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August 14, 2008

OF COUNSEL
WILLIAM G. CONLY

Honorable James H. Welsh
Commissioner of Conservation
State of Louisiana
Post Office Box 44275
Baton Rouge, Louisiana 70804-4275

Re: APPLICATION FOR PUBLIC HEARING.

Hosston Formation, Reservoir A; Cotton Valley Formation; Reservoir A; and Haynesville Zone, Reservoir A; THORN LAKE FIELD, Red River Parish, Louisiana.

Dear Sir:

MATADOR PRODUCTION COMPANY ("Applicant") hereby respectfully applies for a public hearing to consider evidence relative to the issuance of Orders pertaining to the following matters relating to the Hosston Formation, Reservoir A, the Cotton Valley Formation, Reservoir A, and the Haynesville Zone, Reservoir A, in the Thorn Lake Field, Red River Parish, Louisiana.

1. To establish rules and regulations governing the exploration for and production of gas and condensate from the Hosston Formation, Reservoir A, and to create a single drilling and production unit for the Hosston Formation, Reservoir A, such unit being shown on an attached plat and being designated HOSS RA SUA.
2. To create one (1) additional drilling and production unit for the exploration for and production of gas and condensate from the Haynesville Zone, Reservoir A, such unit being shown on an attached plat and being designated HA RA SUG.
3. To create one (1) additional drilling and production unit for the exploration for and production of gas and condensate from the Cotton Valley Formation, Reservoir A, such unit being shown on an attached plat and being designated CV RA SUQ.
4. To force pool and integrate all separately owned tracts, mineral leases and other property interests within each of the proposed units with each tract sharing in unit production on a surface acreage basis of participation.
5. To designate an operator of, and unit wells for, the proposed units as may be appropriate.
6. To propose that future wells drilled to the Haynesville Zone, Reservoir A, within or outside of the unit proposed herein be located no closer than 330 feet to any unit line and no closer than

660 feet to any well completed in, drilling to, or for which a permit has been granted to drill to the Haynesville Zone, Reservoir A.

7. To propose that future wells drilled to the Hosston Formation, Reservoir A, within or outside of the unit proposed herein be located no closer than 330 feet to any unit line and no closer than 660 feet to any well completed in, drilling to, or for which a permit has been granted to drill to the Hosston Formation, Reservoir A.

8. To permit Applicant to combine downhole production from the Hosston Formation, Reservoir A, from the Cotton Valley Formation, Reservoir A, and from the Haynesville Zone, Reservoir A, or any combination thereof, in any well drilled on the units proposed herein in which the ownership interests in the units from which production is combined downhole are identical.

9. To define the Hosston Formation, Reservoir A, as that gas and condensate bearing interval encountered between the depths of 6,333 feet and 8,871 feet (electrical log measurements) in the Matador Production Company -- Blount Farms 2 No. 1 Well located in Section 2, Township 14 North, Range 12 West, Red River Parish, Louisiana.

10. To redefine the Cotton Valley Formation, Reservoir A, insofar and only insofar as to the proposed additional unit, as that gas and condensate bearing interval encountered between the depths of 8,871 feet and 9,930 feet (electrical log measurements) in the Matador Production Company -- Blount Farms 2 No. 1 Well, located in Section 2, Township 14 North, Range 12 West, Red River Parish, Louisiana.

11. To define the Haynesville Zone, Reservoir A, insofar and only insofar as to the proposed additional unit, as that gas and condensate bearing interval encountered between the depths of 9,930 feet and 11,963 feet (electrical log measurements) in the Matador Production Company -- Blount Farms 2 No. 1 Well, located in Section 2, Township 14 North, Range 12 West, Red River, Louisiana.

12. To extend, except as in conflict herewith, the provisions of Office of Conservation Order No. 1145, effective July 31, 1981, as amended and supplemented by the Order No. 1145-A series of Orders, to the proposed additional unit for the Cotton Valley Formation, Reservoir A.

13. To consider such other matters as may be pertinent to these proposals.

The Cotton Valley Formation, Reservoir A, in the Thorn Lake Field, Red River and Caddo Parishes, Louisiana, was defined in Office of Conservation Order No. 1145, effective July 31, 1981.

Any pertinent data concerning this application will be available for inspection at the offices of Mr. Louis Gilbert, Louis Gilbert & Associates, Inc., 3636 N. Causeway Blvd., Suite 204, Metairie, Louisiana 70002-7216. Any person wishing to inspect any such data should call Mr. Gilbert at (504) 834-8112 during normal business hours in order to arrange a date and time for such inspection.

Honorable James H. Welsh
August 14, 2008
Page 3

A copy of any such pertinent data which is not otherwise available from the records of the Louisiana Office of Conservation can be obtained from Applicant at the expense of the requesting party.

