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September 1, 2009

APPLICATION

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LL.M. IN TAXATION
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7097-69603

Honorable James H. Welsh
Commissioner of Conservation
Louisiana Office of Conservation
P.O. Box 94275
Baton Rouge, LA 70804-4275

Re: Haynesville Zone, Reservoir B
Red River-Bull Bayou Field
DeSoto and Red River Parishes, Louisiana

Dear Commissioner Welsh:

Application is hereby made on behalf of **CHESAPEAKE OPERATING, INC.**, for the calling of a public hearing, after thirty (30) days legal notice, to consider evidence relative to the issuance of Orders pertaining to the following matters related to the **Haynesville Zone, Reservoir B**, in the **Red River-Bull Bayou Field**, DeSoto and Red River Parishes, Louisiana, for which rules and regulations were established and a pattern of drilling and production units was created by Office of Conservation Order No. 109-X-4, effective November 6, 2008, as amended and supplemented by f the 109-X Series of Orders, to-wit:

1. To create six (6) additional drilling and production units for the exploration for and production of gas and condensate from the Haynesville Zone, Reservoir B, such units to be designated HA RB SU55, HA RB SU56, HA RB SU57, HA RB SU58, HA RB SU66, and HA RB SU67;
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. To designate Chesapeake Operating, Inc. as the operator of, and a unit well for each of the proposed units, if appropriate;
4. To provide that with respect to horizontal wells drilled to the Haynesville Zone, Reservoir B, within or to serve the proposed units, where the horizontal portion of the well is cased and cemented back above the top of the Haynesville Zone, Reservoir B, the distance to any unit boundary and any offset wells(s) should be calculated based on the distance to the nearest perforation in the well, and not based on the penetration point or terminus;
5. To extend to the proposed units, to the extent not inconsistent herewith, all pertinent provisions of Office of Conservation Order No. 109-X-4, effective November 6, 2008, as amended and supplemented by the 109-X Series of Orders, and all applicable Statewide Orders; and
6. To consider such other matters as may be appropriate and justified by the evidence presented at the hearing.

The Haynesville Zone, Reservoir B, in the Red River-Bull Bayou Field, DeSoto and Red River Parishes, Louisiana was previously defined in Office of Conservation Order No. 109-X-4, effective November 6, 2008.

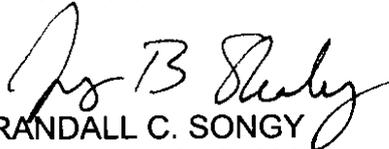
The pre-application conference tentatively scheduled for September 16, 2009, **WILL NOT BE HELD**, as it was not requested within the delays provided for by the Rules of Procedure; therefore, no opposition to this Application at the hearing is anticipated.

Pertinent data relating to the proposed application can be obtained, **AT THE COST OF THE REQUESTING PARTY**, by contacting David Comeaux, with Leon Comeaux & Associates, 305 La Rue France, Lafayette, LA 70508 (337) 233-9839.

There are attached hereto and made a part hereof two (2) plats outlining the proposed units 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 Shreveport 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
JEREMY B. SHEALY

