

BLANCHARD WALKER

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BLANCHARD, WALKER, O'QUIN & ROBERTS
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October 8, 2008

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

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

WM. TIMOTHY ALLEN, III
Direct: 318.934.0217
Email: tallen@bwor.com

RE: HEARING APPLICATION
Gray Sand, Reservoir E
Cotton Valley Field
Webster Parish, Louisiana
Our File No. 450592.39

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 Gray Sand, Reservoir E, in the Cotton Valley Field, Webster Parish, Louisiana:

1. To create two (2) additional drilling and production units (to be designated as GRAY RE SUN and GRAY RE SUO), as shown on the attached plat, for the exploration for and production of gas and condensate from the Gray Sand, Reservoir E, in the Cotton Valley Field, Webster Parish, Louisiana;
2. To force pool and integrate all separately owned tracts, mineral leases, and other property interests within the proposed units, with each tract sharing in unit production on a surface acreage basis of participation.
3. Except to the extent contrary herewith, to extend the provisions of the Office of Conservation 10-EE Series of Orders, to the proposed units; and
4. To consider such other matters as may be appropriate and justified by the evidence presented at the hearing.

The Gray Sand, Reservoir E, in the Cotton Valley Field, was initially defined in Office of Conservation Order No. 10-EE-10, effective September 10, 2002, and was redefined in Office of Conservation Order No. 10-EE-18, effective March 22, 2005.

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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 application, 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.

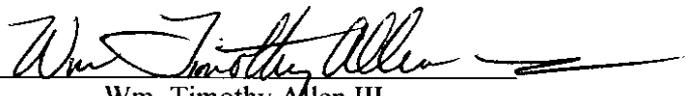
A Pre-Application Conference was held at the offices of Blanchard, Walker, O'Quin & Roberts, 15th Floor, Chase Bank Tower, 400 Texas Street, Shreveport, Louisiana, on Wednesday, October 8, 2008, at 10:00 a .m. In addition to the Applicant's representatives, said conference was attended by the parties shown on the attached attendance list. Following a presentation by Applicant's representatives as to the geological and other bases for its proposal, a general discussion ensued prior to adjournment. It is anticipated that the hearing regarding the captioned matter will be uncontested.

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.

WTAIII/kmw
Enclosures

cc: Mr. James C. Broussard, Shreveport District Manager,
Office of Conservation (w/enclosures)
Interested Owners, Represented Parties
and Interested Parties (w/plat and attendance list only)
Pre-Application Conference Attendees (w/plat and attendance list only)

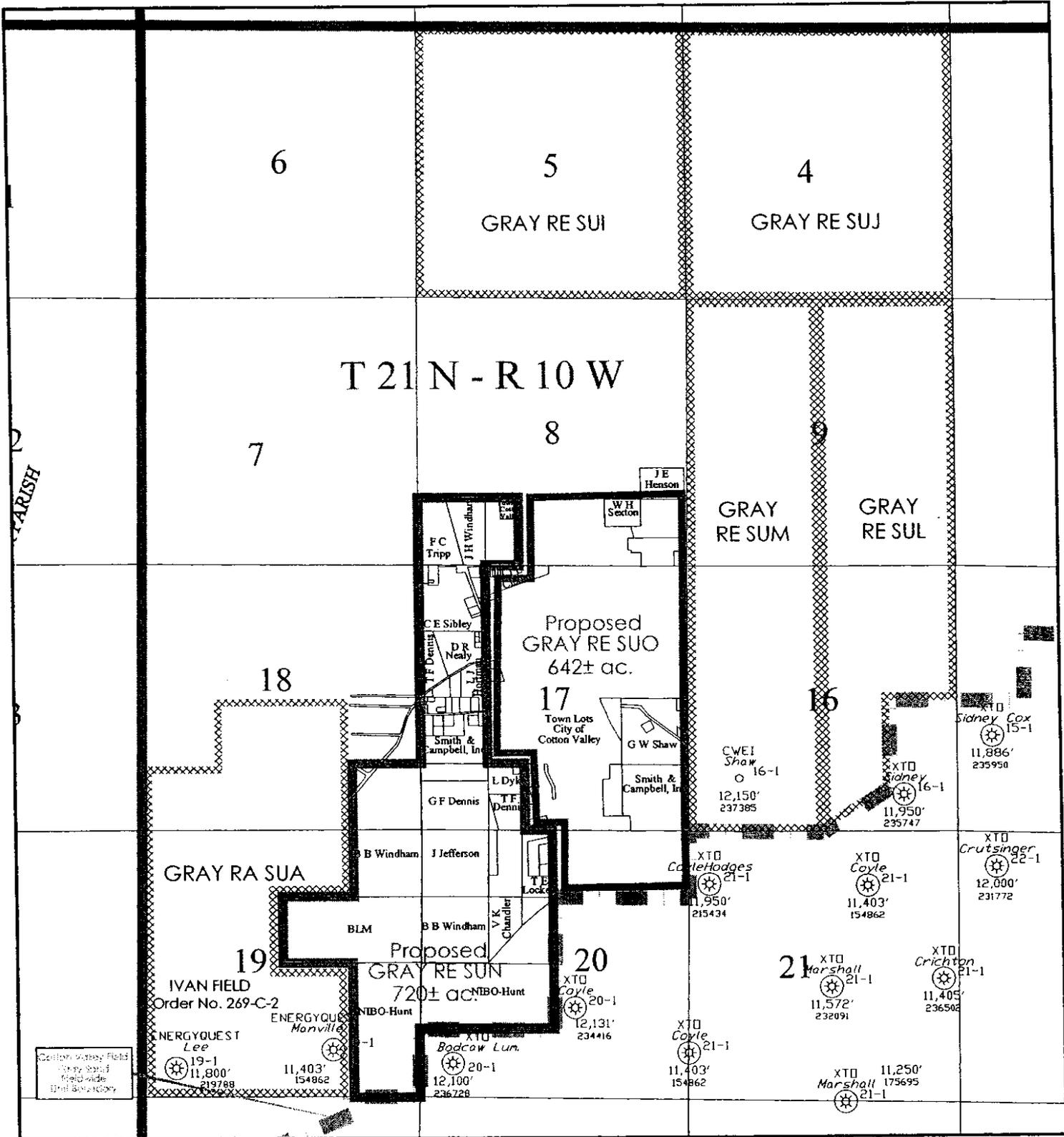


Exhibit No. _____

September 12, 2007

Docket No. _____



COTTON VALLEY FIELD

Webster Parish, LA

PROPOSED GRAY RESERVOIR "E" SAND UNITS

- Gray Sand Producer
- Gray Sand Penetration/Completing
- Approved Unit Boundary
- Proposed Unit Boundary