FORM D

BEST AVAILABLE COPY

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D. SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

OMB	APPR	OVAL	
OMB Numi			5-0076
Expires: Estimated	April	30,2	008
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hours per re	espon	se	.16.00

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Prefix	Serial
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Address of Executive Offices (Number and Street, City, State, Zip Code) 120 Genesis Boulevard, P.O. Box 26, Bridgeport, WV 26330 (304) 808-6249 Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices) Brief Description of Business Drilling, owning and operating natural gas and oil wells Type of Business Organization corporation fimited partnership, already formed other (please specify) business trust limited partnership, to be formed Month Year Actual or Estimated Date of Incorporation or Organization: [0.15] 0.17 Actual Estimated Financial Fin			
Filing Under (Check box(es) that apply):	Name of Offering check if this is an amendmer	it and name has changed, and indicate change.)	
A. BASIC IDENTIFICATION DATA O7077433 1. Enter the information requested about the issuer Name of Issuer (Rockies Region 2007 Limited Partnership		LIFE AT A STALL FEBRUARE AND A STALL BALLS AND A
A. BASIC IDENTIFICATION DATA O7077433 I. Enter the information requested about the issuer Name of Issuer (check if this is an amendment and name has changed, and indicate change.) Rockies Region 2007 Limited Partnership Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) 120 Genesis Boulevard, P.O. Box 26, Bridgeport, WV 26330 Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) Gifferent from Executive Offices) Brief Description of Business Drilling, owning and operating natural gas and oil wells Type of Business Organization	Filing Under (Check box(es) that apply): Rule	504 Rule 505 Rule 506 Section 4(6) [] ULOE
I. Enter the information requested about the issuer Name of Issuer (check if this is an amendment and name has changed, and indicate change.) Rockies Region 2007 Limited Partnership Address of Executive Offices	Type of Filing: New Filing Amendment		
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CN for Canada, PN for other foreign jurisdiction)			nated MOIVISOIV
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	CENEDAL INSTRUCTIONS		

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION -

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

		A BASIC:ID	ENTIFICATION DATA		
2. Enter the information r					
 Each promoter of 	the issuer, if the is	suer has been organized v	within the past five years;		
Each beneficial ov	vner having the pov	ver to vote or dispose, or d	irect the vote or disposition	of, 10% or more o	of a class of equity securities of the issuer
	= :	Ť	corporate general and ma	-	
		of partnership issuers.	4		, ,
Check Box(es) that Apply:	✓ Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first,	-	<u></u>			
Petroleum Development					
Business or Residence Addre 120 Genesis Boulevard,			ode)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, Williams, Steven R.	if individual)		·····	·	
Business or Residence Addre 120 Genesis Boulevard, F			ode)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i Riley, Thomas E.	if individual)			/	
Business or Residence Addre	ss (Number and	Street, City, State, Zip Co	ode)		
120 Genesis Boulevard, f	P.O. Box 26, Bri	dgeport, WV 26330			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)				·
Swoveland, Jeffrey C.					
Business or Residence Addre	•	, ,	ode)		
120 Genesis Boulevard,	P.O. Box 26, Br	idgeport, WV 26330			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i D'Annunzio, Vincent F.	f individual)				
Business or Residence Addre 120 Genesis Boulevard,			ode)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i Wakim, Kimberly Luff	f individual)				
Business or Residence Addre 120 Genesis Boulevard,	•		ode)		
Check Box(cs) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, it Parke, David C.	f individual)	· · · · · · · · · · · · · · · · · · ·			
Business or Residence Addre 120 Genesis Boulevard, F			ode)		

