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April 27, 2006

APPLICATION

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7978-65769

Honorable James H. Welsh
Commissioner of Conservation
P.O. Box 94275
Baton Rouge, LA 70804-7275

Re: 1,700' Zone, Reservoir A
Empire Field
Plaquemines Parish, Louisiana

Dear Commissioner Welsh:

Application is hereby made on behalf of **CLAYTON WILLIAMS ENERGY, INC.** for the calling of a public hearing, after thirty (30) days legal notice, to consider evidence relative to the issuance of orders concerning the following matters pertaining to the **1,700' Zone, Reservoir A**, in the **Empire Field**, Plaquemines Parish, Louisiana, to-wit:

1. To establish rules and regulations and create a single drilling and production unit for the exploration for and production of gas and condensate, such unit to be designated the 1700 RA SUA;
2. To force pool and integrate all separately owned tracts, mineral leases and other property interests within the proposed unit, with each tract sharing in unit production on a surface acreage basis of participation;
3. To provide that any future wells drilled to the 1,700' Zone, Reservoir A, within or outside of the proposed unit, should be located in accordance with the spacing provisions of Statewide Order No. 29-E;

4. To provide that the Commissioner of Conservation should be authorized to reclassify the 1,700' Zone, Reservoir A, by supplemental order without the necessity of a public hearing if the producing characteristics of the reservoir change and evidence to justify such reclassification is submitted to and accepted by the Commissioner of Conservation; and
5. To consider such other matters as may be appropriate and justified by the evidence presented at the hearing.

The 1,700' Zone, Reservoir A, in the Empire Field, Plaquemines Parish, Louisiana, is hereby defined as being that gas and condensate bearing sand encountered between the depths of 1,729 feet and 2,530 feet (electrical log measurements) in the Shell Oil Company – West "K" Sand Unit J (Riley) No. 1 Well (Serial Number 77410), located in Section 3, Township 20 South, Range 28 East, Plaquemines Parish, Louisiana.

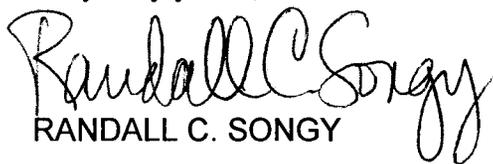
No conference to discuss the proposed application was held, as none was requested within the delays provided for by the Rules of Procedures; therefore, no opposition to this Application at the hearing is anticipated.

Pertinent data relating to the proposed application can be obtained, AT THE COST OF THE REQUESTING PARTY, by contacting Bill Dale at W.H. Robbins & Associates, 302 La Rue France, Lafayette, Louisiana 70508, (337)232-5004.

There is attached hereto and made a part hereof a plat outlining the proposed unit and a list of the names and addresses of the interested parties to whom this unitization proposal is being sent. Pursuant to the Revised Rules of Procedure, such list of parties is being furnished ONLY to the Commissioner of Conservation and to the District Manager of the Lafayette District of the Office of Conservation. However, the list of parties will be provided to any party requesting a copy of it. A reasonable effort was made to ascertain the names and addresses of all Interested Owners, Represented Parties and Interested Parties.

Finally, enclosed herein is our check in the amount of \$755.00 made payable to the Office of Conservation in payment of the required hearing application fee.

Very truly yours,


RANDALL C. SONGY

RCS/elg/bad
Enclosures

cc: Mr. Richard Hudson, District Manager
Office of Conservation

All Interested Owners, Interested Parties and
Represented Parties

P.S. To all Interested Owners, Represented Parties and Interested Parties:

You may have received this Application even though your property is not included in the proposed unit, because the Revised Rules of Procedure require us to attempt to also notify everyone owning an interest in the area "proximate to" the proposed units. In some cases, the area proximate to proposed units can extend as far as one-half mile outside the unit boundary.

Your receipt of this Application does not require you to take any action. It is meant to notify you of these proceedings so that you have the opportunity to participate if you so desire.

R 28 E

R 29 E

2
CWEI Encalade
12165' MD
11887' VD

CWEI
SL 16710
11856'

3
Hurricane
Edward May
Joseph C. May et al
Carmichael & Coyle

4

5

6

51

52

T
20
S

1700 RA SUA
(UNDRILLED)
± 160 ACRES

LL & E

21

33

C & K Petroleum
La. Land & Expl.

1
12595'

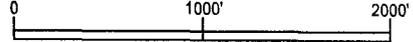
EXHIBIT NO.
DOCKET NO.

DATE:

CLAYTON WILLIAMS ENERGY, INC.

EMPIRE FIELD
PLAQUEMINES PARISH, LOUISIANA

PROPOSED UNIT
1700' ZONE



GRAPHICS BY: GEOLAND GRAPHICS, LLC LAFAYETTE, LA (337) 233-1887



W. H. ROBBINS & ASSOCIATES LLC
CONSULTING GEOLOGISTS
Lafayette, Louisiana (337) 232-5004

NOTE: ALL BOUNDARIES ARE GEOGRAPHIC