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September 29, 2009

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

RE: Second Marginulina Howei Zone, Reservoir N
SOUTH THORNWELL FIELD
Jefferson Davis Parish, Louisiana

Dear Sir:

Application is hereby made on behalf of Hilcorp Energy Company to the Commissioner of Conservation for the calling of a public hearing, after legal notice, to consider evidence relative to the issuance of an order pertaining to the following matters relating to the Second Marginulina Howei Zone, Reservoir N, in the South Thornwell Field, Jefferson Davis Parish, Louisiana.

1. To dissolve the Marg H2 RN SUB, as established by Office of Conservation Order No. 479-B-19, effective June 14, 2000, in the South Thornwell Field, and simultaneously therewith, to create a revised unit for the exploration for and production of gas and condensate from the Second Marginulina Howei Zone, Reservoir N, in the South Thornwell Field, Jefferson Davis Parish, Louisiana.

2. To force pool and integrate all separately owned tracts, mineral leases and other property interests within the unit so created.

3. To designate Hilcorp Energy Company as operator of the Marg H2 RN SUB.

4. To designate the Hilcorp Energy Company - Petitjean Trust et al 17 No. 1 Well (SN 238027) Well as the unit well.

5. To provide that any well drilled outside of the Second Marginulina Howei Zone, Reservoir N, shall be in accordance with the spacing provisions of Statewide Order No. 29-E.

6. To provide that the Commissioner may reclassify the Second Marginulina Howei Zone, Reservoir N, by supplemental order and without the necessity of a public hearing should such reclassification be warranted, based on evidence furnished the Commissioner.

7. To discuss any other matters that may be pertinent to this application.

The Second Marginulina Howei Zone, Reservoir N, in the South Thornwell Field, was previously defined in Office of Conservation Order No. 479-B-16, effective June 29, 1999, and is hereby redefined as being that gas and condensate bearing zone encountered between the depths of 12562' and 13266' (electric log measurements) in the Hilcorp Energy Company - Petitjean Trust et al 17 No. 1 Well, located in Section 17, Township 11 South, Range 4 West, Jefferson Davis Parish, Louisiana.

In addition to furnishing the legal notice to all Interested Parties, the applicant will provide for POSTING of the legal notice of the hearing and unit plat in a prominent place in the area of the South Thornwell Field, Jefferson Davis Parish, Louisiana, and will cause the legal notice of the hearing to be PUBLISHED in a newspaper of general circulation published in the vicinity of the South Thornwell Field, Jefferson Davis Parish, Louisiana, at least fifteen (15) days before the hearing date.

Any pertinent data relating to the subject application can be obtained, **AT THE COST OF THE REQUESTING PARTY**, from Cambe Geological Services, 6300 Westpark, Suite 400, Houston, Texas 77057 (713-659-8363).

In compliance with the Rules of Procedure, a preapplication notice was given, but no request for a conference was received, and therefore, none was held.

There are attached hereto and made a part hereof a plat outlining the proposed unit and a list of the names and addresses of the Interested Owners, Represented Parties, and Interested Parties to whom this application is being sent. Pursuant to the Revised Rules of Procedure, such list of parties and proposed unit plat (being the same plat attached to the September 18, 2009 notice) are being furnished **ONLY** to the Commissioner of Conservation and to the District Manager of the Lafayette District of the Office of Conservation. However, said plat and the list of parties will be provided to any party requesting copies. A reasonable effort was made to ascertain the names and addresses of all Interested Owners, Represented Parties and Interested Parties.

Finally, there is enclosed our check on behalf of the applicant, Hilcorp Energy Company, in the sum of $755.00 payable to the Office of Conservation and representing the required hearing application fee.

