIP 28
NORTH, RANGE 56 EAST, SECTIONS 18, 19, 30 &
31, AS PUBLISHED IN THE HELENA
INDEPENDENT ON DECEMBER 6, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning four (4) applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 6, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within a proposed temporary spacing unit comprised of Sections 18, 19, 30 & 31, Township 28 North, Range 56 East ("Proposed Phoenix TSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notices.*

The Phoenix APDs will impact Kraken's existing and future development plans for this area. Kraken intends on developing two laydown TSUs as discussed during the December 11, 2025 MBOGC hearings. Kraken owns working interests in both laydown TSUs, and the Phoenix APDs and the Proposed Phoenix TSU would significantly impact Kraken's development plans for this area.

WHEREFORE, for the reasons above, among others, Kraken respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 16th day of December, 2025.

Kraken Operating, LLC

By



Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 16th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: _____



Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
OF WOLF AND MAN FED 18-19-30-31 1HF
by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

**NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL**

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 436' FNL and 1408' FEL in Lot 4, Section 18, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 660' FWL in Lot 4, Section 31, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31703' Measured Depth, 9880' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings MT 59102
Office: (406) 656-0040
Fax: (406) 655-6015
December 6, 2025 COL-MT-201778 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA
In the Matter of the application of
OF WOLF AND MAN 18-19-30-31 2HF
by Phoenix Operating LLC

**NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL**

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 436' FNL and 1378' FEL in Lot 4, Section 18, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1980' FWL in SESW, Section 31, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31220' Measured Depth, 9880' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 6, 2025 COL-MT-201779 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA
In the Matter of the application of
OF WOLF AND MAN FED 18-19-30-31 3HF
by Phoenix Operating LLC

**NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL**

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 436' FNL and 1348' FEL in Lot 4, Section 18, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1980' FEL in SWSE, Section 31, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

30978' Measured Depth, 9880' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 6, 2025 COL-MT-201780 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
OF WOLF AND MAN 18-19-30-31 4HF
by Phoenix Operating LLC

**NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL**

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 436' FNL and 1318' FEL in Lot 3, Section 18, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 660' FEL in SESE, Section 31, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

30980' Measured Depth, 9880' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 6, 2025 COL-MT-201782 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS WELLS IN AN OVERLAPPING SPACING
UNIT COMPRISED OF TOWNSHIP 27 NORTH,
RANGE 56 EAST, SECTIONS 25 & 36 AND
TOWNSHIP 26 NORTH, RANGE 56 EAST,
SECTIONS 1 & 12, AS PUBLISHED IN THE
HELENA INDEPENDENT ON DECEMBER 9, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 9, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within an overlapping temporary spacing unit comprised of Sections 25 & 36, Township 27 North, Range 56 East, and Sections 1 & 12, Township 26 North, Range 56 East ("OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

Kraken established the OTSU (Order No. 35-2025) in February, 2025. The OTSU formed by Kraken remains in place so long as operations for drilling are commenced within one year of the date of the Board's Order. When Kraken formed the OTSU for a 1-year period, there was an expectation that Kraken would operate the OTSU. Kraken filed its Applications for Permits to Drill wells in the OTSU ("Kraken's APDs") and notice was properly published in November 2025, in accordance with the Board's regulations.

On December 9, 2025, Phoenix published notice of the Phoenix APDs in the Helena Independent newspaper. It is our belief that Kraken was the first to file a fully completed application pursuant to the Board's regulations. Further, Kraken has majority interest in the OTSU, and has plans to orderly develop the underlying pool with other development in the area. Accordingly, for the reasons herein among others, denying the Phoenix APDs will be in accordance with the Board's prior decisions and regulations, and will also ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Kraken respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 16th day of December, 2025.

Kraken Operating, LLC

By  _____
Ulrich J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 16th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By:  _____
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of WOLVERINE FED 25-36-1-12 1HF by Phoenix Operating LLC for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 475' FSL and 1271' FEL in SESE, Section 12, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 660' FWL in NWNW, Section 25, Township 27 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31839' Measured Depth, 10061' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 9, 2025 COL-MT-201784 MNAXLP

**NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL
OIL AND GAS WELL
BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

In the Matter of the application of
WOLVERINE FED 25-36-1-12 2HF
by **Phoenix Operating LLC**
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

**Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237**

**2. Legal Description including County and Approximate
Footages of Surface Location of Proposed Oil and Gas Well:
(and projected bottom-hole location, if a directional or horizontal
well)**

**Surface Location at 475' FSL and 1241' FEL in SESE,
Section 12, Township 26 North, Range 56 East, Richland
County, Montana.**

**Bottom Hole Location at 240' FNL and 1980' FWL in
NENW,
Section 25, Township 27 North, Range 56 East, Richland
County, Montana.**

3. Total Depth Proposed to be Drilled:

31332' Measured Depth, 10061' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 9, 2025 COL-MT-201787 MNAXLP

**NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL
OIL AND GAS WELL
BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

In the Matter of the application of
WOLVERINE FED 25-36-1-12 3HF
by **Phoenix Operating LLC**
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

**2. Legal Description including County and Approximate
Footages of Surface Location of Proposed Oil and Gas Well:
(and projected bottom-hole location, if a directional or horizontal
well)**

**Surface Location at 475' FSL and 1211' FEL in SESE,
Section 12, Township 26 North, Range 56 East, Richland
County, Montana.**

**Bottom Hole Location at 240' FNL and 1980' FEL in
NWNE,
Section 25, Township 27 North, Range 56 East, Richland
County, Montana.**

3. Total Depth Proposed to be Drilled:

31058' Measured Depth, 10061' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 9, 2025 COL-MT-201786 MNAXLP

**NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL
OIL AND GAS WELL
BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

In the Matter of the application of
WOLVERINE FED 25-36-1-12 4HF
by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

**Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237**

**2. Legal Description including County and Approximate
Footages of Surface Location of Proposed Oil and Gas Well;
(and projected bottom-hole location, if a directional or horizontal
well)**

**Surface Location at 475' FSL and 1181' FEL In SESE,
Section 12, Township 26 North, Range 56 East, Richland
County, Montana.**

**Bottom Hole Location at 240' FNL and 660' FEL in NENE,
Section 25, Township 27 North, Range 56 East, Richland
County, Montana.**

3. Total Depth Proposed to be Drilled:

31031' Measured Depth, 10061' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. **SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.**

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 9, 2025 COL-MT-201785 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS WELLS IN AN OVERLAPPING SPACING
UNIT COMPRISED OF TOWNSHIP 27 NORTH,
RANGE 56 EAST, SECTIONS 26 & 35 AND
TOWNSHIP 26 NORTH, RANGE 56 EAST,
SECTIONS 2 & 11, AS PUBLISHED IN THE
HELENA INDEPENDENT ON DECEMBER 6, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 6, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within an overlapping temporary spacing unit comprised of Sections 26 & 35, Township 27 North, Range 56 East, and Sections 2 & 11, Township 26 North, Range 56 East ("OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

Kraken established the OTSU (Order No. 33-2025) in February, 2025. The OTSU formed by Kraken remains in place so long as operations for drilling are commenced within one year of the date of the Board's Order. When Kraken formed the OTSU for a 1-year period, there was an expectation that Kraken would operate the OTSU. Kraken filed its Applications for Permits to Drill wells in the OTSU ("Kraken's APDs") and notice was properly published on December 10 and 11, 2025, in accordance with the Board's regulations.

On December 6, 2025, Phoenix published notice of the Phoenix APDs in the Helena Independent newspaper. It is our belief that Kraken was the first to file a fully completed application pursuant to the Board's regulations. Further, Kraken has majority interest in the OTSU, and has plans to orderly develop the underlying pool with other development in the area. Accordingly, for the reasons herein among others, denying the Phoenix APDs will be in accordance with the Board's prior decisions and regulations, and will also ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Kraken respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 16th day of December, 2025.

Kraken Operating, LLC

By



Ulrich J. Price, Its Attorney

CROWLEY FLECK PLLP

1915 South 19th Avenue

P.O. Box 10969

Bozeman, MT 59719

(406) 522-4548

E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 16th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: _____



Uriah J. Price

**APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS
WELL
BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

In the Matter of the application of
PREDATOR FED 11-2-35-26 1HF by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

**NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL
OIL AND GAS WELL**

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

**2. Legal Description including County and Approximate
Footages of Surface Location of Proposed Oil and Gas Well:
(and projected bottom-hole location, if a directional or horizontal
well)**

Surface Location at 375' FSL and 485' FEL in SESE,
Section 11, Township 26 North, Range 56 East, Richland
County, Montana.

Bottom Hole Location at 240' FNL and 660' FWL in NWNW,
Section 26, Township 27 North, Range 56 East, Richland
County, Montana.

3. Total Depth Proposed to be Drilled:

32240' Measured Depth, 10064' Total Vertical Depth

Notice is hereby given that an application for permit to drill
an oil and gas well at the surface location set forth above to
the depth as stated will be filed with the Montana Board of
Oil and Gas Conservation. Pursuant to Rules 36.22.601 and
36.22.604, Administrative Rules of Montana, an interested
party may demand an opportunity to be heard by the Montana
Board of Oil and Gas Conservation concerning the application.
**SUCH DEMAND FOR HEARING MUST BE RECEIVED BY
THE MONTANA BOARD OF OIL AND GAS CONSERVATION
AT THE ADDRESS SET FORTH BELOW NO LATER THAN
TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF
THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER
WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH
THE NAME, ADDRESS AND TELEPHONE NUMBER OF
EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST
IN THE LANDS SURROUNDING THE PROPOSED WELL,
AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE
SERVED UPON THE APPLICANT BY COPY MAILED OR FAX
TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.**

Montana Board of Oil and Gas Conservation 2535 St. Johns
Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 6, 2025 COL-MT-201769 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL
BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA
In the Matter of the application of
PREDATOR FED 11-2-35-26 2HF by Phoenix Operating LLC

NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

for a Permit to Drill an oil and gas well.

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 375' FSL and 455' FEL in SESE, Section 11, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 1980' FWL in NENW, Section 26, Township 27 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31617' Measured Depth, 10064' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings MT 59102
Office: (406) 656-0040
Fax: (406) 655-6015
December 6, 2025 COL-MT-201770 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
PREDATOR FED 11-2-35-26 3HF by Phoenix Operating LLC

**NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL**

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

for a Permit to Drill an oil and gas well.

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 375' FSL and 425' FEL in SESE, Section 11, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 1980' FEL in NWNE, Section 26, Township 27 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31156' Measured Depth, 10064' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings MT 59102
Office: (406) 656-0040
Fax: (406) 655-6015
December 6, 2025 COL-MT-201771 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of PREDATOR FED 11-2-35-26 4HF by Phoenix Operating LLC

**NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL**

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

for a Permit to Drill an oil and gas well.

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 375' FSL and 395' FEL in SESE, Section 11, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 660' FEL in NENE, Section 26, Township 27 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31017' Measured Depth, 10064' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 6, 2025 COL-MT-201772 MNAXLP

Breton, Jennifer

From: Uriah Price <uprice@crowleyfleck.com>
Sent: Tuesday, December 16, 2025 4:43 PM
To: Jones, Ben; Breton, Jennifer
Cc: Kyla Sturm; Davis, Ben; Don Lee; Wendy Johnson; Josh Cornell
Subject: [EXTERNAL] Heritage - Demand for Opportunity to be Heard re Phoenix Operating LLC's four (4) Adamantium North APDs
Attachments: 2025.12.16 Heritage Energy Operating - Phoenix APD Protest Cover Letter.pdf

Ben and Jennifer,

Attached please find Heritage's Demand for Opportunity to be Heard regarding the captioned Phoenix APDs. Thanks,

Uriah

URIAH PRICE [\[crowleyfleck.com\]](mailto:uprice@crowleyfleck.com)

1915 South 19th Avenue

Bozeman, MT 59718

Main: 406.556.1430

Direct: 406.522.4548

CROWLEY | FLECK PLLP
ATTORNEYS [\[crowleyfleck.com\]](http://crowleyfleck.com)

WITH OFFICES IN MONTANA, NORTH DAKOTA, AND WYOMING:

BILLINGS [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) BISMARCK [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) BOZEMAN [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) BUTTE [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) CASPER
[\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) CHEYENNE [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) HELENA [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) KALISPELL [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) MISSOULA
[\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) SHERIDAN [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) WILLISTON [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com)

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CROWLEY FLECK
ATTORNEYS

Uriah J. Price
1915 South 19th Avenue
P. O. Box 10969
Bozeman, MT 59719
uprice@crowleyfleck.com
(406) 522-4548

December 16, 2025

E-MAIL AND FAX

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
State of Montana
2535 St. John's Avenue
Billings, Montana 59102-4693
Fax No. (406) 652-5305

Re: Heritage Energy Operating, LLC – Demand for Opportunity to be Heard concerning
Phoenix Operating LLC's Applications for Permits to Drill.

Dear Ben:

Pursuant to A.R.M. § 36.22.601, enclosed please find a Demand for Opportunity to be Heard, filed on behalf of Heritage Energy Operating, LLC and concerning four APDs filed by Phoenix Operating LLC. A Certificate of Service is attached to the Demand.

Please do not hesitate to call if you have questions.

Regards,



Uriah J. Price

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS WELLS IN A TEMPORARY SPACING
UNIT COMPRISED OF TOWNSHIP 25 NORTH,
RANGE 57 EAST, SECTIONS 5 & 8, AS PUBLISHED
IN THE HELENA INDEPENDENT ON DECEMBER
11, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Heritage Energy Operating, LLC, 2448 E. 81st Street, Suite 3600, Tulsa, OK 74137, Phone No. (405) 202-3874 ("Heritage"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 11, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within a temporary spacing unit comprised of Sections 5 & 8, Township 25 North, Range 57 East ("TSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

The TSU was approved by the Board on December 11, 2025. Heritage filed its Applications for Permits to Drill wells in the TSU ("Heritage's APDs") and notice was properly published on December 13, 2025, in Helena and Sidney, in accordance with the Board's regulations.

On December 11, 2025, Phoenix published notice of the Phoenix APDs in the Helena Independent newspaper. It is our belief that Heritage was the first to file a fully completed application pursuant to the Board's regulations. Further, Heritage believes that it has a larger working interest in the TSU than Phoenix, and has plans to orderly develop the underlying pool. Accordingly, for the reasons herein among others to be discussed before the Board, denying the Phoenix APDs will be in accordance with the Board's prior decisions and regulations, and will also ensure that the TSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Heritage respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

//

Dated this 16th day of December, 2025.

Heritage Energy Operating, LLC

By  _____
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 16th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By:  _____
Uriah J. Price

Notice of Application

Published in Helena Independent Record on December 11, 2025

Location

Lewis and Clark County, Montana

Notice Text

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL
FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN
OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF
MONTANA

In the Matter of the application of
ADAMANTIUM NORTH 8-5 1H
by Phoenix Operating LLC

NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well:
(and projected bottom-hole location, if a directional or horizontal well)
Surface Location at 450' FNL and 2056' FWL in NENW,
Section 17, Township 25 North, Range 57 East, Richland County, Montana.
Bottom Hole Location at 240' FNL and 550' FWL in Lot 4,
Section 5, Township 25 North, Range 57 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:
21377' Measured Depth, 10436' Total Vertical Depth
Notice is hereby given that an application for permit to drill an oil and gas
well at the surface location set forth above to the depth as stated will be
filed with the Montana Board of Oil and Gas Conservation. Pursuant to
Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an
interested party may demand an opportunity to be heard by the Montana
Board of Oil and Gas Conservation concerning the application. SUCH
DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD
OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW
NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF
THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE
BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST:
(1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH
INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS
SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A
HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY
MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings MT 59102
Office: (406) 656-0040
Fax: (406) 655-6015
December 11, 2025 C/O -MT-201796 MN&XP

Notice of Application

Published in Helena Independent Record on December 11, 2025

Location

Lewis and Clark County, Montana

Notice Text

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL
FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN
OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF
MONTANA

In the Matter of the application of
ADAMANTIUM NORTH 8-5 2H
by Phoenix Operating LLC

NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well: (and projected bottom-
hole location, if a directional or horizontal well)
Surface Location at 450' FNL and 2086' FWL in NENW,
Section 17, Township 25 North, Range 57 East, Richland County, Montana.
Bottom Hole Location at 240' FNL and 1945' FWL in Lot 3,
Section 5, Township 25 North, Range 57 East, Richland County, Montana.
3. Total Depth Proposed to be Drilled:

21218' Measured Depth, 10436' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas
well at the surface location set forth above to the depth as stated will be
filed with the Montana Board of Oil and Gas Conservation. Pursuant to
Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an
interested party may demand an opportunity to be heard by the Montana
Board of Oil and Gas Conservation concerning the application. SUCH
DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD
OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW
NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF
THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE
BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST:
(1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH
INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS
SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A
HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY
MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings MT 59102
Office: (406) 656-0040
Fax: (406) 655-6015
December 11, 2025 COL-MT-201797 MNAXLP

Notice of Application

Published in Helena Independent Record on December 11, 2025

Location

Lewis and Clark County, Montana

Notice Text

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL
FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN
OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF
MONTANA

In the Matter of the application of
ADAMANTIUM NORTH 8-5 3H
by Phoenix Operating LLC

NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well:
(and projected bottom-hole location, if a directional or horizontal well)
Surface Location at 450' FNL and 2116' FWL in NENW,
Section 17, Township 25 North, Range 57 East, Richland County, Montana.
Bottom Hole Location at 240' FNL and 1945' FEL in Lot 2,
Section 5, Township 25 North, Range 57 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:
21318' Measured Depth, 10436' Total Vertical Depth
Notice is hereby given that an application for permit to drill an oil and gas
well at the surface location set forth above to the depth as stated will be
filed with the Montana Board of Oil and Gas Conservation. Pursuant to
Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an
interested party may demand an opportunity to be heard by the Montana
Board of Oil and Gas Conservation concerning the application. SUCH
DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD
OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW
NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF
THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE
BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST:
(1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH
INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS
SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A
HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY
MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings MT 59102
Office: (406) 656-0040
Fax: (406) 655-6015
December 11, 2025 COL-MT-201798 MNAXLP

Notice of Application

Published in Helena Independent Record on December 11, 2025

Location

Lewis and Clark County, Montana

Notice Text

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL
FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN
OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF
MONTANA

In the Matter of the application of
ADAMANTIUM NORTH 8-5 4H
by Phoenix Operating LLC

NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well:
(and projected bottom-hole location, if a directional or horizontal well)
Surface Location at 450' FNL and 2146' FWL in NENW,
Section 17, Township 25 North, Range 57 East, Richland County, Montana.
Bottom Hole Location at 240' FNL and 550' FEL in Lot 1,
Section 5, Township 25 North, Range 57 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:
21677' Measured Depth, 10436' Total Vertical Depth
Notice is hereby given that an application for permit to drill an oil and gas
well at the surface location set forth above to the depth as stated will be
filed with the Montana Board of Oil and Gas Conservation. Pursuant to
Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an
interested party may demand an opportunity to be heard by the Montana
Board of Oil and Gas Conservation concerning the application. SUCH
DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD
OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW
NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF
THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE
BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST:
(1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH
INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS
SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A
HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY
MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings MT 59102
Office: (406) 656-0040
Fax: (406) 655-6015
December 11, 2025 COL-MT-201799 MNAXLP

Breton, Jennifer

From: Uriah Price <uprice@crowleyfleck.com>
Sent: Wednesday, December 17, 2025 3:35 PM
To: Jones, Ben; Breton, Jennifer
Cc: Kyla Sturm; Davis, Ben; Don Lee; Wendy Johnson
Subject: [EXTERNAL] Whiting - Demand for Opportunity to be Heard re Phoenix Operating LLC's four (4) Adamantium South APDs
Attachments: 2025.12.17 Whiting Oil & Gas - Phoenix APD Protest (Adamantium South).pdf

Ben and Jennifer,

Attached please find Whiting's Demand for Opportunity to be Heard regarding the captioned Phoenix APDs. Thanks,

Uriah

URIAH PRICE [\[crowleyfleck.com\]](mailto:uprice@crowleyfleck.com)
1915 South 19th Avenue
Bozeman, MT 59718
Main: 406.556.1430
Direct: 406.522.4548

CROWLEY | FLECK PLLP
ATTORNEYS [\[crowleyfleck.com\]](http://crowleyfleck.com)

WITH OFFICES IN MONTANA, NORTH DAKOTA, AND WYOMING:

BILLINGS [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) BISMARCK [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) BOZEMAN [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) BUTTE [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) CASPER
[\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) CHEYENNE [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) HELENA [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) KALISPELL [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) MISSOULA
[\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) SHERIDAN [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com) WILLISTON [\[CROWLEYFLECK.COM\]](http://crowleyfleck.com)

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Uriah J. Price
1915 South 19th Avenue
P. O. Box 10969
Bozeman, MT 59719
uprice@crowleyfleck.com
(406) 522-4548

December 17, 2025

E-MAIL AND FAX

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
State of Montana
2535 St. John's Avenue
Billings, Montana 59102-4693
Fax No. (406) 652-5305

Re: Whiting Oil and Gas Corporation – Demand for Opportunity to be Heard concerning
Phoenix Operating LLC's Applications for Permits to Drill.

Dear Ben:

Pursuant to A.R.M. § 36.22.601, enclosed please find a Demand for Opportunity to be Heard, filed on behalf of Whiting Oil and Gas Corporation and concerning four APDs filed by Phoenix Operating LLC. A Certificate of Service is attached to the Demand.

Please do not hesitate to call if you have questions.

Regards,

A handwritten signature in blue ink, appearing to be "UP", written over a horizontal line.

Uriah J. Price

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS' WELLS IN AN UNAPPROVED
OVERLAPPING SPACING UNIT COMPRISED OF
TOWNSHIP 25 NORTH, RANGE 57 EAST,
SECTIONS 17, 20, 29 & 32, AS PUBLISHED IN THE
HELENA INDEPENDENT ON DECEMBER 11, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Whiting Oil and Gas Corporation, 1001 Fannin Street, Suite 1500, Houston, Texas 77002, Phone No. (281) 404-9639 ("Whiting"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 11, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within an unapproved overlapping temporary spacing unit comprised of Sections 17, 20, 29 & 32, Township 25 North, Range 57 East ("Unapproved Phoenix OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

1. Whiting operates the Vitt 31-17-1H well (the "Well") in the permanent spacing unit comprised of Township 25 North, Range 57 East, Sections 17 & 20 ("Whiting PSU"). Whiting operates the Well which has been producing since 2012. The Unapproved Phoenix OTSU partially overlaps the Whiting PSU.
2. Whiting established two overlapping temporary spacing unit comprised of Township 25 North, Range 57 East, (1) Sections 27, 28, 29 & 30, and (2) Sections 31, 32, 33 & 34, in August, 2025 (the "OTSUs"). The Montana Board of Oil and Gas Conservation ("Board") approved Whiting's plan of development, and issued Orders 188 and 190-2025 establishing the OTSUs. The OTSUs formed by Whiting remain in place so long as operations for drilling are commenced within one year from August, 2025. Phoenix did not file for rehearing after the Board approved Whiting's OTSUs.
3. Phoenix has not obtained Board approval, or even submitted an application for the Unapproved Phoenix OTSU.
4. Whiting requests a hearing regarding the issuance of Phoenix's permits for specific reasons that include, but are not limited to:
 - a. Whiting operates its Well, located within the Whiting PSU. The Unapproved Phoenix OTSU – where Phoenix proposes to drill – partially overlaps the Whiting PSU. Whiting must ensure that its leasehold interests and its Well are protected. Whiting has significant concerns regarding the development proposed by Phoenix, and the impact those operations will have on Whiting's investment and operations.

When examining a similar issue in 2021, this Board made clear that a third party cannot drill new wells within or [in an OTSU] over an existing permanent spacing unit, absent consent from the existing PSU operator. In doing so, the Board found that allowing multiple operators within a spaced area "can negatively impact the interests of the owners,

including those owners' expectations based on designation of the permanent spacing unit and permitting of an existing operator. This would negatively affect correlative rights, may result in the drilling of unnecessary wells, and would not promote orderly or efficient and economic development as required under § 82-11-201, MCA."

Under the Board's prior decisions, Phoenix cannot drill wells in the Unapproved Phoenix OTSU without Whiting's consent because the proposed Phoenix wells will be partially located within the Whiting PSU. Whiting does not consent to multiple operators entirely or partially within the OTSUs or PSU.

- b. Phoenix cannot obtain a permit to drill without a Board approved spacing unit. Here, there is not even a pending application for the Unapproved Phoenix OTSU. Further, when the Board approved the Whiting OTSUs, Phoenix had 20-days to file for rehearing if it did not agree with the Board's Order. Phoenix did not, and the Orders remain in place until at least August 2026. Therefore, Phoenix cannot obtain a spacing unit for the Phoenix APDs prior to August 2026 because it would require Phoenix to unlawfully vacate the Whiting OTSUs.
- c. Even if it were necessary for the Board to examine outside factors, Whiting would prevail. For example:
 1. Operational Experience & Infrastructure. Whiting has significantly more experience drilling and operating wells in Montana than Phoenix. In this township alone, Whiting currently operates at least 10 permanent spacing units, with plans to drill and operate numerous additional wells in this area. Phoenix has drilled 9 total wells in Montana, and Phoenix does not operate any wells in this Township or area.
 2. Infrastructure. As a result of past development and investment in this area, Whiting has available infrastructure to prevent waste while allowing efficient and economic development of the pool as a whole. Phoenix does not appear to have any infrastructure in this area.
- d. In consideration of the reasons listed above, among others, denying the Phoenix APDs will ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste. Further, denying the Phoenix APDs will be in accordance with longstanding Board policy and align with its prior decisions.

WHEREFORE, Whiting respectfully requests the following relief:

1. That the Board deny Phoenix's APDs; Phoenix cannot obtain a spacing unit or a drilling permit for the Phoenix APDs given the location of the Whiting Well and the Whiting PSU and, therefore, the issue is moot under existing Board decisions.

Alternatively, if the Board chooses to docket this case, Whiting respectfully requests the following:

2. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
3. That after hearing the Board enter an Order denying Phoenix's permits.

4. For such other relief as the Board may deem appropriate.

Dated this 17th day of December, 2025.

Whiting Oil and Gas Corporation

By  _____
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 17th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By:  _____
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

NOTICE OF ADAMANTIUM SOUTH 17-20-29-32 1H by Phoenix Operating LLC
INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 450' FNL and 2176' FWL in NENW, Section 17, Township 25 North, Range 57 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 550' FWL in SWSW, Section 32, Township 25 North, Range 57 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31599' Measured Depth, 10436' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 11, 2025 COL-MT-201811 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

NOTICE OF ADAMANTIUM SOUTH 17-20-29-32 2H by Phoenix Operating LLC
INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 450' FNL and 2206' FWL in NENW, Section 17, Township 25 North, Range 57 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 1945' FWL in SESW, Section 32, Township 25 North, Range 57 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31421' Measured Depth, 10436' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 11, 2025 COL-MT-201812 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

NOTICE OF ADAMANTIUM SOUTH 17-20-29-32 3H by
Phoenix Operating LLC
INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 450' FNL and 2236' FWL in NENW, Section 17, Township 25 North, Range 57 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 1945' FEL in SWSE, Section 32, Township 25 North, Range 57 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31503' Measured Depth, 10436' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 11, 2025 COL-MT-201813 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

NOTICE OF ADAMANTIUM SOUTH 17-20-29-32 4H by
Phoenix Operating LLC
INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 450' FNL and 2266' FWL in NENW, Section 17, Township 25 North, Range 57 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 550' FEL in SESE, Section 32, Township 25 North, Range 57 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31811' Measured Depth, 10436' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 11, 2025 COL-MT-201814 MNAXLP

GRAY LAW FIRM PLLC

ATTORNEY AT LAW

3471 MASTERSON CIRCLE
BILLINGS, MONTANA 59106
(406) 248-4141
scotti@graylawmt.com

December 19, 2024

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DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

Montana Board of Oil & Gas Conservation Commission
Attn: Ben Jones
2535 St. Johns Ave.
Billings, MT 59102

RE: Permit Protest re In the Matter of Application for Permit to Drill the Darius 25-36-1-12 1H, 2H, 3H, 4H Oil and Gas Wells by Phoenix Operating, LLC

Mr. Jones,

Continental Resources, Inc. ("Continental"), 20 N. Broadway, Oklahoma City, OK 73102, hereby protests and requests a hearing on the application of Phoenix Operating LLC ("Phoenix") for a permit to drill the Darius 25-36-1-12 1H, 2H, 3H and 4H wells ("Darius Permits") in All of Sections 25 and 36, T26N, 56E and Sections 1 and 12, T25N, R56E, Richland County, Montana on the following grounds:

- 1) Continental owns a 5.26% interest in Section 25, T26N, 56E. Continental further owns an approximately 51% interest in the spacing unit comprised of Sections 13, 24, 25, 36, T26N, R56E and an approximately 35% interest in Section 13, T25N, R56E, directly to the south of Phoenix's proposed spacing unit for this permit.
- 2) Continental protests on the basis that no Board-approved spacing unit currently exists that corresponds to the Darius permits. Phoenix's applications therefore seek authority to drill wells that are not aligned with any established spacing configuration approved by the Board. Continental has a pending application before the Board to delineate the spacing unit comprised of Sections 13, 24, 25 and 36, T26N, R56E (Docket No. 325-2025). The proposed spacing unit incorporates Continental's existing legacy well located in the unit comprised of Sections 13 and 24, T26N, R56E, and reflects an orderly extension of established development.
- 3) The record will show that approval of the Darius Permits would disrupt orderly development, promote waste and impair correlative rights contrary to Title 82, MCA.
- 4) Continental operates a contiguous block of three legacy spacing units immediately to the north of the proposed Darius Permits. This block represents an orderly, ongoing development program supported by prior production and established drilling patterns—

16-2026

not speculative acreage. The proposed Darius Permits would intrude into this established development corridor in a manner inconsistent with efficient reservoir development. Montana law does not favor checkerboard or opportunistic development that interferes with an existing, productive development pattern.

- 5) Continental has drilled and completed thousands of wells in the Bakken/Three Forks formation with demonstrated commercial success and repeatable results.
- 6) Because the proposed Darius Permits cannot be approved concurrently with Continental's proposed spacing application, only one development plan may lawfully proceed. Under these circumstances, Montana law requires approval of the spacing pattern and permits that best promote orderly development, protect correlative rights and prevent waste. The record will show that Continental's development plan satisfies those standards, while the Darius permits do not.
- 7) I can be reached at (406) 248-4141 and Continental's representative, Blaine Dutchik, can be reached at (405) 234-9327.

Sincerely,

GRAY LAW, P.L.L.P.


SCOTTI GRAY

RECEIVED

DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

CERTIFICATE OF SERVICE

I hereby certify that that on the 19th day of December 2025, I served a true and correct copy of the foregoing document to the following:

<input checked="" type="checkbox"/> U.S. Mail (certified)	Phoenix Operating LLC
<input type="checkbox"/> Facsimile	4643 S Ulster, Ste 1510
<input type="checkbox"/> FedEx	Denver, CO 80237
<input type="checkbox"/> E-mail	



Scotti Gray

16-2026

GRAY LAW FIRM PLLC

ATTORNEY AT LAW

3471 MASTERSON CIRCLE
BILLINGS, MONTANA 59106
(406) 248-4141
scotti@graylawmt.com

December 19, 2024

Montana Board of Oil & Gas Conservation Commission
Attn: Ben Jones
2535 St. Johns Ave.
Billings, MT 59102

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DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

RE: Permit Protest re In the Matter of Application for Permit to Drill the Marcus 26-35-2-11 1H, 2H, 3H, 4H Oil and Gas Wells by Phoenix Operating, LLC

Dear Mr. Jones,

Continental Resources, Inc. ("Continental"), 20 N. Broadway, Oklahoma City, OK 73102, hereby protests and requests a hearing on the application of Phoenix Operating LLC ("Phoenix") for a permit to drill the Marcus 26-35-2-11 1H, 2H, 3H and 4H wells ("Marcus Permits") in All of Sections 26 and 35, T26N, 56E and Sections 2 and 11, T25N, R56E, Richland County, Montana on the following grounds:

- 1) Continental owns an approximate 9% interest in Section 26, T26N, 56E and a 52% interest in Section 2 and a 38% interest in Section 11, T25N, R56E, Richland County, Montana. Continental further owns a 51% interest in the proposed spacing unit comprised of Sections 14, 23, 26 and 35, T26N, R56E and a 48% interest in Section 14, T25N, R56E and a 48% interest in Section 14, T25N, R56 directly to the south of Phoenix's proposed spacing unit for this permit.
- 2) Continental protests on the basis that no Board-approved spacing unit currently exists that corresponds to the Marcus permits. Phoenix's applications therefore seek authority to drill wells that are not aligned with any established spacing configuration approved by the Board. Continental has a pending application before the Board to delineate the spacing unit comprised of Sections 14, 23, 26, 35, T26N, R56E (Docket No. 327-2025). The proposed spacing unit incorporates Continental's existing legacy well located in the unit comprised of Sections 14 and 23, T26N, R56E, and reflects an orderly extension of established development.
- 3) The record will show that approval of the Marcus Permits would disrupt orderly development, promote waste and impair correlative rights contrary to Title 82, MCA.

17 - 2026

- 4) Continental operates a contiguous block of three legacy spacing units immediately to the north of the proposed Marcus Permits. This block represents an orderly, ongoing development program supported by prior production and established drilling patterns—not speculative acreage. The proposed Marcus Permits would intrude into this established development corridor in a manner inconsistent with efficient reservoir development. Montana law does not favor checkerboard or opportunistic development that interferes with an existing, productive development pattern.
- 5) Continental has drilled and completed thousands of wells in the Bakken/Three Forks formation with demonstrated commercial success and repeatable results.
- 6) Because the proposed Marcus Permits cannot be approved concurrently with Continental's proposed spacing application, only one development plan may lawfully proceed. Under these circumstances, Montana law requires approval of the spacing pattern and permits that best promote orderly development, protect correlative rights and prevent waste. The record will show that Continental's development plan satisfies those standards, while the Marcus permits do not.
- 7) I can be reached at (406) 248-4141 and Continental's representative, Blaine Dutchik, can be reached at (405) 234-9327.

