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February 22, 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.

Bodcaw Formation; Davis Zone, Reservoir A, of the  
Cotton Valley Formation; and Cotton Valley  
Formation, Reservoir A; BLACKBURN FIELD,  
Claiborne Parish, Louisiana.

and

Upper Davis Sand and Taylor Sand, EAST  
BLACKBURN FIELD, Claiborne Parish, Louisiana.

Dear Sir:

RIVERSTONE ENERGY OPERATING, L.L.C. ("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 Bodcaw Formation; Davis Zone, Reservoir A, of the Cotton Valley  
Formation; Cotton Valley Formation, Reservoir A; Upper Davis Sand; and Taylor Sand; in the  
Blackburn and East Blackburn Fields, Claiborne Parish, Louisiana:

Upper Davis Sand and Taylor Sand  
East Blackburn Field

1. To dissolve the unit shown on an attached plat and designated U DAVIS SU VI,  
comprising the entirety of Section 28, Township 22 North, Range 8 West, Claiborne Parish, Louisiana,  
created for the Upper Davis Sand by Office of Conservation Order No. 488, effective February 1, 1960.

2. To dissolve the unit shown on an attached plat and designated TAY SU VI, comprising the entirety of Section 28, Township 22 North, Range 8 West, Claiborne Parish, Louisiana, created for the Taylor Sand by Office of Conservation Order No. 488-A, effective February 1, 1960.

The Upper Davis Sand in the East Blackburn Field, Claiborne Parish, Louisiana, was defined in Office of Conservation Order No. 488, effective February 1, 1960.

The Taylor Sand in the East Blackburn Field, Claiborne Parish, Louisiana, was defined in Office of Conservation Order No. 488-A, effective February 1, 1960.

Bodcaw Formation; Davis Zone,  
Reservoir A, of the Cotton Valley Formation;  
and  
Cotton Valley Formation, Reservoir A, Blackburn Field

1. To dissolve the unit shown on an attached plat and designated BOD SU, comprising the entirety of Section 30, Township 22 North, Range 8 West, Claiborne Parish, Louisiana, created for the Bodcaw Formation by Office of Conservation Order No. 353, effective November 1, 1956.

2. To dissolve the units shown on an attached plat and designated CV DAVIS RA SUA and CV DAVIS RA SUB, comprising, respectively, the entirety of Sections 30 and 29, Township 22 North, Range 8 West, Claiborne Parish, Louisiana, created for the Davis Zone, Reservoir A, of the Cotton Valley Formation by Office of Conservation Order No. 353-D, effective January 6, 1981.

3. To establish rules and regulations governing the exploration for and production of gas and condensate from the Cotton Valley Formation, Reservoir A.

4. To create three (3) drilling and production units for the exploration for and production of gas and condensate from the Cotton Valley Formation, Reservoir A, such units being shown on an attached plat and being designated CV RA SUA through CV RA SUC.

5. To force pool and integrate all separately owned tracts, mineral leases and other property interests within each of the proposed units in accordance with Section 10, Title 30, of the Louisiana Revised Statutes of 1950, with each tract sharing in unit production on a surface acreage basis of participation.

6. To designate an operator of, and unit well for, the proposed units as may be appropriate.
7. To provide that future wells drilled to the Cotton Valley Formation, Reservoir A, within or outside of the units proposed herein be located in accordance with the provisions of Statewide Order No. 29-E.
8. To define the Cotton Valley Formation, Reservoir A, as that gas and condensate bearing interval encountered between the measured depths of 8,560 feet and 10,400 feet in the RiverStone Energy Operating, L.L.C.--Worley Estate No. 1 Well, located in Section 29, Township 22 North, Range 8 West, Claiborne Parish, Louisiana.
9. To consider such other matters as may be pertinent to any of these sands and formations.

The Bodcaw Formation in the Blackburn Field, Claiborne Parish, Louisiana, was defined in Office of Conservation Order No. 353, effective November 1, 1956.

The Davis Zone, Reservoir A, of the Cotton Valley Formation in the Blackburn Field, Claiborne Parish, Louisiana, was defined in Office of Conservation Order No. 353-D, effective January 6, 1981.

Pertinent data concerning this application will be available for inspection at the offices of Mr. Craig C. Barclay, 522 Dumbarton, Shreveport, Louisiana 71106. Any person wishing to inspect such data should call Mr. Barclay (318) 869-2223 during normal business hours in order to arrange a date and time for such inspection. A copy of any such data which is not otherwise available at the Office of Conservation can be obtained from Applicant at the expense of the requesting party.

