

BLANCHARD WALKER

A TRADITION OF EXCELLENCE SINCE 1917

BLANCHARD, WALKER, O'QUIN & ROBERTS
A PROFESSIONAL LAW CORPORATION

400 Texas Street, Suite 1400
Shreveport, LA 71101
Firm: 318.221.6858
Fax: 318.227.2967
Web: www.bwor.com

August 6, 2008

Mailing Address:
P.O. Drawer 1126
Shreveport, LA 71163-1126

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
Alternate Unit Well
Lower Cotton Valley Formation, Reservoir A
LCV RA SUPP
Terryville Field
Lincoln Parish, Louisiana
Our File No. 450592.37

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 Lower Cotton Valley Formation, Reservoir A, in the Terryville Field, Lincoln Parish, Louisiana:

1. To permit the Applicant to drill, designate and utilize an additional alternate unit well for LCV RA SUPP, at the location shown on the plat attached hereto, in exception to the well spacing provisions of the 370-B Series of Office of Conservation Orders.
2. To explicitly find that the proposed alternate unit well is necessary to drain a portion of the Lower Cotton Valley Formation, Reservoir A, in the Terryville Field, underlying LCV RA SUPP, which cannot be efficiently and economically drained by any existing well in such unit.
3. To consider such other matters as may be appropriate and justified by the evidence presented at the hearing.

The Lower Cotton Valley Formation, Reservoir A, in the Terryville Field, Lincoln Parish, Louisiana, was redefined in Office of Conservation Order No. 370-B-148, effective April 22, 2008, INsofar AS LCV RA SUPP is concerned.

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.

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.

Commissioner of Conservation
August 6, 2008
Page 2

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, with the annexed plat, 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.

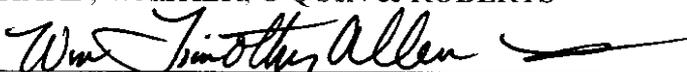
A check in the amount of \$755.00 made payable to the Commissioner of Conservation is enclosed herewith as the statutory fee for holding the requested hearing.

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: _____



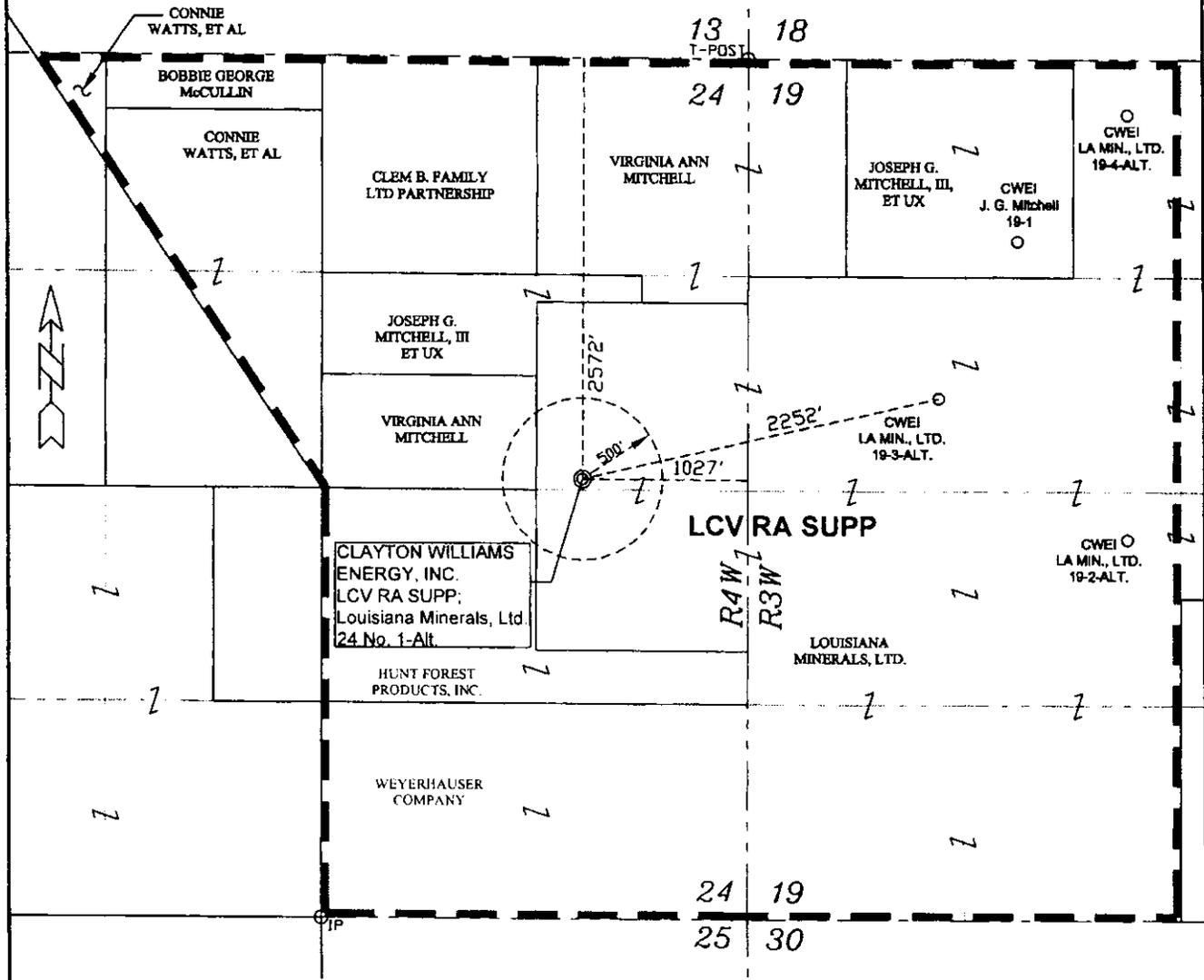
Wm. Timothy Allen III

Attorneys for Clayton Williams Energy, Inc.

WTAll:kmw
Enclosures

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

TOWNSHIP 19 NORTH, RANGE 3 WEST,
LINCOLN PARISH, LOUISIANA



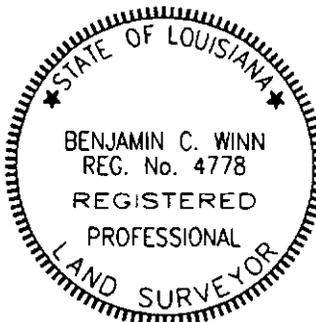
PROPOSED ALTERNATE UNIT WELL
CLAYTON WILLIAMS ENERGY, INC.
LCV RA SUPP; Louisiana Minerals, Ltd. 24 No. 1-Alt.

Located 2572 feet from the North line and 1027 feet
from the East line of SECTION 24, T19N-R4W,
LINCOLN PARISH, LOUISIANA

January 28, 2008



Scale: 1" = 1000'



Ground Elev.: 142.8'
Latitude: 32°37'14.911"
Longitude: 92°43'43.823"
X = 1,929,537.39
Y = 710,912.00
NAD 27 - LA North Zone
Determined by GPS/OPUS

I hereby certify that this plat accurately reflects this location as staked
on the ground

Benjamin C. Winn 2/11/08
Benjamin C. Winn, P.E., P.L.S. (LA Reg. No. 4778) Date:
Winn Surveying & Engineering, L.L.C.
Homer, LA 71040 (318) 927-4089

NOTE: There are no structures within a 500 foot radius
of this well location as staked.