		XXXXXX BASIC ID	enfification data		
2. Enter the information re	equested for the fo	llowing:			
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 Each beneficial ow 	mer having the pow	er to vote or dispose, or di	rect the vote or disposition	of, 10% or more o	f a class of equity securities of the issuer
Each executive off	ficer and director o	f corporate issuers and of	corporate general and ma	naging partners of	partnership issuers; and
 Each general and r 	nanaging partner o	f partnership issuers.			
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Full Name (Last name first, i	f individual)				
Business or Residence Addre 120 Genesis Boulevard,	•		ode)		
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Full Name (Last name first, i	f individual)		·		
McCullough, richard W.					
Business or Residence Addre	ss (Number and	Street, City, State, Zip Co	ode)		
120 Genesis Boulevard, F	O. Box 26, Brid	lgeport, WV 26330			
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Full Name (Last name first, i Stump, Darwin L.	f individual)				
Business or Residence Addre	ss (Number and	Street, City, State, Zip Co	ode)		
120 Genesis Boulevard, F	P.O. Box 26, Brid	geport, WV 26330			
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Full Name (Last name first, i Stearns, Eric. R.	f individual)				
Business or Residence Addre 120 Genesis Boulevard,			ode)		
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	or Residence	Address ()	Vumber an	d Street, C	ity. State	Zip Code)						
	kville Pike, F				,, •, .	,,						
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	de Francisco	Vision	\$ 15 Q (A)	Marie Bro		NEORMAL	ION ABOU	A OFFER	NG#AF/A	FRACT.		1660	14.600
1.	Has the	issuer sol	d, or does t	he issuer i	ntend to s	ll. to non-a	scoredited i	nvestors is	n this offer	ine?	*****	Yes - D	No 図
Answer also in Appendix, Column 2, if filing under ULOE.												<u> </u>	5
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Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?	B-INFORMATION ABOUT OFFERING												
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1.	Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? Answer also in Appendix, Column 2, if filing under ULOE. What is the minimum investment that will be accepted from any individual? Does the offering permit joint ownership of a single unit? Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering if a person to be listed it an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only. Il Name (Last name first, if individual) ortheast Securities, Inc. It is person to dealer sold in the security of the security of the security of the securities, Inc. It is in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual) States) ALL AZ AZ AR CA CO CT DE DC DC GA MAN MAN MAN MAN MAN MAN MAN MAN MAN MA												No ₽
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1.	Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering? Answer also in Appendix, Column 2, if filing under ULOE. What is the minimum investment that will be accepted from any individual? Does the offering permit joint ownership of a single unit? Enter the information requested for each person who has been or will be paid or given, directly or indivectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of above ror dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only. all Name (Last name first, if individual) isness or Residence Address (Number and Street, City, State, Zip Code) 240 S. Sundown Circle, Utileton, CO 80120 ame of Associated Broker or Dealer attes in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States) ALL AK AZ AR GA CO CT DE DC D. GA IMM INE NY NH NN NM NY NC ND OR MAN NM												No
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	Full Name (Last name first, if individual) U-Vest Financial Services								<u>—</u>				
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	(Check	"All States	or check	individual	States)	***************************************	***********		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		·····	☐ AI	l States
	AL IL MT	AK IN NE SC	AZ IA NV SD	AR KS NH TN	CA KY NJ TX	CO LA NM UT	CT ME NY VI	DE MD NC VA	DC MA ND WA	FL MI OH WV	GA MN OK WI	HI MS OR WY	MO PA PR

COFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS 1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and already exchanged. Aggregate Amount Already Type of Security Offering Price Sold 0.00 Debt 0.00 Common Preferred 89,602,884.67 0.00 Answer also in Appendix, Column 3, if filing under ULOE. 2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Aggregate Number Dollar Amount Investors of Purchases s 89,602,884.67 Accredited Investors 1,810 \$ 0.00 Total (for filings under Rule 504 only) Answer also in Appendix, Column 4, if filing under ULOE. 3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of Dollar Amount Type of Offering Sold Security N/A Rule 505 N/A Regulation A Rule 504 \$_0.00 Total Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. 0.00 Transfer Agent's Fees s 0.00 Printing and Engraving Costs..... \$ 0.00 Legal Fees 0.00 Accounting Fees S Engineering Fees