By letter dated December 6, 2007, Applicant gave notice, in accordance with the Revised Rules of Procedure, of its intention to apply for a public hearing concerning these proposals and a pre-application conference with respect to Applicant's proposals was thereafter held beginning at 2:00 o'clock p.m. on February 21, 2008, in Shreveport, Louisiana. Attached is a list of the names and addresses of those persons present at the conference.

The purpose of the conference was explained as well as the bases for Applicant's proposals by sufficient data and detail for those present at the conference to have a reasonable opportunity to discuss the proposals and attempt to resolve any differences in good faith. Following

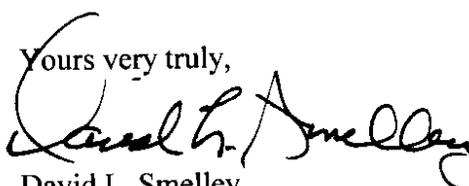
Honorable James H. Welsh  
February 22, 2008  
Page 4

this presentation there was a general question and answer period concerning the proposals of Applicant. Thereafter the conference was adjourned with no counterplan having been presented, although Tim Allen, on behalf of Blackburn Land & Timber and the Worley Family, stated that they were reserving their rights.

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 (which are identical to the plats attached to the pre-application notice) is enclosed herewith, and a copy of this letter and of each 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 Blackburn and East Blackburn Fields, 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 RiverStone Energy Operating, L.L.C.

DLS:dp

Enclosures

cc: Mr. Jim Broussard (w/encls.)  
Mr. Guy Fuller (w/encls.)  
Mr. Craig Barclay (w/encls.)  
Interested Owners, Represented Parties  
and Interested Parties (w/plats only)

R 8 W

19 STATES OIL  
Trinley #1  
8862Z

STROUD  
Kilpatrick #1  
1175Z

DUAL  
Knox #1  
11061' JOB  
Knox #1  
12100'

30 PAN-AM  
Woods #1  
10359'

31 BASS  
Garland A #1  
8500'

PAN-AM  
Merizango #1  
9475'

20

BROYLES  
Worley #1  
8990'

SPEARS  
Worley #1  
8031'

29 RIVERSTONE  
Worley #1  
10850'

SOUTHWEST  
Worley #1  
9325'

32

21

BAND  
Robinson #1  
3100'

28 SCLAR & PHILLIPS  
Kendrick #1  
10600'

SPEARS  
Borner-Paxon #1  
9302'

WHEELS  
Martin #1  
10750'  
SN 203445

22

TAY SUV  
U DAVIS SUV

27 22  
N

TAY SUVI  
TO BE DISSOLVED

TAY SUA  
U DAVIS SUA

TAY SUI  
U DAVIS SUI

33

**RiverStone Energy Operating, LLC**  
**EAST BLACKBURN FIELD**  
CLAIBORNE PARISH, LOUISIANA

PROPOSED DISSOLUTION OF APPROVED UNITS  
**TAY SUVI & U DAVIS SUVI**

LEGEND  
APPROVED UNIT WELL TAYLOR SAND  
APPROVED UNIT BOUNDARY TAYLOR SAND



EXHIBIT NO. 1

R 8 W

19

STATES OIL  
Tinsley #1  
8852'

BOD SU

STROUD  
Kipstick #1  
11752'

DUAL  
Knox #1  
SN 218312  
ST INACTIVE  
11051'  
LAW Prod 05/04  
JOB  
Knox #1  
12100'

BOD SU  
TO BE DISSOLVED

30

PAN-AM  
Woods #1  
SN 47268  
PELA 3/31/62  
10359'

CV DAVIS RA SUA  
TO BE DISSOLVED

CV DAVIS RA SUD

31

BASS  
Gardner A #1  
SN 9500'  
PAN AM  
Marzinger #1  
SN 172675  
9475'

20

BROYLES  
Worley #1  
8990'

SPEARS  
Worley #1  
9031'

29

RIVERSTONE  
Worley #1  
SN 239893  
10,800'  
WHELESS  
Worley #1  
10850'  
SN 201343  
PELA 4/20/87

CV DAVIS RA SUB  
TO BE DISSOLVED

CV DAVIS RA SUC

SOUTHWEST  
Worley #1  
9325'

21

BAIRD  
Robinson #1  
3100'

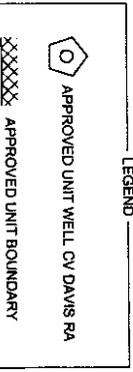
28

SKLAR & PHILLIPS  
Kendrick #1  
10500'

SPEARS  
Bonner-Pattin #1  
9302'

WHELESS  
Martin #1  
10750'

T  
22  
N



<b>RiverStone Energy Operating, LLC</b>
<b>BLACKBURN FIELD</b>
CLAIBORNE PARISH, LOUISIANA
PROPOSED DISSOLUTION OF APPROVED UNITS
<b>CV DAVIS RA SUA &amp; CV DAVIS RA SUB</b>
<b>BOD SU (SEC. 30)</b>
EXHIBIT NO. 1