RCS/JBS/smp/fsc
Enclosures

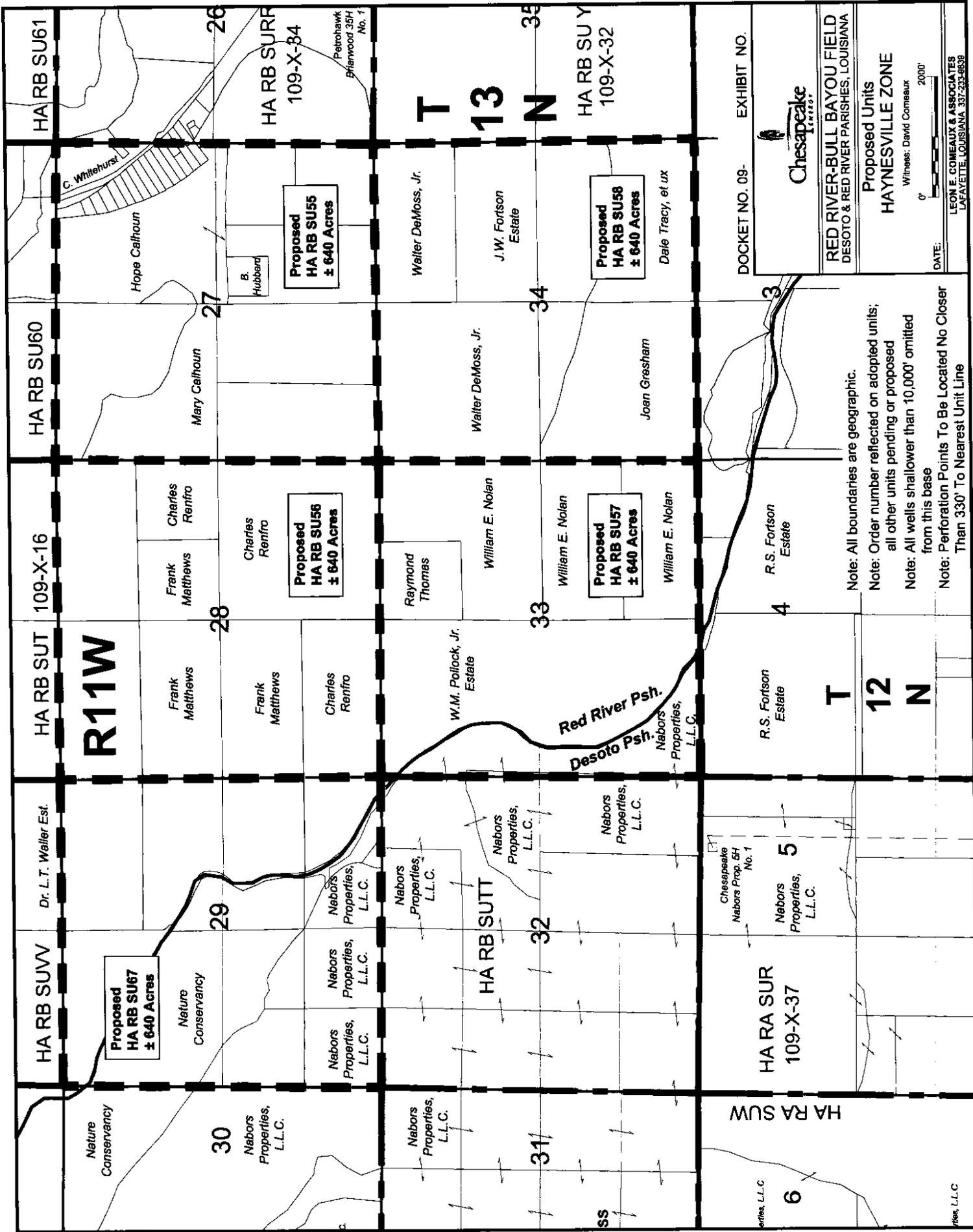
cc: Interested Owners, Represented Parties,
and Interested Parties

Mr. Jim Broussard, District Manager
Office of Conservation

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 units, 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.

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.



DOCKET NO. 09- EXHIBIT NO.



RED RIVER-BULL BAYOU FIELD
DESOTO & RED RIVER PARISHES, LOUISIANA

Proposed Units
HAYNESVILLE ZONE
Witness: David Comeaux

DATE: _____
LEON E. GOMEAUX & ASSOCIATES
LAFAYETTE, LOUISIANA 337-232-8639

Note: All boundaries are geographic.
Note: Order number reflected on adopted units; all other units pending or proposed
Note: All wells shallower than 10,000' omitted from this base
Note: Perforation Points To Be Located No Closer Than 330' To Nearest Unit Line