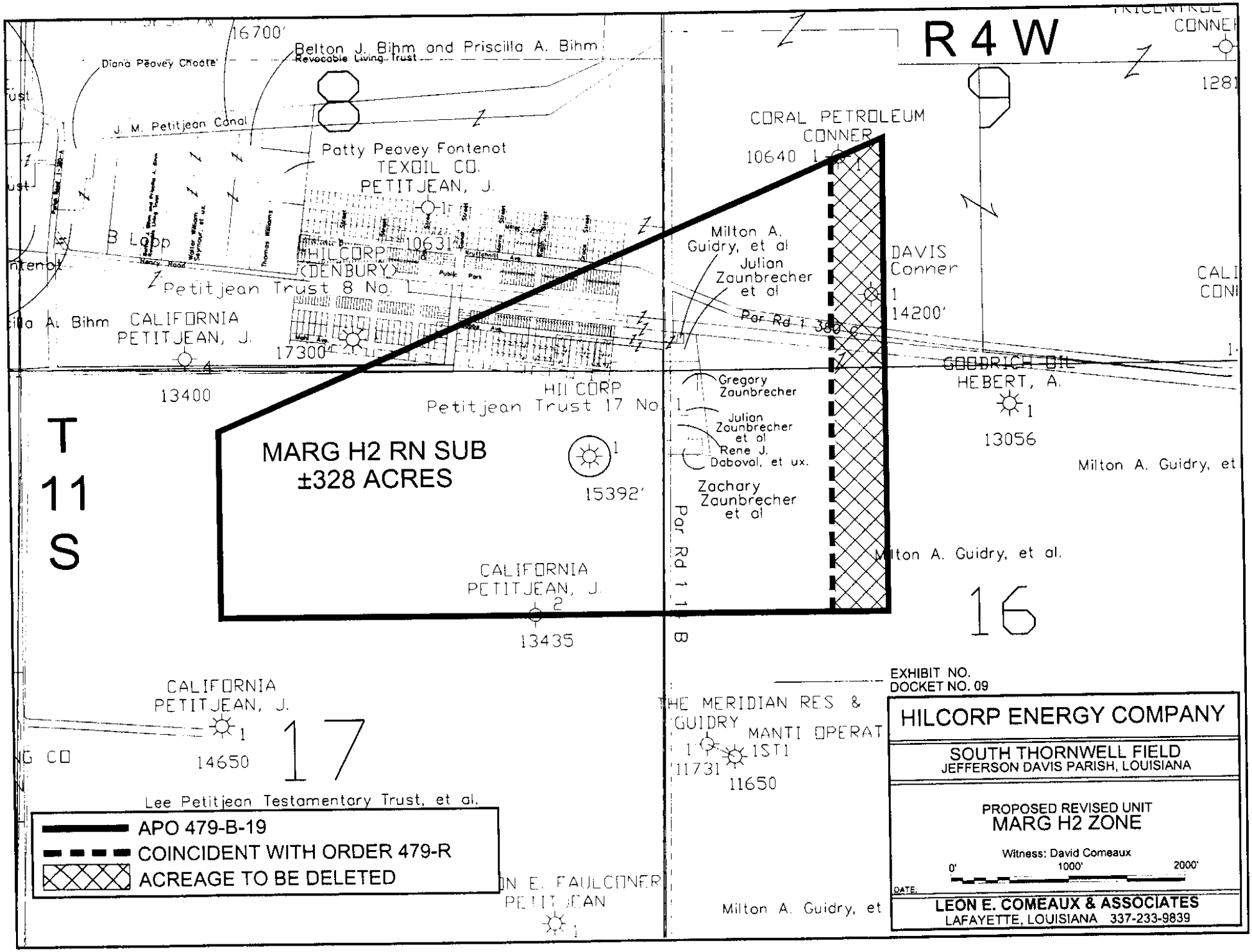
Sincerely,

LEON E. COMEAUX & ASSOCIATES

David Comeaux

DC/cu
Enclosures
cc: Mr. Richard Hudson
Office of Conservation
825 Kaliste Saloom Rd.
Brandywine III, Suite 220
Lafayette, Louisiana 70508

Interested Parties, Interested
Owners and Represented Parties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Belton J. Bihm and Priscilla A. Bihm
Revocable Living Trust
Diana Peavey Choate
J. M. Petitjean Canal
Patty Peavey Fontenot
TEXOIL CO.
PETITJEAN, J.
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HILCORP
(DENBURY)
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Milton A. Guidry, et al
Julian Zaunbrecher et al
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Gregory Zaunbrecher
Julian Zaunbrecher et al
Rene J. Daboval, et ux.
Zachary Zaunbrecher et al
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Lee Petitjean Testamentary Trust, et al.
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Milton A. Guidry, et
APO 479-B-19
COINCIDENT WITH ORDER 479-R
ACREAGE TO BE DELETED
EXHIBIT NO.
DOCKET NO. 09
HILCORP ENERGY COMPANY
SOUTH THORNWELL FIELD
JEFFERSON DAVIS PARISH, LOUISIANA
PROPOSED REVISED UNIT
MARG H2 ZONE
Witness: David Comeaux
0' 1000' 2000'
DATE:
LEON E. COMEAUX & ASSOCIATES
LAFAYETTE, LOUISIANA 337-233-9839