R 8 W

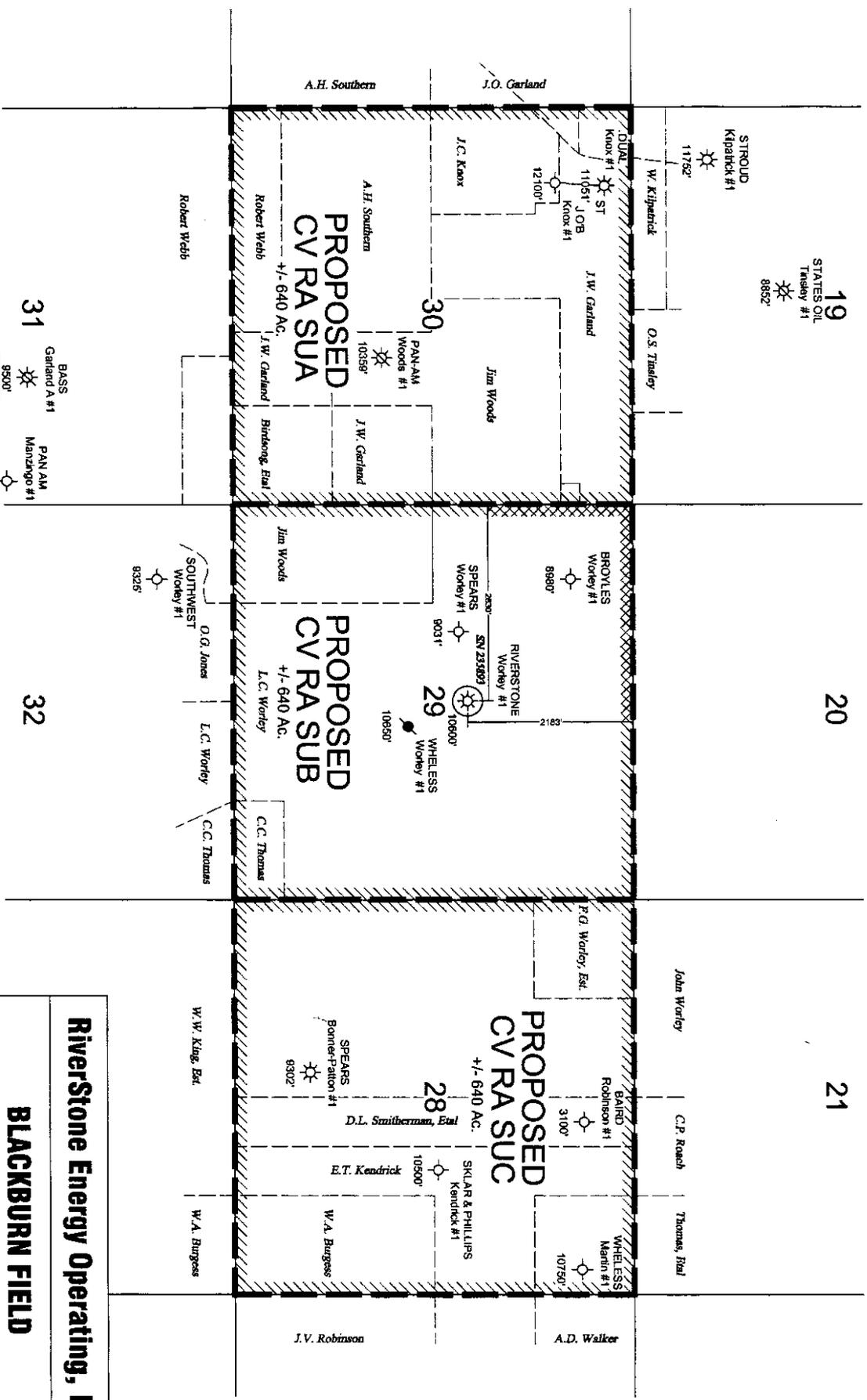
19

STATES OIL  
Tinsley #1  
8852'

20

21

T  
22  
N



**LEGEND**

- PROPOSED UNIT WELL FOR PROPOSED CV RA SUB  
RIVERSTONE / WORLEY #1 (SN 233893)
- ▨ PROPOSED UNIT BOUNDARY FOR PROPOSED UNITS CV RA SUA, CV RA SUB, & CV RA SUC



**RiverStone Energy Operating, LLC**

**BLACKBURN FIELD**  
CLAIBORNE PARISH, LOUISIANA

PROPOSED UNITS AND UNIT WELL

**COTTON VALLEY, RESERVOIR A**

EXHIBIT NO. 1