Sincerely,

GRAY LAW, P.L.L.P.



SCOTTI GRAY

RECEIVED

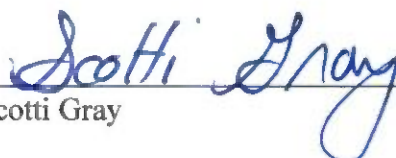
DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

CERTIFICATE OF SERVICE

I hereby certify that that on the 19th day of December 2025, I served a true and correct copy of the foregoing document to the following:

<input checked="" type="checkbox"/> U.S. Mail (certified)	Phoenix Operating LLC
<input type="checkbox"/> Facsimile	4643 S Ulster, Ste 1510
<input type="checkbox"/> FedEx	Denver, CO 80237
<input type="checkbox"/> E-mail	



Scotti Gray

GRAY LAW FIRM PLLC

ATTORNEY AT LAW

3471 MASTERSON CIRCLE
BILLINGS, MONTANA 59106
(406) 248-4141
scotti@graylawmt.com

December 19, 2024

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DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

Montana Board of Oil & Gas Conservation Commission
Attn: Ben Jones
2535 St. Johns Ave.
Billings, MT 59102

RE: Permit Protest re In the Matter of Application for Permit to Drill the Crixus 27-34-3-10 1H, 2H, 3H, 4H Oil and Gas Wells by Phoenix Operating, LLC

Dear Mr. Jones,

Continental Resources, Inc. ("Continental"), 20 N. Broadway, Oklahoma City, OK 73102, hereby protests and requests a hearing on the application of Phoenix Operating LLC ("Phoenix") for a permit to drill the Crixus 27-34-3-10 1H, 2H, 3H and 4H wells ("Crixus Permits") in All of Sections 27 and 34, T26N, 56E and Sections 3 and 10, T25N, R56E, Richland County, Montana on the following grounds:

- 1) Continental owns an approximate 50% interest in Section 3 and a 75% interest in Section 10, T25N, R56E, Richland County, Montana. Furthermore, Continental owns a 39.19% interest in the proposed spacing unit comprised of 15, 22, 27, 34, T26N, R56E.
- 2) Continental protests on the basis that no Board-approved spacing unit currently exists that corresponds to the Crixus permits. Phoenix's applications therefore seek authority to drill wells that are not aligned with any established spacing configuration approved by the Board. Continental has a pending application before the Board to delineate the spacing unit comprised of Sections 15, 22, 27, 34, T26N, R56E (Docket No. 323-2025). The proposed spacing unit incorporates Continental's existing legacy well located in the unit comprised of Sections 15 and 22, T26N, R56E, and reflects an orderly extension of established development.
- 3) The record will show that approval of the Crixus Permits would disrupt orderly development, promote waste and impair correlative rights contrary to Title 82, MCA.
- 4) Continental operates a contiguous block of three legacy spacing units immediately to the north of the proposed Crixus Permits. This block represents an orderly, ongoing development program supported by prior production and established drilling patterns—

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not speculative acreage. The proposed Crixus Permits would intrude into this established development corridor in a manner inconsistent with efficient reservoir development. Montana law does not favor checkerboard or opportunistic development that interferes with an existing, productive development pattern.

- 5) Continental has drilled and completed thousands of wells in the Bakken/Three Forks formation with demonstrated commercial success and repeatable results.
- 6) Because the proposed Crixus Permits cannot be approved concurrently with Continental's proposed spacing application, only one development plan may lawfully proceed. Under these circumstances, Montana law requires approval of the spacing pattern and permits that best promote orderly development, protect correlative rights and prevent waste. The record will show that Continental's development plan satisfies those standards, while the Crixus permits do not.
- 7) I can be reached at (406) 248-4141 and Continental's representative, Blaine Dutchik, can be reached at (405) 234-9327.

Sincerely,

GRAY LAW, P.L.L.P.

Scotti Gray
SCOTTI GRAY

RECEIVED

DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

CERTIFICATE OF SERVICE

I hereby certify that that on the 19th day of December 2025, I served a true and correct copy of the foregoing document to the following:

<input checked="" type="checkbox"/> U.S. Mail (certified)	Phoenix Operating LLC
<input type="checkbox"/> Facsimile	4643 S Ulster, Ste 1510
<input type="checkbox"/> FedEx	Denver, CO 80237
<input type="checkbox"/> E-mail	

Scotti Gray

Scotti Gray

GRAY LAW FIRM PLLC

ATTORNEY AT LAW

3471 MASTERSON CIRCLE
BILLINGS, MONTANA 59106
(406) 248-4141
scott@graylawmt.com

December 19, 2024

Montana Board of Oil & Gas Conservation Commission
Attn: Ben Jones
2535 St. Johns Ave.
Billings, MT 59102

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DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

**RE: Permit Protest re In the Matter of Application for Permit to Drill the Trinity
1-12-13 1H, 2H, 3H, 4H Oil and Gas Wells by Phoenix Operating, LLC**

Dear Mr. Jones,

Continental Resources, Inc. ("Continental"), 20 N. Broadway, Oklahoma City, OK 73102, hereby protests and requests a hearing on the application of Phoenix Operating LLC ("Phoenix") for a permit to drill the Trinity 1-12-13 1H, 2H, 3H and 4H wells ("Trinity Permits") in All of Sections 1, 12, 13, Township 25 North, Range 56 East, Richland County, Montana on the following grounds:

- 1) Continental owns an approximate 11.98% interest in the spacing unit comprised of Sections 1, 12 and 13, Township 25 North, Range 56 East, Richland County, Montana.
- 2) Continental protests on the basis that upon the approval of the Form 20 submitted by Heritage Operating LLC, Continental will have one active permit to drill within the unit as well as three pending permit applications. The active permit does not expire until January 24, 2026.
- 3) The record will show that approval of the Trinity Permits would disrupt orderly development, promote waste and impair correlative rights contrary to Title 82, MCA.
- 4) Continental operates a contiguous block of three legacy spacing units, which Continental has applied for to extend to 4-mile temporary spacing units. These 4-mile units integrate the legacy units are an orderly extension of established development. This block represents an orderly, ongoing development program supported by prior production and established drilling patterns—not speculative acreage. The proposed Trinity Permits would intrude into this established development corridor in a manner inconsistent with efficient reservoir development. Montana law does not favor checkerboard or opportunistic development that interferes with an existing, productive development pattern.

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- 5) Continental has drilled and completed thousands of wells in the Bakken/Three Forks formation with demonstrated commercial success and repeatable results.
- 6) Because the proposed Trinity Permits cannot be approved concurrently with Continental's existing and pending permits without impairing correlative rights and promoting waste, only one development plan may lawfully proceed. Under these circumstances, Montana law requires issuance of the permit that best promotes orderly development, protects correlative rights and prevents waste. The record will show that Continental's development plan satisfies those standards, while the Trinity permits do not.
- 7) I can be reached at (406) 248-4141 and Continental's representative, Blaine Dutchik, can be reached at (405) 234-9327.

Sincerely,

GRAY LAW, P.L.L.P.


SCOTTI GRAY

RECEIVED

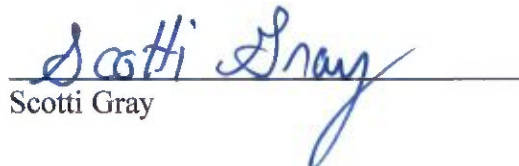
DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

CERTIFICATE OF SERVICE

I hereby certify that that on the 19th day of December 2025, I served a true and correct copy of the foregoing document to the following:

<input checked="" type="checkbox"/> U.S. Mail (certified)	Phoenix Operating LLC
<input type="checkbox"/> Facsimile	4643 S Ulster, Ste 1510
<input type="checkbox"/> FedEx	Denver, CO 80237
<input type="checkbox"/> E-mail	



Scotti Gray

19 - 2026

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DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

GRAY LAW FIRM PLLC

ATTORNEY AT LAW

3471 MASTERSON CIRCLE
BILLINGS, MONTANA 59106
(406) 248-4141
scott@graylawmt.com

December 19, 2024

Montana Board of Oil & Gas Conservation Commission
Attn: Ben Jones
2535 St. Johns Ave.
Billings, MT 59102

**RE: Permit Protest re In the Matter of Application for Permit to Drill the
Maximus 2-11-14 1H, 2H, 3H, 4H Oil and Gas Wells by Phoenix Operating,
LLC**

Dear Mr. Jones,

Continental Resources, Inc. ("Continental"), 20 N. Broadway, Oklahoma City, OK 73102, hereby protests and requests a hearing on the application of Phoenix Operating LLC ("Phoenix") for a permit to drill the Maximus 2-11-14 1H, 2H, 3H and 4H wells ("Maximus Permits") in All of Sections 2, 11, 14, Township 25 North, Range 56 East, Richland County, Montana on the following grounds:

- 1) Continental owns a 46.50% interest in the spacing unit comprised of Sections 2, 11 and 14, Township 25 North, Range 56 East, Richland County, Montana.
- 2) Continental protests on the basis that upon the approval of the Form 20 submitted by Heritage Operating LLC, Continental will have one permit to drill pending renewal within the unit as well as three pending permit applications.
- 3) The record will show that approval of the Maximus Permits would disrupt orderly development, promote waste and impair correlative rights contrary to Title 82, MCA.
- 4) Continental operates a contiguous block of three legacy spacing units immediately to the north of the proposed Maximus Permits. This block represents an orderly, ongoing development program supported by prior production and established drilling patterns—not speculative acreage. The proposed Maximus Permits would intrude into this established development corridor in a manner inconsistent with efficient reservoir development. Montana law does not favor checkerboard or opportunistic development that interferes with an existing, productive development pattern.

20 - 2026

- 5) Continental has drilled and completed thousands of wells in the Bakken/Three Forks formation with demonstrated commercial success and repeatable results.
- 6) Because the proposed Maximus Permits cannot be approved concurrently with Continental's existing and pending permits without impairing correlative rights and promoting waste, only one development plan may lawfully proceed. Under these circumstances, Montana law requires issuance of the permit that best promotes orderly development, protects correlative rights and prevents waste. The record will show that Continental's development plan satisfies those standards, while the Maximus permits do not.
- 7) I can be reached at (406) 248-4141 and Continental's representative, Blaine Dutchik, can be reached at (405) 234-9327.

Sincerely,

GRAY LAW, P.L.L.P.

Scotti Gray
SCOTTI GRAY

RECEIVED

DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

CERTIFICATE OF SERVICE

I hereby certify that that on the 19th day of December 2025, I served a true and correct copy of the foregoing document to the following:

<input checked="" type="checkbox"/> U.S. Mail (certified)	Phoenix Operating LLC
<input type="checkbox"/> Facsimile	4643 S Ulster, Ste 1510
<input type="checkbox"/> FedEx	Denver, CO 80237
<input type="checkbox"/> E-mail	

Scotti Gray

Scotti Gray

20 - 2026

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DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

GRAY LAW FIRM PLLC

ATTORNEY AT LAW

3471 MASTERSON CIRCLE
BILLINGS, MONTANA 59106
(406) 248-4141
scotti@graylawmt.com

December 19, 2024

Montana Board of Oil & Gas Conservation Commission
Attn: Ben Jones
2535 St. Johns Ave.
Billings, MT 59102

**RE: Permit Protest re In the Matter of Application for Permit to Drill the
Gasoline 15-10-3 1HF, 2HF, 3HF, 4HF Oil and Gas Wells by Phoenix
Operating, LLC**

Dear Mr. Jones,

Continental Resources, Inc. ("Continental"), 20 N. Broadway, Oklahoma City, OK 73102, hereby protests and requests a hearing on the application of Phoenix Operating LLC ("Phoenix") for a permit to drill the Gasoline 15-10-3 1HF, 2HF, 3HF and 4HF wells ("Gasoline Permits") in All of Sections 15, 10, 3, Township 25 North, Range 56 East, Richland County, Montana on the following grounds:

- 1) Continental owns a 41.76% interest in the spacing unit comprised of Sections 15, 10 and 3, Township 25 North, Range 56 East, Richland County, Montana.
- 2) Continental protests on the basis that upon the approval of the Form 20 submitted by Heritage Operating LLC, Continental will have one permit to drill pending renewal within the unit as well as three pending permit applications.
- 3) The record will show that approval of the Gasoline Permits would disrupt orderly development, promote waste and impair correlative rights contrary to Title 82, MCA.
- 4) Continental operates a contiguous block of three legacy spacing units immediately to the north of the proposed Gasoline Permits. This block represents an orderly, ongoing development program supported by prior production and established drilling patterns—not speculative acreage. The proposed Gasoline Permits would intrude into this established development corridor in a manner inconsistent with efficient reservoir development. Montana law does not favor checkerboard or opportunistic development that interferes with an existing, productive development pattern.

21 - 2026

- 5) Continental has drilled and completed thousands of wells in the Bakken/Three Forks formation with demonstrated commercial success and repeatable results.
- 6) Because the proposed Gasoline Permits cannot be approved concurrently with Continental's existing and pending permits without impairing correlative rights and promoting waste, only one development plan may lawfully proceed. Under these circumstances, Montana law requires issuance of the permit that best promotes orderly development, protects correlative rights and prevents waste. The record will show that Continental's development plan satisfies those standards, while the Gasoline permits do not.
- 7) I can be reached at (406) 248-4141 and Continental's representative, Blaine Dutchik, can be reached at (405) 234-9327.

Sincerely,

GRAY LAW, P.L.L.P.


SCOTTI GRAY

RECEIVED

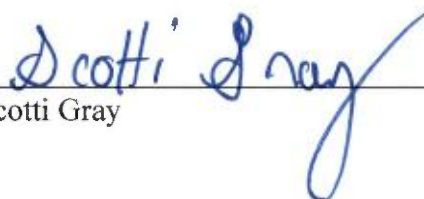
DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

CERTIFICATE OF SERVICE

I hereby certify that that on the 19th day of December 2025, I served a true and correct copy of the foregoing document to the following:

<input checked="" type="checkbox"/> U.S. Mail (certified)	Phoenix Operating LLC
<input type="checkbox"/> Facsimile	4643 S Ulster, Ste 1510
<input type="checkbox"/> FedEx	Denver, CO 80237
<input type="checkbox"/> E-mail	



Scotti Gray

GRAY LAW FIRM PLLC

RECEIVED

DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

ATTORNEY AT LAW

3471 MASTERSON CIRCLE
BILLINGS, MONTANA 59106
(406) 248-4141
scotti@graylawmt.com

December 19, 2024

Montana Board of Oil & Gas Conservation Commission
Attn: Ben Jones
2535 St. Johns Ave.
Billings, MT 59102

RE: Permit Protest re In the Matter of Application for Permit to Drill the Diesel 4-9-16-21 1H, 2H, 3H, 4H Oil and Gas Wells by Phoenix Operating, LLC

Dear Mr. Jones,

Continental Resources, Inc. ("Continental"), 20 N. Broadway, Oklahoma City, OK 73102, hereby protests and requests a hearing on the application of Phoenix Operating LLC ("Phoenix") for a permit to drill the Diesel 4-9-16-21 1H, 2H, 3H and 4H wells ("Diesel Permits") in All of Sections 4, 9, 16 and 21, T25N, 56E, Richland County, Montana on the following grounds:

- 1) Continental owns an approximate 46.39% interest in the spacing unit comprised of Sections 4, 16, 19 and 21, T25N, R56E, Richland County, Montana.
- 2) Continental protests on the grounds that the Buckley 1-9H well is a producing well operated by Continental within a Board-approved permanent spacing unit comprised of Sections 4 and 9, T25N, R56E, Richland County, Montana. Furthermore, at the October 2025 hearing, the spacing unit comprised of 4, 9, 16, 21 was approved by the Board upon Continental's application and Continental plans to develop this unit. It is contrary to Board policy and precedent to authorize multiple operators to independently develop the same pool with an existing spacing unit. The Board has repeatedly recognized that allowing competing operators to proceed in the same spacing unit creates uncertainty regarding future development, creates conflict of interest with mineral and surface owners, and negatively impacts correlative rights in violation of § 82-11-201, MCA. See, e.g., Order 48-2021.
- 3) The record will show that approval of the Diesel Permits would disrupt orderly development, promote waste and impair correlative rights contrary to Title 82, MCA.
- 4) Because Continental operates a producing well within the existing spacing unit, approval of the Diesel Permits would authorize uncoordinated, multi-operator development of the same pool within a single unit, contrary to Board policy and

22-2026

Montana's conservation mandate. In the absence of Continental's participation, the Diesel permits would impair correlative rights, promote waste and undermine orderly development. Accordingly, the Diesel permits should not be approved.

- 5) I can be reached at (406) 248-4141 and Continental's representative, Blaine Dutchik, can be reached at (405) 234-9327.

Sincerely,

GRAY LAW, P.L.L.P.

RECEIVED

DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

Scotti Gray
SCOTTI GRAY

CERTIFICATE OF SERVICE

I hereby certify that that on the 19th day of December 2025, I served a true and correct copy of the foregoing document to the following:

<input checked="" type="checkbox"/> U.S. Mail (certified)	Phoenix Operating LLC
<input type="checkbox"/> Facsimile	4643 S Ulster, Ste 1510
<input type="checkbox"/> FedEx	Denver, CO 80237
<input type="checkbox"/> E-mail	

Scotti Gray

Scotti Gray

RECEIVED

DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

GRAY LAW FIRM PLLC

ATTORNEY AT LAW

3471 MASTERSON CIRCLE
BILLINGS, MONTANA 59106
(406) 248-4141
scott@graylawmt.com

December 19, 2024

Montana Board of Oil & Gas Conservation Commission
Attn: Ben Jones
2535 St. Johns Ave.
Billings, MT 59102

RE: Permit Protest re In the Matter of Application for Permit to Drill the Ex-Presidents 20-17-8-5 1H, 2H, 3H, 4H Oil and Gas Wells by Phoenix Operating, LLC

Dear Mr. Jones,

Continental Resources, Inc. ("Continental"), 20 N. Broadway, Oklahoma City, OK 73102, hereby protests and requests a hearing on the application of Phoenix Operating LLC ("Phoenix") for a permit to drill the Ex-Presidents 20-17-8-5 1H, 2H, 3H and 4H wells ("Ex-Presidents Permits") in All of Sections 20, 17, 8, 5, T25N, 56E, Richland County, Montana on the following grounds:

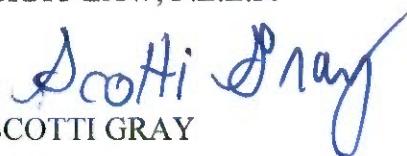
- 1) Continental owns a 0.99% interest in the spacing unit comprised of Sections 20, 17, 8, 5, T25N, R56E, Richland County, Montana.
- 2) The record will show that approval of the Ex-Presidents Permits would disrupt orderly development, promote waste and impair correlative rights contrary to Title 82, MCA.
- 3) Continental operates a legacy spacing unit immediately to the east and a contiguous block of three legacy spacing units northeast of the proposed Ex-Presidents Permits. This block represents an orderly, ongoing development program supported by prior production and established drilling patterns—not speculative acreage. The proposed Ex-Presidents Permits would intrude into this established development corridor in a manner inconsistent with efficient reservoir development. Montana law does not favor checkerboard or opportunistic development that interferes with an existing, productive development pattern.
- 4) Continental has drilled and completed thousands of wells in the Bakken/Three Forks formation with demonstrated commercial success and repeatable results.

23 - 2026

- 5) Montana law requires approval of the spacing pattern and permits that best promote orderly development, protect correlative rights and prevent waste. The record will show that Continental's development plan satisfies those standards, while the Ex-Presidents permits do not.
- 6) I can be reached at (406) 248-4141 and Continental's representative, Blaine Dutchik, can be reached at (405) 234-9327.

Sincerely,

GRAY LAW, P.L.L.P.


SCOTTI GRAY

RECEIVED

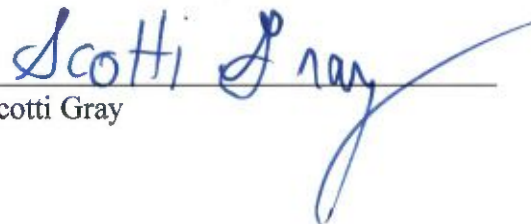
DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

CERTIFICATE OF SERVICE

I hereby certify that that on the 19th day of December 2025, I served a true and correct copy of the foregoing document to the following:

<input checked="" type="checkbox"/> U.S. Mail (certified)	Phoenix Operating LLC
<input type="checkbox"/> Facsimile	4643 S Ulster, Ste 1510
<input type="checkbox"/> FedEx	Denver, CO 80237
<input type="checkbox"/> E-mail	



Scotti Gray

23-2026

RECEIVED

DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

GRAY LAW FIRM PLLC

ATTORNEY AT LAW

3471 MASTERSON CIRCLE
BILLINGS, MONTANA 59106
(406) 248-4141
scott@graylawmt.com

December 19, 2024

Montana Board of Oil & Gas Conservation Commission
Attn: Ben Jones
2535 St. Johns Ave.
Billings, MT 59102

**RE: Permit Protest re In the Matter of Application for Permit to Drill the
Eastwood 32-29-20-17 1H, 2H, 3H, 4H Oil and Gas Wells by Phoenix
Operating, LLC**

Dear Mr. Jones,

Continental Resources, Inc. ("Continental"), 20 N. Broadway, Oklahoma City, OK 73102, hereby protests and requests a hearing on the application of Phoenix Operating LLC ("Phoenix") for a permit to drill the Eastwood 32-29-20-17 1H, 2H, 3H and 4H wells ("Eastwood Permits") in All of Sections 32, 29, 20 17, T26N, 56E, Richland County, Montana on the following grounds:

- 1) At this time, Continental owns a 10% interest in the spacing unit comprised of Sections 32, 29, 20, 17, T26N, R56E, Richland County, Montana.
- 2) The record will show that approval of the Eastwood Permits would disrupt orderly development, promote waste and impair correlative rights contrary to Title 82, MCA.
- 3) Continental operates a legacy permanent spacing unit immediately to the southeast of the proposed Eastwood permits and a contiguous block of three legacy spacing units beginning one section to the east of the proposed Eastwood Permits. This block represents an orderly, ongoing development program supported by prior production and established drilling patterns—not speculative acreage. The proposed Eastwood Permits would intrude into this established development corridor in a manner inconsistent with efficient reservoir development. Montana law does not favor checkerboard or opportunistic development that interferes with an existing, productive development pattern.
- 4) Continental has drilled and completed thousands of wells in the Bakken/Three Forks formation with demonstrated commercial success and repeatable results.

24 - 2026

- 5) Montana law requires approval of the spacing pattern and permits that best promote orderly development, protect correlative rights and prevent waste. The record will show that Continental's development plan satisfies those standards, while the Eastwood permits do not.
- 6) I can be reached at (406) 248-4141 and Continental's representative, Blaine Dutchik, can be reached at (405) 234-9327.

Sincerely,

GRAY LAW, P.L.L.P.


SCOTTI GRAY

RECEIVED

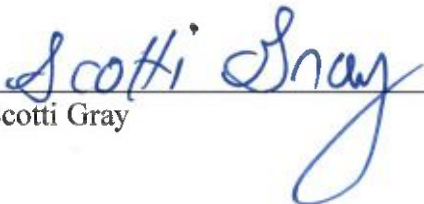
DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

CERTIFICATE OF SERVICE

I hereby certify that that on the 19th day of December 2025, I served a true and correct copy of the foregoing document to the following:

<input checked="" type="checkbox"/> U.S. Mail (certified)	Phoenix Operating LLC
<input type="checkbox"/> Facsimile	4643 S Ulster, Ste 1510
<input type="checkbox"/> FedEx	Denver, CO 80237
<input type="checkbox"/> E-mail	



Scotti Gray

RECEIVED

DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

GRAY LAW FIRM PLLC

ATTORNEY AT LAW

3471 MASTERSON CIRCLE
BILLINGS, MONTANA 59106
(406) 248-4141
scotti@graylawmt.com

December 19, 2024

Montana Board of Oil & Gas Conservation Commission
Attn: Ben Jones
2535 St. Johns Ave.
Billings, MT 59102

**RE: Permit Protest re In the Matter of Application for Permit to Drill the Of
Wolf and Man 18-19-30-31 1HF, 2HF, 3HF, 4HF Oil and Gas Wells by
Phoenix Operating, LLC**

Dear Mr. Jones,

Continental Resources, Inc. ("Continental"), 20 N. Broadway, Oklahoma City, OK 73102, hereby protests and requests a hearing on the application of Phoenix Operating LLC ("Phoenix") for a permit to drill the Of Wolf and Man 18-19-30-31 1HF, 2HF, 3HF and 4HF wells ("Of Wolf and Man Permits") in All of Sections 18, 19, 30, 31, T28N, 56E, Richland County, Montana on the following grounds:

- 1) Continental owns a 13.13% interest in the spacing unit comprised of Sections 6, 7, 18, 19, T28N, R56E, Richland County, Montana.
- 2) Continental protests on the grounds that there is no spacing unit comprised of Sections 18, 19, 30, 31, T28N, R56E, Richland County, Montana. At the December 11, 2025 MBOGC hearing, the Board approved a spacing unit comprised of 6, 7, 18 and 19, T28N, R56E, which precludes the establishment of a spacing unit comprised of Sections 18, 19, 30, 31, T28N, R56E
- 3) Approval of the Of Wolf and Man Permits would disrupt orderly development, promote waste and impair correlative rights contrary to Title 82, MCA.

25 - 2026

- 4) I can be reached at (406) 248-4141 and Continental's representative, Blaine Dutchik, can be reached at (405) 234-9327.

Sincerely,

GRAY LAW, P.L.L.P.

Scotti Gray
SCOTTI GRAY

RECEIVED

DEC 19 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

CERTIFICATE OF SERVICE

I hereby certify that that on the 19th day of December 2025, I served a true and correct copy of the foregoing document to the following:

<input checked="" type="checkbox"/> U.S. Mail (certified)	Phoenix Operating LLC
<input type="checkbox"/> Facsimile	4643 S Ulster, Ste 1510
<input type="checkbox"/> FedEx	Denver, CO 80237
<input type="checkbox"/> E-mail	

Scotti Gray

Scotti Gray

25 - 2026

Breton, Jennifer

From: Uriah Price <uprice@crowleyfleck.com>
Sent: Friday, December 19, 2025 2:31 PM
To: Jones, Ben; Breton, Jennifer
Cc: John R. Lee; Don Lee; wjohnson@kmd.law; Kyla Sturm
Subject: [EXTERNAL] Kraken - 6 Demands for Opportunity to be Heard re (24) Phoenix APDs -- 12-19-2025 protests
Attachments: 2025.12.19 Kraken - Phoenix APD Protest Cover Letter.pdf; 2025.12.19 Kraken - Protest of Phoenix Enter Sandman North APDs.pdf; 2025.12.19 Kraken - Protest of Phoenix Master of Puppets Fed APDs.pdf; 2025.12.19 Kraken - Protest of Phoenix Battery North APDs.pdf; 2025.12.19 Kraken - Protest of Phoenix Lord of Lords APDs.pdf; 2025.12.19 Kraken - Protest of Phoenix Raptor Fed APDs.pdf; 2025.12.19 Kraken - Protest of Phoenix Dirty Harry Fed APDs.pdf

Ben and Jennifer,

Attached please find another batch of Kraken's Demands for Opportunity to be Heard regarding numerous Phoenix APDs. Let me know if you have any questions. Thanks, and have a great weekend.

Uriah

URIAH PRICE [crowleyfleck.com]

1915 South 19th Avenue

Bozeman, MT 59718

Main: 406.556.1430

Direct: 406.522.4548

CROWLEY | FLECK PLLP
ATTORNEYS [crowleyfleck.com]

WITH OFFICES IN MONTANA, NORTH DAKOTA, AND WYOMING:

[BILLINGS \[CROWLEYFLECK.COM\]](http://CROWLEYFLECK.COM) [BISMARCK \[CROWLEYFLECK.COM\]](http://CROWLEYFLECK.COM) [BOZEMAN \[CROWLEYFLECK.COM\]](http://CROWLEYFLECK.COM) [BUTTE \[CROWLEYFLECK.COM\]](http://CROWLEYFLECK.COM) [CASPER](http://CROWLEYFLECK.COM)

[\[CROWLEYFLECK.COM\]](http://CROWLEYFLECK.COM) [CHEYENNE \[CROWLEYFLECK.COM\]](http://CROWLEYFLECK.COM) [HELENA \[CROWLEYFLECK.COM\]](http://CROWLEYFLECK.COM) [KALISPELL \[CROWLEYFLECK.COM\]](http://CROWLEYFLECK.COM) [MISSOULA](http://CROWLEYFLECK.COM)

[\[CROWLEYFLECK.COM\]](http://CROWLEYFLECK.COM) [SHERIDAN \[CROWLEYFLECK.COM\]](http://CROWLEYFLECK.COM) [WILLISTON \[CROWLEYFLECK.COM\]](http://CROWLEYFLECK.COM)

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Uriah J. Price
1915 South 19th Avenue
P. O. Box 10969
Bozeman, MT 59719
uprice@crowleyfleck.com
(406) 522-4548

December 19, 2025

E-MAIL AND FAX

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
State of Montana
2535 St. John's Avenue
Billings, Montana 59102-4693
Fax No. (406) 652-5305

Re: Kraken Oil & Gas LLC – Demands for Opportunity to be Heard concerning Phoenix
Operating LLC's Applications for Permits to Drill.

Dear Ben:

Pursuant to A.R.M. § 36.22.601, enclosed please find six (6) Demands for Opportunity to be Heard, filed on behalf of Kraken Oil & Gas LLC and concerning twenty-four (24) APDs filed by Phoenix Operating LLC. A Certificate of Service is attached to the Demand.

Please do not hesitate to call if you have questions.

Regards,

A handwritten signature in blue ink, appearing to be "UP", representing Uriah J. Price.

Uriah J. Price

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS WELLS IN AN UNAPPROVED
OVERLAPPING SPACING UNIT COMPRISED OF
TOWNSHIP 28 NORTH, RANGE 56 EAST,
SECTIONS 1, 12, 13 & 24, AS PUBLISHED IN THE
HELENA INDEPENDENT ON DECEMBER 13, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 13, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within an unapproved overlapping temporary spacing unit comprised of Sections 1, 12, 13 and 24, Township 28 North, Range 56 East ("Unapproved Phoenix OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

Kraken established an overlapping temporary spacing unit comprised of Sections 13, 24, 25 and 36, Township 28 North, Range 56 East, in August 2025 ("Kraken OTSU"). The Board approved the Kraken OTSU by Order No. 170-2025. The OTSU formed by Kraken remains in place so long as operations for drilling are commenced within one year of the date of the Board's Order. When Kraken formed the OTSU for a 1-year period, there was an expectation that Kraken would operate the OTSU. Kraken filed its Application for Permit to Drill a well in the Kraken OTSU, Phoenix protested the same, and the Board ruled in Kraken's favor at the December 11, 2025 hearings and ordered staff to approve Kraken's APD. Under current Board policy, Phoenix cannot vacate the Kraken OTSU before August 2026 (and because the Kraken OTSU has/will have an approved permit), without Kraken's consent. Kraken does not consent. Therefore, Phoenix cannot establish the Unapproved Phoenix OTSU at this time rendering the Phoenix APDs either moot or not ripe.

On December 13, 2025, Phoenix notice of the Phoenix APDs, without an approved OTSU, in the Helena Independent newspaper. For the reasons above, among others, denying the Phoenix APDs will be in accordance with the Board's prior decisions and regulations, and will also ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Kraken respectfully requests the following relief:

1. That the Board deny Phoenix's APDs; Phoenix cannot obtain a spacing unit at this time absent Kraken's consent; therefore the Phoenix APDs are either moot or not ripe until at least August 2026.


Alternatively, if the Board chooses to docket this case, Kraken respectfully requests the following:

2. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
3. That after hearing the Board enter an Order denying Phoenix's permits.

4. For such other relief as the Board may deem appropriate.

Dated this 19th day of December, 2025.

Kraken Operating, LLC

By  _____
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 19th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: 
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601 BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA
In the Matter of the application of

NOTICE OF ENTER SANDMAN NORTH 1-12-13-24 1H

INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 350' FNL and 1860' FWL in Lot 3, Section 1, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 550' FWL in SWSW, Section 24, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31238' Measured Depth, 10082' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201855 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

NOTICE OF ENTER SANDMAN NORTH 1-12-13-24 2H

INTENTION TO APPLY

by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 350' FNL and 1890' FWL in Lot 3.

Section 1, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1945' FWL in SESW, Section 24, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31043' Measured Depth, 10006' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201854 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

NOTICE OF ENTER SANDMAN NORTH 1-12-13-24 3H

INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 350' FNL and 1920' FWL in Lot 3, Section 1, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1945' FEL in SWSE, Section 24, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31190' Measured Depth, 10006' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201853 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

NOTICE OF ENTER SANDMAN NORTH 1-12-13-24 4H

INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 350' FNL and 1950' FWL in Lot 3, Section 1, Township 28 North, Range 56 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 550' FEL in SESE, Section 24, Township 28 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31599' Measured Depth, 10006' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201852 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS WELLS IN AN UNAPPROVED
OVERLAPPING SPACING UNIT COMPRISED OF
TOWNSHIP 28 NORTH, RANGE 57 EAST,
SECTIONS 5, 8, 17 & 20, AS PUBLISHED IN THE
HELENA INDEPENDENT ON DECEMBER 11, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 11, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within an unapproved overlapping temporary spacing unit comprised of Sections 5, 8, 17 and 20, Township 28 North, Range 57 East ("Unapproved Phoenix OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

Kraken operates the Gobbs 17-8 #1H well (the "Well") in the permanent spacing unit comprised of Sections 8 & 17, Township 28 North, Range 57 East ("Kraken PSU"). Kraken owns 100% of the working interest in the Kraken PSU and the Well. Under past Board decisions, Phoenix cannot drill a well in the Unapproved Phoenix OTSU without the consent of Kraken. *See Board Order 47-2021.* Kraken does not consent to multiple operators partially or entirely within the Kraken PSU.

Furthermore, Kraken established an overlapping temporary spacing unit comprised of Sections 8, 17 and 20, Township 28 North, Range 57 East, in June 2025 ("Kraken OTSU"). The Board and the BLM approved the Kraken OTSU by Order Nos. 127-2025 and 24-2025 FED. The OTSU formed by Kraken remains in place so long as operations for drilling are commenced within one year of the date of the Board's Order. Under current Board policy, Phoenix cannot vacate the Kraken OTSU before June 2026, without Kraken's consent. Kraken does not consent. Therefore, Phoenix cannot establish the Unapproved Phoenix OTSU at this time rendering the Phoenix APDs moot.