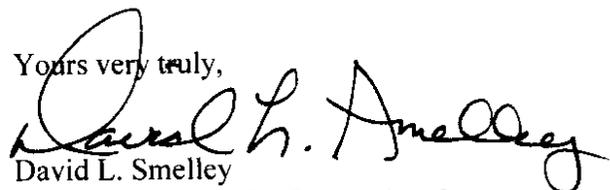
By letter dated August 1, 2008, Applicant gave notice, in accordance with the Revised Rules of Procedure, of its intention to apply for a public hearing concerning these proposals and set August 22, 2008, as the tentative date for the pre-application conference. No request for the conference was received within ten (10) days after the date of said letter; therefore, no pre-application conference will be held.

Pursuant to the Revised Rules of Procedure, Applicant has made a reasonable effort to obtain the names and addresses of all Interested Owners, Represented Parties and Interested Parties to whom notice of this application is being sent and has attached hereto a list of the names and addresses of such parties. A copy of each of the unit plats showing the units proposed to be created (which are identical to the plats attached to the pre-application notice) is enclosed herewith, and a copy of this letter and of the attached plats is being sent to the District Manager of the Shreveport District of the Office of Conservation and to the Interested Owners, Represented Parties and Interested Parties as shown on the attached list.

Applicant will provide for posting of a copy of the Legal Notice of this hearing, and of the enclosed plats, at a prominent place in the area affected and will cause publication of the Legal Notice in a newspaper published in the general area of Thorn Lake Field, all in accordance with the Revised Rules of Procedure. Furthermore, Applicant will mail a copy of the Legal Notice to all Interested Owners, Represented Parties and Interested Parties promptly upon receipt of the Legal Notice from the Commissioner.

Finally, enclosed herewith is our check payable to the Office of Conservation covering the application fee.

Yours very truly,



David L. Smelley
-- Attorney for Matador Production Company

DLS:dp

Enclosures

cc: Mr. James C. Broussard (w/encls.)
Mr. Cody Hubbell (w/encls.)
Ms. Denise Cramer (w/encls.)
Mr. Louis Gilbert (w/encls.)
Interested Owners, Represented Parties
and Interested Parties (w/plats only)

HOSS RA
SU 65
15
N 34
Marlin
Risinger, Jr.

MATADOR **R 12 W** MATADOR
BLOUNT
FARMS 35
Charles Egan
35
HOSS RA SU 66
CADDO PARISH
Thomas Blount Sr.

Commercial National
Bank in Shreveport
MATADOR **36**
HOSS RA
SU 67
MATADOR

RED RIVER PARISH

HOSS RA SU A
BLOUNT FARMS 2 NO. 1
+/- 640 ACRES

Cannisia
Plantation, L.L.C.



Kjell Waerstad

Kjell Waerstad

T
14 3
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T.C. Blount

Cannisia Plantation, L.L.C.

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EXHIBIT NO.

DOCKET NO. 08-

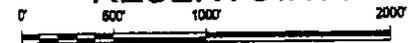
LEGEND

- -PROPOSED UNIT
- - - - - -HOSSTON UNITS, CASPIANA,
AS PER 191-B SERIES OF ORDERS
- -UNIT WELL
- △ -PROPOSED UNIT WELL
- -PROPOSED ALTERNATE UNIT WELL
ON OFFSET UNIT
- WELLS LESS THAN 5000'
REMOVED FROM BASE

MATADOR PRODUCTION COMPANY

THORN LAKE FIELD
RED RIVER PARISH, LOUISIANA

PROPOSED UNIT PLAT
**HOSSTON FORMATION,
RESERVOIR A**



DATE:

THORN LAKE-08.DGN

LOUIS GILBERT & ASSOCIATES, INC.