Total

\$ 11,500,000.00

11,500,000.00

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		,			
	b. Enter the difference between the aggregate offer and total expenses furnished in response to Part C — proceeds to the issuer."	- Question 4.a. This difference is the "adjusted gre	55-	_	s 80,194,581.78
5.	Indicate below the amount of the adjusted gross preach of the purposes shown. If the amount for an check the box to the left of the estimate. The total oproceeds to the issuer set forth in response to Par	ny purpose is not known, furnish an estimate a If the payments listed must equal the adjusted gro	ad .		
				Payments to Officers, Directors, & Affiliates	Payments to Others
	Salaries and fees Management Fee		⊏	\$_1,344,043.2	²⁷ _]\$
	Purchase of real estate			_	
	Purchase, rental or leasing and installation of made and equipment	chinery			
	Construction or leasing of plant buildings and fac	cilities	[] \$	_ \$
	Acquisition of other businesses (including the val offering that may be used in exchange for the asso issuer pursuant to a merger)	ets or securities of another	[]\$	
	Repayment of indebtedness		[] \$	🗆 \$
	Working capital				
	Other (specify): Available for investments include	ding acquisition of leases for drilling prospects	<u> </u>] \$	\$ <u></u>
	Column Totals		⊏]\$ <u>1,344,043.2</u>	27 S 78,850,538.5
	Total Payments Listed (column totals added)		••	□ s_ ⁸	30,194,581.78
g.		D. FEDERAL SIGNATURE			
ign	issuer has duly caused this notice to be signed by the nature constitutes an undertaking by the issuer to fur information furnished by the issuer to any non-acc	mish to the U.S. Securities and Exchange Comm	niss	ion, upon writte	ule 505, the following en request of its staff,
	er (Print or Type)	Signature	D	atc 1	1
₹0	ckies Region 2007 Limited Partnership	Lar Stup		8/28	107
an	ne of Signer (Print or Type)	Title of Signer (Print or Type)			
	Darwin L. Stump	Chief Accounting Officer	5		

C OFFERING PRICE NUMBER OF INVESTORS EXPENSES AND USE OF PROCEEDS

\$ S	<u>, quatro de la </u>	E. STATE SIGNATURE								
1.		2 presently subject to any of the disqualification	Yes	No Z						
		See Appendix, Column 5, for state response.								
2.	The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Form D (17 CFR 239.500) at such times as required by state law.									
3.	The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.									
4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to t limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the of this exemption has the burden of establishing that these conditions have been satisfied.										
	er has read this notification and knows the c horized person.	ontents to be true and has duly caused this notice to be signed on its	s behalf by the	undersigned						
Issuer (F	Print or Type)	Signature Date 1								
Rockies	Region 2007 Limited Partnership	Lank Stup	28/07							
Name (P	rint or Type)	Title (Print or Type)	,							

Chief Accounting Officer

Instruction:

Darwin L. Stump

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

THE PROPERTY OF THE PROPERTY O 1 2 3 4 Disqualification Type of security under State ULOE Intend to sell and aggregate (if yes, attach to non-accredited offering price Type of investor and explanation of investors in State offered in state amount purchased in State waiver granted) (Part B-Item 1) (Part C-Item 1) (Part C-Item 2) (Part E-Item 1) Number of Number of Accredited Non-Accredited Partnership State Yes No Interests Investors Investors Amount Yes No Amount \$110,000,000.00 10 \$514,516.00 AL\$0.00 X X \$110,000,000.00 \$0.00 ΑK 1 0 \$20,000.00 X X ΑZ \$110,000,000.00 31 \$1,675,000. 0 \$0.00 X × AR \$110,000,000.00 \$0.00 X 7 \$225,000.0d 0 \$110,000,000.00 CA 245 \$0.00 X \$13,474,773 0 X \$110,000,000.00 CO × 27 \$996,505.000 \$0.00 × \$110,000,000.00 CT × 10 \$560,000.00 \$0.00 × X \$95,000.00 0 X \$0.00 DE \$110,000,000.00 DC X \$110,000,000.00 9 \$450,000.00 0 × \$0.00 × \$110,000,000.00 122 \$8,878,000. 0 \$0.00 X FL × 39 \$1,380,000. 0 \$0.00 × \$110,000,000.00 GA \$110,000,000.00 Н × 139 0 \$0.00 X \$4,601,000. \$110,000,000.00 \$0.00 X 20 \$2,550,000. 0 ID X IL 95 \$3,243,010. \$0.00 × 0 \$110,000,000.00 × ſΝ \$110,000,000.00 X × 13 0 \$0.00 \$1,505,000. X 65 0 \$0.00 × IΑ \$110,000,000.00 \$2,145,000. \$110,000,000.00 X 50 \$0.00 X KS \$1,552,000. 0 \$110,000,000.00 KY X 8 \$2,000,000. 0 \$0.00 X LA \$110,000,000.00 6 \$740,000.0 0 \$0.00 × × x ME \$110,000,000.00 2 \$75,000.00 0 \$0.00 x \$2,376,000. 0 MD × \$110,000,000.00 48 \$0.00 X MA × \$110,000,000.00 34 \$1,320,000.0 \$0.00 X \$110,000,000.00 × 61 \$1,938,764. 0 \$0.00 MI X \$110,000,000.00 \$0.00 MN X \$1,875,000.0 × 54 \$110,000,000.00 MS 9 X \$200,000.010 \$0.00 X