On December 11, 2025, Phoenix published notice of the Phoenix APDs, without an approved OTSU, in the Helena Independent newspaper. For the reasons above, among others, denying the Phoenix APDs will be in accordance with the Board's prior decisions and regulations, and will also ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Kraken respectfully requests the following relief:

1. That the Board deny Phoenix's APDs; Phoenix cannot obtain a spacing unit or drilling permits for the Phoenix APDs given the location of Kraken's Well and the existing Kraken PSU and, therefore, the issue is moot.

Alternatively, if the Board chooses to docket this case, Kraken respectfully requests the following:

2. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
3. That after hearing the Board enter an Order denying Phoenix's permits.
4. For such other relief as the Board may deem appropriate.

Dated this 19th day of December, 2025.

Kraken Operating, LLC

By



Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP

1915 South 19th Avenue

P.O. Box 10969

Bozeman, MT 59719

(406) 522-4548

E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 19th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By:  _____
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

LORD OF LORDS 5-8-17-20 1H

by Phoenix Operating LLC

**NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL**

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 407' FNL and 2139' FWL in Lot 3, Section 5, Township 28 North, Range 57 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 550' FWL in SWSW,

Section 20, Township 28 North, Range 57 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31383' Measured Depth, 10122' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 11, 2025 COL-MT-201792 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
LORD OF LORDS 5-8-17-20 2H
by Phoenix Operating LLC

**NOTICE OF
INTENTION TO APPLY
FOR PERMIT TO DRILL OIL AND GAS WELL**

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 407' FNL and 2169' FWL in Lot 3, Section 5, Township 28 North, Range 57 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1945' FWL in SESW, Section 20, Township 28 North, Range 57 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31206' Measured Depth, 10122' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE. OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 11, 2025 COL-MT-201793 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA
In the Matter of the application of
LORD OF LORDS 5-8-17-20 3H
by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 407' FNL and 2199' FWL in Lot 3, Section 5, Township 28 North, Range 57 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1945' FEL in SWSE, Section 20, Township 28 North, Range 57 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31296' Measured Depth, 10122' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 11, 2025 COL-MT-201794 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA
In the Matter of the application of
LORD OF LORDS 5-8-17-20 4H
by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 407' FNL and 2229' FWL in Lot 3, Section 5, Township 28 North, Range 57 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 550' FEL in SESE, Section 20, Township 28 North, Range 57 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31654' Measured Depth, 10122' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 11, 2025 COL-MT-201795 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS WELLS IN AN UNAPPROVED
OVERLAPPING SPACING UNIT COMPRISED OF
TOWNSHIP 28 NORTH, RANGE 57 EAST,
SECTIONS 6, 7, 18 & 19, AS PUBLISHED IN THE
HELENA INDEPENDENT ON DECEMBER 13, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 13, 2025 ("Phoenix APDs").¹ The Phoenix APDs are for four (4) wells to be drilled within an unapproved overlapping temporary spacing unit comprised of Sections 6, 7, 18 and 19, Township 28 North, Range 57 East ("Unapproved Phoenix OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

Kraken established an overlapping temporary spacing unit comprised of Sections 18, 19, 30 and 31, Township 28 North, Range 57 East, in August 2025 ("Kraken OTSU"). The Board approved the Kraken OTSU by Order No. 172-2025. The OTSU formed by Kraken remains in place so long as operations for drilling are commenced within one year of the date of the Board's Order. When Kraken formed the OTSU for a 1-year period, there was an expectation that Kraken would operate the OTSU. Kraken filed its Application for Permit to Drill a well in the Kraken OTSU, Phoenix protested the same, and the Board ruled in Kraken's favor at the December 11, 2025 hearings and ordered staff to approve Kraken's APD. Under current Board policy, Phoenix cannot vacate the Kraken OTSU before August 2026 (and because the Kraken OTSU has/will have an approved permit), without Kraken's consent. Kraken does not consent. Therefore, Phoenix cannot establish the Unapproved Phoenix OTSU at this time rendering the Phoenix APDs either moot or not ripe.

On December 13, 2025, Phoenix notice of the Phoenix APDs, without an approved OTSU, in the Helena Independent newspaper. For the reasons above, among others, denying the Phoenix APDs will be in accordance with the Board's prior decisions and regulations, and will also ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Kraken respectfully requests the following relief:

1. That the Board deny Phoenix's APDs; Phoenix cannot obtain a spacing unit at this time absent Kraken's consent; therefore the Phoenix APDs are either moot or not ripe until at least August 2026.

¹ The published notice appears to list an incorrect Township for all of the Phoenix APDs. Kraken is demanding a hearing on the Battery North APDs. In the event that Phoenix republishes notice to correct its error, this Demand shall apply to such republishings for all Battery North APDs. As Kraken has previously informed the Board and Phoenix, Kraken does not plan on re-filing demands every time Phoenix has to republish notice for APDs due Phoenix's errors. To do so would cause unnecessary confusions as a result of numerous filings and would be a continuous, unnecessary and unfair burden on Kraken.

Alternatively, if the Board chooses to docket this case, Kraken respectfully requests the following:

2. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
3. That after hearing the Board enter an Order denying Phoenix's permits.
4. For such other relief as the Board may deem appropriate.

Dated this 19th day of December, 2025.

Kraken Operating, LLC

By  _____
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 19th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: 
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of BATTERY NORTH 6-7-18-19 1H by Phoenix Operating LLC

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 362' FNL and 2172' FEL in Lot 2, Section 6, Township 58 North, Range 57 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 550' FWL in Lot 4, Section 19, Township 58 North, Range 57 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31554' Measured Depth, 10108' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201848 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of BATTERY NORTH 6-7-18-19 2H by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 362' FNL and 2142' FEL in Lot 2, Section 6, Township 58 North, Range 57 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1945' FWL in SESW, Section 19, Township 58 North, Range 57 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31241' Measured Depth, 10108' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201850 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of BATTERY NORTH 6-7-18-19 3H by Phoenix Operating LLC

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 362' FNL and 2112' FEL in Lot 2, Section 6, Township 58 North, Range 57 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 1945' FEL in SWSE, Section 19, Township 58 North, Range 57 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31186' Measured Depth, 10108' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201849 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of BATTERY NORTH 6-7-18-19 4H by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 362' FNL and 2082' FEL in Lot 2, Section 6, Township 58 North, Range 57 East, Roosevelt County, Montana.

Bottom Hole Location at 240' FSL and 550' FEL in SESE, Section 19, Township 58 North, Range 57 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31350' Measured Depth, 10108' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue
Billings MT 59102

Office: (406) 656-0040
Fax: (406) 655-6015

December 13, 2025 COL-MT-201851 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS WELLS IN AN OVERLAPPING SPACING
UNIT COMPRISED OF TOWNSHIP 27 NORTH,
RANGE 56 EAST, SECTIONS 4, 9, 16 & 21, AS
PUBLISHED IN THE HELENA INDEPENDENT ON
DECEMBER 16, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 16, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within an overlapping temporary spacing unit comprised of Sections 4, 9, 16 and 21, Township 27 North, Range 56 East ("OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

Kraken established the OTSU (Order No. 29-2025) in February, 2025. The OTSU formed by Kraken remains in place so long as operations for drilling are commenced within one year of the date of the Board's Order. When Kraken formed the OTSU, there was an expectation that Kraken would operate the OTSU. Kraken filed its Application for Permit to Drill a well in the OTSU in November 2025.

On December 16, 2025, Phoenix published notice of the Phoenix APDs in the Helena Independent newspaper. Kraken was the first to file a fully completed application pursuant to the Board's regulations. Further, to the extent the Board examines other factors to determine operatorship, Kraken has more operator experience and infrastructure in this area and in Montana altogether. Kraken also owns 85% of the working interest in the OTSU. Kraken has plans to orderly develop the underlying pool with other development in the area. Accordingly, for the reasons herein among others, denying the Phoenix APDs will be in accordance with the Board's prior decisions and regulations, and will also ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Kraken respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 19th day of December, 2025.

Kraken Operating, LLC

By  _____
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 19th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: 
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA
In the Matter of the application of

NOTICE OF
MASTER OF PUPPETS FED 21-16-9-4 1HF
INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 1196' FNL and 2088' FEL in NWNE, Section 28, Township 27 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 550' FWL in Lot 4, Section 4, Township 27 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31634' Measured Depth, 10003' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 16, 2025 COL-MT-201878 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

NOTICE OF

MASTER OF PUPPETS FED 21-16-9-4 2HF

INTENTION TO APPLY

by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 1211' FNL and 2062' FEL in NWNE, Section 28, Township 27 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 1945' FWL in Lot 3, Section 4, Township 27 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31237' Measured Depth, 10003' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 16, 2025 COL-MT-201879 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

NOTICE OF
MASTER OF PUPPETS FED 21-16-9-4 3HF
INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 1225' FNL and 2036' FEL in NWNE, Section 28, Township 27 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 1945' FEL in Lot 2, Section 4, Township 27 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31136' Measured Depth, 10003' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 16, 2025 COL-MT-201880 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
MASTER OF PUPPETS FED 21-16-9-4 4HF
by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS WELL

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 1240' FNL and 2009' FEL in NWNE, Section 28, Township 27 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 550' FEL in Lot 1, Section 4, Township 27 North, Range 56 East, Roosevelt County, Montana.

3. Total Depth Proposed to be Drilled:

31296' Measured Depth, 10003' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 16, 2025 COL-MT-201885 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS WELLS IN AN OVERLAPPING SPACING
UNIT COMPRISED OF TOWNSHIP 27 NORTH,
RANGE 56 EAST, SECTIONS 3, 10, 15 & 22, AS
PUBLISHED IN THE HELENA INDEPENDENT ON
DECEMBER 13 & 18, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 13 & 18, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within an overlapping temporary spacing unit comprised of Sections 3, 10, 15 and 22, Township 27 North, Range 56 East ("OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

Kraken established the OTSU (Order No. 27-2025) in February, 2025. The OTSU formed by Kraken remains in place so long as operations for drilling are commenced within one year of the date of the Board's Order. When Kraken formed the OTSU for a 1-year period, there was an expectation that Kraken would operate the OTSU. Kraken filed Application for Permit to Drill a well in the OTSU in August 2025, without protest.

On December 13 & 18, 2025, Phoenix published notice of the Phoenix APDs in the Helena Independent newspaper. Kraken was the first to file a fully completed application pursuant to the Board's regulations. Further, to the extent the Board examines other factors to determine operatorship, Kraken has more operator experience and infrastructure in this area and in Montana altogether. Kraken also believes that it has a greater working interest in the OTSU. Kraken has plans to orderly develop the underlying pool with other development in the area. Accordingly, for the reasons herein among others, denying the Phoenix APDs will be in accordance with the Board's prior decisions and regulations, and will also ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Kraken respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 19th day of December, 2025.

Kraken Operating, LLC

By  _____
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 19th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By:  _____
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
RAPTOR FED 22-15-10-3 1HF by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 400' FNL and 2264' FWL in NENW, Section 27, Township 27 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 550' FWL in Lot 4, Section 3, Township 27 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31187' Measured Depth, 9911' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201845 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
RAPTOR FED 22-15-10-3 2HF by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 400' FNL and 2294' FWL in NENW, Section 27, Township 27 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 1945' FWL in Lot 3, Section 3, Township 27 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

30981' Measured Depth. 9911' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201846 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
RAPTOR FED 22-15-10-3 3HF by Phoenix Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well; (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 400' FNL and 2324' FWL in NENW, Section 27, Township 27 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 1945' FEL in Lot 2, Section 3, Township 27 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31060' Measured Depth, 9911' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201844 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS
WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR
PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY
ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA

In the Matter of the application of
RAPTOR FED 22-15-10-3 4HF by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and
gas
well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate
Footages of Surface Location of Proposed Oil and Gas Well:
(and projected bottom-hole location, if a directional or horizontal
well)

Surface Location at 400' FNL and 2354' FWL in NENW,
Section 27, Township 27 North, Range 56 East, Richland
County, Montana.

Bottom Hole Location at 240' FNL and 550' FEL in Lot 1,
Section 3, Township 27 North, Range 56 East, Richland County,
Montana.

3. Total Depth Proposed to be Drilled:

31419' Measured Depth, 9911' Total Vertical Depth

Notice is hereby given that an application for permit to drill
an oil and gas well at the surface location set forth above to
the depth as stated will be filed with the Montana Board of
Oil and Gas Conservation. Pursuant to Rules 36.22.601 and
36.22.604, Administrative Rules of Montana, an interested
party may demand an opportunity to be heard by the Montana
Board of Oil and Gas Conservation concerning the application.
SUCH DEMAND FOR HEARING MUST BE RECEIVED BY
THE MONTANA BOARD OF OIL AND GAS CONSERVATION
AT THE ADDRESS SET FORTH BELOW NO LATER THAN
TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF
THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER
WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH
THE NAME, ADDRESS AND TELEPHONE NUMBER OF
EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST
IN THE LANDS SURROUNDING THE PROPOSED WELL,
AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE
SERVED UPON THE APPLICANT BY COPY MAILED OR FAX
TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns
Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 18, 2025 COL-MT-201847 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS WELLS IN AN OVERLAPPING SPACING
UNIT COMPRISED OF TOWNSHIP 26 NORTH,
RANGE 56 EAST, SECTIONS 16, 21, 28 & 33, AS
PUBLISHED IN THE HELENA INDEPENDENT ON
DECEMBER 13 & 18, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Kraken Oil & Gas LLC, 945 Bunker Hill Road, Suite 1200, Houston, Texas 77024, Phone No. (346) 739-8327 ("Kraken"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 13 & 18, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within an overlapping temporary spacing unit comprised of Sections 16, 21, 28 and 33, Township 26 North, Range 56 East ("OTSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

Kraken established the OTSU (Order No. 222-2025) in October, 2025. The OTSU formed by Kraken remains in place so long as operations for drilling are commenced within one year of the date of the Board's Order. When Kraken formed the OTSU for a 1-year period, there was an expectation that Kraken would operate the OTSU.

On December 13 & 18, 2025, Phoenix published notice of the Phoenix APDs in the Helena Independent newspaper. Kraken has more operator experience and infrastructure in this area and in Montana altogether. Kraken also believes that it has a greater working interest in the OTSU. Kraken has plans to orderly develop the underlying pool with other development in the area. Accordingly, for the reasons herein among others, denying the Phoenix APDs will be in accordance with the Board's prior decisions and regulations, and will also ensure that the OTSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Kraken respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 19th day of December, 2025.

Kraken Operating, LLC

By  _____
Ufiah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 19th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: _____
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
by Phoenix Operating LLC

NOTICE OF
DIRTY HARRY FED 33-28-21-16 1HF

INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 492' FNL and 1750' FWL in Lot 3, Section 4, Township 25 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 550' FWL in NWNW, Section 16, Township 26 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31284' Measured Depth, 10246' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201867 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
by Phoenix Operating LLC

NOTICE OF
DIRTY HARRY FED 33-28-21-16 2HF

INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 492' FNL and 1780' FWL in Lot 3, Section 4, Township 25 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 1945' FWL in NENW, Section 16, Township 26 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31182' Measured Depth, 10246' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 18, 2025 COL-MT-201866 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
by Phoenix Operating LLC

NOTICE OF
DIRTY HARRY FED 33-28-21-16 3HF

INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well; (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 492' FNL and 1810' FWL in Lot 3, Section 4, Township 25 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 1945' FEL in NWNE, Section 16, Township 26 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31345' Measured Depth, 10246' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201865 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
by Phoenix Operating LLC

NOTICE OF
DIRTY HARRY FED 33-28-21-16 4HF

INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 492' FNL and 1840' FWL in Lot 3, Section 4, Township 25 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 550' FEL in NENE, Section 16, Township 26 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31772' Measured Depth, 10246' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201864 MNAXLP

Breton, Jennifer

From: Uriah Price <uprice@crowleyfleck.com>
Sent: Friday, December 19, 2025 2:55 PM
To: Jones, Ben; Breton, Jennifer
Cc: Don Lee; wjohnson@kmd.law; Kyla Sturm; Josh Cornell
Subject: [EXTERNAL] Heritage - 6 Demands for Opportunity to be Heard re (24) Phoenix APDs -- 12-19-2025 protests
Attachments: 2025.12.19 Heritage - Phoenix APD Protest Cover Letter.pdf; 2025.12.19 Heritage - Protest of Phoenix Gasoline APDS.pdf; 2025.12.19 Heritage - Protest of Phoenix Maxiumus APDS.pdf; 2025.12.19 Heritage - Protest of Phoenix Trinity APDs.pdf; 2025.12.19 Heritage - Protest of Phoenix Crixus APDs.pdf; 2025.12.19 Heritage - Protest of Phoenix Marcus APDs.pdf; 2025.12.19 Heritage - Protest of Phoenix Darius APDs.pdf

Ben and Jennifer,

Attached please find Heritage's Demands for Opportunity to be Heard regarding numerous Phoenix APDs. Let me know if you have any questions. Enjoy the weekend!

Uriah

URIAH PRICE [crowleyfleck.com]

1915 South 19th Avenue
Bozeman, MT 59718
Main: 406.556.1430
Direct: 406.522.4548

CROWLEY | FLECK PLLP
ATTORNEYS [crowleyfleck.com]

WITH OFFICES IN MONTANA, NORTH DAKOTA, AND WYOMING:

BILLINGS [[CROWLEYFLECK.COM](http://crowleyfleck.com)] BISMARCK [[CROWLEYFLECK.COM](http://crowleyfleck.com)] BOZEMAN [[CROWLEYFLECK.COM](http://crowleyfleck.com)] BUTTE [[CROWLEYFLECK.COM](http://crowleyfleck.com)] CASPER
[[CROWLEYFLECK.COM](http://crowleyfleck.com)] CHEYENNE [[CROWLEYFLECK.COM](http://crowleyfleck.com)] HELENA [[CROWLEYFLECK.COM](http://crowleyfleck.com)] KALISPELL [[CROWLEYFLECK.COM](http://crowleyfleck.com)] MISSOULA
[[CROWLEYFLECK.COM](http://crowleyfleck.com)] SHERIDAN [[CROWLEYFLECK.COM](http://crowleyfleck.com)] WILLISTON [[CROWLEYFLECK.COM](http://crowleyfleck.com)]

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December 19, 2025

E-MAIL AND FAX

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
State of Montana
2535 St. John's Avenue
Billings, Montana 59102-4693
Fax No. (406) 652-5305

Re: Heritage Energy Operating, LLC – Demands for Opportunity to be Heard concerning
Phoenix Operating LLC's Applications for Permits to Drill.

Dear Ben:

Pursuant to A.R.M. § 36.22.601, enclosed please find six (6) Demands for Opportunity to be Heard, filed on behalf of Heritage Energy Operating, LLC and concerning twenty-four (24) APDs filed by Phoenix Operating LLC. A Certificate of Service is attached to the Demand.

Please do not hesitate to call if you have questions.

Regards,



Uriah J. Price

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS WELLS IN AN UNAPPROVED
TEMPORARY SPACING UNIT COMPRISED OF
TOWNSHIP 26 NORTH, RANGE 56 EAST,
SECTIONS 25 & 36, AND TOWNSHIP 25 NORTH,
RANGE 56 EAST, SECTIONS 1 & 12, AS
PUBLISHED IN THE HELENA INDEPENDENT ON
DECEMBER 11 & 13, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Heritage Energy Operating, LLC, 2448 E. 81st Street, Suite 3600, Tulsa, OK 74137, Phone No. (405) 202-3874 ("Heritage"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 11 and 13, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within an unapproved temporary spacing unit comprised of Sections 25 & 36, Township 26 North, Range 56 East, and Sections 1 & 12, Township 25 North, Range 56 East ("Unapproved Phoenix TSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

Heritage established a temporary spacing unit in February, 2025, comprised of Sections 1, 12 & 13, Township 25 North, Range 56 East ("Heritage TSU"). Phoenix did not protest the Heritage TSU and the TSU currently remains in full force and effect. Heritage then obtained a drilling permit for the TSU in 2025 without protest. Heritage then filed additional permits for increased density in October, 2025, and those permits were protested by Phoenix. The Board continued the protest and it is scheduled to be heard at the February 12, 2026 Board hearing. Based on existing Board decisions and policy, Phoenix cannot vacate the Heritage TSU without Heritage's consent, and Heritage does not consent to the same. Therefore, Phoenix cannot obtain board approval of the Unapproved Phoenix TSU, and the Phoenix APDs must therefore be denied as moot.

Nonetheless, on December 11 and 13, 2025, Phoenix published notice of the Phoenix APDs in the Helena Independent newspaper. The fact remains, however, that Heritage was the first to file its permits tied to the TSU, and shall therefore prevail in any permit battle for the TSU (note, Phoenix has also filed permits for the TSU which contradict those permits being protested here). In this case, Phoenix's attempt to get around its first to file issue by filing entirely different APDs tied to the Unapproved Phoenix TSU must be denied. To rule otherwise would cause even more uncertainty for operators - with established TSUs and pending first filed permits - in the future. Further, as this Board is aware, Heritage has entered into an exchange agreement with Continental for part of Heritage's interest in this area (but not all), and Continental currently has plans to orderly develop the underlying pool, in this TSU as well as adjacent spacing units, as a whole. Accordingly, for the reasons herein among others to be discussed before the Board, denying the Phoenix APDs will be in accordance with the Board's prior decisions and regulations, and will also ensure that the TSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Heritage respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).

2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 19th day of December, 2025.

Heritage Energy Operating, LLC

By  _____
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 19th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By:  _____
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
DARIUS 25-36-1-12 1H

NOTICE OF INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 299' FNL and 2615' FWL in NENW, Section 25, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 550' FWL in SWSW, Section 12, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31418' Measured Depth, 10185' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 11, 2025 COL-MT-201815 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
DARIUS 25-36-1-12 2H

NOTICE OF INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 299' FNL and 2617' FEL in NWNE,

Section 25, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 1945' FWL in SESW,

Section 12, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31148' Measured Depth, 10185' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201822 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
DARIUS 25-36-1-12 3H

NOTICE OF INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well; (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 299' FNL and 2587' FEL in NWNE, Section 25, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 1945' FEL in SWSE, Section 12, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31144' Measured Depth, 10185' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201820 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
DARIUS 25-36-1-12 4H

NOTICE OF INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 299' FNL and 2557' FEL in NWNE, Section 25, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 550' FEL in SESE, Section 12, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31407' Measured Depth, 10185' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-8015

December 11, 2025 COL-MT-201819 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

REGARDING PHOENIX OPERATING LLC'S APPLICATIONS FOR PERMITS TO DRILL OIL AND GAS WELLS IN AN UNAPPROVED TEMPORARY SPACING UNIT COMPRISED OF TOWNSHIP 26 NORTH, RANGE 56 EAST, SECTIONS 26 & 35, AND TOWNSHIP 25 NORTH, RANGE 56 EAST, SECTIONS 2 & 11, AS PUBLISHED IN THE HELENA INDEPENDENT ON DECEMBER 13, 2025	DEMAND FOR OPPORTUNITY TO BE HEARD CONCERNING PHOENIX OPERATING LLC'S APPLICATIONS FOR PERMITS TO DRILL
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Pursuant to Montana Administrative Rule § 36.22.601, Heritage Energy Operating, LLC, 2448 E. 81st Street, Suite 3600, Tulsa, OK 74137, Phone No. (405) 202-3874 ("Heritage"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 13, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within an unapproved temporary spacing unit comprised of Sections 26 & 35, Township 26 North, Range 56 East, and Sections 2 & 11, Township 25 North, Range 56 East ("Unapproved Phoenix TSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

Heritage established a temporary spacing unit in February, 2025, comprised of Sections 2, 11 & 14, Township 25 North, Range 56 East ("Heritage TSU"). Phoenix did not protest the Heritage TSU and the TSU currently remains in full force and effect. Heritage then obtained a drilling permit for the TSU in 2025 without protest. Heritage then filed additional permits for increased density in October, 2025, and those permits were protested by Phoenix. The Board continued the protest and it is scheduled to be heard at the February 12, 2026 Board hearing. Based on existing Board decisions and policy, Phoenix cannot vacate the Heritage TSU without Heritage's consent, and Heritage does not consent to the same. Therefore, Phoenix cannot obtain board approval of the Unapproved Phoenix TSU, and the Phoenix APDs must therefore be denied as moot.

Nonetheless, on December 13, 2025, Phoenix published notice of the Phoenix APDs in the Helena Independent newspaper. The fact remains, however, that Heritage was the first to file its permits tied to the TSU, and shall therefore prevail in any permit battle for the TSU (note, Phoenix has also filed permits for the TSU which contradict those permits being protested here). In this case, Phoenix's attempt to get around its first to file issue by filing entirely different APDs tied to the Unapproved Phoenix TSU must be denied. To rule otherwise would cause even more uncertainty for operators - with established TSUs and pending first filed permits - in the future. Further, as this Board is aware, Heritage has entered into an exchange agreement with Continental for part of Heritage's interest in this area (but not all), and Continental currently has plans to orderly develop the underlying pool, in this TSU as well as adjacent spacing units, as a whole. Accordingly, for the reasons herein among others to be discussed before the Board, denying the Phoenix APDs will be in accordance with the Board's prior decisions and regulations, and will also ensure that the TSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Heritage respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).

2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 19th day of December, 2025.

Heritage Energy Operating, LLC

By _____
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 19th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By:  _____
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

MARCUS 26-35-2-11 1H

by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 325' FNL and 2039' FWL in NENW, Section 26, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 550' FWL in SWSW, Section 11, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

27571' Measured Depth, 10206' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201842 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
MARCUS 26-35-2-11 2H
by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 325' FNL and 2069' FWL in NENW, Section 26, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 1945' FWL in SESW, Section 11, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

27435' Measured Depth, 10206' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201841 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

MARCUS 26-35-2-11 3H

by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 325' FNL and 2099' FWL in NENW, Section 26, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 1945' FEL in SWSE, Section 11, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

27533' Measured Depth, 10206' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201840 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
MARCUS 26-35-2-11 4H
by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 325' FNL and 2129' FWL in NENW, Section 26, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 550' FEL in SESE, Section 11, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

27864' Measured Depth, 10206' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201843 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

REGARDING PHOENIX OPERATING LLC'S APPLICATIONS FOR PERMITS TO DRILL OIL AND GAS WELLS IN AN UNAPPROVED TEMPORARY SPACING UNIT COMPRISED OF TOWNSHIP 26 NORTH, RANGE 56 EAST, SECTIONS 27 & 34, AND TOWNSHIP 25 NORTH, RANGE 56 EAST, SECTIONS 3 & 10, AS PUBLISHED IN THE HELENA INDEPENDENT ON DECEMBER 11 & 13, 2025	DEMAND FOR OPPORTUNITY TO BE HEARD CONCERNING PHOENIX OPERATING LLC'S APPLICATIONS FOR PERMITS TO DRILL
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Pursuant to Montana Administrative Rule § 36.22.601, Heritage Energy Operating, LLC, 2448 E. 81st Street, Suite 3600, Tulsa, OK 74137, Phone No. (405) 202-3874 ("Heritage"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 11 and 13, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within an unapproved temporary spacing unit comprised of Sections 27 & 34, Township 26 North, Range 56 East, and Sections 3 & 10, Township 25 North, Range 56 East ("Unapproved Phoenix TSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

Heritage established a temporary spacing unit in February, 2025, comprised of Sections 3, 10 & 15, Township 25 North, Range 56 East ("Heritage TSU"). Phoenix did not protest the Heritage TSU and the TSU currently remains in full force and effect. Heritage then obtained a drilling permit for the TSU in 2025 without protest. Heritage then filed additional permits for increased density in October, 2025, and those permits were protested by Phoenix. The Board continued the protest and it is scheduled to be heard at the February 12, 2026 Board hearing. Based on existing Board decisions and policy, Phoenix cannot vacate the Heritage TSU without Heritage's consent, and Heritage does not consent to the same. Therefore, Phoenix cannot obtain board approval of the Unapproved Phoenix TSU, and the Phoenix APDs must therefore be denied as moot.

Nonetheless, on December 11 and 13, 2025, Phoenix published notice of the Phoenix APDs in the Helena Independent newspaper. The fact remains, however, that Heritage was the first to file its permits tied to the TSU, and shall therefore prevail in any permit battle for the TSU (note, Phoenix has also filed permits for the TSU which contradict those permits being protested here). In this case, Phoenix's attempt to get around its first to file issue by filing entirely different APDs tied to the Unapproved Phoenix TSU must be denied. To rule otherwise would cause even more uncertainty for operators - with established TSUs and pending first filed permits - in the future. Further, as this Board is aware, Heritage has entered into an exchange agreement with Continental for part of Heritage's interest in this area (but not all), and Continental currently has plans to orderly develop the underlying pool, in this TSU as well as adjacent spacing units, as a whole. Accordingly, for the reasons herein among others to be discussed before the Board, denying the Phoenix APDs will be in accordance with the Board's prior decisions and regulations, and will also ensure that the TSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Heritage respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).

2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 19th day of December, 2025.

Heritage Energy Operating, LLC

By  _____
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 19th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: 
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
CRIXUS 27-34-3-10 1H

NOTICE OF INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 210' FNL and 2294' FEL in NWNE, Section 27, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 550' FWL in SWSW, Section 10, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31428' Measured Depth, 10063' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue
Billings MT 59102

Office: (406) 656-0040
Fax: (406) 656-6015

December 11, 2025 COL-MT-201810 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
CRIXUS 27-34-3-10 2H

NOTICE OF INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 210' FNL and 2264' FEL in NWNE, Section 27, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 1945' FWL in SESW, Section 10, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31074' Measured Depth, 10063' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201821 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
CRIXUS 27-34-3-10 3H

NOTICE OF INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 210' FNL and 2234' FEL in NWNE, Section 27, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 1945' FEL in SWSE, Section 10, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

30991' Measured Depth, 10063' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201824 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA
In the Matter of the application of
CRIXUS 27-34-3-10 4H

NOTICE OF INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 210' FNL and 2204' FEL in NWNE, Section 27, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 550' FEL in SESE, Section 10, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

31186' Measured Depth, 10063' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201823 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

**REGARDING PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS TO DRILL OIL
AND GAS WELLS IN A TEMPORARY SPACING
UNIT COMPRISED OF TOWNSHIP 25 NORTH,
RANGE 56 EAST, SECTIONS 1, 12 & 13, AS
PUBLISHED IN THE HELENA INDEPENDENT ON
DECEMBER 11, 2025**

**DEMAND FOR OPPORTUNITY
TO BE HEARD CONCERNING
PHOENIX OPERATING LLC'S
APPLICATIONS FOR PERMITS
TO DRILL**

Pursuant to Montana Administrative Rule § 36.22.601, Heritage Energy Operating, LLC, 2448 E. 81st Street, Suite 3600, Tulsa, OK 74137, Phone No. (405) 202-3874 ("Heritage"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 11, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within a temporary spacing unit comprised of Sections 1, 12 & 13, Township 25 North, Range 56 East ("TSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

Heritage established the TSU in February, 2025. Heritage obtained a permit for the TSU in 2025 without protest. Heritage then filed additional permits for increased density in October, 2025, and those permits were protested by Phoenix. The Board continued the protest and it is scheduled to be heard at the February 12, 2026 Board hearing. Recognizing the need to have their own permits in place prior to the original APD hearings, Phoenix attempted to steal all of Heritage's surveys in this area by apparently misleading Heritage's survey company, Highlands Engineering ("Highlands"). Operating under the false belief that Heritage and Phoenix were working together, Highlands updated the Heritage surveys at Phoenix's request, by simply changing the company name on the Heritage surveys from Heritage to Phoenix, and by changing the well names from the original Heritage well names to the revised Phoenix well names. Soon after sending the surveys to Phoenix, Highlands reached out to Heritage to inquire about the relationship. Heritage immediately informed Highlands that it did not have an agreement with Phoenix and that Phoenix had protested these very permits. That day, Highlands sent an email to Phoenix informing Phoenix that they must destroy and/or return the surveys, and that Phoenix could not use those surveys in any way. Heritage has a clear email chain (provided by Highlands) as well as copies of the "redline" Heritage survey and the final Phoenix surveys, and will provide the same to the Board upon request.

On December 11, 2025, Phoenix published notice of the Phoenix APDs in the Helena Independent newspaper. It appears as though Phoenix used another survey company to prepare its own surveys after Phoenix was caught and Highlands informed Phoenix that it must destroy the Heritage surveys. Regardless, the fact remains, that Heritage was the first to file fully completed applications pursuant to the Board's regulations. Further, as this Board is aware, Heritage has entered into an exchange agreement with Continental for part of Heritage's interest in this area (but not all), and Continental currently has plans to orderly develop the underlying pool, in this TSU as well as adjacent spacing units, as a whole. Accordingly, for the reasons herein among others to be discussed before the Board, denying the Phoenix APDs will be in accordance with the Board's prior decisions and regulations, and will also ensure that the TSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Heritage respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 19th day of December, 2025.