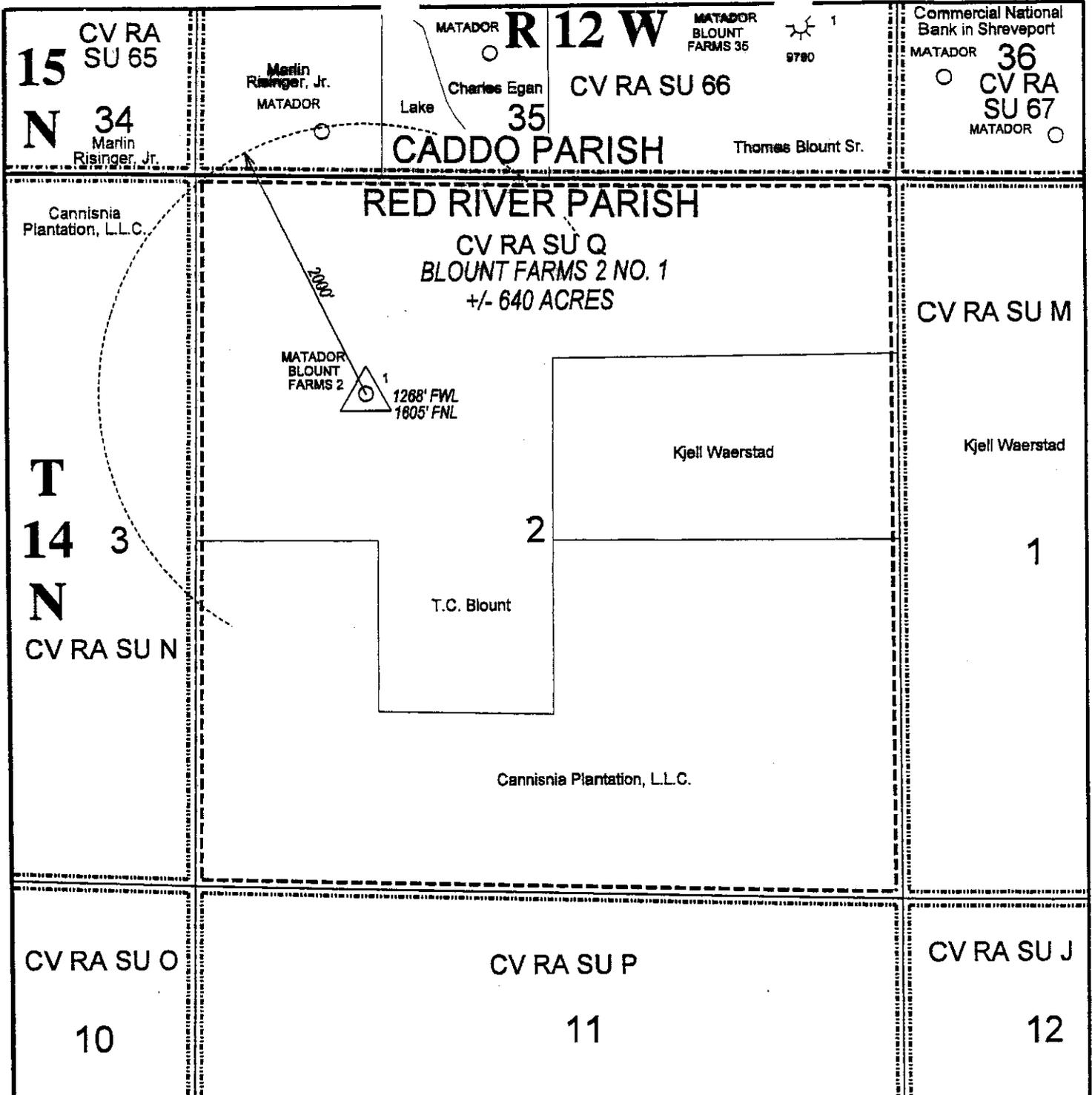


EXHIBIT NO. _____ DOCKET NO. 08-

LEGEND	
-----	-AS PER 1145-A SERIES OF ORDERS
-----	PROPOSED UNIT
-----	-COTTON VALLEY UNITS, CASPIANA AS PER 191-A SERIES OF ORDERS
○	-UNIT WELL
△	-PROPOSED UNIT WELL
○	-PROPOSED ALTERNATE UNIT WELL ON OFFSET UNIT
WELLS LESS THAN 5000' REMOVED FROM BASE	

MATADOR PRODUCTION COMPANY
THORN LAKE FIELD RED RIVER PARISH, LOUISIANA
PROPOSED UNIT PLAT COTTON VALLEY FORMATION, RESERVOIR A
DATE: _____
LOUIS GILBERT & ASSOCIATES, INC.



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(CASP-
IANA)
34
Marlin
Risinger, Jr.

Marlin
Risinger, Jr.

R 12 W

MATADOR
BLOUNT
FARMS 35

9780

Commercial National
Bank in Shreveport
36

Lake Charles Egan
35

HA RB SU G
(CASPIANA)

CADDO PARISH

Thomas Blount Sr.

RED RIVER PARISH

HA RA SU G
BLOUNT FARMS 2 NO. 1
+/- 640 ACRES

Cannisnia
Plantation, L.L.C.

MATADOR
BLOUNT
FARMS 2



1268' FWL
1805' FNL

Kjell Waerstad

HA
RA SU F
(PENDING)

Kjell Waerstad

T
14 3
N

2

T.C. Blount

1

Cannisnia Plantation, L.L.C.

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EXHIBIT NO.

DOCKET NO. 08-

MATADOR PRODUCTION COMPANY

THORN LAKE FIELD
RED RIVER PARISH, LOUISIANA

PROPOSED UNIT PLAT
HAYNESVILLE ZONE, RESERVOIR A

0 500' 1000' 2000'

DATE:

THORN LAKE-08.DGN

LOUIS GILBERT & ASSOCIATES, INC.

LEGEND

- -PROPOSED UNIT
- -PENDING UNIT
- △ -PROPOSED UNIT WELL

WELLS LESS THAN 5000'
REMOVED FROM BASE