HANGER SEED OF THE RESERVE OF THE PROPERTY OF 1 2 3 4 Disqualification Type of security under State ULOE Intend to sell and aggregate (if yes, attach to non-accredited offering price Type of investor and explanation of offered in state investors in State amount purchased in State waiver granted) (Part C-Item 1) (Part B-Item 1) (Part C-Item 2) (Part E-Item 1) Number of Number of Partnership Accredited Non-Accredited State Yes No Interests Investors Amount Investors Amount Yes No \$110,000,000.00 MO X \$1.941.000. \$0.00 40 X MT X \$110,000,000.00 1 \$100,000.00 0 X \$0.00 NE \$110,000,000.00 4 X \$176,882.0 0 \$0.00 × NV X \$110,000,000.00 21 \$2,308,531. 0 \$0.00 \$110,000,000.00 7 NH × X \$420,000.00 0 \$0.00 NJ X 16 \$110,000,000.00 \$670,000.00 0 \$0.00 × NM X \$110,000,000.00 2 \$40,000.00 0 \$0.00 X X \$110,000,000.00 49 \$1,703,763 0 NY \$0.00 X \$110,000,000.00 NC x 84 \$5,977,000. 0 \$0.00 X \$110,000,000.00 9 ND × \$450,000.000 X \$0.00 \$110,000,000.00 61 OH X \$2,111,882 0 \$0.00 X \$110,000,000.00 \$485,000.0 OK X 9 0 \$0.00 × X \$1,730,000 0 OR \$110,000,000.00 35 \$0.00 X PA X \$110,000,000.00 \$950,000.0 \$0.00 X 31 × \$110,000,000.00 RI 0 \$0.00 0 \$0.00 × SC X \$110,000,000.00 14 \$515,000.00 \$0.00 × SD X \$110,000,000.00 8 \$295,000.00 0 \$0.00 X TN X \$110,000,000.00 \$0.00 18 \$575,000.0d 0 × TX × \$110,000,000.00 93 0 \$0.00 \$5,837,258. X UT \$110,000,000.00 46 0 \$3,535,000 X \$0.00 × VT \$110,000,000.00 4 × \$180,000.00 \$0.00 × VA \$110,000,000.00 96 \$4,555,000. 0 \$0.00 x WA \$110,000,000.00 27 \$1,405,000. 0 \$0.00 × × wv \$110,000,000.00 \$170,000.00 0 × × 4 \$0.00 WI \$862,000.00 0 \$110,000,000.00 \$0.00 X 28 ×

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Ī	Intend to sell to non-accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)		under Sta (if yes, explan- waiver	5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)			
State	Yes	No	Partnership Interests	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
WY		×	\$110,000,000.00	1	\$20,000.00	0	\$0.00		×
PR		×	\$110,000,000.00	0	\$0.00	0	\$0.00		x