Heritage Energy Operating, LLC

By  _____
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 19th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: _____
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
TRINITY 1-12-13 1H

NOTICE OF INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 338' FNL and 2151' FWL in Lot 3, Section 1, Township 25 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 550' FWL in SWSW, Section 13, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

26095' Measured Depth, 10270' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 11, 2025 COL-MT-201818 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
TRINITY 1-12-13 2H

NOTICE OF INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 338' FNL and 2181' FWL in Lot 3, Section 1, Township 25 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 1945' FWL in SESW, Section 13, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

25919' Measured Depth, 10270' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 11, 2025 COL-MT-201817 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
TRINITY 1-12-13 3H

NOTICE OF INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 338' FNL and 2211' FWL in Lot 3, Section 1, Township 25 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 1945' FWL in SWSE, Section 13, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

26005' Measured Depth, 10270' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 11, 2025 COL-MT-201816 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
TRINITY 1-12-13 4H

NOTICE OF INTENTION TO APPLY
by Phoenix Operating LLC

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 338' FNL and 2241' FWL in Lot 3, Section 1, Township 25 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 550' FEL in SESE, Section 13, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

26357' Measured Depth, 10270' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 11, 2025 COL-MT-201809 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

REGARDING PHOENIX OPERATING LLC'S APPLICATIONS FOR PERMITS TO DRILL OIL AND GAS WELLS IN A TEMPORARY SPACING UNIT COMPRISED OF TOWNSHIP 25 NORTH, RANGE 56 EAST, SECTIONS 2, 11 & 14, AS PUBLISHED IN THE HELENA INDEPENDENT ON DECEMBER 13, 2025	DEMAND FOR OPPORTUNITY TO BE HEARD CONCERNING PHOENIX OPERATING LLC'S APPLICATIONS FOR PERMITS TO DRILL
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Pursuant to Montana Administrative Rule § 36.22.601, Heritage Energy Operating, LLC, 2448 E. 81st Street, Suite 3600, Tulsa, OK 74137, Phone No. (405) 202-3874 ("Heritage"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 13, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within a temporary spacing unit comprised of Sections 2, 11 & 14, Township 25 North, Range 56 East ("TSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

Heritage established the TSU in February, 2025. Heritage obtained a permit for the TSU in 2025 without protest. Heritage then filed additional permits for increased density in October, 2025, and those permits were protested by Phoenix. The Board continued the protest and it is scheduled to be heard at the February 12, 2026 Board hearing. Recognizing the need to have their own permits in place prior to the original APD hearings, Phoenix attempted to steal all of Heritage's surveys in this area by apparently misleading Heritage's survey company, Highlands Engineering ("Highlands"). Operating under the false belief that Heritage and Phoenix were working together, Highlands updated the Heritage surveys at Phoenix's request, by simply changing the company name on the Heritage surveys from Heritage to Phoenix, and by changing the well names from the original Heritage well names to the revised Phoenix well names. Soon after sending the surveys to Phoenix, Highlands reached out to Heritage to inquire about the relationship. Heritage immediately informed Highlands that it did not have an agreement with Phoenix and that Phoenix had protested these very permits. That day, Highlands sent an email to Phoenix informing Phoenix that they must destroy and/or return the surveys, and that Phoenix could not use those surveys in any way. Heritage has a clear email chain (provided by Highlands) as well as copies of the "redline" Heritage survey and the final Phoenix surveys, and will provide the same to the Board upon request.

On December 13, 2025, Phoenix published notice of the Phoenix APDs in the Helena Independent newspaper. It appears as though Phoenix used another survey company to prepare its own surveys after Phoenix was caught and Highlands informed Phoenix that it must destroy the Heritage surveys. Regardless, the fact remains, that Heritage was the first to file fully completed applications pursuant to the Board's regulations. Further, as this Board is aware, Heritage has entered into an exchange agreement with Continental for part of Heritage's interest in this area (but not all), and Continental currently has plans to orderly develop the underlying pool, in this TSU as well as adjacent spacing units, as a whole. Accordingly, for the reasons herein among others to be discussed before the Board, denying the Phoenix APDs will be in accordance with the Board's prior decisions and regulations, and will also ensure that the TSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Heritage respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 19th day of December, 2025.

Heritage Energy Operating, LLC

By 
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 19th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By: 
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

MAXIMUS 2-11-14 1H

by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 450' FSL and 425' FWL in SWSW, Section 36, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 550' FWL in SWSW, Section 14, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

27627' Measured Depth, 10181' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201831 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

MAXIMUS 2-11-14 2H

by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 450' FSL and 455' FWL in SWSW, Section 36, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 1945' FWL in SESW, Section 14, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

26823' Measured Depth, 10181' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201830 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

MAXIMUS 2-11-14 3H

by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 450' FSL and 485' FWL in SWSW, Section 36, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 1945' FEL in SWSE, Section 14, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

26230' Measured Depth, 10181' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201825 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

MAXIMUS 2-11-14 4H

by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 450' FSL and 515' FWL in SWSW, Section 36, Township 26 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FSL and 550' FEL in SESE, Section 14, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

25885' Measured Depth, 10181' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201829 MNAXLP

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

REGARDING PHOENIX OPERATING LLC'S APPLICATIONS FOR PERMITS TO DRILL OIL AND GAS WELLS IN A TEMPORARY SPACING UNIT COMPRISED OF TOWNSHIP 25 NORTH, RANGE 56 EAST, SECTIONS 3, 10 & 15, AS PUBLISHED IN THE HELENA INDEPENDENT ON DECEMBER 13, 2025	DEMAND FOR OPPORTUNITY TO BE HEARD CONCERNING PHOENIX OPERATING LLC'S APPLICATIONS FOR PERMITS TO DRILL
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Pursuant to Montana Administrative Rule § 36.22.601, Heritage Energy Operating, LLC, 2448 E. 81st Street, Suite 3600, Tulsa, OK 74137, Phone No. (405) 202-3874 ("Heritage"), demands an opportunity to be heard concerning applications for permits to drill shown in the Notices of Intention to Apply for Permit to Drill Oil and Gas Well, published by Phoenix Operating LLC ("Phoenix") in the Helena Independent on December 13, 2025 ("Phoenix APDs"). The Phoenix APDs are for four (4) wells to be drilled within a temporary spacing unit comprised of Sections 3, 10 & 15, Township 25 North, Range 56 East ("TSU"). This demand is timely per A.R.M. § 36.22.601(6)(d). *Enclosed is a copy of Phoenix's Published Notice with the applicable well name(s).*

Heritage established the TSU in February, 2025. Heritage obtained a permit for the TSU in 2025 without protest. Heritage then filed additional permits for increased density in October, 2025, and those permits were protested by Phoenix. The Board continued the protest and it is scheduled to be heard at the February 12, 2026 Board hearing. Recognizing the need to have their own permits in place prior to the original APD hearings, Phoenix attempted to steal all of Heritage's surveys in this area by apparently misleading Heritage's survey company, Highlands Engineering ("Highlands"). Operating under the false belief that Heritage and Phoenix were working together, Highlands updated the Heritage surveys at Phoenix's request, by simply changing the company name on the Heritage surveys from Heritage to Phoenix, and by changing the well names from the original Heritage well names to the revised Phoenix well names. Soon after sending the surveys to Phoenix, Highlands reached out to Heritage to inquire about the relationship. Heritage immediately informed Highlands that it did not have an agreement with Phoenix and that Phoenix had protested these very permits. That day, Highlands sent an email to Phoenix informing Phoenix that they must destroy and/or return the surveys, and that Phoenix could not use those surveys in any way. Heritage has a clear email chain (provided by Highlands) as well as copies of the "redline" Heritage survey and the final Phoenix surveys, and will provide the same to the Board upon request.

On December 13, 2025, Phoenix published notice of the Phoenix APDs in the Helena Independent newspaper. It appears as though Phoenix used another survey company to prepare its own surveys after Phoenix was caught and Highlands informed Phoenix that it must destroy the Heritage surveys. Regardless, the fact remains, that Heritage was the first to file fully completed applications pursuant to the Board's regulations. Further, as this Board is aware, Heritage has entered into an exchange agreement with Continental for part of Heritage's interest in this area (but not all), and Continental currently has plans to orderly develop the underlying pool, in this TSU as well as adjacent spacing units, as a whole. Accordingly, for the reasons herein among others to be discussed before the Board, denying the Phoenix APDs will be in accordance with the Board's prior decisions and regulations, and will also ensure that the TSU will be developed in an orderly manner that promotes maximum efficient recovery, protects correlative rights and prevents waste.

WHEREFORE, Heritage respectfully requests the following relief:

1. That the Phoenix APDs be referred to the Board for notice and public hearing as required per A.R.M. § 36.22.601(4)(a).
2. That after hearing the Board enter an Order denying Phoenix's permits.
3. For such other relief as the Board may deem appropriate.

Dated this 19th day of December, 2025.

Heritage Energy Operating, LLC

By  _____
Uriah J. Price, Its Attorney

CROWLEY FLECK PLLP
1915 South 19th Avenue
P.O. Box 10969
Bozeman, MT 59719
(406) 522-4548
E-Mail: uprice@crowleyfleck.com

CERTIFICATE OF SERVICE

I, URIAH J. PRICE, in accordance with A.R.M. § 36.22.601(6)(e), hereby certify that the foregoing demand for opportunity to be heard was served on this 19th day of December, 2025 on the following:

By FAX to:

Mr. Ben Jones
Administrator
Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No. (406) 652-5305

*With a copy sent via electronic mail to
Mr. Ben Jones at: bjones@mt.gov*

By Certified Mail to:

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

*With a copy sent via electronic mail to
Phoenix's legal counsel Mr. Don Lee at: don@leelawofficepc.com*

By:  _____
Uriah J. Price

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

GASOLINE 15-10-3 1HF

by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 150' FSL and 1153' FWL in SWSW.

Section 15, Township 25 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 550' FWL in Lot 4,

Section 3, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

25952' Measured Depth, 10273' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201833 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
GASOLINE 15-10-3 2HF
by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 150' FSL and 1183' FWL in SWSW, Section 15, Township 25 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 1945' FWL in Lot 3, Section 3, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

25965' Measured Depth, 10273' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201834 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of
GASOLINE 15-10-3 3HF
by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 150' FSL and 1213' FWL in SWSW, Section 15, Township 25 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 1945' FEL in Lot 2, Section 3, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

26236' Measured Depth, 10273' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201835 MNAXLP

APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL

FORMAT FOR ADVERTISING AN APPLICATION FOR PERMIT TO DRILL AN OIL AND GAS WELL REQUIRED BY ARM 36.22.601

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE OF MONTANA

In the Matter of the application of

GASOLINE 15-10-3 4HF

by Phoenix Operating LLC

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL OIL AND GAS WELL

for a Permit to Drill an oil and gas well.

1. Name and address of Applicant: Phoenix Operating LLC

4643 S Ulster, Ste 1510

Denver, CO 80237

2. Legal Description including County and Approximate Footages of Surface Location of Proposed Oil and Gas Well: (and projected bottom-hole location, if a directional or horizontal well)

Surface Location at 150' FSL and 1243' FWL in SWSW,

Section 15, Township 25 North, Range 56 East, Richland County, Montana.

Bottom Hole Location at 240' FNL and 550' FEL in Lot 1,

Section 3, Township 25 North, Range 56 East, Richland County, Montana.

3. Total Depth Proposed to be Drilled:

26770' Measured Depth, 10273' Total Vertical Depth

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation 2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 13, 2025 COL-MT-201836 MNAXLP

Breton, Jennifer

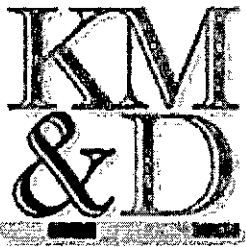
From: wjohnson@kmd.law
Sent: Saturday, December 20, 2025 10:14 AM
To: Jones, Ben; Breton, Jennifer
Cc: 'Amanda Jackson'; skearney@kmd.law; 'Don Lee'; 'Justin Arn'; uprice@crowleyfleck.com
Subject: [EXTERNAL] Phoenix - Demand for Opportunity to be Heard re: Kraken 12/11/2025 APD
Attachments: Phoenix, Demand for Hearing, Kraken APD.pdf

Ben and Jennifer,

Please find attached Phoenix's Demand for Opportunity to be Heard regarding Kraken's APD that was published in the Helena IR on December 11, 2025. Please let me know if you have any questions or need anything additional from me!

Sincerely,

Wendy A. Johnson
Senior Attorney
Licensed in Montana and Texas



KEARNEY, MCWILLIAMS & DAVIS, PLLC

Houston: 55 Waugh #150, Houston, TX 77007

Denver: 1625 Broadway #2950, Denver, CO 80202

Dallas - Fort Worth: 1235 South Main #280, Grapevine, TX 76051

San Antonio: 40 NE Loop 410 #431, San Antonio, TX 78216

Sheridan: 110 S. Gould, 2nd Floor, Sheridan, WY 82801

Cell: (406) 369-1778

NOTICE: This E-mail (including attachments) is covered by the Electronic Communications Privacy Act, 18 U.S.C. 2510-2521, 2701-2710, is confidential, and may be legally privileged. If you are not the intended recipient, you are hereby notified that any retention, dissemination, distribution, or copying of this communication is strictly prohibited. Please reply to the sender that you have received the message in error, then delete it.

KEARNEY MCWILLIAMS & DAVIS

ATTORNEYS AT LAW

Denver: 1625 Broadway, Suite 2950, Denver, CO 80202
Dallas • Fort Worth: 1235 South Main #280, Grapevine, TX 76051
Houston: 55 Waugh, Suite 150, Houston, TX 77007
San Antonio: 40 N.E. Loop 410, Suite 431, San Antonio, TX 78216
Sheridan: 110 S. Gould St., 2nd Floor, Sheridan, WY 82801

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Phone: (888) 855-1276
Fax: (713) 936-9621
admin@kmd.law

December 20, 2025

Attention : Ben Jones, Administrator/Petroleum Engineer

State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Mt 59102

Fax # : 406-652-5305

Re: Phoenix Operating LLC - Demand for Opportunity to be Heard concerning
Kraken Operating LLC's Application for Permit to Drill, Published December 11,
2025.

Dear Mr. Jones,

Pursuant to Administrative Rule of Montana § 36.22.601, Phoenix Operating LLC ("Phoenix"), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby demands an opportunity to be heard regarding the Application for Permit to Drill ("APD") an Oil and Gas Well, published by Kraken Operating LLC ("Kraken") in the Helena Independent Record, on December 11, 2025 (hereinafter referred to as the "Kraken APD"). The Kraken APD is for an Oil and Gas Well to be drilled with a surface location within and upon the NW/4NW/4 of Section 14, Township 26 North, Range 56 East, and a bottom hole location within and upon the NW/4NW/4 of Section 26, Township 27 North, Range 56 East, Richland County, Montana. The proposed well is more specifically described within the published notice which is attached to this correspondence as "Exhibit A" and by reference is incorporated herein.

Phoenix requests a hearing regarding the issuance of the Kraken APD for the following reasons that include, but are not limited to:

1. Kraken established a temporary spacing unit comprised of all of Sections 26 and 35, Township 27 North, Range 56 East, and all of Sections 2 and 11, Township 26 North, Range 56 East, Richland County, Montana, at the February 20, 2025, Montana Board of Oil and Gas Conservation hearing. (See Board Order 33-2025). At the same hearing,

December 20, 2025

the Board approved and authorized the drilling of up to three additional horizontal Bakken/Three Forks Formation wells anywhere within the TSU comprised of all of Sections 26 and 35, Township 27 North, Range 56 East. (See Board Order 34-2025). There was no protest or opposition to Kraken's Applications.

2. Phoenix was advised by the Board at the October 2025 Hearing that there was no rule preventing Phoenix from submitting permits for wells that may be located in another operators approved temporary spacing unit.
3. Kraken's APD proposes a single well, which would severely impact the development plans of Phoenix. Phoenix has definite capital-backed plans to drill four horizontal wells and has filed four fully complete Applications for Permit to Drill a Well, all of which were submitted to the Board on December 2, 2025 and properly noticed by publication on December 6, 2025, in the Helena Independent Record ("Phoenix's APDs").
 - a. Predator Fed 11-2-35-26 1HF
 - b. Predator Fed 11-2-35-26 2HF
 - c. Predator Fed 11-2-35-26 3HF
 - d. Predator Fed 11-2-35-26 4HF

The proposed Phoenix APDs are tied to Kraken's Board approved temporary spacing unit. Kraken submitted a Demand for Opportunity to be Heard Concerning Phoenix's APDs on December 16, 2025.

4. Montana is a first to file state, subject to some limited exceptions. Accordingly, the Board generally approves fully completed applications in the order they are filed. Phoenix's four APDs were published first on December 6, 2025. The Kraken APD was not published until December 11, 2025. Phoenix's four APD's comply with all of the regulatory requirements, and should be upheld by the Board.
5. Several additional factors confirm Phoenix's APDs are controlling.
 - a. Phoenix has more experience drilling and operating four-mile horizontal wells in the Bakken than Kraken.
 - b. Phoenix is engaged in planning and investments for the development of the TSU.
 - c. When Phoenix purchased the federal leases in its previously proposed TSU, it did so with the intent of developing said acreage. This acreage is now covered by Kraken's established TSU.

December 20, 2025

- d. Phoenix owns approximately 43% of the established TSU.
- e. Phoenix will be ready to drill within the next year. Phoenix has 3 rigs and intends to dedicate one of its rigs to drilling and operating in Montana in 2026.
- f. Phoenix has engaged in a pattern of fully developing its approved units, which allows for efficient and economic development of the pool, prevents waste, and protects the correlative rights of all interested parties, including but not limited to the mineral owners, working interest owners, taxpayers, and the State of Montana in general. Denying the Kraken APD will confirm that Phoenix has the ability to develop the established TSU in an orderly manner that will promote maximum recovery, protect correlative rights and prevent waste.
- g. Additionally, denying the Kraken APD would be in accordance with Board policy and align with its prior decisions.

Accordingly, Phoenix respectfully requests the following relief, to wit:

- 1. The Heritage APD be referred to the Board for notice and public hearing at the February 2026 Board meeting as required per Administrative Rule of Montana § 36.22.601(4)(a);
- 2. That following the hearing, the Board approve the four Phoenix APDs published on December 6, 2025;
- 3. That the Board deny the Kraken APD as moot, because Phoenix filed and published its APDs first; and
- 4. For any other relief the Board may deem appropriate.

Sincerely,

KEARNEY, MCWILLIAMS & DAVIS, PLLC



By:

Wendy A. Johnson
wjohnson@kmd.law
Amanda J. Jackson
ajackson@kmd.law

Attorneys for Phoenix Operating LLC

KEARNEY MCWILLIAMS & DAVIS

December 20, 2025

CERTIFICATE OF SERVICE

I, WENDY A. JOHNSON, hereby certify that on December 20, 2025, I served a true and correct copy of the foregoing Demand for Opportunity to be Heard to the following parties:

By FAX:

Ben Jones
Administrator/Petroleum Engineer
State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No.: (406) 652-5305

With a copy sent to Ben Jones via electronic mail:

E-Mail: bjones@mt.gov

By CERTIFIED MAIL:

Kraken Operating LLC
945 Bunker Hill Road, Suite 1200
Houston, TX 77024

With a copy sent to Kraken's legal counsel, Uriah Price, via electronic mail:

E-Mail: uprice@crowleyfleck.com


By: 
Wendy A. Johnson

EXHIBIT A

Notice of Application

Published in Helena Independent Record on December 11, 2025

Location

Lewis and Clark County, Montana

Notice Text

Public Notice

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS
WELL

In the Matter of the application of Kraken Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Kraken Operating LLC
945 Bunker Hill Road, Suite 1200
Houston, TX 77024

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well: (and projected bottom-
hole location, if a directional or horizontal well)

Surface Loc: NWNW Section 14, T26N, R56E, Richland County, MT.
Footages: 331' FNL & 352' FWL, El: 2081'

Bottom Hole Loc: NWNW Section 26, T27N, R56E, Richland
County, MT. Footages: 205' FNL & 660' FWL

3. Total Depth Proposed to be Drilled:

30,992 Measured Depth, 9,994 TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.
Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE
OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE
ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT
HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS
AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR
OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED
WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED
UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO
THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 11, 2025 COL-MT-201803 MNAXLP

GRAY LAW FIRM PLLC

ATTORNEY AT LAW

3471 MASTERSON CIRCLE
BILLINGS, MONTANA 59106
(406) 248-4141
scotti@graylawmt.com

December 22, 2024

RECEIVED

DEC 23 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

Montana Board of Oil & Gas Conservation Commission
Attn: Ben Jones
2535 St. Johns Ave.
Billings, MT 59102

RE: Permit Protest re In the Matter of Application for Permit to Drill the Hank Williams Jr 19-18-7-6 3H, 4H Oil and Gas Wells by Phoenix Operating, LLC

Dear Mr. Jones,

Continental Resources, Inc. ("Continental"), 20 N. Broadway, Oklahoma City, OK 73102, hereby protests and requests a hearing on the application of Phoenix Operating LLC ("Phoenix") for a permit to drill the Hank Williams Jr 19-18-7-6 3HF and 4HF wells ("Williams Permits") in All of Sections 6, 7, 18, 19, Township 25 North, Range 57 East, Richland County, Montana on the following grounds:

- 1) Continental owns an approximate 23.91% interest in the spacing unit comprised of Sections 6, 7, 18, 19, Township 25 North, Range 57 East, Richland County, Montana.
- 2) Continental protests on the basis that it has an active permit to drill in the spacing unit comprised of Sections 6, 7, 18, 19, T25N, R57E. The Conaway 2-19H permit was granted November 13, 2025 and expires May 13, 2025, with a scheduled spud date in the first quarter of 2026. In addition, Continental has an active legacy well, the Conaway 1-19H, within the spacing unit comprised of Sections 18 and 19, T25N, R57E.
- 3) Because Continental holds an active permit in the spacing unit comprised of Sections 6, 7, 18, 19, T25N, R57E, and operates a producing well within the spacing unit comprised of Sections 18, 19, T25N, R57E, approval of the Williams Permits would authorize uncoordinated, multi-operator development of the same pool within a single unit, contrary to Board policy and Montana's conservation mandate. Therefore, the Williams permits would impair correlative rights, promote waste and undermine orderly development. Accordingly, the Williams permits cannot be approved.

39 - 2026

- 4) I can be reached at (406) 248-4141 and Continental's representative, Blaine Dutchik, can be reached at (405) 234-9327.

Sincerely,

GRAY LAW, P.L.L.P.

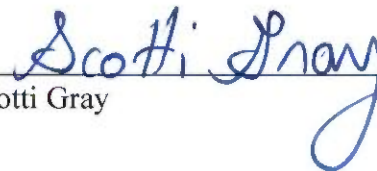

SCOTTI GRAY

CERTIFICATE OF SERVICE

I hereby certify that that on the 22nd day of December 2025, I served a true and correct copy of the foregoing document to the following:

☒ U.S. Mail
☐ Facsimile
☐ FedEx
☐ E-mail

Phoenix Operating LLC
4643 S Ulster, Ste 1510
Denver, CO 80237



Scotti Gray

RECEIVED

DEC 23 2025

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

39 - 2026

Breton, Jennifer

From: wjohnson@kmd.law
Sent: Monday, December 22, 2025 4:37 PM
To: Jones, Ben; Breton, Jennifer
Cc: 'Amanda Jackson'; skearney@kmd.law; 'Justin Arn'; sgray@gjllaw.com
Subject: [EXTERNAL] Phoenix - 7 Demands for Opportunity to be Heard re: various published Continental APDs
Attachments: Phoenix - Continental APD Protest Cover Letter - 12.22.pdf; Phoenix - Demand for Hearing, APD (SGA 1-32H) Final.pdf; Phoenix, Demand for Hearing, APD (J-DUB 1-33H) Final.pdf; Phoenix, Demand, APD (Buckley 2-4H) Final.pdf; Phoenix, Demand for Hearing, APD (Dort 1-5H) Final.pdf; Phoenix, Demand for Hearing, APD (Herness 2-34H) Final.pdf; Phoenix, Demand for Hearing, APD (Lewis 2-36H) Final.pdf; Phoenix, Demand for Hearing, APD (Mabel 2-35H) Final.pdf

Ben and Jennifer,

Attached please find Phoenix's Demands for Opportunity to be Heard regarding numerous Continental APDs. Please let me know if you have any questions or need anything additional from me.

Sincerely,

Wendy A. Johnson
Senior Attorney
Licensed in Montana and Texas



KEARNEY, MCWILLIAMS & DAVIS, PLLC
Houston: 55 Waugh #150, Houston, TX 77007
Denver: 1625 Broadway #2950, Denver, CO 80202
Dallas - Fort Worth: 1235 South Main #280, Grapevine, TX 76051
San Antonio: 40 NE Loop 410 #431, San Antonio, TX 78216
Sheridan: 110 S. Gould, 2nd Floor, Sheridan, WY 82801
Cell: (406) 369-1778

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KEARNEY MCWILLIAMS & DAVIS

ATTORNEYS AT LAW

Denver: 1625 Broadway, Suite 2950, Denver, CO 80202
Dallas • Fort Worth: 1235 South Main #280, Grapevine, TX 76051
Houston: 55 Waugh, Suite 150, Houston, TX 77007
San Antonio: 40 N.E. Loop 410, Suite 431, San Antonio, TX 78216
Sheridan: 110 S. Gould St., 2nd Floor, Sheridan, WY 82801

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Licenses: AR CO CT DC ID LA MD MS MT
ND NE NM NY OK TX UT WY & USPTO
Phone: (888) 855-1276
Fax: (713) 936-9621
admin@kmd.law

December 22, 2025

Attention : Ben Jones, Administrator/Petroleum Engineer

State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Mt 59102

Fax # : 406-652-5305

Re: Phoenix Operating LLC - Demand for Opportunity to be Heard concerning Continental Resources, Inc.'s Applications for Permits to Drill

Dear Mr. Jones,

Pursuant to Administrative Rule of Montana § 36.22.601, enclosed please find seven (7) Demands for Opportunity to be Heard, filed on behalf of Phoenix Operating LLC, and concerning the following APDs filed by Continental Resources, Inc.: SGA 1-32H, J-DUB 1-33H, Buckley 2-4H, Dort 1-5H, Herness 2-34H, Lewis 2-36H, and Mabel 2-35H.

Please also find a Certificate of Service attached to each Demand. Please reach out if you have any questions.

Sincerely,

KEARNEY, MCWILLIAMS & DAVIS, PLLC

By:



Wendy A. Johnson

40-2026

KEARNEY MCWILLIAMS & DAVIS

ATTORNEYS AT LAW

Denver: 1625 Broadway, Suite 2950, Denver, CO 80202
Dallas • Fort Worth: 1235 South Main #280, Grapevine, TX 76051
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December 22, 2025

Attention : Ben Jones, Administrator/Petroleum Engineer

State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Mt 59102

Fax # : 406-652-5305

Re: Phoenix Operating LLC - Demand for Opportunity to be Heard concerning
Continental Resources, Inc.'s Application for Permit to Drill (Lewis 2-36H),
Published December 16, 2025.

Dear Mr. Jones,

Pursuant to Administrative Rule of Montana § 36.22.601, Phoenix Operating LLC ("Phoenix"), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby demands an opportunity to be heard regarding the Application for Permit to Drill ("APD") an Oil and Gas Well, published by Continental Resources, Inc. ("Continental") in the Helena Independent Record, on December 16, 2025 (hereinafter referred to as the "Continental APD"). The Continental APD is for an Oil and Gas Well identified as the "Lewis 2-36H" well to be drilled with a surface hole located within and upon the SW/4SW/4 of Section 36, with a horizontal intercept located within and upon the SW/4SW/4 of Section 36, and a horizontal terminus located within and upon the NW/4NW/4 of Section 13, with all Sections being located in Township 26 North, Range 56 East, Richland County, Montana. The proposed well is more specifically described within the published notice which is attached to this correspondence as "Exhibit A" and by reference, is incorporated herein.

Phoenix requests a hearing regarding the issuance of the Continental APD for the following reasons that include, but are not limited to:

December 22, 2025

1. Heritage Energy Operating, LLC established a temporary spacing unit comprised of all of Sections 1, 12, and 13, Township 25 North, Range 56 East, Richland County, Montana, in February 2025. (See Docket No. 33-2025, and Board Order No. 47-2025). Board Order No. 47-2025 did not include any language requiring operations to be commenced within one year.
2. At the Board hearing on December 11, 2025, Phoenix, Continental, Kraken Oil & Gas LLC ("Kraken") and Heritage Energy Operating, LLC ("Heritage") individually proposed different TSUs overlapping and increased density over and across overlapping sections. Below is a summary of the proposed TSU's submitted by each company, to wit:
 - a. Phoenix presented an application for a TSU comprised of all of Sections 1 and 12, T25N-R56E, and all of Sections 25 and 36, T26N-R56E Richland County, Montana, under Docket No. 439-2025 ("Phoenix Docket"). This proposed TSU sought to vacate Board Order 47-2025.
 - b. Continental presented an application for an overlapping TSU comprised of all of 13, 24, 25, and 36, T26N-R56E, Richland County, Montana, under Docket No. 325-2025 ("Continental Docket").
 - c. Kraken presented applications for: (1) TSU comprised of Sections 25, 26, and 27, T26N-R56E, Richland County, Montana, under Docket No. 306-2025; and (2) TSU comprised of all of Sections 34, 35, and 36, T26N-R56E, Richland County, Montana, under Docket No. 308-2025. However, it should be noted that Kraken withdrew its applications during the hearing
 - d. Heritage presented an application for increased density and an APD under Docket Nos. 386-2025 and 467-2025, within the TSU created under Board Order No. 47-2025, that designated a temporary spacing unit comprised of all of Sections 1, 12, & 13, T25N-R56E. Phoenix protested Heritage's APD.
 - e. Although Board Order No. 47-2025 does not include any language requiring operations to be commenced within one year, the Board nevertheless continued all of the above related dockets to the February 2026 Board hearing. Accordingly, no temporary spacing unit has been approved covering the unit as designated by the Continental APD.
3. Continental's APD proposes a single well, which would severely impact the development plans of Phoenix.
4. Phoenix has definite, capital-backed plans to drill four horizontal wells and has filed four fully complete Applications for Permit to Drill a Well, all of which were submitted

December 22, 2025

to the Board on December 8, 2025, and properly noticed by publication on December 13, 2025, in the Helena Independent Record ("Phoenix's APDs").

- a. Darius 25-36-1-12 1H
- b. Darius 25-36-1-12 2H
- c. Darius 25-36-1-12 3H
- d. Darius 25-36-1-12 4H

Heritage filed a Demand for Hearing with regard to Phoenix's APDs on December 19, 2025. Continental has not filed a Demand for Hearing with regard to Phoenix's APDs.

- 5. Montana is a first to file state, subject to some limited exceptions. Accordingly, the Board generally approves fully completed applications in the order they are filed. Phoenix's four APDs were published first on December 13, 2025. The Continental APD was not published until December 16, 2025. Phoenix's four APD's comply with all of the regulatory requirements, and should be upheld by the Board, and administratively approved without a hearing, provided that there is no demand for an opportunity to be heard filed prior to December 23, 2025.
- 6. Several additional factors confirm Phoenix's APDs are controlling:
 - a. Phoenix's plan provides for economic development of the area that will promote maximum recovery, prevent waste, and protect correlative rights. Additionally, Phoenix's proposed plan results in the most orderly development of the entire township, without stranding any acreage.
 - b. If the Board grants Phoenix's proposed TSU at the February 2026 Board hearing, Phoenix is prepared to drill four wells within the next year. Phoenix currently has 3 rigs and intends to dedicate one of its rigs to drilling and operating in Montana in 2026. Continental does not have a rig in Montana currently.
 - c. Continental has one HBP well, the Lewis 1-13H, located within an existing TSU created under Board Order 37-2013, covering all of Sections 13 and 24, T26N-R56E, Richland County, Montana. Continental's proposed overlapping TSU seeks to vacate Board Order 45-2012 that designated a temporary spacing unit comprised of all of Sections 25 and 36, T26N-R56E. Under Continental's proposed overlapping TSU and APD, Continental would be mixing virgin rock with producing rock by operating a new well within the same TSU as the existing HBP well. Additionally, if the Board were to approve Continental's plan, because Continental has a HBP well, and because the Board is reluctant to allow multiple operators within an established unit, Phoenix would be precluded from ever developing its own minerals.

- d. Phoenix owns approximately 44% of the minerals and leasehold interest in the unit proposed by the Phoenix Docket, including approximately 75% of the minerals and leasehold interest in Section 1, and 100% in Section 12. Under Phoenix's proposed TSU, it will drill four wells on virgin rock, and produce its oil under an efficient 4 mile lateral. Continental could continue to develop Sections 25 and 36 by drilling additional wells in its existing unit.
- e. Continental sent Phoenix an AFE dated October 29, 2025, relating to the Conaway 2-19H well. The Conaway 2-19 H well is a 4-mile well located in Sections 6, 7, 18 and 19, Township 25 North, Range 57 East, Richland County Montana. Continental's estimated costs detailed within the AFE exceeded \$17.1 million dollars for said well. Phoenix conservatively estimates the costs relating to the four-mile wells proposed by the Phoenix APDs to be approximately \$12.2 million dollars. Approving Continental's APDs would result in economic waste and would be detrimental to Phoenix with regard to developing the TSU it owns a majority of. Approving Phoenix's APDs will result in a more efficient, cost effective, orderly way to develop the TSU.
- f. Phoenix has engaged in a pattern of fully developing its approved units, which allows for efficient and economic development of the pool, prevents waste, and protects the correlative rights of all interested parties, including but not limited to the mineral owners, working interest owners, tax payers, and the State of Montana in general. Denying the Continental APD will confirm that Phoenix has the ability to develop its TSU in an orderly manner that will promote maximum recovery, protect correlative rights and prevent waste.
- g. Additionally, denying the Continental APD would be in accordance with Board policy and align with its prior decisions.

Accordingly, Phoenix respectfully requests the following relief, to wit:

- 1. That upon approval of Phoenix's proposed TSU at the February 2026 hearing, the Board should approve the four Phoenix APDs published on December 13, 2025;
- 2. That, if the above occurs, the Board deny the Continental APD as moot, for the following reasons:
 - a. Phoenix filed and published its APDs first.
 - b. Upon approval of Phoenix's proposed TSU, Phoenix would have an approved TSU with one year to commence operations, with said one-year still in its primary term.

KEARNEY MCWILLIAMS & DAVIS

December 22, 2025

3. If, the Board does not approve Phoenix's proposed TSU at the February 2026 hearing, Phoenix requests that the Continental APD be heard at the February 2026 Board hearing as is required by Administrative Rule of Montana § 36.22.601; and
4. For any other relief the Board may deem appropriate.