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R.S. Fortson Estate

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HA RA SUR 109-X-37

HA RA SUW

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HA RB SUV 109-X-16

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HA RB SUT

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HA RB SUV

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HA RB SUV

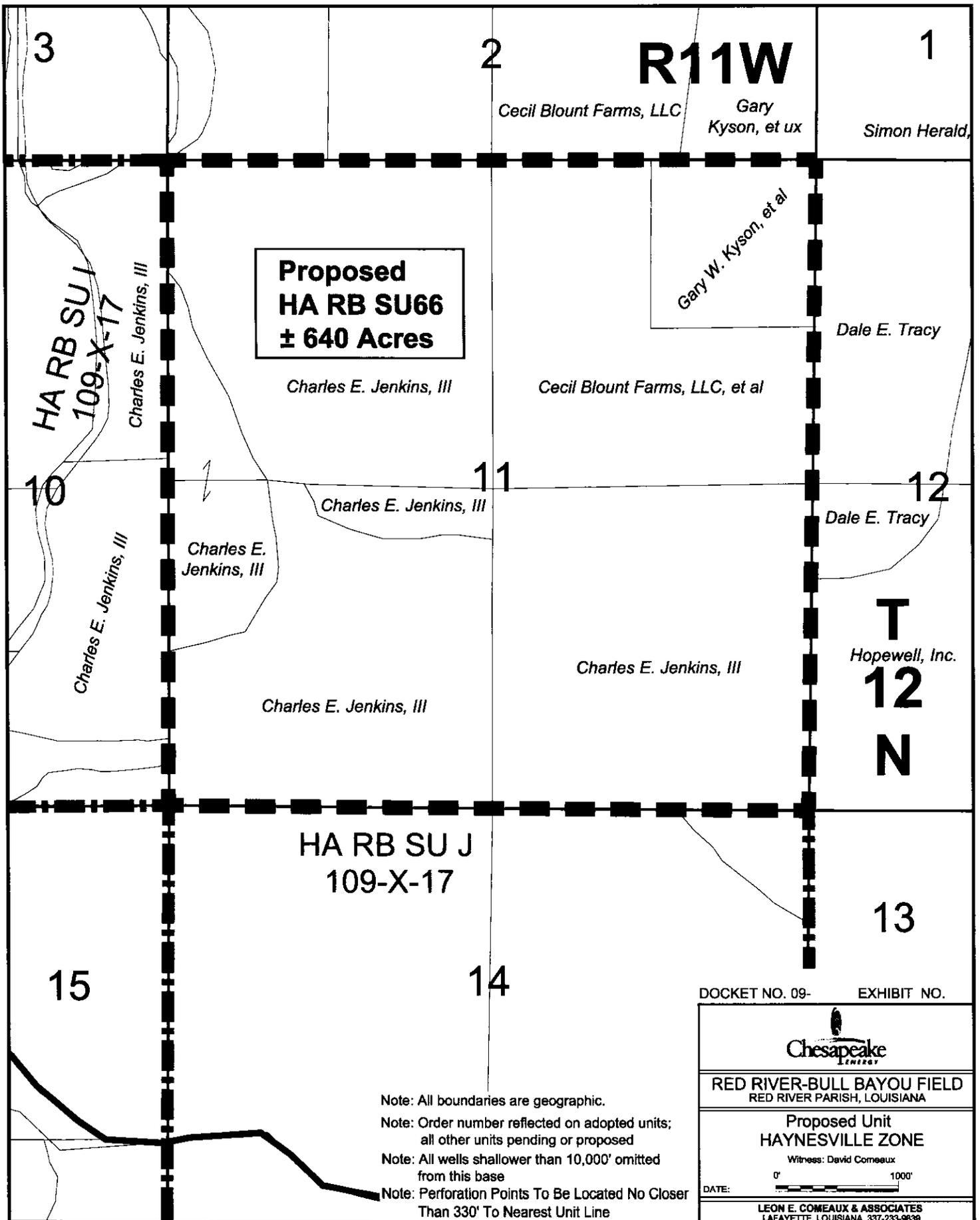
82

82

82

62

HA RB SUV



**Proposed
HA RB SU66
± 640 Acres**

**HA RB SU I
109-X-17**

**HA RB SU J
109-X-17**

DOCKET NO. 09- EXHIBIT NO.

Chesapeake
ENERGY

RED RIVER-BULL BAYOU FIELD
RED RIVER PARISH, LOUISIANA

**Proposed Unit
HAYNESVILLE ZONE**

Witness: David Comeaux

DATE: 

LEON E. COMEAUX & ASSOCIATES
LAFAYETTE, LOUISIANA 337-233-9636

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