

BLANCHARD WALKER

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BLANCHARD, WALKER, O'QUIN & ROBERTS
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October 24, 2006

Mailing Address:

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Honorable James H. Welsh
Commissioner of Conservation
State of Louisiana
Post Office Box 94275
Baton Rouge, Louisiana 70804-9275

WM. TIMOTHY ALLEN, III

Direct: 318.934.0217

Email: tallen@bwor.com

RE: HEARING APPLICATION
UCV RA SUAA
LCV RA SUAA
Terryville Field
Lincoln Parish, Louisiana
Our File No. 450592.15

Dear Sir:

On behalf of CLAYTON WILLIAMS ENERGY, INC., application is hereby made for a public hearing to receive evidence concerning the issuance of an order pertaining to the following matters relating to the Upper Cotton Valley Formation and Lower Cotton Valley Formation, Reservoirs A, in the Terryville Field, Lincoln Parish, Louisiana:

1. To authorize the downhole combination of production from the Upper Cotton Valley Formation and Lower Cotton Valley Formation, Reservoirs A, in the wellbore of any well drilled on UCV RA SUAA and LCV RA SUAA, in the Terryville Field, Lincoln Parish, Louisiana.
2. To explicitly find that said downhole combination of production is in the interest of conservation, will prevent waste and will maximize the efficient and economic recovery of gas and condensate from such formations and reservoirs.
3. To consider such other matters as may be appropriate and justified by the evidence presented at the hearing.

The Upper Cotton Valley Formation, Reservoir A, in the Terryville Field, Claiborne and Lincoln Parishes, Louisiana, was redefined in Office of Conservation Order No. 370-B-7, effective February 18, 1982.

The Lower Cotton Valley Formation, Reservoir A, in the Terryville Field, Claiborne and Lincoln Parishes, Louisiana, was redefined in Office of Conservation Order No. 370-B-6, effective February 18, 1982.

The Rules of Procedure of the Commissioner of Conservation pertaining to the Pre-Application Notice requirements, are not applicable to the hearing requested herein, which requires legal notice of only ten (10) days.

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Pertinent data concerning the intended application will be made available for inspection at the offices of the undersigned. Any person wishing to inspect such data should call the undersigned at (318) 221-6858 during normal business hours or write the undersigned at the above address in order to arrange a date and time for such inspection. A copy of any such pertinent data can be obtained at the expense of the requesting party.

A list of the names and addresses of all Interested Owners, Represented Parties and Interested Parties (as defined in the Rules of Procedure) is attached hereto, and a copy of this notice, is being sent to each of such persons. A reasonable effort has been made to determine that the enclosed list includes all of the persons to whom this notice must be sent under the Rules of Procedure.

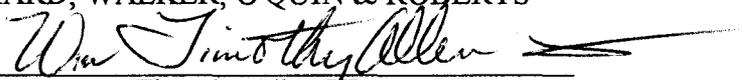
A check in the amount of \$1,510.00 made payable to the Commissioner of Conservation is enclosed herewith as the statutory fee for holding the requested hearing.

This application is being filed in duplicate, and a copy hereof is being sent to Mr. James C. Broussard, Shreveport District Manager of the Office of Conservation, and to each Interested Owner, Represented Party and Interested Party whose name is shown on the attached list.

Very truly yours,

BLANCHARD, WALKER, O'QUIN & ROBERTS

By: _____



Wm. Timothy Allen III

Attorneys for Clayton Williams Energy, Inc.

WTAlII:kml
Enclosures

cc: Mr. James C. Broussard, District Manager
Office of Conservation, Shreveport, La. (w/enclosures)
cc: Interested Owners, Represented Parties
and Interested Parties