Sincerely,

KEARNEY, MCWILLIAMS & DAVIS, PLLC



By:

Wendy A. Johnson

wjohnson@kmd.law

Amanda J. Jackson

ajackson@kmd.law

Attorneys for Phoenix Operating LLC

December 22, 2025

CERTIFICATE OF SERVICE

I, WENDY A. JOHNSON, hereby certify that on December 22, 2025, I served a true and correct copy of the foregoing Demand for Opportunity to be Heard to the following parties:

By FAX:

Ben Jones
Administrator/Petroleum Engineer
State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No.: (406) 652-5305

With a copy sent to Ben Jones via electronic mail:


E-Mail: bjones@mt.gov

By CERTIFIED MAIL:

Continental Resources, Inc.
P.O. Box 269000
Oklahoma City, Oklahoma 73126

With a copy sent to Continental's legal counsel, Scotti Gray, via electronic mail:

E-Mail: sgray@gjllaw.com

By: 
Wendy A. Johnson

December 22, 2025

EXHIBIT A

Notice of Application

Published in Helena Independent Record on December 16, 2025

Location

Lewis and Clark County, Montana

Notice Text

Lewis 2-36H

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

In the Matter of the Application of CONTINENTAL RESOURCES, INC. for
a Permit to Drill a horizontal oil and gas well.

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL AN OIL AND
GAS WELL

1. Name and Address of Applicant: Continental Resources, Inc.

P.O. Box 269000

Oklahoma City, Oklahoma 73126

(405) 234-9000 phone

2. Well Name and Legal Description: Lewis 2-36H

Surface Hole Location: 300' FSL & 450' FWL, SWSW Sec 36-26N-56E

Horizontal Intercept: 600' FSL 659' FWL, SWSW Sec 36-26N-56E

Horizontal Terminus: 200' FNL 660' FWL, NWNW Sec 13-26N-56E

County: Richland

3. Proposed Total Depth: (1) 30805' MD; 10169' TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.

Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH NO LATER THAN TEN (10) DAYS AFTER THE DATE OF
PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A
DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND
TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP
INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND
THE REASONS WHY THE HEARING IS SOUGHT; (2) BE SERVED UPON
THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE
ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. John's Avenue

Billings, Montana 59102

FAX Number: (406) 652-5305

December 16, 2025 COL-MT-201875 MNAXLP

KEARNEY MCWILLIAMS & DAVIS

ATTORNEYS AT LAW

Denver: 1625 Broadway, Suite 2950, Denver, CO 80202
Dallas • Fort Worth: 1235 South Main #280, Grapevine, TX 76051
Houston: 55 Waugh, Suite 150, Houston, TX 77007
San Antonio: 40 N.E. Loop 410, Suite 431, San Antonio, TX 78216
Sheridan: 110 S. Gould St., 2nd Floor, Sheridan, WY 82801

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Phone: (888) 855-1276
Fax: (713) 936-9621
admin@kmd.law

December 22, 2025

Attention : Ben Jones, Administrator/Petroleum Engineer

State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Mt 59102

Fax # : 406-652-5305

Re: Phoenix Operating LLC - Demand for Opportunity to be Heard concerning
Continental Resources, Inc.'s Application for Permit to Drill (Mabel 2-35H),
Published December 16, 2025.

Dear Mr. Jones,

Pursuant to Administrative Rule of Montana § 36.22.601, Phoenix Operating LLC ("Phoenix"), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby demands an opportunity to be heard regarding the Application for Permit to Drill ("APD") an Oil and Gas Well, published by Continental Resources, Inc. ("Continental") in the Helena Independent Record, on December 16, 2025 (hereinafter referred to as the "Continental APD"). The Continental APD is for an Oil and Gas Well identified as the "Mabel 2-35H" well to be drilled with a surface hole located within and upon the SW/4SW/4 of Section 35, with a horizontal intercept located within and upon the SW/4SW/4 of Section 35, and a horizontal terminus located within and upon the NW/4NW/4 of Section 14, with all Sections being located in Township 26 North, Range 56 East, Richland County, Montana. The proposed well is more specifically described within the published notice which is attached to this correspondence as "Exhibit A" and by reference, is incorporated herein.

Phoenix requests a hearing regarding the issuance of the Continental APD for the following reasons that include, but are not limited to:

December 22, 2025

1. Heritage Energy Operating, LLC established a temporary spacing unit comprised of all of Sections 2, 11, and 14, Township 25 North, Range 56 East, Richland County, Montana, in February 2025. (See Docket No. 34-2025, and Board Order No. 48-2025). Board Order No. 48-2025 did not include any language requiring operations to be commenced within one year.
2. At the Board hearing on December 11, 2025, Phoenix, Continental, Kraken Oil & Gas LLC ("Kraken") and Heritage Energy Operating, LLC ("Heritage") individually proposed different TSUs and increased density over and across overlapping sections. Below is a summary of the proposed TSU's submitted by each company, to wit:
 - a. Phoenix presented an application for a TSU comprised of all of Sections 2 and 11, T25N-R56E, and all of Sections 26 and 35, T26N-R56E Richland County, Montana, under Docket No. 437-2025 ("Phoenix Docket"). This proposed TSU sought to vacate Board Order 48-2025.
 - b. Continental presented an application for an overlapping TSU comprised of all of Sections 14, 23, 26, and 35, T26N-R56E, Richland County, Montana, under Docket No. 327-2025 ("Continental Docket").
 - c. Kraken presented applications for: (1) TSU comprised of Sections 25, 26, and 27, T26N-R56E, Richland County, Montana, under Docket No. 306-2025; and (2) TSU comprised of all of Sections 34, 35, and 36, T26N-R56E, Richland County, Montana, under Docket No. 308-2025. However, it should be noted that Kraken withdrew its applications during the hearing.
 - d. Heritage presented an application for increased density and applied to renew its existing APD under Docket Nos. 385-2025 and 375-2025, within the TSU created under Board Order No. 48-2025, that designated a temporary spacing unit comprised of all of Sections 2, 11, and 14, T25N-R56E. Phoenix protested Heritage's APD renewal.
3. Although Board Order No. 48-2025 does not include any language requiring operations to be commenced within one year, the Board nevertheless continued all of the above related dockets to the February 2026 Board hearing. Accordingly, no temporary spacing unit has been approved covering the unit as designated by the Continental APD.
4. Continental's APD proposes a single well, which would severely impact the development plans of Phoenix.
5. Phoenix has definite, capital-backed plans to drill four horizontal wells and has filed four fully complete Applications for Permit to Drill a Well, all of which were submitted

December 22, 2025

to the Board on December 8, 2025, and properly noticed by publication on December 13, 2025, in the Helena Independent Record ("Phoenix's APDs").

- a. Marcus 26-35-2-11 1H
- b. Marcus 26-35-2-11 2H
- c. Marcus 26-35-2-11 3H
- d. Marcus 26-35-2-11 4H

Heritage filed a Demand for Hearing with regard to Phoenix's APDs on December 19, 2025. Continental has not filed a Demand for Hearing with regard to Phoenix's APDs.

6. Montana is a first to file state, subject to some limited exceptions. Accordingly, the Board generally approves fully completed applications in the order they are filed. Phoenix's four APDs were published first on December 13, 2025. The Continental APD was not published until December 16, 2025. Phoenix's four APD's comply with all of the regulatory requirements, and should be upheld by the Board, and administratively approved without a hearing, provided that there is no demand for an opportunity to be heard filed prior to December 23, 2025.
7. Several additional factors confirm Phoenix's APDs are controlling.
 - a. Phoenix's plan provides for economic development of the area that will promote maximum recovery, prevent waste, and protect correlative rights. Additionally, Phoenix's proposed plan results in the most orderly development of the entire township, without stranding any acreage.
 - b. If the Board grants Phoenix's proposed TSU at the February 2026 Board hearing, Phoenix is prepared to drill four wells within the next year. Phoenix currently has 3 rigs and intends to dedicate one of its rigs to drilling and operating in Montana in 2026. Continental does not have a rig in Montana currently.
 - c. Continental has one HBP well, the Mabel 1-14H, located within an existing TSU created under Board Order 488-2013, covering all of Sections 14 & 23, T26N-R56E, Richland County, Montana. Continental's proposed overlapping TSU seeks to vacate Board Order 46-2012 that designated a temporary spacing unit comprised of all of Sections 26 & 35, T26N-R56E, Richland County, Montana. Under Continental's proposed overlapping TSU and APD, Continental would be mixing virgin rock with producing rock by operating a new well with the existing HBP well. Additionally, if the Board were to approve Continental's plan, because Continental has a HBP well, and because the Board is reluctant to allow multiple operators within an established unit, Phoenix would essentially be precluded from ever developing its own minerals.

December 22, 2025

- d. Phoenix owns approximately 11% in Section 26 and 53% in Section 35. Under Phoenix's proposed TSU, it will drill four wells on virgin rock, and produce its oil under an efficient 4 mile lateral. Continental could continue to develop Sections 14 and 23 by drilling additional wells in its existing unit.
- e. Phoenix has engaged in a pattern of fully developing its approved units, which allows for efficient and economic development of the pool, prevents waste, and protects the correlative rights of all interested parties, including but not limited to the mineral owners, working interest owners, tax payers, and the State of Montana in general. Denying the Continental APD will confirm that Phoenix has the ability to develop its TSU in an orderly manner that will promote maximum recovery, protect correlative rights and prevent waste.
- f. Additionally, denying the Continental APD would be in accordance with Board policy and align with its prior decisions.

Accordingly, Phoenix respectfully requests the following relief, to wit:

1. That upon approval of Phoenix's proposed TSU at the February 2026 hearing, the Board should approve the four Phoenix APDs published on December 13, 2025;
2. That, if the above occurs, the Board deny the Continental APD as moot, for the following reasons:
 - a. Phoenix filed and published its APDs first.
 - b. Phoenix has an approved TSU, and was granted one year to commence operations, with said one-year still in its primary term.
3. If, the Board does not approve Phoenix's proposed TSU at the February 2026 hearing, Phoenix requests that the Continental APD be heard at the February 2026 Board hearing as is required by Administrative Rule of Montana § 36.22.601; and
4. For any other relief the Board may deem appropriate.

KEARNEY MCWILLIAMS & DAVIS

December 22, 2025

Sincerely,

KEARNEY, MCWILLIAMS & DAVIS, PLLC



By:

Wendy A. Johnson

wjohnson@kmd.law

Amanda J. Jackson

ajackson@kmd.law

Attorneys for Phoenix Operating LLC

December 22, 2025

CERTIFICATE OF SERVICE

I, WENDY A. JOHNSON, hereby certify that on December 22, 2025, I served a true and correct copy of the foregoing Demand for Opportunity to be Heard to the following parties:

By FAX:

Ben Jones
Administrator/Petroleum Engineer
State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No.: (406) 652-5305

With a copy sent to Ben Jones via electronic mail:


E-Mail: bjones@mt.gov

By CERTIFIED MAIL:

Continental Resources, Inc.
P.O. Box 269000
Oklahoma City, Oklahoma 73126

With a copy sent to Continental's legal counsel, Scotti Gray, via electronic mail:

E-Mail: sgray@gjllaw.com

By: 
Wendy A. Johnson

December 22, 2025

EXHIBIT A

Notice of Application

Published in Helena Independent Record on December 16, 2025

Location

Lewis and Clark County, Montana

Notice Text

Mabel 2-35H

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

In the Matter of the Application of CONTINENTAL RESOURCES, INC. for
a Permit to Drill a horizontal oil and gas well.

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL AN OIL AND
GAS WELL

1. Name and Address of Applicant: Continental Resources, Inc.

P.O. Box 269000

Oklahoma City, Oklahoma 73126

(405) 234-9000 phone

2. Well Name and Legal Description: Mabel 2-35H

Surface Hole Location: 532' FSL & 1300' FWL, SWSW Sec 35-26N-56E

Horizontal Intercept: 632' FSL 646' FWL, SWSW Sec 35-26N-56E

Horizontal Terminus: 200' FNL 660' FWL, NWNW Sec 14-26N-56E

County: Richland

3. Proposed Total Depth: (1) 30706' MD: 10080' TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.

Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard

by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE

MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH NO LATER THAN TEN (10) DAYS AFTER THE DATE OF

PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A

DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND

TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP
INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND

THE REASONS WHY THE HEARING IS SOUGHT; (2) BE SERVED UPON
THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE

ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. John's Avenue

Billings, Montana 59102

FAX Number: (406) 652-5305

December 16, 2025 COL-MT-201877 **MNAXLP**

KEARNEY MCWILLIAMS & DAVIS

ATTORNEYS AT LAW

Denver: 1625 Broadway, Suite 2950, Denver, CO 80202
Dallas • Fort Worth: 1235 South Main #280, Grapevine, TX 76051
Houston: 55 Waugh, Suite 150, Houston, TX 77007
San Antonio: 40 N.E. Loop 410, Suite 431, San Antonio, TX 78216
Sheridan: 110 S. Gould St., 2nd Floor, Sheridan, WY 82801

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ND NE NM NY OK TX UT WY & USPTO
Phone: (888) 855-1276
Fax: (713) 936-9621
admin@kmd.law

December 22, 2025

Attention : Ben Jones, Administrator/Petroleum Engineer

State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Mt 59102

Fax # : 406-652-5305

Re: Phoenix Operating LLC - Demand for Opportunity to be Heard concerning
Continental Resources, Inc.'s Application for Permit to Drill (Herness 2-34H),
Published December 16, 2025.

Dear Mr. Jones,

Pursuant to Administrative Rule of Montana § 36.22.601, Phoenix Operating LLC ("Phoenix"), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby demands an opportunity to be heard regarding the Application for Permit to Drill ("APD") an Oil and Gas Well, published by Continental Resources, Inc. ("Continental") in the Helena Independent Record, on December 16, 2025 (hereinafter referred to as the "Continental APD"). The Continental APD is for an Oil and Gas Well identified as the "Herness 2-34H" well to be drilled with a surface hole located within and upon the SW/4SW/4 of Section 35, with a horizontal intercept located within and upon the SE/4SE/4 of Section 34, and a horizontal terminus located within and upon the NE/4NE/4 of Section 15, with all Sections being located in Township 26 North, Range 56 East, Richland County, Montana. The proposed well is more specifically described within the published notice which is attached to this correspondence as "Exhibit A" and by reference, is incorporated herein.

Phoenix requests a hearing regarding the issuance of the Continental APD for the following reasons that include, but are not limited to:

December 22, 2025

1. Heritage Energy Operating, LLC established a temporary spacing unit comprised of all of Sections 3, 10, and 15, Township 25 North, Range 56 East, Richland County, Montana, in February 2025. (See Docket No. 35-2025, and Board Order No. 49-2025). Board Order No. 49-2025 did not include any language requiring operations to be commenced within one year.
2. At the Board hearing on December 11, 2025, Phoenix, Continental, Kraken Oil & Gas LLC ("Kraken") and Heritage Energy Operating, LLC ("Heritage") individually proposed different TSUs and increased density over and across overlapping sections. Below is a summary of the proposed TSU's submitted by each company, to wit:
 - a. Phoenix presented an application for a TSU comprised of all of Sections 3 and 10, T25N-R56E, and all of Sections 27 and 34, T26N-R56E, Richland County, Montana, under Docket No. 435-2025 ("Phoenix Docket"). This proposed TSU sought to vacate Board Order No. 49-2025.
 - b. Continental presented an application for an overlapping TSU comprised of all of Sections 15, 22, 27, and 34, T26N-R56E, Richland County, Montana, under Docket No. 323-2025 ("Continental Docket").
 - c. Kraken presented applications for: (1) TSU comprised of Sections 25, 26, and 27, T26N-R56E, Richland County, Montana, under Docket No. 306-2025; and (2) TSU comprised of all of Sections 34, 35, and 36, T26N-R56E, Richland County, Montana, under Docket No. 308-2025. However, it should be noted that Kraken withdrew its applications during the hearing.
 - d. Heritage presented an application for increased density and applied to renew its existing APD under Docket Nos. 384-2025 and 374-2025, within the TSU created under Board Order No. 49-2025, that designated a temporary spacing unit comprised of all of Sections 3, 10, and 15, T25N-R56E. Phoenix protested Heritage's APD renewal.
3. Although Board Order No. 49-2025 does not include any language requiring operations to be commenced within one year, the Board nevertheless continued all of the above related dockets to the February 2026 Board hearing. Accordingly, no temporary spacing unit has been approved covering the unit as designated by the Continental APD.
4. Continental's APD proposes a single well, which would severely impact the development plans of Phoenix.
5. Phoenix has definite, capital-backed plans to drill four horizontal wells and has filed four fully complete Applications for Permit to Drill a Well, all of which were submitted

December 22, 2025

to the Board on December 8, 2025, and properly noticed by publication in the Helena Independent Record ("Phoenix's APDs").

- a. Crixus 27-34-3-10 1H
- b. Crixus 27-34-3-10 2H
- c. Crixus 27-34-3-10 3H
- d. Crixus 27-34-3-10 4H

The Crixus 27-34-3-10 1H APD was published in the Helena Independent Record on December 11, 2025. The other three Phoenix APDs were published on December 13, 2025. Heritage filed a Demand for Hearing with regard to Phoenix's APDs on December 19, 2025. Continental has not filed a Demand for Hearing with regard to Phoenix's APDs.

- 6. Montana is a first to file state, subject to some limited exceptions. Accordingly, the Board generally approves fully completed applications in the order they are filed. Phoenix's four APDs were published first on December 13, 2025. The Continental APD was not published until December 16, 2025. Phoenix's four APD's comply with all of the regulatory requirements, and should be upheld by the Board, and administratively approved without a hearing, provided that there is no demand for an opportunity to be heard filed prior to December 23, 2025.
- 7. Several additional factors confirm Phoenix's APDs are controlling.
 - a. Phoenix's plan provides for economic development of the area that will promote maximum recovery, prevent waste, and protect correlative rights. Additionally, Phoenix's proposed plan results in the most orderly development of the entire township, without stranding any acreage.
 - b. If the Board grants Phoenix's proposed TSU at the February 2026 Board hearing, Phoenix is prepared to drill four wells within the next year. Phoenix currently has 3 rigs and intends to dedicate one of its rigs to drilling and operating in Montana in 2026. Continental does not have a rig in Montana currently.
 - c. Continental has one HBP well, the Herness 1-15H, located within an existing TSU created under Board Order 76-2012, covering Sections 15 and 22, T26N-R56E, Richland County, Montana. Continental's proposed overlapping TSU seeks to amend Board Order 76-2012 to include Sections 15, 22, 27, and 34, T26N-R56E, Richland County, Montana. Under Continental's proposed overlapping TSU and APD, Continental would be mixing virgin rock with producing rock by operating a new well with the existing HBP well. Additionally, if the Board were to approve Continental's plan, because

December 22, 2025

Continental has a HBP well, and because the Board is reluctant to allow multiple operators within an established unit, Phoenix would be precluded from ever developing its own minerals.

- d. Phoenix owns approximately 27.96875% of the minerals and leasehold interest in Section 27, and 63.90625% of the minerals and leasehold interests in Section 34. Under Phoenix's proposed TSU, it will drill four wells on virgin rock, and produce its oil under an efficient 4 mile lateral. Continental could continue to develop Sections 15 and 22 by drilling additional wells in its existing 2 mile spacing unit.
- e. Continental sent Phoenix an AFE dated October 29, 2025, relating to the Conaway 2-19H well. The Conaway 2-19 H well is a 4-mile well located in Sections 6, 7, 18 and 19, Township 25 North, Range 57 East, Richland County Montana. Continental's estimated costs detailed within the AFE exceeded \$17.1 million dollars for said well. Phoenix conservatively estimates the costs relating to the four-mile wells proposed by the Phoenix APDs to be approximately \$12.2 million dollars. Approving Continental's APDs would result in economic waste and would be detrimental to Phoenix with regard to developing the TSU it owns a majority of. Approving Phoenix's APDs will result in a more efficient, cost effective, orderly way to develop the TSU.
- f. Phoenix has engaged in a pattern of fully developing its approved units, which allows for efficient and economic development of the pool, prevents waste, and protects the correlative rights of all interested parties, including but not limited to the mineral owners, working interest owners, tax payers, and the State of Montana in general. Denying the Continental APD will confirm that Phoenix has the ability to develop its TSU in an orderly manner that will promote maximum recovery, protect correlative rights and prevent waste.
- g. Additionally, denying the Continental APD would be in accordance with Board policy and align with its prior decisions.

Accordingly, Phoenix respectfully requests the following relief, to wit:

- 1. That upon approval of Phoenix's proposed TSU at the February 2026 hearing, the Board should approve the four Phoenix APDs published on December 13, 2025; and
- 2. That, if the above occurs, the Board deny the Continental APD as moot, for the following reasons:
 - a. Phoenix filed and published its APDs first.

KEARNEY MCWILLIAMS & DAVIS

December 22, 2025

- b. Upon approval of Phoenix proposed TSU, Phoenix would have an approved TSU with one year to commence operations, with said one-year still in its primary term.
3. If, the Board does not approve Phoenix's proposed TSU at the February 2026 hearing, Phoenix requests that the Continental APD be heard at the February 2026 Board hearing as is required by Administrative Rule of Montana § 36.22.601.
4. For any other relief the Board may deem appropriate.

Sincerely,

KEARNEY, MCWILLIAMS & DAVIS, PLLC

By:



Wendy A. Johnson

wjohnson@kmd.law

Amanda J. Jackson

ajackson@kmd.law

Attorneys for Phoenix Operating LLC

KEARNEY McWILLIAMS & DAVIS

December 22, 2025

CERTIFICATE OF SERVICE

I, WENDY A. JOHNSON, hereby certify that on December 22, 2025, I served a true and correct copy of the foregoing Demand for Opportunity to be Heard to the following parties:

By FAX:

Ben Jones
Administrator/Petroleum Engineer
State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No.: (406) 652-5305

With a copy sent to Ben Jones via electronic mail:


E-Mail: bjones@mt.gov

By CERTIFIED MAIL:

Continental Resources, Inc.
P.O. Box 269000
Oklahoma City, Oklahoma 73126

With a copy sent to Continental's legal counsel, Scotti Gray, via electronic mail:

E-Mail: sgray@gilllaw.com

By 
Wendy A. Johnson

December 22, 2025

EXHIBIT A

Notice of Application

Published in Helena Independent Record on December 16, 2025

Location

Lewis and Clark County, Montana

Notice Text

Herness 2-34H

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

In the Matter of the Application of CONTINENTAL RESOURCES, INC. for
a Permit to Drill a horizontal oil and gas well.

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL AN OIL AND
GAS WELL

1. Name and Address of Applicant: Continental Resources, Inc.
P.O. Box 269000

Oklahoma City, Oklahoma 73126
(405) 234-9000 phone

2. Well Name and Legal Description: Herness 2-34H

Surface Hole Location: 500' FSL & 1300' FWL, SWSW Sec 35-26N-56E

Horizontal Intercept: 600' FSL 673' FEL, SESE Sec 34-26N-56E

Horizontal Terminus: 200' FNL 660' FEL, NENE Sec 15-26N-56E County:
Richland

3. Proposed Total Depth: (1) 30952' MD; 10095' TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.
Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH NO LATER THAN TEN (10) DAYS AFTER THE DATE OF
PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A
DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND
TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP
INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND
THE REASONS WHY THE HEARING IS SOUGHT; (2) BE SERVED UPON
THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE
ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. John's Avenue

Billings, Montana 59102

FAX Number: (406) 652-5305

December 16, 2025 COL-MT-201872 **MNAXLP**

KEARNEY MCWILLIAMS & DAVIS

ATTORNEYS AT LAW

Denver: 1625 Broadway, Suite 2950, Denver, CO 80202
Dallas • Fort Worth: 1235 South Main #280, Grapevine, TX 76051
Houston: 55 Waugh, Suite 150, Houston, TX 77007
San Antonio: 40 N.E. Loop 410, Suite 431, San Antonio, TX 78216
Sheridan: 110 S. Gould St., 2nd Floor, Sheridan, WY 82801

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ND NE NM NY OK TX UT WY & USPTO
Phone: (888) 855-1276
Fax: (713) 936-9621
admin@kmd.law

December 22, 2025

Attention : Ben Jones, Administrator/Petroleum Engineer

State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Mt 59102

Fax # : 406-652-5305

Re: Phoenix Operating LLC - Demand for Opportunity to be Heard concerning
Continental Resources, Inc.'s Application for Permit to Drill (J-DUB 1-33H),
Published December 16, 2025.

Dear Mr. Jones,

Pursuant to Administrative Rule of Montana § 36.22.601, Phoenix Operating LLC ("Phoenix"), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby demands an opportunity to be heard regarding the Application for Permit to Drill ("APD") an Oil and Gas Well, published by Continental Resources, Inc. ("Continental") in the Helena Independent Record, on December 16, 2025 (hereinafter referred to as the "Continental APD"). The Continental APD is for an Oil and Gas Well identified as the "J-DUB 1-33H" well to be drilled with a surface hole located within and upon the SW/4SW/4 of Section 33, with a horizontal intercept located within and upon the SW/4SW/4 of Section 33, and a horizontal terminus located within and upon the NW/4NW/4 of Section 16, with all Sections being located in Township 26 North, Range 56 East, Richland County, Montana. The proposed well is more specifically described within the published notice which is attached to this correspondence as "Exhibit A" and by reference, is incorporated herein.

Phoenix requests a hearing regarding the issuance of the Continental APD for the following reasons that include, but are not limited to:

December 22, 2025

1. Kraken Oil & Gas LLC ("Kraken") established a Temporary Spacing Unit comprised of all of Sections 16, 21, 28, and 33, Township 26 North, Range 56 East, at the October 2025 Montana Board of Oil and Gas Conservation hearing. (See Board Order 222-2025). At the same hearing, the Board approved and authorized the drilling of up to three additional horizontal Bakken/Three Forks Formation wells anywhere within the TSU comprised of all of Sections 16, 21, 28, and 33, Township 26 North, Range 56 East. (See Board Order 223-2025). There was no protest or opposition to Kraken's development plan.
2. Kraken has not filed an APD relating to the TSU it established pursuant to Board Order 222-2025.
3. Phoenix was advised by the Board at the October 2025 Hearing that there was no rule preventing Phoenix from submitting permits for wells that may be located in another operators approved spacing unit.
4. Continental's APD proposes a single well, which would severely impact the development plans of Phoenix. Phoenix has definite capital-backed plans to drill four horizontal wells within the TSU established by Board Order 222-2025, and has published four Applications for Permit to Drill a Well, all of which were submitted to the Board on December 10, 2025 and properly noticed by publication on December 13, 2025, in the Helena Independent Record ("Phoenix's APDs").
 - a. Dirty Harry Fed 33-28-21-16 1HF
 - b. Dirty Harry Fed 33-28-21-16 2HF
 - c. Dirty Harry Fed 33-28-21-16 3HF
 - d. Dirty Harry Fed 33-28-21-16 4HF

Kraken filed a Demand for Hearing with regard to Phoenix's APDs on December 19, 2025. Continental has not filed a Demand for Hearing with regard to Phoenix's APDs. The proposed Phoenix APD's are tied to a Board approved temporary spacing unit.

5. Montana is a first to file state, subject to some limited exceptions. Accordingly, the Board generally approves fully completed applications in the order they are filed. Phoenix's four APD's were published first on December 13, 2025. The Continental APD was not published until December 16, 2025. Phoenix's four APD's comply with all regulatory requirements, and should be upheld by the Board, and administratively approved without a hearing, provided that there is no demand for an opportunity to be heard filed prior to December 23, 2025.
6. Several additional factors confirm Phoenix's APDs are controlling.

December 22, 2025

- a. Phoenix has more experience drilling and operating four-mile horizontal wells than Continental.
- b. Phoenix is engaged in planning and investments for the development of the TSU.
- c. Phoenix owns approximately 63% of the minerals and leasehold interests in Sections 28 and 33, Township 26 North, Range 56 East, and approximately 32% of the minerals and leasehold interests in the entire TSU.
- d. Continental sent Phoenix an AFE dated October 29, 2025, relating to the Conaway 2-19H well. The Conaway 2-19 H well is a 4-mile well located in Sections 6, 7, 18 and 19, Township 25 North, Range 57 East, Richland County Montana. Continental's estimated costs detailed within the AFE exceeded \$17.1 million dollars for said well. Phoenix conservatively estimates the costs relating to the four-mile wells proposed by the Phoenix APDs to be approximately \$12.2 million dollars. Approving Continental's APDs would result in economic waste and would be detrimental to Phoenix with regard to developing the TSU it owns a majority of. Approving Phoenix's APDs will result in a more efficient, cost effective, orderly way to develop the TSU.
- e. Phoenix will be ready to drill within the next year. Phoenix has 3 rigs and intends to dedicate one of its rigs to drilling and operating in Montana in 2026. Continental does not have a rig in Montana currently.
- f. Phoenix has engaged in a pattern of fully developing its approved units, which allows for efficient and economic development of the pool, prevents waste, and protects the correlative rights of all interested parties, including but not limited to mineral owners, working interest owners, taxpayers, and the State of Montana in general. Denying the Continental APD will confirm that Phoenix has the ability to develop the established TSU in an orderly manner that will promote maximum recovery, protect correlative rights and prevent waste.
- g. Additionally, denying the Continental APD would be in accordance with Board policy and align with its prior decisions.

Accordingly, Phoenix respectfully requests the following relief, to wit:

1. That the Board approve the four Phoenix APDs published on December 13, 2025; and
2. That the Board deny the Continental APD as moot, for the following reasons:
 - a. Phoenix filed and published its APDs first.

KEARNEY MCWILLIAMS & DAVIS

December 22, 2025

- b. The Phoenix APD's will fully develop the established TSU.

Alternatively, Phoenix respectfully requests the following:

3. The Continental APD be referred to the Board for notice and public hearing at the February 2026 Board meeting as required per Administrative Rule of Montana § 36.22.601(4)(a);
4. That following said hearing, the Board enter an Order approving Phoenix's APDs and denying the Continental APD; and
5. For any other relief the Board may deem appropriate.

Sincerely,

KEARNEY, MCWILLIAMS & DAVIS, PLLC



By:

Wendy A. Johnson

wjohnson@kmd.law

Amanda J. Jackson

ajackson@kmd.law

Attorneys for Phoenix Operating LLC

KEARNEY McWILLIAMS & DAVIS

December 22, 2025

CERTIFICATE OF SERVICE

I, WENDY A. JOHNSON, hereby certify that on December 22, 2025, I served a true and correct copy of the foregoing Demand for Opportunity to be Heard to the following parties:

By FAX:

Ben Jones
Administrator/Petroleum Engineer
State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Montana 59102
Fax No.: (406) 652-5305

With a copy sent to Ben Jones via electronic mail:


E-Mail: bjones@mt.gov

By CERTIFIED MAIL:

Continental Resources, Inc.
P.O. Box 269000
Oklahoma City, Oklahoma 73126

With a copy sent to Continental's legal counsel, Scotti Gray, via electronic mail:

E-Mail: sgray@gilllaw.com

By: 
Wendy A. Johnson

December 22, 2025

EXHIBIT A

Notice of Application

Published in Helena Independent Record on December 16, 2025

Location

Lewis and Clark County, Montana

Notice Text

J-Dub 1-33H

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

In the Matter of the Application of CONTINENTAL RESOURCES, INC. for
a Permit to Drill a horizontal oil and gas well.

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL AN OIL AND
GAS WELL

1. Name and Address of Applicant: Continental Resources, Inc.

P.O. Box 269000

Oklahoma City, Oklahoma 73126

(405) 234-9000 phone

2. Well Name and Legal Description: J-DUB 1-33H

Surface Hole Location: 374' FSL & 670' FWL, SWSW Sec 33-26N-56E

Horizontal Intercept: 674' FSL 670' FWL, SWSW Sec 33-26N-56E

Horizontal Terminus: 200' FNL 660' FWL, NWNW Sec 16-26N-56E

County: Richland

3. Proposed Total Depth: (1) 30642' MD; 10137' TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.

Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH NO LATER THAN TEN (10) DAYS AFTER THE DATE OF
PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A
DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND
TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP
INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND
THE REASONS WHY THE HEARING IS SOUGHT; (2) BE SERVED UPON
THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE
ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. John's Avenue

Billings, Montana 59102

FAX Number: (406) 652-5305

December 16, 2025 COL-MT-201871 MNAXLP

KEARNEY MCWILLIAMS & DAVIS

ATTORNEYS AT LAW

Denver: 1625 Broadway, Suite 2950, Denver, CO 80202
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San Antonio: 40 N.E. Loop 410, Suite 431, San Antonio, TX 78216
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Phone: (888) 855-1276
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admin@kmd.law

December 22, 2025

Attention : Ben Jones, Administrator/Petroleum Engineer

State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Mt 59102

Fax # : 406-652-5305

Re: Phoenix Operating LLC - Demand for Opportunity to be Heard concerning
Continental Resources, Inc.'s Application for Permit to Drill (SGA 1-32H),
Published December 16, 2025.

Dear Mr. Jones,

Pursuant to Administrative Rule of Montana § 36.22.601, Phoenix Operating LLC ("Phoenix"), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby demands an opportunity to be heard regarding the Application for Permit to Drill ("APD") an Oil and Gas Well, published by Continental Resources, Inc. ("Continental") in the Helena Independent Record, on December 16, 2025 (hereinafter referred to as the "Continental APD"). The Continental APD is for an Oil and Gas Well identified as the "SGA 1-32H" well to be drilled with a surface hole located within and upon the SW/4SW/4 of Section 33, with a horizontal intercept located within and upon the SE/4SE/4 of Section 32, and a horizontal terminus located within the NE/4NE/4 of Section 17, with all Sections being located in Township 26 North, Range 56 East, Richland County, Montana. The proposed well is more specifically described within the published notice which is attached to this correspondence as "Exhibit A" and by reference, is incorporated herein.

Phoenix requests a hearing regarding the issuance of the Continental APD for the following reasons that include, but are not limited to:

December 22, 2025

1. Phoenix filed an Application to create a temporary spacing unit comprised of all of Sections 17, 20, 29, and 32, Township 26 North, Range 56 East which was presented at the December 11, 2025, Montana Board of Oil and Gas Conservation hearing as Docket No. 433-2025. Continental submitted an Application that was included on the docket for the December 2025 hearing, as Docket No. 451-2025, which would have created a temporary spacing unit identical to the unit proposed by Phoenix. Heritage Energy Operating, LLC also submitted an Application that was included on the docket for the December 2025 Hearing, as Docket No. 382-2025, which would have created a temporary spacing unit comprised of all of Sections 5 and 8, Township 25 North, Range 56 East, and all of Sections 29 and 32, Township 26 North, Range 56 East. Prior to hearing Docket No. 382-2025, Heritage withdrew their Application. The Board heard testimony regarding Docket No. 433-2025, and following said testimony, Continental withdrew their Application. Accordingly, the Board established a temporary spacing unit comprised of all of Sections 17, 20, 29, and 32, Township 26 North, Range 56 East, but a written order has not yet been published. At the same hearing, the Board approved and authorized the drilling of up to three additional horizontal Bakken/Three Forks Formation wells anywhere within the TSU comprised of all of Sections 17, 20, 29, and 32 Township 26 North, Range 56 East (See Docket No. 434-2025), but a written order has not yet been published. All protests or opposition to Phoenix's development plan, and the TSU were withdrawn. Accordingly, the TSU will remain in place so long as operations for drilling are commenced within one year.
2. Continental's APD proposes a single well, which would severely impact the development plans of Phoenix. Phoenix has definite capital-backed plans to drill four horizontal wells and has filed four complete Applications for Permit to Drill a Well, all of which were submitted to the Board on December 10, 2025, and properly noticed by publication on December 13, 2025, in the Helena Independent Record ("Phoenix's APDs").
 - a. Eastwood 32-29-20-17 1H
 - b. Eastwood 32-29-20-17 2H
 - c. Eastwood 32-29-20-17 3H
 - d. Eastwood 32-29-20-17 4H

To date, there has not been a Demand for Hearing with regard to Phoenix's APDs. Following the Board's ruling on December 11, 2025, the proposed Phoenix APDs are now tied to Phoenix's Board approved temporary spacing unit.

3. Montana is a first to file state, subject to some limited exceptions. Accordingly, the Board generally approves fully completed applications in the order they are filed. Phoenix's four APDs were published first on December 13, 2025. The Continental APD was not published until December 16, 2025. Phoenix's four APD's comply with all regulatory requirements, and should be upheld by the Board, and administratively

December 22, 2025

approved without a hearing, provided that there is no demand for an opportunity to be heard filed prior to December 23, 2025.

4. Several additional factors confirm Phoenix's APDs are controlling.
 - a. Phoenix has more experience drilling and operating four-mile horizontal wells than Continental.
 - b. Phoenix is engaged in planning and investments for the development of the TSU.
 - c. Phoenix owns approximately 53% of the minerals and leasehold interest in the TSU, and in order to protect its correlative rights, should be allowed to drill its own minerals.
 - d. Continental sent Phoenix an AFE dated October 29, 2025, relating to the Conaway 2-19H well. The Conaway 2-19 H well is a 4-mile well located in Sections 6, 7, 18 and 19, Township 25 North, Range 57 East, Richland County Montana. Continental's estimated costs detailed within the AFE exceeded \$17.1 million dollars for said well. Phoenix conservatively estimates the costs relating to the four-mile wells proposed by the Phoenix APDs to be approximately \$12.2 million dollars. Approving Continental's APDs would result in economic waste and would be detrimental to Phoenix with regard to developing the TSU it owns a majority of. Approving Phoenix's APDs will result in a more efficient, cost effective, orderly way to develop the TSU.
 - e. Phoenix will be ready to drill within the next year. Phoenix has 3 rigs and intends to dedicate one of its rigs to drilling and operating in Montana in 2026. Continental does not have a rig in Montana currently.
 - f. Phoenix has engaged in a pattern of fully developing its approved units, which allows for efficient and economic development of the pool, prevents waste, and protects the correlative rights of all interested parties, including but not limited to the mineral owners, working interest owners, tax payers, and the State of Montana in general. Denying the Continental APD will confirm that Phoenix has the ability to develop its TSU in an orderly manner that will promote maximum recovery, protect correlative rights and prevent waste.
 - g. Additionally, denying the Continental APD would be in accordance with Board policy and align with its prior decisions.

Accordingly, Phoenix respectfully requests the following relief, to wit:

KEARNEY MCWILLIAMS & DAVIS

December 22, 2025

1. That the Board approve the four Phoenix APDs published on December 13, 2025; and
2. That the Board deny the Continental APD as moot, for the following reasons:
 - a. Phoenix filed and published its APDs first.
 - b. Phoenix has an approved TSU and was granted one year to commence operations, with said one-year still in its primary term.

Alternatively, if an interested person does in fact file a demand for opportunity to be heard with regard to Phoenix's four pending APDs, Phoenix respectfully requests the following:

3. The Continental APD be referred to the Board for notice and public hearing at the February 2026 Board meeting as required per Administrative Rule of Montana § 36.22.601(4)(a);
4. That following said hearing, the Board enter an Order approving Phoenix's APDs and denying the Continental APD; and
5. For any other relief the Board may deem appropriate.

Sincerely,

KEARNEY, MCWILLIAMS & DAVIS, PLLC

By:



Wendy A. Johnson
wjohnson@kmd.law

Amanda J. Jackson
ajackson@kmd.law

Attorneys for Phoenix Operating LLC

KEARNEY MCWILLIAMS & DAVIS

December 22, 2025

CERTIFICATE OF SERVICE

I, WENDY A. JOHNSON, hereby certify that on December 22, 2025, I served a true and correct copy of the foregoing Demand for Opportunity to be Heard to the following parties:

By FAX:

Ben Jones
Administrator/Petroleum Engineer
State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Montana 59102
Fax No.: (406) 652-5305

With a copy sent to Ben Jones via electronic mail:

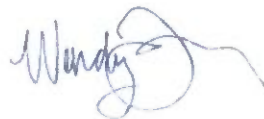
E-Mail: bjones@mt.gov

By CERTIFIED MAIL:

Continental Resources, Inc.
P.O. Box 269000
Oklahoma City, Oklahoma 73126

With a copy sent to Continental's legal counsel, Scotti Gray, via electronic mail:

E-Mail: sgray@gilllaw.com



By: _____

Wendy A. Johnson

December 22, 2025

EXHIBIT A

Notice of Application

Published in Helena Independent Record on December 16, 2025

Location

Lewis and Clark County, Montana

Notice Text

SGA 1-32H

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

In the Matter of the Application of CONTINENTAL RESOURCES, INC. for
a Permit to Drill a horizontal oil and gas well.

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL AN OIL AND
GAS WELL

1. Name and Address of Applicant: Continental Resources, Inc.
P.O. Box 269000

Oklahoma City, Oklahoma 73126

(405) 234-9000 phone

2. Well Name and Legal Description: SGA 1-32H

Surface Hole Location: 406' FSL & 670' FWL SWSW Sec 33-26N-56E

Horizontal Intercept: 608' FSL 653' FEL, SESE Sec 32-26N-56E

Horizontal Terminus: 200' FNL 600' FEL, NENE Sec 17-26N-56E County:
Richland

3. Proposed Total Depth: (1) 30806 MD; 10122' TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.

Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH NO LATER THAN TEN (10) DAYS AFTER THE DATE OF
PUBLICATION OF THIS NOTICE. OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A
DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND
TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP
INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND
THE REASONS WHY THE HEARING IS SOUGHT; (2) BE SERVED UPON
THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE
ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. John's Avenue

Billings, Montana 59102

FAX Number: (406) 652-5305

December 16, 2025 COL-MT-201873 MNAXLP

KEARNEY MCWILLIAMS & DAVIS

ATTORNEYS AT LAW

Denver: 1625 Broadway, Suite 2950, Denver, CO 80202
Dallas • Fort Worth: 1235 South Main #280, Grapevine, TX 76051
Houston: 55 Waugh, Suite 150, Houston, TX 77007
San Antonio: 40 N.E. Loop 410, Suite 431, San Antonio, TX 78216
Sheridan: 110 S. Gould St., 2nd Floor, Sheridan, WY 82801

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ND NE NM NY OK TX UT WY & USPTO
Phone: (888) 855-1276
Fax: (713) 936-9621
admin@kmd.law

December 22, 2025

Attention : Ben Jones, Administrator/Petroleum Engineer

State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Mt 59102

Fax # : 406-652-5305

Re: Phoenix Operating LLC - Demand for Opportunity to be Heard concerning
Continental Resources, Inc.'s Application for Permit to Drill (Buckley 2-4H),
Published December 16, 2025.

Dear Mr. Jones,

Pursuant to Administrative Rule of Montana § 36.22.601, Phoenix Operating LLC ("Phoenix"), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby demands an opportunity to be heard regarding the Application for Permit to Drill ("APD") an Oil and Gas Well, published by Continental Resources, Inc. ("Continental") in the Helena Independent Record, on December 16, 2025 (hereinafter referred to as the "Continental APD"). The Continental APD is for an Oil and Gas Well identified as the "Buckley 2-4H" well to be drilled with a surface hole located within and upon the SW/4SW/4 of Section 33, with a horizontal intercept located within and upon Lot 4 of Section 4, and a horizontal terminus located within and upon the SW/4SW/4 of Section 21, with Section 33 being located in Township 26 North, Range 56 East, and Sections 4 and 21 being located in Township 25 North, Range 56 East, Richland County, Montana. The proposed well is more specifically described within the published notice which is attached to this correspondence as "Exhibit A" and by reference, is incorporated herein.

Phoenix requests a hearing regarding the issuance of the Continental APD for the following reasons that include, but are not limited to:

December 22, 2025

1. Sections 4 and 9, Township 25 North, Range 56 East, was designated a permanent spacing unit by Board Order 98-2013, and the Bakken/Three Forks interest within the spacing unit were pooled pursuant to Board Order 99-2013.
2. Continental Resources, Inc. established an Overlapping Temporary Spacing Unit comprised of all of Sections 4, 9, 16, and 21, Township 25 North, Range 56 East, Richland County, Montana, at the October 2025 Montana Board of Oil and Gas Conservation hearing. (See Board Order 232-2025). At the same hearing, the Board approved and authorized the drilling of up to two additional horizontal Bakken/Three Forks Formation wells located within the OTSU comprised of all of Sections 4, 9, 16, and 21, Township 25 North, Range 56 East, Richland County, Montana. (See Board Order 233-2025). There was no protest or opposition to Continental's development plan and docketed Applications.
3. Phoenix was advised by the Board at the October 2025 Hearing that there was no rule preventing Phoenix from submitting permits for wells that may be located in another operators approved temporary spacing unit. At the December 2025 Hearing, the Board advised that they would be reluctant to approve another operators permits if the permits cover lands where there is a permanent spacing unit. There is no rule or statute that definitively confirms the guidance that was provided by the Board. Rather, the Board has previously ruled that agreement was needed with the majority interest owners within a permanent spacing unit (PSU), to include the PSU in new spacing, citing factors including negatively impacting the interests of the majority interests and including owner's expectations for future development of their correlative rights. (See Board Order No. 47-2011). These same considerations should apply equally to a party spacing into an owner's majority ownership of acreage when proposing a new TSU.
4. Continental's APD proposes a single well, which would severely impact the development plans of Phoenix. Phoenix has definite capital-backed plans to drill four horizontal wells and has filed four fully complete Applications for Permit to Drill a Well, all of which were submitted to the Board on December 10, 2025, and properly noticed by publication on December 13, 2025, in the Helena Independent Record ("Phoenix's APDs").
 - a. Diesel 4-9-16-21 1H
 - b. Diesel 4-9-16-21 2H
 - c. Diesel 4-9-16-21 3H
 - d. Diesel 4-9-16-21 4H

To date, there has not been a Demand for Hearing with regard to Phoenix's APDs. The proposed Phoenix APDs are now tied to the Board approved temporary spacing unit.

December 22, 2025

5. Montana is a first to file state, subject to some limited exceptions. Accordingly, the Board generally approves fully completed applications in the order they are filed. Phoenix's four APDs were published first on December 13, 2025. The Continental APD was not published until December 16, 2025. Phoenix's four APD's comply with all regulatory requirements, and should be upheld by the Board, and administratively approved without a hearing, provided that there is no demand for an opportunity to be heard filed prior to December 23, 2025.
6. Several additional factors confirm Phoenix's APDs are controlling.
 - a. Phoenix has more experience drilling and operating four-mile horizontal wells in Montana than Continental.
 - b. Phoenix is engaged in planning and investments for the development of the TSU.
 - c. While Phoenix owns approximately 36% of minerals and leasehold interest in the established OTSU, it should be noted that Phoenix owns approximately 73% of the minerals and leasehold interest in Sections 16 and 21, Township 25 North, Range 56 East. Phoenix does not own any interest in Sections 4 and 9, as those sections are held by production. Additionally, Phoenix owns approximately 77% of the minerals and leasehold interest in Sections 28 and 33, Township 25 North, Range 56 East. If the Continental APD is approved, Phoenix will be precluded from developing its own interests where it holds a majority, both within a portion of the OTSU. Accordingly, Phoenix intends to submit its own Application, asking the Board to vacate Board Orders 232-2025 and 233-2025, and to establish a temporary spacing unit comprised of Sections 16, 21, 28, and 33, Township 25 North, Range 56 East. Doing so would allow Phoenix to drill its own overwhelming majority interests, and Continental would still be allowed to develop Sections 4 and 9, Township 25 North, Range 56 East, in accordance with the Board Orders that created a permanent spacing unit in that location.
 - d. Continental sent Phoenix an AFE dated October 29, 2025, relating to the Conaway 2-19H well. The Conaway 2-19 H well is a 4-mile well located in Sections 6, 7, 18 and 19, Township 25 North, Range 57 East, Richland County Montana. Continental's estimated costs detailed within the AFE exceeded \$17.1 million dollars for said well. Phoenix conservatively estimates the costs relating to the four-mile wells proposed by the Phoenix APDs to be approximately \$12.2 million dollars. Approving Continental's APDs would result in economic waste and would be detrimental to Phoenix with regard to developing the TSU it owns a majority of. Approving Phoenix's APDs will result in a more efficient, cost effective, orderly way to develop the TSU.

December 22, 2025

- e. Phoenix will be ready to drill within the next year. Phoenix has 3 rigs and intends to dedicate one of its rigs to drilling and operating in Montana in 2026. Continental does not have a rig in Montana currently.
- f. Phoenix has engaged in a pattern of fully developing its approved units, which allows for efficient and economic development of the pool, prevents waste, and protects the correlative rights of all interested parties, including but not limited to the mineral owners, working interest owners, tax payers, and the State of Montana in general. Denying the Continental APD will confirm that Phoenix has the ability to develop its anticipated TSU in an orderly manner that will promote maximum recovery, protect correlative rights and prevent waste.
- g. Additionally, denying the Continental APD would be in accordance with Board policy and align with its prior decisions.

Accordingly, Phoenix respectfully requests the following relief, to wit:

1. That the Board approve Phoenix's anticipated TSU that would establish a unit comprised of all of Sections 16, 21, 28, and 33, Township 25 North, Range 56 East, and vacate Board Orders 232-2025 and 233-2025;
2. That following approval of Phoenix's anticipated TSU; that the Board deny the Continental APD as moot, because it is no longer tied to an established TSU.
3. Phoenix intends to submit APD applications that would cover its anticipated TSU; the Board should approve those APDs, following approval of the anticipated TSU.

Alternatively, if the Board does not approve Phoenix's anticipated Application which would establish a TSU comprised of all of Sections 16, 21, 28, and 33, Township 25 North, Range 56 East, and instead upholds the OTSU that was established by Board Orders 232-2025 and 233-2025, Phoenix respectfully requests the following:

4. The Board approve Phoenix's submitted Diesel APD's as they were filed and published first, and Phoenix's Diesel APD's will fully develop the established OTSU.
5. That the Board deny the Continental APD as moot for the following reasons:
 - a. The Continental APD was published after the Phoenix APD's.
 - b. Continental has not yet demanded an opportunity to be heard with regard to Phoenix's pending APD's.

KEARNEY MCWILLIAMS & DAVIS

December 22, 2025

6. For any other relief the Board may deem appropriate.

Sincerely,

KEARNEY, MCWILLIAMS & DAVIS, PLLC



By:

Wendy A. Johnson
wjohnson@kmd.law

Amanda J. Jackson
ajackson@kmd.law

Attorneys for Phoenix Operating LLC

December 22, 2025

CERTIFICATE OF SERVICE

I, WENDY A. JOHNSON, hereby certify that on December 17, 2025, I served a true and correct copy of the foregoing Demand for Opportunity to be Heard to the following parties:

By FAX:

Ben Jones
Administrator/Petroleum Engineer
State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No.: (406) 652-5305

With a copy sent to Ben Jones via electronic mail:


E-Mail: bjones@mt.gov

By CERTIFIED MAIL:

Continental Resources, Inc.
P.O. Box 269000
Oklahoma City, Oklahoma 73126

With a copy sent to Continental's legal counsel, Scotti Gray, via electronic mail:

E-Mail: sgray@gilllaw.com

By: 
Wendy A. Johnson

December 22, 2025

EXHIBIT A

Notice of Application

Published in Helena Independent Record on December 16, 2025

Location

Lewis and Clark County, Montana

Notice Text

Buckley 2-4H

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

In the Matter of the Application of CONTINENTAL RESOURCES, INC. for
a Permit to Drill a horizontal oil and gas well.

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL AN OIL AND
GAS WELL

1. Name and Address of Applicant: Continental Resources, Inc.
P.O. Box 269000

Oklahoma City, Oklahoma 73126

(405) 234-9000 phone

2. Well Name and Legal Description: Buckley 2-4H

Surface Hole Location: 310' FSL & 670' FWL, SWSW Sec 33-26N-56E

Horizontal Intercept: 290' FNL 643' FWL, LOT 4 Sec 4-25N-56E

Horizontal Terminus: 200' FSL 660' FWL, SWSW Sec 21-25N-56E

County: Richland

3. Proposed Total Depth: (1) 30989' MD; 10132' TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.

Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH NO LATER THAN TEN (10) DAYS AFTER THE DATE OF
PUBLICATION OF THIS NOTICE. OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A
DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND
TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP
INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND
THE REASONS WHY THE HEARING IS SOUGHT; (2) BE SERVED UPON
THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE
ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. John's Avenue

Billings, Montana 59102

FAX Number: (406) 652-5305

December 16, 2025 COL-MT-201870 MNAXLP

KEARNEY MCWILLIAMS & DAVIS

ATTORNEYS AT LAW

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Houston: 55 Waugh, Suite 150, Houston, TX 77007
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admin@kmd.law

December 22, 2025

Attention : Ben Jones, Administrator/Petroleum Engineer

State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Mt 59102

Fax # : 406-652-5305

Re: Phoenix Operating LLC - Demand for Opportunity to be Heard concerning
Continental Resources, Inc.'s Application for Permit to Drill (Dort 1-5H),
Published December 16, 2025.

Dear Mr. Jones,

Pursuant to Administrative Rule of Montana § 36.22.601, Phoenix Operating LLC ("Phoenix"), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby demands an opportunity to be heard regarding the Application for Permit to Drill ("APD") an Oil and Gas Well, published by Continental Resources, Inc. ("Continental") in the Helena Independent Record, on December 16, 2025 (hereinafter referred to as the "Continental APD"). The Continental APD is for an Oil and Gas Well identified as the "Dort 1-5H" well to be drilled with a surface hole located within and upon the SW/4SW/4 of Section 33, with a horizontal intercept located within and upon Lot 1 of Section 5, and a horizontal terminus located within and upon the SE/4SE/4 of Section 20, with Section 33 being located in Township 26 N, Range 56 East, and Sections 5 and 20 being located in Township 25 North, Range 56 East, Richland County, Montana. The proposed well is more specifically described within the published notice which is attached to this correspondence as "Exhibit A" and by reference, is incorporated herein.

Phoenix requests a hearing regarding the issuance of the Continental APD for the following reasons that include, but are not limited to:

December 22, 2025

1. Continental submitted an Application to establish a temporary spacing unit consisting of all of Sections 5, 8, 17, and 20, Township 25 North, Range 56 East, which was protested by Phoenix at the December 2025 Montana Board of Oil and Gas Conservation hearing. (See Docket No. 462-2025). At the same hearing, Continental submitted an Application seeking authorization to drill up to an additional three horizontal Bakken/Three Forks Formation wells in the proposed spacing unit described in Docket No. 462-2025, which Phoenix also protested. (See Docket No. 463-2025). The Board did not approve Continental's Applications at the December Board hearing, but continued these Dockets to February 2026 in order to allow Phoenix to submit an alternative Application for the Board's consideration. There is no written order reflecting the continuance of these matters as of the date of this Demand.
2. Phoenix anticipates submitting an Application that would establish a temporary spacing unit comprised of Sections 5, 8, 17, 20, and 29, Township 25 North, Range 56 East, Richland County, Montana. Additionally, Phoenix anticipates seeking authorization to drill up to an additional three horizontal Bakken/Three Forks Formation Wells within the proposed spacing unit comprised of Sections 5, 8, 17, 20, and 29, Township 25 North, Range 56 East, Richland County, Montana.
3. Continental's APD proposes a single well, which would severely impact the development plans of Phoenix. Phoenix has definite capital-backed plans to drill four horizontal wells and has filed four complete Applications for Permit to Drill a Well, all of which were submitted to the Board on December 10, 2025, and properly noticed by publication on December 16, 2025, in the Helena Independent Record ("Phoenix's APDs").
 - a. Ex-Presidents 20-17-8-5 1H
 - b. Ex-Presidents 20-17-8-5 2H
 - c. Ex-Presidents 20-17-8-5 3H
 - d. Ex-Presidents 20-17-8-5 4H

To date, there has not been a Demand for Hearing with regard to Phoenix's APDs. At this point in time there is not an established TSU relating to Phoenix's APDs. Phoenix submitted its APDs following publication of the December 2025 Docket, to preserve its rights to develop its own minerals.

4. Several additional factors confirm Phoenix's APDs are controlling.
 - a. Phoenix is engaged in planning and investments for the development of the TSU.
 - b. Phoenix owns approximately 71% of the minerals and leasehold interests in Continental's proposed TSU. Continental owns 0.16% of the minerals and

December 22, 2025

leasehold interests in its proposed TSU. Additionally, if Phoenix's proposed 5-section TSU is approved at the February 2026 Board hearing, Phoenix will own approximately 65% of the minerals and leasehold interests in its proposed TSU unit, and said spacing will prevent Sections 29 and 32, Township 25 North, Range 56 East, Richland County, Montana, from being stranded.

- c. Continental sent Phoenix an AFE dated October 29, 2025, relating to the Conaway 2-19H well. The Conaway 2-19 H well is a 4-mile well located in Sections 6, 7, 18 and 19, Township 25 North, Range 57 East, Richland County Montana. Continental's estimated costs detailed within the AFE exceeded \$17.1 million dollars for said well. Phoenix conservatively estimates the costs relating to the four-mile wells proposed by the Phoenix APDs to be approximately \$12.2 million dollars. Approving Continental's APDs would result in economic waste and would be detrimental to Phoenix with regard to developing the TSU it owns a majority of. Approving Phoenix's APDs will result in a more efficient, cost effective, orderly way to develop the TSU.
- d. Phoenix will be ready to drill within the next year. Phoenix has 3 rigs and intends to dedicate one of its rigs to drilling and operating in Montana in 2026. Continental does not have a rig in Montana currently.
- e. Phoenix has engaged in a pattern of fully developing its approved units, which allows for efficient and economic development of the pool, prevents waste, and protects the correlative rights of all interested parties, including but not limited to the mineral owners, working interest owners, tax payers, and the State of Montana in general. Denying the Continental APD will confirm that Phoenix has the ability to develop its own minerals in an orderly manner that will promote maximum recovery, protect correlative rights and prevent waste.
- f. Additionally, denying the Continental APD would be in accordance with Board policy and align with its prior decisions.

Accordingly, Phoenix respectfully requests the following relief, to wit:

- 1. That the Board, following approval of Phoenix's anticipated Application that would establish a temporary spacing unit comprised of Sections 5, 8, 17, 20 and 29, Township 25 North, Range 56 East, and the approval of Phoenix's anticipated Application that would authorize the drilling of three additional wells in the proposed TSU, approve the four Phoenix APDs published on December 16, 2025; and

KEARNEY MCWILLIAMS & DAVIS

December 22, 2025

2. That following approval of Phoenix's anticipated Applications described above, and approval of Phoenix's APDs, the Board deny the Continental APD as moot, for the following reasons:
 - a. Phoenix will have an approved TSU, with one year to commence operations.
 - b. Phoenix's APDs were filed first.

Alternatively, if an interested person does in fact file a demand for opportunity to be heard with regard to Phoenix's four pending APDs, Phoenix respectfully requests the following:

3. The Continental APD be referred to the Board for notice and public hearing at the February 2026 Board meeting as required per Administrative Rule of Montana § 36.22.601(4)(a);
4. That after said hearing, the Board enter an Order approving Phoenix's APDs and denying the Continental APD; and
5. For any other relief the Board may deem appropriate.

Sincerely,

KEARNEY, MCWILLIAMS & DAVIS, PLLC

By:



Wendy A. Johnson
wjohnson@kmd.law
Amanda J. Jackson
ajackson@kmd.law

Attorneys for Phoenix Operating LLC

December 22, 2025

CERTIFICATE OF SERVICE

I, WENDY A. JOHNSON, hereby certify that on December 22, 2025, I served a true and correct copy of the foregoing Demand for Opportunity to be Heard to the following parties:

By FAX:

Ben Jones
Administrator/Petroleum Engineer
State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No.: (406) 652-5305

With a copy sent to Ben Jones via electronic mail:


E-Mail: bjones@mt.gov

By CERTIFIED MAIL:

Continental Resources, Inc.
P.O. Box 269000
Oklahoma City, Oklahoma 73126

With a copy sent to Continental's legal counsel, Scotti Gray, via electronic mail:

E-Mail: sgray@gillaw.com

By: 
Wendy A. Johnson

December 22, 2025

EXHIBIT A

Notice of Application

Published in Helena Independent Record on December 16, 2025

Location

Lewis and Clark County, Montana

Notice Text

Dort 1-5H

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

In the Matter of the Application of CONTINENTAL RESOURCES, INC. for
a Permit to Drill a horizontal oil and gas well.

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL AN OIL AND
GAS WELL

1. Name and Address of Applicant: Continental Resources, Inc.

P.O. Box 269000

Oklahoma City, Oklahoma 73126

(405) 234-9000 phone

2. Well Name and Legal Description: Dort 1-5H

Surface Hole Location: 342' FSL & 670' FWL, SWSW Sec 33-26N-56E

Horizontal Intercept: 258' FNL 676' FEL, LOT 1 Sec 5-25N-56E

Horizontal Terminus: 200' FSL 660' FEL, SESE Sec 20-25N-56E

County: Richland

3. Proposed Total Depth: (1) 31133' MD; 10122' TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.

Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH NO LATER THAN TEN (10) DAYS AFTER THE DATE OF
PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A
DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND
TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP
INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND
THE REASONS WHY THE HEARING IS SOUGHT; (2) BE SERVED UPON
THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE
ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. John's Avenue

Billings, Montana 59102

FAX Number: (406) 652-5305

December 16, 2025 COL-MT-201874 MNAXLP

Breton, Jennifer

From: wjohnson@kmd.law
Sent: Monday, December 22, 2025 4:28 PM
To: Jones, Ben; Breton, Jennifer
Cc: 'Amanda Jackson'; skearney@kmd.law; 'Don Lee'; 'Justin Arn'; uprice@crowleyfleck.com
Subject: [EXTERNAL] Phoenix - Demand for Opportunity to be Heard re: Heritage Vitt 8-5CH
Attachments: Phoenix, Demand for Hearing, APD (Heritage Vitt 8-5 CH).pdf

Good afternoon Ben and Jennifer,

Please find attached Phoenix's Demand for Opportunity to be Heard regarding Heritage's APD that was published in the Helena IR on December 13, 2025. Please let me know if you have any questions or need anything additional from me.

Sincerely,

Wendy A. Johnson
Senior Attorney
Licensed in Montana and Texas



KEARNEY, MCWILLIAMS & DAVIS, PLLC

Houston: 55 Waugh #150, Houston, TX 77007

Denver: 1625 Broadway #2950, Denver, CO 80202

Dallas - Fort Worth: 1235 South Main #280, Grapevine, TX 76051

San Antonio: 40 NE Loop 410 #431, San Antonio, TX 78216

Sheridan: 110 S. Gould, 2nd Floor, Sheridan, WY 82801

Cell: (406) 369-1778

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Wendy A. Johnson
Senior Attorney
Licensed in Montana and Texas

KEARNEY, MCWILLIAMS & DAVIS, PLLC

Houston: 55 Waugh #150, Houston, TX 77007

Denver: 1625 Broadway #2950, Denver, CO 80202

Dallas - Fort Worth: 1235 South Main #280, Grapevine, TX 76051

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Cell: (406) 369-1778

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47-2026

KEARNEY MCWILLIAMS & DAVIS

ATTORNEYS AT LAW

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Dallas • Fort Worth: 1235 South Main #280, Grapevine, TX 76051

Houston: 55 Waugh, Suite 150, Houston, TX 77007

San Antonio: 40 N.E. Loop 410, Suite 431, San Antonio, TX 78216

Sheridan: 110 S. Gould St., 2nd Floor, Sheridan, WY 82801

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ND NE NM NY OK TX UT WY & USPTO

Phone: (888) 855-1276

Fax: (713) 936-9621

admin@kmd.law

December 22, 2025

Attention : Ben Jones, Administrator/Petroleum Engineer

State of Montana

Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings, Mt 59102

Fax # : 406-652-5305

Re: Phoenix Operating LLC - Demand for Opportunity to be Heard concerning
Heritage Energy Operating, LLC's Application for Permit to Drill, Published
December 13, 2025.

Dear Mr. Jones,

Pursuant to Administrative Rule of Montana § 36.22.601, Phoenix Operating LLC ("Phoenix"), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby demands an opportunity to be heard regarding the Application for Permit to Drill ("APD") an Oil and Gas Well, published by Heritage Energy Operating, LLC ("Heritage") in the Helena Independent Record, on December 13, 2025 (hereinafter referred to as the "Heritage APD"). The Heritage APD is for an Oil and Gas Well identified as the "Vitt 8-5 CH" well to be drilled with a starting hole location within and upon the NE/4NW/4 of Section 17, and a bottom hole location within and upon the NW/4NE/4 of Section 5, Township 25 North, Range 57 East, Richland County, Montana. The proposed well is more specifically described within the published notice which is attached to this correspondence as "Exhibit A" and by reference is incorporated herein.

Phoenix requests a hearing regarding the issuance of the Heritage APD for the following reasons that include, but are not limited to:

1. Phoenix established a Temporary Spacing Unit comprised of all of Sections 5 and 8, Township 25 North, Range 57 East at the December 11, 2025, Montana Board of Oil and Gas Conservation hearing. At the same hearing, the Board approved and

December 22, 2025

authorized the drilling of up to three additional horizontal Bakken/Three Forks Formation wells anywhere within the TSU comprised of all of Sections 5 and 8, Township 25 North, Range 57 East. The Board approved Phoenix's plan of development, but a written order has not yet been published. There was no protest or opposition to Phoenix's development plan, and the TSU will remain in place so long as operations for drilling are commenced within one year. (See December 2025 Docket items 441-2025 and 442-2025.)

2. Heritage's APD proposes a single well, which would severely impact the development plans of Phoenix. Phoenix has definite capital-backed plans to drill four horizontal wells and has filed four fully complete Applications for Permit to Drill a Well, all of which were submitted to the Board on December 5, 2025, and properly noticed by publication on December 11, 2025, in the Helena Independent Record ("Phoenix's APDs").
 - a. Adamantium North 8-5 1H
 - b. Adamantium North 8-5 2H
 - c. Adamantium North 8-5 3H
 - d. Adamantium North 8-5 4H

To date, there has not been a Demand for Hearing with regard to Phoenix's APDs. Following the Board's ruling on December 11, 2025, the proposed Phoenix APDs are now tied to Phoenix's Board approved temporary spacing unit.

3. Montana is a first to file state, subject to some limited exceptions. Accordingly, the Board generally approves fully completed applications in the order they are filed. Phoenix's four APDs were published first on December 11, 2025. The Heritage APD was not published until December 13, 2025. Phoenix's four APDs comply with all of the regulatory requirements, and should be upheld by the Board, and administratively approved without a hearing, provided that there is no demand for an opportunity to be heard filed prior to December 21, 2025.
4. Several additional factors confirm Phoenix's APDs are controlling.
 - a. Phoenix has more experience drilling and operating wells in the Bakken than Heritage.
 - b. Phoenix is engaged in planning and investments for the development of the TSU. For example, Phoenix is actively negotiating the terms of a surface use agreement with the current landowners and has been discussing necessary infrastructure requirements in the area with various industry providers.

December 22, 2025

- c. Phoenix will be ready to drill within the next year. To date, Heritage has not drilled a well in the State of Montana.
- d. Phoenix has engaged in a pattern of fully developing its approved units, which allows for efficient and economic development of the pool, prevents waste, and protects the correlative rights of all interested parties, including but not limited to the mineral owners, working interest owners, tax payers, and the State of Montana in general. Denying the Heritage APD will confirm that Phoenix has the ability to develop its TSU in an orderly manner that will promote maximum recovery, protect correlative rights and prevent waste.
- e. Additionally, denying the Heritage APD would be in accordance with Board policy and align with its prior decisions.

Accordingly, Phoenix respectfully requests the following relief, to wit:

1. That the Board approve the four Phoenix APDs published on December 11, 2025; and
2. That the Board deny the Heritage APD as moot, for the following reasons:
 - a. Phoenix filed and published its APDs first.
 - b. Phoenix has an approved TSU and was granted one year to commence operations, with said one-year still in its primary term.

Alternatively, if an interested person does in fact file a demand for opportunity to be heard with regard to Phoenix's four pending APDs, Phoenix respectfully requests the following:

3. The Heritage APD be referred to the Board for notice and public hearing at the February 2026 Board meeting as required per Administrative Rule of Montana § 36.22.601(4)(a);
4. That after said hearing, the Board enter an Order approving Phoenix's APDs and denying the Heritage APD; and
5. For any other relief the Board may deem appropriate.

KEARNEY MCWILLIAMS & DAVIS

December 22, 2025

Sincerely,

KEARNEY, MCWILLIAMS & DAVIS, PLLC

A handwritten signature in blue ink, appearing to read "Wendy", with a stylized flourish extending to the right.

By:

Wendy A. Johnson

wjohnson@kmd.law

Amanda J. Jackson

ajackson@kmd.law

Attorneys for Phoenix Operating LLC

KEARNEY MCWILLIAMS & DAVIS

December 22, 2025

CERTIFICATE OF SERVICE

I, WENDY A. JOHNSON, hereby certify that on December 22, 2025, I served a true and correct copy of the foregoing Demand for Opportunity to be Heard to the following parties:

By FAX:

Ben Jones
Administrator/Petroleum Engineer
State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No.: (406) 652-5305

With a copy sent to Ben Jones via electronic mail:


E-Mail: bjones@mt.gov

By CERTIFIED MAIL:

Heritage Energy Operating, LLC
2448 E. 81st Street, Suite 3600
Tulsa, OK 74137

With a copy sent to Heritage's legal counsel, Uriah Price, via electronic mail:

E-Mail: uprice@crowleyfleck.com

By: 
Wendy A. Johnson

December 22, 2025

EXHIBIT A

Notice of Application

Published in Helena Independent Record on December 13, 2025

Location

Lewis and Clark County, Montana

Notice Text

Notice of Permit to Drill

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

In the Matter of the application of

Vitt 8-5 CH

Heritage Energy Operating, LLC

for a Permit to Drill an oil and gas well.

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL

OIL AND GAS WELL

1. Name and address of Applicant:

Heritage Energy Operating, LLC

2448 E. 81st Street, Suite 3600

Tulsa, OK 74137

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well: (and projected bottom-
hole location, if a directional or horizontal well)

Richland County, MT

SHL: 369' FNL, 2,279 FWL, Sec. 17, T25N-R57E NENW

BHL: 200' FNL, 1,980' FEL, Sec. 5, T25N-R57E NWNE

3. Total Depth Proposed to be Drilled:

20,610' MD, 10,610' TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.
Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE
OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE
ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT
HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS
AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR
OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED
WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED
UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO
THE ADDRESS SET FORTH ABOVE; AND (3) A CERTIFICATE OF SERVICE
MUST ACCOMPANY THE DEMAND AS FILED WITH THE BOARD.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 652-5305

December 13, 2025 COL-MT-201828 MINAXLP

Amended

Breton, Jennifer

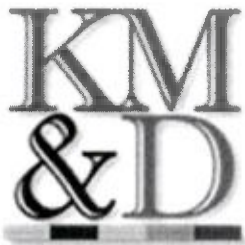
From: wjohnson@kmd.law
Sent: Tuesday, December 23, 2025 9:20 AM
To: Jones, Ben; Breton, Jennifer; uprice@crowleyfleck.com
Cc: 'Amanda Jackson'; skearney@kmd.law; 'Aaron Bieber'; 'Justin Arn'
Subject: [EXTERNAL] Phoenix, Amended Demand, Heritage Vitt APD
Attachments: Phoenix, Amended Demand, Heritage.pdf

Good morning Ben and Jennifer,

Attached you will find Phoenix's amended Demand for Opportunity to be Heard regarding Heritage's APD that was published in the Helena IR on December 13, 2025. Please let me know if you have any questions or need anything additional from me! I hope you both have a wonderful Christmas!!

Sincerely,

Wendy A. Johnson
Senior Attorney
Licensed in Montana and Texas



KEARNEY, MCWILLIAMS & DAVIS, PLLC
Houston: 55 Waugh #150, Houston, TX 77007
Denver: 1625 Broadway #2950, Denver, CO 80202
Dallas - Fort Worth: 1235 South Main #280, Grapevine, TX 76051
San Antonio: 40 NE Loop 410 #431, San Antonio, TX 78216
Sheridan: 110 S. Gould, 2nd Floor, Sheridan, WY 82801
Cell: (406) 369-1778

NOTICE: This E-mail (including attachments) is covered by the Electronic Communications Privacy Act, 18 U.S.C. 2510-2521, 2701-2710, is confidential, and may be legally privileged. If you are not the intended recipient, you are hereby notified that any retention, dissemination, distribution, or copying of this communication is strictly prohibited. Please reply to the sender that you have received the message in error, then delete it.

KEARNEY MCWILLIAMS & DAVIS

ATTORNEYS AT LAW

Denver: 1625 Broadway, Suite 2950, Denver, CO 80202
Dallas • Fort Worth: 1235 South Main #280, Grapevine, TX 76051
Houston: 55 Waugh, Suite 150, Houston, TX 77007
San Antonio: 40 N.E. Loop 410, Suite 431, San Antonio, TX 78216
Sheridan: 110 S. Gould St., 2nd Floor, Sheridan, WY 82801

www.KMD.law

Licenses: AR CO CT DC ID LA MD MS MT
ND NE NM NY OK TX UT WY & USPTO
Phone: (888) 855-1276
Fax: (713) 936-9621
admin@kmd.law

December 23, 2025

Attention : Ben Jones, Administrator/Petroleum Engineer

State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Mt 59102

Fax # : 406-652-5305

Re: Phoenix Operating LLC – Amended Demand for Opportunity to be Heard
concerning Heritage Energy Operating, LLC’s Application for Permit to Drill,
Published December 13, 2025.

Dear Mr. Jones,

Pursuant to Administrative Rule of Montana § 36.22.601, Phoenix Operating LLC (“Phoenix”), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby demands an opportunity to be heard regarding the Application for Permit to Drill (“APD”) an Oil and Gas Well, published by Heritage Energy Operating, LLC (“Heritage”) in the Helena Independent Record, on December 13, 2025 (hereinafter referred to as the “Heritage APD”). The Heritage APD is for an Oil and Gas Well identified as the “Vitt 8-5 CH” well to be drilled with a starting hole location within and upon the NE/4NW/4 of Section 17, and a bottom hole location within and upon the NW/4NE/4 of Section 5, Township 25 North, Range 57 East, Richland County, Montana. The proposed well is more specifically described within the published notice which is attached to this correspondence as “Exhibit A” and by reference is incorporated herein.

Phoenix requests a hearing regarding the issuance of the Heritage APD for the following reasons that include, but are not limited to:

1. Phoenix established a Temporary Spacing Unit comprised of all of Sections 5 and 8, Township 25 North, Range 57 East at the December 11, 2025, Montana Board of Oil and Gas Conservation hearing. At the same hearing, the Board approved and

December 23, 2025

authorized the drilling of up to three additional horizontal Bakken/Three Forks Formation wells anywhere within the TSU comprised of all of Sections 5 and 8, Township 25 North, Range 57 East. The Board approved Phoenix's plan of development, but a written order has not yet been published. There was no protest or opposition to Phoenix's development plan, and the TSU will remain in place so long as operations for drilling are commenced within one year. (See December 2025 Docket items 441-2025 and 442-2025.)

2. Heritage's APD proposes a single well, which would severely impact the development plans of Phoenix. Phoenix has definite capital-backed plans to drill four horizontal wells and has filed four fully complete Applications for Permit to Drill a Well, all of which were submitted to the Board on December 5, 2025 and properly noticed by publication on December 11, 2025, in the Helena Independent Record ("Phoenix's APDs").
 - a. Adamantium North 8-5 1H
 - b. Adamantium North 8-5 2H
 - c. Adamantium North 8-5 3H
 - d. Adamantium North 8-5 4H

Heritage filed a Demand for Hearing with regard to Phoenix's APDs on December 16, 2025. Following the Board's ruling on December 11, 2025, the proposed Phoenix APDs are now tied to Phoenix's Board approved temporary spacing unit.

3. Montana is a first to file state, subject to some limited exceptions. Accordingly, the Board generally approves fully completed applications in the order they are filed. Phoenix's four APDs were published first on December 11, 2025. The Heritage APD was not published until December 13, 2025. Phoenix's four APD's comply with all of the regulatory requirements, and should be upheld by the Board.
4. Several additional factors confirm Phoenix's APDs are controlling.
 - a. Phoenix has more experience drilling and operating wells in the Bakken than Heritage.
 - b. Phoenix is engaged in planning and investments for the development of the TSU. For example, Phoenix is actively negotiating the terms of a surface use agreement with the current landowners and has been discussing necessary infrastructure requirements in the area with various industry providers.
 - c. Phoenix will be ready to drill within the next year. To date, Heritage has not drilled a well in the State of Montana.

December 23, 2025

- d. Phoenix has engaged in a pattern of fully developing its approved units, which allows for efficient and economic development of the pool, prevents waste, and protects the correlative rights of all interested parties, including but not limited to the mineral owners, working interest owners, tax payers, and the State of Montana in general. Denying the Heritage APD will confirm that Phoenix has the ability to develop its TSU in an orderly manner that will promote maximum recovery, protect correlative rights and prevent waste.
- e. Additionally, denying the Heritage APD would be in accordance with Board policy and align with its prior decisions.

Accordingly, Phoenix respectfully requests the following relief, to wit:

- 1. That the Board approve the four Phoenix APDs published on December 11, 2025; and
- 2. That the Board deny the Heritage APD as moot, for the following reasons:
 - a. Phoenix filed and published its APDs first.
 - b. Phoenix has an approved TSU and was granted one year to commence operations, with said one-year still in its primary term.

Alternatively, Phoenix respectfully requests the following:

- 3. The Heritage APD be referred to the Board for notice and public hearing at the February 2026 Board meeting as required per Administrative Rule of Montana § 36.22.601(4)(a);
- 4. That after said hearing, the Board enter an Order approving Phoenix's APDs and denying the Heritage APD; and
- 5. For any other relief the Board may deem appropriate.

Sincerely,

KEARNEY, MCWILLIAMS & DAVIS, PLLC

By:



Wendy A. Johnson
wjohnson@kmd.law
Amanda J. Jackson
ajackson@kmd.law

Attorneys for Phoenix Operating LLC

December 23, 2025

CERTIFICATE OF SERVICE

I, WENDY A. JOHNSON, hereby certify that on December 22, 2025, I served a true and correct copy of the foregoing Demand for Opportunity to be Heard to the following parties:

By FAX:

Ben Jones
Administrator/Petroleum Engineer
State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No.: (406) 652-5305

With a copy sent to Ben Jones via electronic mail:


E-Mail: bjones@mt.gov

By CERTIFIED MAIL:

Heritage Energy Operating, LLC
2448 E. 81st Street, Suite 3600
Tulsa, OK 74137

With a copy sent to Heritage's legal counsel, Uriah Price, via electronic mail:

E-Mail: uprice@crowleyfleck.com

By: 
Wendy A. Johnson

December 23, 2025

EXHIBIT A

Notice of Application

Published in Helena Independent Record on December 13, 2025

Location

Lewis and Clark County, Montana

Notice Text

Notice of Permit to Drill

**BEFORE THE BOARD OF OIL AND GAS CONSERVATION
OF THE STATE OF MONTANA**

In the Matter of the application of

Vitt 8-5 CH

Heritage Energy Operating, LLC

for a Permit to Drill an oil and gas well.

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL

OIL AND GAS WELL

1. Name and address of Applicant:

Heritage Energy Operating, LLC

2448 E. 81st Street, Suite 3600

Tulsa, OK 74137

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well: (and projected bottom-
hole location, if a directional or horizontal well)

Richland County, MT

SHL: 369' FNL, 2,279 FWL, Sec. 17, T25N-R57E NENW

BHL: 200' FNL, 1,980' FEL, Sec. 5, T25N-R57E NWNE

3. Total Depth Proposed to be Drilled:

20,610' MD, 10,610' TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.
Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE
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ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT
HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS
AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR
OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED
WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED
UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO
THE ADDRESS SET FORTH ABOVE; AND (3) A CERTIFICATE OF SERVICE
MUST ACCOMPANY THE DEMAND AS FILED WITH THE BOARD.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 652-5305

December 13, 2025 COL-MT-201828 MNAXLP

Breton, Jennifer

From: wjohnson@kmd.law
Sent: Tuesday, December 30, 2025 4:32 PM
To: Jones, Ben; Breton, Jennifer
Cc: 'Amanda Jackson'; skearney@kmd.law; 'Don Lee'; 'Justin Arn'; uprice@crowleyfleck.com; 'Lindsey Wilson'
Subject: [EXTERNAL] Phoenix - Demand for Opportunity to be Heard re: 5 Kraken APDs
Attachments: Phoenix, Demand for Hearing, Kraken APDs (PHX's Taurus).pdf

Ben and Jennifer,

Attached please find Phoenix's Demands for Opportunity to be Heard regarding numerous Kraken APDs. Please let me know if you have any questions or need anything additional from me.

Sincerely,

Wendy A. Johnson
Senior Attorney
Licensed in Montana and Texas



KEARNEY, MCWILLIAMS & DAVIS, PLLC
Houston: 55 Waugh #150, Houston, TX 77007
Denver: 1625 Broadway #2950, Denver, CO 80202
Dallas - Fort Worth: 1235 South Main #280, Grapevine, TX 76051
San Antonio: 40 NE Loop 410 #431, San Antonio, TX 78216
Sheridan: 110 S. Gould, 2nd Floor, Sheridan, WY 82801
Cell: (406) 369-1778

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KEARNEY MCWILLIAMS & DAVIS

ATTORNEYS AT LAW

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San Antonio: 40 N.E. Loop 410, Suite 431, San Antonio, TX 78216
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Phone: (888) 855-1276
Fax: (713) 936-9621
admin@kmd.law

December 30, 2025

Attention: Ben Jones, Administrator/Petroleum Engineer

State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Mt 59102

Fax # : 406-652-5305

Re: Phoenix Operating LLC - Demand for Opportunity to be Heard concerning Kraken Operating LLC's Five (5) Applications for Permit to Drill, Published December 20, 2025.

Dear Mr. Jones,

Pursuant to Administrative Rule of Montana § 36.22.601, Phoenix Operating LLC ("Phoenix"), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby demands an opportunity to be heard regarding the five (5) Applications for Permit to Drill ("APDs") Oil and Gas Wells, published by Kraken Operating LLC ("Kraken") in the Helena Independent Record, on December 20, 2025 (hereinafter referred to as the "Kraken APDs"). The Kraken APDs are for five (5) Oil and Gas Well to be drilled with a surface location within and upon the SW/4NW/4 of Section 9, T24N, R58E, and a bottom hole location within and upon the following locations, to wit: 1) Lot 4 of Section 1, T24N, R57E; 2) the SW/4NW/4 of Section 12, T24N, R57E; 3) the NW/NW/4 of Section 12, T24N, R57E; 4) the NW/4SW/4 of Section 12, T24N, R57E; and 5) the SW/4SW/4 of Section 12, T24N, R57E, all in Richland County, Montana ("Kraken 5 Wells"). Each proposed well is more specifically described within the published notices which are attached to this correspondence as "Exhibit A" and by reference are incorporated herein.

Phoenix requests a hearing regarding the issuance of the Kraken APDs for the following reasons that include, but are not limited to:

1. Kraken established a temporary spacing unit comprised of all of Sections 1 and 12, T24N-R57E and all of Sections 5, 6, 7, and 8, T24N-R58E, Richland County, Montana,

December 30, 2025

at the October 9, 2025, Montana Board of Oil and Gas Conservation (“Board”) hearing. (See Board Order 224-2025). At the same hearing, the Board approved and authorized the drilling of up to four additional horizontal Bakken/Three Forks Formation wells anywhere within the TSU comprised of all of Sections 1 and 12, T24N-R57E and all of Sections 5, 6, 7, and 8, T24N-R58E. (See Board Order 225-2025).

2. Phoenix applied for an alternative plan, seeking to vacate Board Order 224-2025 with:
1) a temporary spacing unit comprised of all of Sections 5, 8, 17, 20, and 29, T24N-R58E, Richland County, Montana (See Docket No. 447-2025); and 2) an overlapping temporary spacing unit comprised of Sections 6, 7, 18, and 19, T24N-R58E, Richland County, Montana (See Docket No. 448-2025), at the December 11, 2025, Board hearing. However, the Board continued Phoenix’s applications until the June 2026 Board hearing and denied Phoenix the opportunity to present its alternative plan. There is no written order reflecting the continuance of these matters as of the date of this Demand.
3. Phoenix anticipates re-submitting its Applications to establish an alternative temporary spacing unit comprised of all of Sections 5, 8, 17, 20, and 29, T24N-R58E; and an overlapping temporary spacing unit comprised of Sections 6, 7, 18, and 19, T24N-R58E, Richland County, Montana, to be heard at the June 2026 Board hearing. Additionally, Phoenix anticipates seeking authorization to drill up to an additional three horizontal Bakken/Three Forks Formation Wells within the proposed spacing unit comprised of Sections 5, 8, 17, 20, and 29, T24N-R58E, Richland County, Montana.
4. Phoenix was advised by the Board at the October 2025 Hearing that there was no rule preventing Phoenix from submitting permits for wells that may be located in another operators approved temporary spacing unit.
5. Several additional factors confirm Phoenix’s APDs are controlling.
 - a. Phoenix has more experience drilling and operating four-mile horizontal wells in the Bakken than Kraken.
 - b. Phoenix is engaged in planning and investments for the development of the TSU.
 - c. Phoenix owns approximately 32% of the minerals and leasehold in the TSU established by Kraken pursuant to Board Order 224-2025. However, it should be noted that Phoenix owns approximately 62% of the minerals and leasehold in its proposed TSU comprised of all of Sections 5, 8, 17, 20, and 29, T24N-R58E. Phoenix also owns approximately 45% of the minerals and leasehold in its proposed TSU comprised of all of Sections 6, 7, 18, and 19, T24N-R58E (with an overwhelming 94% ownership in Section 18 alone). If the Kraken

December 30, 2025

APDs are approved, Phoenix will be precluded from developing its own interests. In addition, Kraken's TSU results in off-pattern, bad development of 3 mile lay-down spacing units, which also strands an adjacent 1280 acre tract. This plan is in contradiction with Board Order 380-2011's statewide ruling against the development of lay-down spacing units. Phoenix's anticipated plans will not only promote orderly development of on-pattern stand-up spacing units, it will also eliminate the stranded tracts that would be created if Kraken's permits are approved.

- d. Phoenix will be ready to drill within the next year. Phoenix has 3 rigs and intends to dedicate one of its rigs to drilling and operating in Montana in 2026.
- e. Phoenix has engaged in a pattern of fully developing its approved units, which allows for efficient and economic development of the pool, prevents waste, and protects the correlative rights of all interested parties, including but not limited to the mineral owners, working interest owners, taxpayers, and the State of Montana in general. Denying the Kraken APDs will confirm that Phoenix has the ability to develop the area in an orderly manner that will promote maximum recovery, protect correlative rights and prevent waste.
- f. Additionally, denying the Kraken APDs would be in accordance with Board policy and align with its prior decisions.

Accordingly, Phoenix respectfully requests the following relief, to wit:

1. That the Board, approve Phoenix's anticipated Applications that would establish a temporary spacing unit comprised of all of Sections 5, 8, 17, 20, and 29, T24N-R58E; and an overlapping temporary spacing unit comprised of Sections 6, 7, 18, and 19, T24N-R58E, Richland County, Montana, and the approval of Phoenix's anticipated Applications that would authorize the drilling of three additional wells in the proposed TSUs, both of which would go into effect once approved by the Board;
2. That following approval of Phoenix's anticipated Applications described above, that the Board approve of Phoenix's forthcoming APDs, and then deny the five (5) Kraken APDs as moot, because Phoenix will have two newly spaced units that better protect correlative rights, promote maximum recovery, and prevent waste; and
3. For any other relief the Board may deem appropriate.

Sincerely,

KEARNEY MCWILLIAMS & DAVIS

December 30, 2025

KEARNEY, MCWILLIAMS & DAVIS, PLLC



By:

Wendy A. Johnson

wjohnson@kmd.law

Amanda J. Jackson

ajackson@kmd.law

Attorneys for Phoenix Operating LLC

KEARNEY McWILLIAMS & DAVIS

December 30, 2025

CERTIFICATE OF SERVICE

I, WENDY A. JOHNSON, hereby certify that on December 30, 2025, I served a true and correct copy of the foregoing Demand for Opportunity to be Heard to the following parties:

By FAX:

Ben Jones
Administrator/Petroleum Engineer
State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
Fax No.: (406) 652-5305

With a copy sent to Ben Jones via electronic mail:


E-Mail: bjones@mt.gov

By CERTIFIED MAIL:

Kraken Operating LLC
945 Bunker Hill Road, Suite 1200
Houston, TX 77024

With a copy sent to Kraken's legal counsel, Uriah Price, via electronic mail:

E-Mail: uprice@crowleyfleck.com

By: 
Wendy A. Johnson

December 30, 2025

EXHIBIT A

Notice of Application

Published in Helena Independent Record on December 20, 2025

Location

Lewis and Clark County, Montana

Notice Text

Public Notice

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS
WELL

In the Matter of the application of **Kraken Operating LLC**
for a Permit to Drill an oil and gas well,

1. Name and address of Applicant:

Kraken Operating LLC
945 Bunker Hill Road, Suite 1200
Houston, TX 77024

**2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well: (and projected bottom-
hole location, if a directional or horizontal well)**

Surface Loc: SWNW Section 9, T24N, R58E, Richland County, MT.

Footages: 2208' FNL & 300' FWL E: 2339'

Bottom Hole Loc: Lot 4 Section 1, T24N, R57E, Richland County, MT.

Footages: 660' FNL & 205' FWL

3. Total Depth Proposed to be Drilled:

26,617 Measured Depth, 10,440 TVD

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 20, 2025 COL-MT-201913 MNAXLP

December 30, 2025

Notice of Application

Published in Helena Independent Record on December 20, 2025

Location

Lewis and Clark County, Montana

Notice Text

Public Notice

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS
WELL

In the Matter of the application of Kraken Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Kraken Operating LLC
945 Bunker Hill Road, Suite 1200
Houston, TX 77024

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well: (and projected bottom-
hole location, if a directional or horizontal well)

Surface Loc: SWNW Section 9, T24N, R58E, Richland County, MT.

Footages: 2274' FNL & 300' FWL Et: 2339'

Bottom Hole Loc: SWNW Section 12, T24N, R57E, Richland County,
MT. Footages: 1745' FNL & 205' FWL

3. Total Depth Proposed to be Drilled:

26,094 Measured Depth, 10,425 TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.
Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF
PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A
DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE
NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN
THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS
WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY
COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH
ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 20, 2025 COL-MT-201915 MNAXLP

KEARNEY McWILLIAMS & DAVIS

December 30, 2025

Notice of Application

Published in Helena Independent Record on December 20, 2025

Location

Levis and Clark County, Montana

Notice Text

Public Notice

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS
WELL

In the Matter of the application of **Kraken Operating LLC**
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Kraken Operating LLC

945 Bunker Hill Road, Suite 1200

Houston, TX 77024

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well: (and projected bottom-
hole location, if a directional or horizontal well)

Surface Loc: SWNW Section 9, T24N, R58E, Richland County, MT.

Footages: 2241' FNL & 300' FWL E: 2339'

**Bottom Hole Loc: NWNW Section 12, T24N, R57E, Richland County,
MT. Footages: 325' FNL & 205' FWL**

3. Total Depth Proposed to be Drilled:

26,255 Measured Depth, 10,435 TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.
Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
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COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH
ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 20, 2025 COL-MT-201914 MNAXLP

December 30, 2025

Notice of Application

Published in Helena Independent Record on December 20, 2025

Location

Lewis and Clark County, Montana

Notice Text

Public Notice

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS
WELL

In the Matter of the application of **Kraken Operating LLC**
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Kraken Operating LLC
945 Bunker Hill Road, Suite 1200
Houston, TX 77024

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well: (and projected bottom-
hole location, if a directional or horizontal well)

Surface Loc: SWNW Section 9, T24N, R58E, Richland County, MT.
Footages: 2307' FNL & 300' FWL Et: 2339'

Bottom Hole Loc: NWSW Section 12, T24N, R57E, Richland County,
MT. Footages: 2090' FSL & 205' FWL

3. Total Depth Proposed to be Drilled:

26,130 Measured Depth, 10,420 TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.
Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF
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NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN
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WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY
COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH
ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 20, 2025 COL-MT-201911 MNAXLP

December 30, 2025

Notice of Application

Published in Helena Independent Record on December 20, 2025

Location

Lewis and Clark County, Montana

Notice Text

Public Notice

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS
WELL

In the Matter of the application of **Kraken Operating LLC**
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Kraken Operating LLC
945 Bunker Hill Road, Suite 1200
Houston, TX 77024

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well (and projected bottom-
hole location, if a directional or horizontal well)

Surface Loc: SWNW Section 9, T24N, R58E, Richland County, MT.

Footages: 2340' FNL & 300' FWL El: 2339'

Bottom Hole Loc: SWSW Section 12, T24N, R57E, Richland County,
MT. Footages: 670' FSL & 205' FWL

3. Total Depth Proposed to be Drilled:

26,321 Measured Depth, 10,420 TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.
Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
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THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS
WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY
COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH
ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 20, 2025 COL-MT-201912 MNAXLP

Breton, Jennifer

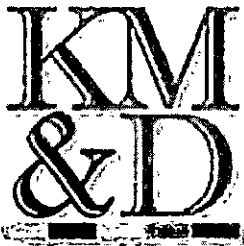
From: wjohnson@kmd.law
Sent: Tuesday, December 30, 2025 4:36 PM
To: Jones, Ben; Breton, Jennifer
Cc: 'Amanda Jackson'; skearney@kmd.law; 'Don Lee'; 'Justin Arn'; uprice@crowleyfleck.com; 'Lindsey Wilson'
Subject: [EXTERNAL] Phoenix - Demand for Opportunity to be Heard re: Whiting (Ellerston) and Whiting (Seminole)
Attachments: Phoenix - Demand for Hearing, APD (Ellerston) .pdf; Phoenix - Demand for Hearing, APD (Seminole) .pdf

Ben and Jennifer,

Please find attached Phoenix's Demands for Opportunity to be Heard regarding Whiting's APDs that were published in the Helena IR on December 20, 2025. Please let me know if you have any questions or need anything additional from me. If I don't have the chance to speak to either of you tomorrow - I hope you both have a wonderful and safe New Year's Eve!

Sincerely,

Wendy A. Johnson
Senior Attorney
Licensed in Montana and Texas



KEARNEY, MCWILLIAMS & DAVIS, PLLC

Houston: 55 Waugh #150, Houston, TX 77007

Denver: 1625 Broadway #2950, Denver, CO 80202

Dallas - Fort Worth: 1235 South Main #280, Grapevine, TX 76051

San Antonio: 40 NE Loop 410 #431, San Antonio, TX 78216

Sheridan: 110 S. Gould, 2nd Floor, Sheridan, WY 82801

Cell: (406) 369-1778

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KEARNEY MCWILLIAMS & DAVIS

ATTORNEYS AT LAW

Denver: 1625 Broadway, Suite 2950, Denver, CO 80202
Dallas • Fort Worth: 1235 South Main #280, Grapevine, TX 76051
Houston: 55 Waugh, Suite 150, Houston, TX 77007
San Antonio: 40 N.E. Loop 410, Suite 431, San Antonio, TX 78216
Sheridan: 110 S. Gould St., 2nd Floor, Sheridan, WY 82801

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Phone: (888) 855-1276
Fax: (713) 936-9621
admin@kmd.law

December 30, 2025

Attention : Ben Jones, Administrator/Petroleum Engineer

State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Mt 59102

Fax # : 406-652-5305

Re: Phoenix Operating LLC - Demand for Opportunity to be Heard concerning Whiting Oil and Gas Corporation's Application for Permit to Drill (Seminole 2557 34-27 5B), Published December 20, 2025.

Dear Mr. Jones,

Pursuant to Administrative Rule of Montana § 36.22.601, Phoenix Operating LLC ("Phoenix"), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby demands an opportunity to be heard regarding the Application for Permit to Drill ("APD") an Oil and Gas Well, published by Whiting Oil and Gas Corporation ("Whiting") in the Helena Independent Record, on December 20, 2025 (hereinafter referred to as the "Whiting APD"). The Whiting APD is for an Oil and Gas Wells identified as the "Seminole 2557 34-27 5B" well, and would be drilled with a surface hole location located within and upon the SE/4SE/4 of Section 27, Township 25 North, Range 57 East, and a bottom hole location located within and upon the SW/4SW/4 of Section 30, Township 25 North, Range 57 East, all of which are located in Richland County, Montana. The proposed well is more specifically described within the published notice which is attached to this correspondence as "Exhibit A" and by reference, is incorporated herein.

Phoenix requests a hearing regarding the issuance of the Whiting APD for the following reasons that include, but are not limited to:

KEARNEY MCWILLIAMS & DAVIS

December 30, 2025

1. Pursuant to Board Order 25-2013, Sections 27 and 34, Township 25 North, Range 57 East, Richland County, Montana, were designated as a permanent spacing unit, and Bakken/Three Forks interests within the permanent spacing unit were pooled by Board Order 26-2013.
2. Pursuant to Board Order 319-2012, Sections 28 and 33, Township 25 North, Range 57 East, Richland County, Montana, were designated as a permanent spacing unit, and Bakken/Three Forks interests within the permanent spacing unit were pooled by Board Order 320-2012.
3. Pursuant to Board Order 22-2013, Sections 30 and 31, Township 25 North, Range 57 East, Richland County, Montana, were designated as a permanent spacing unit, and Bakken/Three Forks interests within the permanent spacing unit were pooled by Board Order 23-2013.
4. Whiting is a working interest owner and the operator of the Sorteberg #27-34-1H, State #21-28H, and Simmers #4-21-30-1H wells.
5. Whiting Oil and Gas Corporation established an overlapping temporary spacing unit comprised of all of Sections 27, 28, 29, and 30, Township 25 North, Range 57 East, Richland County, Montana, at the August 2025 Montana Board of Oil and Gas Conservation hearing. (See Board Order No. 188-2025, and Docket No. 252-2025). At the same hearing, the Board approved and authorized the drilling of up to three additional horizontal Bakken/Three Forks Formation wells anywhere within the OTSU comprised of all of Sections 27, 28, 29, and 30, Township 25 North, Range 57 East, Richland County, Montana. (See Board Order 189-2025, and Docket No. 253-2025). There was no protest or opposition to Whiting's development plan and docketed Applications.
6. Pursuant to Board Order 188-2025, the pooling established by Board Orders 26-2013, 320-2012, and 23-2013 was amended so as to limit each order to only the oil and associated natural gas produced from the Bakken/Three Forks Formation through the wellbores of the Sorteberg #27-34-1H, State #21-28H, and Simmers #4-21-30-1H, respectively.
7. Phoenix submitted an Application, seeking to establish an alternative temporary spacing unit comprised of all of Section 17, 20, 29, and 32, Township 25 North, Range 57 East, Richland County, Montana, which was docketed as Docket No. 443-2025. Additionally, Phoenix submitted Docket No. 444-2025 seeking Board approval to authorize the drilling of up to three additional wells within the temporary spacing unit comprised of all of Sections 17, 20, 29, and 32, Township 25 North, Range 57 East. However, the Board would not hear Phoenix's applications at the December 2025 Board hearing.

December 30, 2025

8. Phoenix anticipates submitting another future Application that would establish an alternative temporary spacing unit comprised of all of Sections 17, 20, 29, and 32, Township 25 North, Range 57 East, Richland County, Montana. Additionally, Phoenix anticipates seeking authorization to drill up to an additional three horizontal Bakken/Three Forks Formation Wells within the proposed spacing unit comprised of Sections 17, 20, 29, and 32, T25N-R57E, Richland County, Montana.
9. Whiting's APD proposes a single lay-down well, which would severely impact the development plans of Phoenix, and would not protect Phoenix's correlative rights with regard to Phoenix's interests within the TSU established by Whiting. Phoenix has definite capital-backed plans to drill four stand-up horizontal wells and has filed four complete Applications for Permit to Drill a Well, all of which were properly noticed by publication on December 11, 2025, in the Helena Independent Record ("Phoenix's APDs").
 - a. Adamantium South 17-20-29-32 1H
 - b. Adamantium South 17-20-29-32 2H
 - c. Adamantium South 17-20-29-32 3H
 - d. Adamantium South 17-20-29-32 4H

Whiting Oil and Gas Corporation filed a Demand for Opportunity to be Heard concerning the above-described Adamantium South wells on December 17, 2025.

10. Montana is a first to file state, subject to some limited exceptions. Accordingly, the Board generally approves fully completed applications in the order they are filed. Phoenix's four APDs were published on December 11, 2025. Whiting's APD was not published until December 20, 2025.
11. Several additional factors confirm Phoenix's APDs are controlling.
 - a. Phoenix is engaged in planning and investments for the development of the TSU, specifically with regard to its interests in Section 29, Township 25 North, Range 57 East, Richland County, Montana.
 - b. Phoenix owns approximately 73% of the minerals and leasehold interest in Section 29, and approximately 89% of the minerals and leasehold interest in Section 32, Township 25 North, Range 57 East, Richland County, Montana, and in order to protect its correlative rights, should be allowed to drill its own minerals. Additionally, Phoenix would note that in the State of North Dakota, an operator is required to communicate with the majority owners to confirm that their proposed development will protect the correlative rights of said owner. Whiting did not reach out to Phoenix with regard to its proposed

December 30, 2025

development, and Phoenix does not believe its development plans will protect Phoenix's majority interest in Section 29.

- c. Stand-up wells/units are more consistent within Township 25 North, Range 57 East, and Phoenix's proposed development fits with all surrounding development without stranding any acreage. Additionally, Whiting could continue to develop its interests located within the permanent spacing units described above, and Phoenix would not be precluded from developing its own interests because of existing wells/operatorship.
- d. Phoenix will be ready to drill within the next year. Phoenix has 3 rigs and intends to dedicate one of its rigs to drilling and operating in Montana in 2026. It is Phoenix's understanding that Whiting does not have a rig in Montana currently. Whiting's laydown plan of development is not necessary to avoid stranded sections. (See Board Order 380-2011).
- e. Phoenix has engaged in a pattern of fully developing its approved units, which allows for efficient and economic development of the pool, prevents waste, and protects the correlative rights of all interested parties, including but not limited to the mineral owners, working interest owners, tax payers, and the State of Montana in general. Denying the Whiting APD will confirm that Phoenix has the ability to develop its anticipated TSU in an orderly manner that will promote maximum recovery, protect correlative rights and prevent waste.
- f. Additionally, denying the Whiting APD would be in accordance with Board policy and align with its prior decisions.

Accordingly, Phoenix respectfully requests the following relief, to wit:

1. The Whiting APD be referred to the Board for notice and public hearing at the February 2026 Board meeting as required per Administrative Rule of Montana § 36.22.601(4)(a);
2. That the Board approve Phoenix's previously submitted but unheard/anticipated Applications that would establish a temporary spacing unit comprised of all of Sections 7, 20, 29 and 32, Township 25 North, Range 57 East, Richland County, Montana, and additionally approve Phoenix's anticipated Applications that would authorize the drilling of three additional wells in the proposed TSU, both of which would go into effect once approved by the Board;
3. That the Board approve the four Phoenix APDs published on December 11, 2025; and
4. That the Board deny the Whiting APD as moot, for the following reasons:

KEARNEY MCWILLIAMS & DAVIS

December 30, 2025

- a. Phoenix filed and published its APDs first.
 - b. Phoenix will have an approved TSU that better protects all correlative rights, promotes maximum recovery and prevents waste; and
5. For any other relief the Board may deem appropriate.

Sincerely,

KEARNEY, MCWILLIAMS & DAVIS, PLLC



By:

Wendy A. Johnson

wjohnson@kmd.law

Amanda J. Jackson

ajackson@kmd.law

Attorneys for Phoenix Operating LLC

KEARNEY MCWILLIAMS & DAVIS

December 30, 2025

CERTIFICATE OF SERVICE

I, WENDY A. JOHNSON, hereby certify that on December 30, 2025, I served a true and correct copy of the foregoing Demand for Opportunity to be Heard to the following parties:

By FAX:

Ben Jones
Administrator/Petroleum Engineer
State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Montana 59102
Fax No.: (406) 652-5305

With a copy sent to Ben Jones via electronic mail:


E-Mail: bjones@mt.gov

By CERTIFIED MAIL:

Whiting Oil and Gas Corporation
1001 Fannin Street, Suite 1500
Houston, Texas 77002

With a copy sent to Whiting's legal counsel, Uriah Price, via electronic mail:

E-Mail: uprice@crowleyfleck.com

By: 
Wendy A. Johnson

December 30, 2025

EXHIBIT A

Notice of Application

Published in Helena Independent Record on December 20, 2025

Location

Lewis and Clark County, Montana

Notice Text

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

In the Matter of the application of

SEMINOLE 2557 34-27 5B

Whiting Oil and Gas Corporation

for a Permit to Drill an oil and gas well.

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL

OIL AND GAS WELL

Name and address of Applicant:

Whiting Oil and Gas Corporation

1001 Fannin Street, Suite 1500

Houston, TX 77002

Legal Description including County and Approximate Footages of

Surface Location of Proposed Oil and Gas Well: (and projected bottom-
hole location, if a directional or horizontal well)

Richland County, MT

SHL: 944' FSL 515' FEL SESE SEC 27 T25N R57E

BHL: 670' FSL & 220' FWL SWSW SEC 30 T25N R57E

Total Depth Proposed to be Drilled:

31462 MD 10478' TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.

Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE
OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE
ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT
HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS
AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR
OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED
WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED
UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO
THE ADDRESS SET FORTH ABOVE; AND (3) A CERTIFICATE OF SERVICE
MUST ACCOMPANY THE DEMAND AS FILED WITH THE BOARD.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 652-5305

December 20, 2025 COL-MT-201920 MNAXLP

KEARNEY MCWILLIAMS & DAVIS

ATTORNEYS AT LAW

Denver: 1625 Broadway, Suite 2950, Denver, CO 80202

Dallas • Fort Worth: 1235 South Main #280, Grapevine, TX 76051

Houston: 55 Waugh, Suite 150, Houston, TX 77007

San Antonio: 40 N.E. Loop 410, Suite 431, San Antonio, TX 78216

Sheridan: 110 S. Gould St., 2nd Floor, Sheridan, WY 82801

www.KMD.law

Licenses: AR CO CT DC ID LA MD MS MT

ND NE NM NY OK TX UT WY & USPTO

Phone: (888) 855-1276

Fax: (713) 936-9621

admin@kmd.law

December 30, 2025

Attention : Ben Jones, Administrator/Petroleum Engineer

State of Montana

Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings, Mt 59102

Fax # : 406-652-5305

Re: Phoenix Operating LLC - Demand for Opportunity to be Heard concerning Whiting Oil and Gas Corporation's Application for Permit to Drill (Ellerston 2557 34 27 2B), Published December 20, 2025.

Dear Mr. Jones,

Pursuant to Administrative Rule of Montana § 36.22.601, Phoenix Operating LLC ("Phoenix"), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby demands an opportunity to be heard regarding the Application for Permit to Drill ("APD") an Oil and Gas Well, published by Whiting Oil and Gas Corporation ("Whiting") in the Helena Independent Record, on December 20, 2025 (hereinafter referred to as the "Whiting APD"). The Whiting APD is for an Oil and Gas Well identified as the "Ellerston 2557 34 27 2B" well, and would be drilled with a surface hole located within and upon Section 27, Township 25 North, Range 57 East, and a bottom hole located within and upon Section 31, Township 25 North, Range 57 East, all of which are located in Richland County, Montana. The proposed well is more specifically described within the published notice which is attached to this correspondence as "Exhibit A" and by reference, is incorporated herein.

Phoenix requests a hearing regarding the issuance of the Whiting APDs for the following reasons that include, but are not limited to:

KEARNEY MCWILLIAMS & DAVIS

December 30, 2025

1. Pursuant to Board Order 25-2013, Sections 27 and 34, Township 25 North, Range 57 East, Richland County, Montana, were designated as a permanent spacing unit, and Bakken/Three Forks interests within the permanent spacing unit were pooled by Board Order 26-2013.
2. Pursuant to Board Order 319-2012, Sections 28 and 33, Township 25 North, Range 57 East, Richland County, Montana, were designated as a permanent spacing unit, and Bakken/Three Forks interests within the permanent spacing unit were pooled by Board Order 320-2012.
3. Pursuant to Board Order 22-2013, Sections 30 and 31, Township 25 North, Range 57 East, Richland County, Montana, were designated as a permanent spacing unit, and Bakken/Three Forks interests within the permanent spacing unit were pooled by Board Order 23-2013.
4. Whiting is a working interest owner and the operator of the Sorteberg #27-34-1H, State #21-28H, and Simmers #4-21-30-1H wells.
5. Whiting Oil and Gas Corporation established an overlapping temporary spacing unit comprised of all of Sections 31, 32, 33 and 34, Township 25 North, Range 57 East, Richland County, Montana, at the August 2025 Montana Board of Oil and Gas Conservation hearing. (See Board Order No. 190-2025, and Docket No. 254-2025). At the same hearing, the Board approved and authorized the drilling of up to three additional horizontal Bakken/Three Forks Formation wells anywhere within the OTSU comprised of all of Sections 31, 32, 33, and 34, Township 25 North, Range 57 East, Richland County, Montana. (See Board Order 191-2025, and Docket No. 255-2025). There was no protest or opposition to Whiting's development plan and docketed Applications.
6. Pursuant to Board Order 190-2025, the pooling established by Board Orders 26-2013, 320-2012, and 23-2013 was amended so as to limit each order to only the oil and associated natural gas produced from the Bakken/Three Forks Formation through the wellbores of the Sorteberg #27-34-1H, State #21-28H, and Simmers #4-21-30-1H, respectively.
7. Phoenix submitted an Application, seeking to establish an alternative temporary spacing unit comprised of all of Section 17, 20, 29, and 32, Township 25 North, Range 57 East, Richland County, Montana, which was docketed as Docket No. 443-2025. Additionally, Phoenix submitted Docket No. 444-2025 seeking Board approval to authorize the drilling of up to three additional wells within the temporary spacing unit comprised of all of Sections 17, 20, 29, and 32, Township 25 North, Range 57 East. However, the Board would not hear Phoenix's applications at the December 2025 Board hearing.

December 30, 2025

8. Phoenix anticipates submitting another future Application that would establish an alternative temporary spacing unit comprised of all of Sections 17, 20, 29, and 32, Township 25 North, Range 57 East, Richland County, Montana. Additionally, Phoenix anticipates seeking authorization to drill up to an additional three horizontal Bakken/Three Forks Formation Wells within the proposed spacing unit comprised of Sections 17, 20, 29, and 32, T25N-R57E, Richland County, Montana.
9. Whiting's APD proposes a single lay-down well, which would severely impact the development plans of Phoenix, and would not protect Phoenix's correlative rights with regard to Phoenix's interests within the TSU established by Whiting. Phoenix has definite capital-backed plans to drill four stand-up horizontal wells and has filed four complete Applications for Permit to Drill a Well, all of which were properly noticed by publication on December 11, 2025, in the Helena Independent Record ("Phoenix's APDs").
 - a. Adamantium South 17-20-29-32 1H
 - b. Adamantium South 17-20-29-32 2H
 - c. Adamantium South 17-20-29-32 3H
 - d. Adamantium South 17-20-29-32 4H

Whiting Oil and Gas Corporation filed a Demand for Opportunity to be Heard concerning the above-described Adamantium South wells on December 17, 2025.

10. Montana is a first to file state, subject to some limited exceptions. Accordingly, the Board generally approves fully completed applications in the order they are filed. Phoenix's four APDs were published on December 11, 2025. Whiting's APD was not published until December 20, 2025.
11. Several additional factors confirm Phoenix's APDs are controlling.
 - a. Phoenix is engaged in planning and investments for the development of the TSU, specifically with regard to its interests in Section 29, Township 25 North, Range 57 East, Richland County, Montana.
 - b. Phoenix owns approximately 73% of the minerals and leasehold interest in Section 29, and approximately 89% of the minerals and leasehold interest in Section 32, Township 25 North, Range 57 East, Richland County, Montana, and in order to protect its correlative rights, should be allowed to drill its own minerals. Additionally, Phoenix would note that in the State of North Dakota, an operator is required to communicate with the majority owners to confirm that their proposed development will protect the correlative rights of said owner. Whiting did not reach out to Phoenix with regard to its proposed

December 30, 2025

development, and Phoenix does not believe its development plans will protect Phoenix's majority interest in Section 32.

- c. Stand-up wells/units are more consistent within Township 25 North, Range 57 East, and Phoenix's proposed development fits with all surrounding development without stranding any acreage. Additionally, Whiting could continue to develop its interests located within the permanent spacing units described above, and Phoenix would not be precluded from developing its own interests because of existing wells/operatorship.
- d. Phoenix will be ready to drill within the next year. Phoenix has 3 rigs and intends to dedicate one of its rigs to drilling and operating in Montana in 2026. It is Phoenix's understanding that Whiting does not have a rig in Montana currently. Whiting's laydown plan of development is not necessary to avoid stranded sections. (See Board Order 380-2011).
- e. Phoenix has engaged in a pattern of fully developing its approved units, which allows for efficient and economic development of the pool, prevents waste, and protects the correlative rights of all interested parties, including but not limited to the mineral owners, working interest owners, tax payers, and the State of Montana in general. Denying the Whiting APD will confirm that Phoenix has the ability to develop its anticipated TSU in an orderly manner that will promote maximum recovery, protect correlative rights and prevent waste.
- f. Additionally, denying the Whiting APD would be in accordance with Board policy and align with its prior decisions.

Accordingly, Phoenix respectfully requests the following relief, to wit:

1. The Whiting APD be referred to the Board for notice and public hearing at the February 2026 Board meeting as required per Administrative Rule of Montana § 36.22.601(4)(a);
2. That the Board approve Phoenix's previously submitted but unheard/anticipated Applications that would establish a temporary spacing unit comprised of all of Sections 7, 20, 29 and 32, Township 25 North, Range 57 East, Richland County, Montana, and additionally approve Phoenix's anticipated Applications that would authorize the drilling of three additional wells in the proposed TSU, both of which would go into effect once approved by the Board;
3. That the Board approve the four Phoenix APDs published on December 11, 2025; and
4. That the Board deny the Whiting APD as moot, for the following reasons:

KEARNEY MCWILLIAMS & DAVIS

December 30, 2025

- a. Phoenix filed and published its APDs first.
 - b. Phoenix will have an approved TSU that better protects all correlative rights, promotes maximum recovery and prevents waste; and
5. For any other relief the Board may deem appropriate.

Sincerely,

KEARNEY, MCWILLIAMS & DAVIS, PLLC



By:

Wendy A. Johnson

wjohnson@kmd.law

Amanda J. Jackson

ajackson@kmd.law

Attorneys for Phoenix Operating LLC

KEARNEY McWILLIAMS & DAVIS

December 30, 2025

CERTIFICATE OF SERVICE

I, WENDY A. JOHNSON, hereby certify that on December 30, 2025, I served a true and correct copy of the foregoing Demand for Opportunity to be Heard to the following parties:

By FAX:

Ben Jones
Administrator/Petroleum Engineer
State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Montana 59102
Fax No.: (406) 652-5305

With a copy sent to Ben Jones via electronic mail:


E-Mail: bjones@mt.gov

By CERTIFIED MAIL:

Whiting Oil and Gas Corporation
1001 Fannin Street, Suite 1500
Houston, Texas 77002

With a copy sent to Whiting's legal counsel, Uriah Price, via electronic mail:

E-Mail: uprice@crowleyfleck.com

By: 
Wendy A. Johnson

December 30, 2025

EXHIBIT A

Notice of Application

Published in Helena Independent Record on December 20, 2025

Location

Lewis and Clark County, Montana

Notice Text

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

In the Matter of the application of

Ellerston 2557 34 27 28

Whiting Oil and Gas Corporation

for a Permit to Drill an oil and gas well.

NOTICE OF INTENTION TO APPLY

FOR PERMIT TO DRILL

OIL AND GAS WELL

Name and address of Applicant:

Whiting Oil and Gas Corporation

1001 Fannin Street, Suite 1500

Houston, TX 77002

Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well; (and projected bottom-
hole location, if a directional or horizontal well)

Richland County, MT

SHL: 943' FSL, 482 FEL, Sec. 27, T25N-R57E

BHL: 670' FNL, 220' FWL, Sec. 31, T25N-R57E

Total Depth Proposed to be Drilled:

31,590' MD, 10,482' TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.
Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE
OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE
ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT
HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS
AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR
OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED
WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED
UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO
THE ADDRESS SET FORTH ABOVE; AND (3) A CERTIFICATE OF SERVICE
MUST ACCOMPANY THE DEMAND AS FILED WITH THE BOARD.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 652-5305

December 20, 2025 COL-MT-201910 MNAXLP

GRAY LAW FIRM PLLC

ATTORNEY AT LAW

3471 MASTERSON CIRCLE
BILLINGS, MONTANA 59106
(406) 248-4141
scotti@graylawmt.com

January 6, 2026

RECEIVED

JAN 06 2026

Montana Board of Oil & Gas Conservation Commission
Attn: Ben Jones
2535 St. Johns Ave.
Billings, MT 59102

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

RE: Permit Protest re In the Matter of Application for Permit to Drill an Oil & Gas Well by Kraken Operating, LLC with the legal description of "Surface Loc: SWSE Section 30, T26N, R58E, Richland County, MT. Footages: 343' FSL & 2245' FEL el:2176' Bottom hole loc: Lot 1 Section 18, T26N, R58E, Richland County, MT. Footages 205' FNL & 630' FWL'"

Mr. Jones,

Continental Resources, Inc. ("Continental"), 20 N. Broadway, Oklahoma City, OK 73102, hereby protests and requests a hearing on the application of Kraken Operating LLC ("Kraken") for a permit to drill an oil and gas well at the following location:

Surface Loc: SWSE Section 30, T26N, R58E, Richland County, MT
Footages: 343' FSL & 2245' FEL El 2176'
Bottom Hole Loc: Lot 1 Section 18, T26N, R58E, Richland County, MT.
Footages: 205' FNL & 630' FWL
Total Depth Proposed to be Drilled: 26,327 Measured Depth, 10,290 TVD ("Kraken Permit").

Continental protests the Kraken Permit on the following grounds:

- 1) Continental owns an approximate 22% interest in the spacing unit comprised of Sections 18, 19, 30, Township 26 North, Range 58 East, Richland County, Montana.
- 2) The record will show that approval of the Kraken Permit would disrupt orderly development, promote waste and impair correlative rights contrary to Title 82, MCA.
- 3) Continental intends to develop the spacing unit comprised of Sections 18, 19, 30, T26N, R58E in a manner that produces mineral resources efficiently and without waste, while planning for long term development success.

5 1 - 2 0 2 6

- 4) Continental has drilled and completed thousands of wells in the Bakken/Three Forks formation with demonstrated commercial success and repeatable results.
- 5) I can be reached at (406) 248-4141 and Continental's representative, Blaine Dutchik, can be reached at (405) 234-9327.

Sincerely,

GRAY LAW, P.L.L.P.


SCOTTI GRAY

RECEIVED

JAN 06 2026

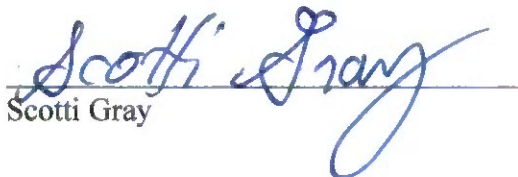
CERTIFICATE OF SERVICE

MONTANA BOARD OF OIL &
GAS CONSERVATION • BILLINGS

I hereby certify that that on the 5th day of January 2026, I served a true and correct copy of the foregoing document to the following:

☒ U.S. Mail
☐ Facsimile
☐ FedEx
☐ E-mail

Kraken Operating LLC
945 Bunker Hill Road, Ste 1200
Houston, TX 77024


Scotti Gray

51 - 2026

Breton, Jennifer

From: wjohnson@kmd.law
Sent: Tuesday, January 6, 2026 4:34 PM
To: Jones, Ben; Breton, Jennifer
Cc: 'Amanda Jackson'; skearney@kmd.law; 'Don Lee'; 'Justin Arn'; uprice@crowleyfleck.com; 'Lindsey Wilson'; 'David Wheeler'
Subject: [EXTERNAL] Phoenix - Demand for Opportunity to be Heard re: Kraken APDs
Attachments: Phoenix, Demand for Hearing, Kraken APDs (PHX's Griffin).pdf

Ben and Jennifer,

Please find attached Phoenix's Demands for Opportunity to be Heard regarding Kraken's APDs that were published in the Helena IR on December 27, 2025. Please let me know if you have any questions or need anything additional from me.

Sincerely,

Wendy A. Johnson
Senior Attorney
Licensed in Montana and Texas



KEARNEY, MCWILLIAMS & DAVIS, PLLC
Houston: 55 Waugh #150, Houston, TX 77007
Denver: 1625 Broadway #2950, Denver, CO 80202
Dallas - Fort Worth: 1235 South Main #280, Grapevine, TX 76051
San Antonio: 40 NE Loop 410 #431, San Antonio, TX 78216
Sheridan: 110 S. Gould, 2nd Floor, Sheridan, WY 82801
Cell: (406) 369-1778

NOTICE: This E-mail (including attachments) is covered by the Electronic Communications Privacy Act, 18 U.S.C. 2510-2521, 2701-2710, is confidential, and may be legally privileged. If you are not the intended recipient, you are hereby notified that any retention, dissemination, distribution, or copying of this communication is strictly prohibited. Please reply to the sender that you have received the message in error, then delete it.

KEARNEY MCWILLIAMS & DAVIS

ATTORNEYS AT LAW

Denver: 1625 Broadway, Suite 2950, Denver, CO 80202
Dallas • Fort Worth: 1235 South Main #280, Grapevine, TX 76051
Houston: 55 Waugh, Suite 150, Houston, TX 77007
San Antonio: 40 N.E. Loop 410, Suite 431, San Antonio, TX 78216
Sheridan: 110 S. Gould St., 2nd Floor, Sheridan, WY 82801

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Licenses: AR CO CT DC ID LA MD MS MT
ND NE NM NY OK TX UT WY & USPTO
Phone: (888) 855-1276
Fax: (713) 936-9621
admin@kmd.law

January 6, 2026

Attention : Ben Jones, Administrator/Petroleum Engineer

State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, Mt 59102

Fax # : 406-652-5305

Re: Phoenix Operating LLC - Demand for Opportunity to be Heard concerning Kraken Operating LLC's four (4) Applications for Permit to Drill, Published December 27, 2025.

Dear Mr. Jones,

Pursuant to Administrative Rule of Montana § 36.22.601, Phoenix Operating LLC ("Phoenix"), 4643 South Ulster Street, Suite 1510, Denver, Colorado 80237, hereby demands an opportunity to be heard regarding the four (4) Applications for Permit to Drill ("APDs") Oil and Gas Wells, published by Kraken Operating LLC ("Kraken") in the Helena Independent Record, on December 27, 2025 (hereinafter referred to as the "Kraken APDs"). The Kraken APDs are for four (4) Oil and Gas Well to be drilled with a surface location within and upon the SE/4SW/4 of Section 8, T26N, R57E, and a bottom hole location within and upon the following locations, to wit: 1) NW/4NW/4 of Section 29, T27N, R57E; 2) NE/4NW/4 of Section 29, T27N, R57E; 3) NE/4NE/4 of Section 29, T27N, R57E; and 4) NW/4NE/4 of Section 29, T27N, R57E, all in Richland County, Montana ("Kraken 4 Wells"). Each proposed well is more specifically described within the published notices which are attached to this correspondence as "Exhibit A" and by reference are incorporated herein.

Phoenix requests a hearing regarding the issuance of the Kraken APDs for the following reasons that include, but are not limited to:

1. Phoenix and Kraken, both having overlapping ownership in this area, have had a lengthy procedural history, to wit:

January 6, 2026

- a. Phoenix originally applied for the authorization to drill three additional wells in the existing temporary spacing unit comprised of Sections 5 and 8, T26N-R57E, Richland County, Montana, at the December 2024 Montana Board of Oil and Gas Conservation ("Board") hearing. (See Docket No. 175-2024) At the same hearing, Kraken applied for 1) an overlapping TSU comprised of Sections 5, 8, and 17, T26N-R57E, Richland County, Montana, 2) authorization to drill three additional wells in the temporary spacing unit. (See Docket Nos. 153-2024 & 197-2024). The Board continued Docket Nos. 153-2024, 197-2024, and 175-2024 to the February 2025 hearing, directing the applicants to try to reach a mutually beneficial agreement. (See Board Order 139-2024).
- b. Per the Board's direction, Phoenix approached Kraken about making trades. Ultimately, Phoenix could not secure a mutually favorable agreement with Kraken to resolve the matter.
- c. At the February 2025 Board hearing, Docket Nos. 153-2024, 197-2024, and 175-2024 were combined for hearing. At the time of the February hearing Kraken testified as to its plans to drill multiple wells within its proposed OTSU by January 2026, and the overall orderly development of the area and prevention of unnecessary wells was discussed at length. The Board approved Kraken's Docket Nos. 153-2024 and 197-2024, creating an overlapping TSU comprised of Sections 5, 8, and 17, T26N-R57E, Richland County, Montana (See Board Order No. 39-2025), and approving the drilling of three (3) additional wells thereunder (See Board Order No. 40-2025). The Board Order No. 39-2025 stated that Kraken's plan, as presented, provided "efficient and orderly development of the area, minimizes surface disruption, and will soon have an established central delivery point for future wells flaring gas in the area to prevent waste of a resource." The Board Order required that the operations for drilling be commenced within one year of the order.
- d. Kraken applied for 4 APDs in the Spring of 2025, but never commenced operations thereunder. Phoenix did not protest said APDs in anticipation of filing an application for TSU upon the expiration of Kraken's OTSU (Board Order No. 39-2025) in February 2026, which would not be extended by operations with no drilling having occurred.
- e. At the October 2025 Board hearing, Kraken revised, and effectively extended, its overlapping temporary spacing unit comprised of all of Sections 29 and 32, T27N-R57E, and all of Sections 5 and 8, T26N-R57E, Richland County, Montana (See Docket No. 304-2025), seeking to vacate Board Order Nos. 39-2025 and 40-2025, as well as vacating Board Order No. 546-2012, establishing a temporary spacing unit comprised of Sections 29 and 32, T27N-R57E. Phoenix protested this Docket, setting forth the following arguments:

January 6, 2026

- i. Granting Kraken's revised overlapping temporary spacing unit and extending the commencement-of-operations period beyond the one-year term granted in Board Order 39- 2025 would be inconsistent with the Board's past practice and would prejudice other operators;
- ii. Multi-year extensions effectively lock up undeveloped acreage, limit the opportunity for other qualified operators to present alternative development plans, and risk speculative control of acreage without active drilling; and
- iii. Phoenix owns a significant working interest in Sections 5 and 8, T26N-R57E, and that modifying Orders 39-2025 and 40-2025 prior to their expiration would delay its ability to develop its leasehold interest and unfairly extend Kraken's control without demonstrated need.

Noting that Kraken had still not commenced any operations, Phoenix requested that this matter be continued to the February 2026 Board hearing, when Kraken's existing TSU would be expiring by the terms of Board Order No. 39-2025. The Board declined to continue Docket No. 304-2025 to February 2026, and approved Kraken's revised Overlapping TSU, stating that "Kraken's proposed revision, as amended, would promote efficient development, minimize surface disturbance, and protect correlative rights consistent with prior Board decisions." The Board additionally cited that Phoenix did not have a competing application on the docket but given the intermediate timing of Kraken's application for extension, Phoenix did not have adequate time to prepare a competing application. (See Board Order No. 230-2025)

2. At the same hearing, the Board approved and authorized the drilling of up to three additional horizontal Bakken/Three Forks Formation wells anywhere within the TSU comprised of all of Sections 29 and 32, T27N-R57E, and all of Sections 5 and 8, T26N-R57E. (See Board Order 231-2025).
3. Phoenix plans to submit its own Application, asking the Board to vacate Board Orders 230-2025 and 231-2025, and to establish a temporary spacing unit comprised of Sections 5 and 8, T26N-R57E, which would be effective upon the expiration of Kraken's revised overlapping TSU.
4. Several additional factors confirm Phoenix's APDs are controlling.
 - a. Phoenix has made investment backed decisions to lease heavily in Sections 5 and 8, Township 26 North, Range 57 East, with the Bureau of Land Management and other owners. Phoenix wants to preserve its right to protect

January 6, 2026

its own correlative rights, and the correlative rights of the other owners by developing its own minerals.

- b. Allowing Kraken to indefinitely extend its TSU would harm all owner's correlative rights in Sections 5 and 8, Township 26 North, Range 57 East.
- c. Phoenix is engaged in planning and investments for the development of the TSU.
- d. While Phoenix owns approximately 30.95% of minerals and leasehold interest, including BLM leases, in the overlapping TSU established under Board Order 230-2025, it should be noted that Phoenix owns approximately 43.91% leasehold and mineral interest in Section 5 and 81.25% in Section 8, T26N-R57E. Phoenix does not own any interest in Sections 29 and 32, T27N-R57E. If the Kraken APDs are approved, Phoenix will be precluded from developing its own interests where it holds a majority, within a portion of the OTSU. Accordingly, Phoenix intends to submit its own Application, asking the Board to vacate Board Orders 230-2025 and 231-2025, and to establish a temporary spacing unit comprised of Sections 5 and 8, T26N-R57E. Kraken did not reach out to Phoenix regarding to its proposed development, and Phoenix does not believe its development plans will protect Phoenix's majority interest in Section 8.
- e. Phoenix will be ready to drill within the next year. Phoenix has 3 rigs and intends to dedicate one of its rigs to drilling and operating in Montana in 2026.
- f. Phoenix has engaged in a pattern of fully developing its approved units, which allows for efficient and economic development of the pool, prevents waste, and protects the correlative rights of all interested parties, including but not limited to the mineral owners, working interest owners, taxpayers, and the State of Montana in general. Denying the Kraken APDs will confirm that Phoenix can develop the established TSU in an orderly manner that will promote maximum recovery, protect correlative rights and prevent waste.
- g. Additionally, denying the Kraken APDs would be in accordance with Board policy and align with its prior decisions.

Accordingly, Phoenix respectfully requests the following relief, to wit:

1. That the Board, following approval of Phoenix's anticipated application to establish a temporary spacing unit comprised of all of Sections 5 and 8, T26N-R57E, Richland

KEARNEY MCWILLIAMS & DAVIS

January 6, 2026

County, Montana, and the approval of Phoenix's anticipated Applications that would authorize the drilling of three additional wells in the proposed TSUs; and

2. That following approval of Phoenix's anticipated Applications described above, and approval of Phoenix's forthcoming APDs, the Board deny the four (4) Kraken APDs as moot, because Phoenix will have an approved TSU, with one year to commence operations.
3. For any other relief the Board may deem appropriate.

Sincerely,

KEARNEY, MCWILLIAMS & DAVIS, PLLC



By:

Wendy A. Johnson
wjohnson@kmd.law

Amanda J. Jackson
ajackson@kmd.law

Attorneys for Phoenix Operating LLC

KEARNEY MCWILLIAMS & DAVIS

January 6, 2026

CERTIFICATE OF SERVICE

I, WENDY A. JOHNSON, hereby certify that on January 6, 2026, I served a true and correct copy of the foregoing Demand for Opportunity to be Heard to the following parties:

By E-Mail (FAX Service is Unavailable):


Ben Jones
Administrator/Petroleum Engineer
State of Montana
Board of Oil and Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
E-Mail: bjones@mt.gov

By CERTIFIED MAIL:

Kraken Operating LLC
945 Bunker Hill Road, Suite 1200
Houston, TX 77024

With a copy sent to Kraken's legal counsel, Uriah Price, via electronic mail:

E-Mail: uprice@crowleyfleck.com

By: 
Wendy A. Johnson

January 6, 2026

EXHIBIT A

Notice of Application

Published in Helena Independent Record on December 27, 2025

Location

Lewis and Clark County, Montana

Notice Text

Public Notice

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA
NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS
WELL

In the Matter of the application of **Kraken Operating LLC**
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Kraken Operating LLC

945 Bunker Hill Road, Suite 1200

Houston, TX 77024

**2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well: (and projected bottom-
hole location, if a directional or horizontal well)**

Surface Loc: SESW Section 8, T26N, R57E, Richland County, MT.

240' FSL & 2510' FWL, El: 2399'

**Bottom Hole Loc: NWNW Section 29, T27N, R57E, Richland County,
MT. Footages: 205' FNL & 660' FWL**

3. Total Depth Proposed to be Drilled:

31,780 Measured Depth, 10,353 TVD

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 27, 2025 COL-MT-201921 MNAXLP

January 6, 2026

Notice of Application

Published in Helena Independent Record on December 27, 2025

Location

Lewis and Clark County, Montana

Notice Text

Public Notice

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS
WELL

In the Matter of the application of **Kraken Operating LLC**
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Kraken Operating LLC
945 Bunker Hill Road, Suite 1200
Houston, TX 77024

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well: (and projected bottom-
hole location, if a directional or horizontal well)

Surface Loc: SESW Section 8, T26N, R57E, Richland County, MT.
240' FSL & 2543' FWL, El: 2399'

Bottom Hole Loc: NENW Section 29, T27N, R57E, Richland County,
MT. Footages: 205' FNL & 1980' FWL

3. Total Depth Proposed to be Drilled:

31,582 Measured Depth, 10,353 TVD

Notice is hereby given that an application for permit to drill an oil and gas well at the surface location set forth above to the depth as stated will be filed with the Montana Board of Oil and Gas Conservation. Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of Montana, an interested party may demand an opportunity to be heard by the Montana Board of Oil and Gas Conservation concerning the application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 27, 2025 COL-MT-201922 MNAXLP

January 6, 2026

Notice of Application

Published in Helena Independent Record on December 27, 2025

Location

Lewis and Clark County, Montana

Notice Text

Public Notice

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS
WELL

In the Matter of the application of **Kraken Operating LLC**
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Kraken Operating LLC
945 Bunker Hill Road, Suite 1200
Houston, TX 77024

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well: (and projected bottom-
hole location, if a directional or horizontal well)

Surface Loc: SESW Section 8, T26N, R57E, Richland County, MT.
240' FSL & 2609' FWL, EI: 2399'

Bottom Hole Loc: NENE Section 29, T27N, R57E, Richland County,
MT. Footages: 205' FNL & 660' FEL

3. Total Depth Proposed to be Drilled:

31,852 Measured Depth, 10,378 TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.
Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
MONTANA BOARD OF OIL AND GAS CONSERVATION AT THE ADDRESS
SET FORTH BELOW NO LATER THAN TEN (10) DAYS AFTER THE DATE OF
PUBLICATION OF THIS NOTICE, OR THE APPLICATION WILL BE ACTED
UPON BY THE BOARD'S PETROLEUM ENGINEER WITHOUT HEARING. A
DEMAND MUST: (1) SET FORTH THE NAME, ADDRESS AND TELEPHONE
NUMBER OF EACH INTERESTED PARTY, THEIR OWNERSHIP INTEREST IN
THE LANDS SURROUNDING THE PROPOSED WELL, AND THE REASONS
WHY A HEARING IS SOUGHT; (2) BE SERVED UPON THE APPLICANT BY
COPY MAILED OR FAX TRANSMITTED TO THE ADDRESS SET FORTH
ABOVE.

Montana Board of Oil and Gas Conservation

2535 St. Johns Avenue

Billings MT 59102

Office: (406) 656-0040

Fax: (406) 655-6015

December 27, 2025 COL-MT-201925 MNAXLP

January 6, 2026

Notice of Application

Published in Helena Independent Record on December 27, 2025

Location

Lewis and Clark County, Montana

Notice Text

Public Notice

BEFORE THE BOARD OF OIL AND GAS CONSERVATION OF THE STATE
OF MONTANA

NOTICE OF INTENTION TO APPLY FOR PERMIT TO DRILL OIL AND GAS
WELL

In the Matter of the application of Kraken Operating LLC
for a Permit to Drill an oil and gas well.

1. Name and address of Applicant:

Kraken Operating LLC

945 Bunker Hill Road, Suite 1200

Houston, TX 77024

2. Legal Description including County and Approximate Footages of
Surface Location of Proposed Oil and Gas Well; (and projected bottom-
hole location, if a directional or horizontal well)

Surface Loc: SESW Section 8, T26N, R57E, Richland County, MT.

240' FSL & 2576' FWL, EI: 2399'

**Bottom Hole Loc: NWNE Section 29, T27N, R57E, Richland County,
MT. Footages: 205' FNL & 1980' FEL**

3. Total Depth Proposed to be Drilled:

31,633 Measured Depth, 10,363 TVD

Notice is hereby given that an application for permit to drill an oil and
gas well at the surface location set forth above to the depth as stated
will be filed with the Montana Board of Oil and Gas Conservation.
Pursuant to Rules 36.22.601 and 36.22.604, Administrative Rules of
Montana, an interested party may demand an opportunity to be heard
by the Montana Board of Oil and Gas Conservation concerning the
application. SUCH DEMAND FOR HEARING MUST BE RECEIVED BY THE
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December 27, 2025 COL-MT-201923 MNAXLP