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November 3, 2009

APPLICATION

OF COUNSEL
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† BOARD CERTIFIED TAX ATTORNEY
LL.M. IN TAXATION
†† REGISTERED PATENT ATTORNEY

* ALSO ADMITTED IN TEXAS
** ALSO ADMITTED IN MISSISSIPPI

7097-69873

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

Re: Haynesville Zone, Reservoir A
Red River-Bull Bayou Field
DeSoto Parish, 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 A**, in the **Red River-Bull Bayou Field**, DeSoto Parish, 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-2, effective August 19, 2008, as amended and supplemented by the 109-X Series of Orders, to-wit:

1. To create ten (10) additional drilling and production units for the exploration for and production of gas and condensate from the Haynesville Zone, Reservoir A, such units to be designated HA RA SUKK, HA RA SUJJ, HA RA SUPP, HA RA SUQQ, HA RA SURR, HA RA SUSS, HA RA SUTT, HA RA SUUU, HA RA SUVV, and HA RA SUWW;
2. To force pool and integrate all separately owned tracts, mineral leases and other property interests within the proposed units, with

12, 13, 14, 16, 19, 21, 23 & 25-12-12
30-12-11
12-12-13
3179765.1

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. That with respect to future horizontal wells drilled to the Haynesville Zone, Reservoir A, in the proposed units, where the horizontal portion of the well is cased and cemented back above the top of the Haynesville Zone, Reservoir A, 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-2, effective August 19, 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, in the Red River-Bull Bayou Field, DeSoto Parish, Louisiana was previously defined in Office of Conservation Order No. 109-X, effective June 25, 2008.

The pre-application conferences tentatively scheduled for October 19, 2009 and November 11, 2009, **WILL NOT BE HELD**, as they were 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.

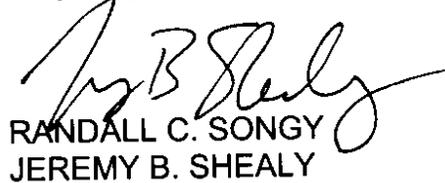
There are attached hereto and made a part hereof five (5) plats outlining the proposed units and a list of the names and addresses of the interested parties to whom this unitization proposal is being sent. Pursuant to the Revised Rules of Procedure, such list of parties is being furnished **ONLY** to 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.

November 3, 2009

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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

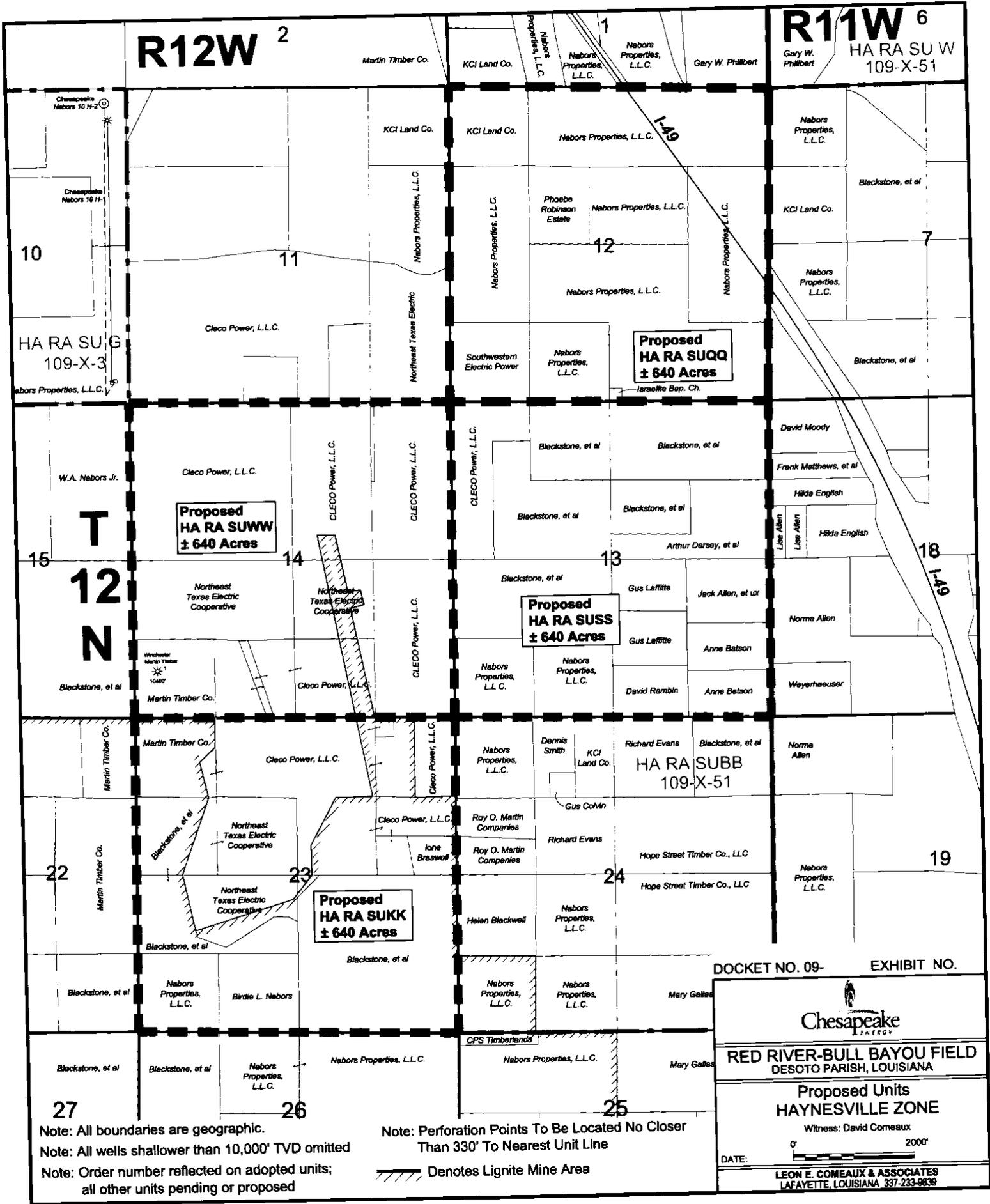
cc: Interested Owners, Represented Parties,
and Interested Parties

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.



R12W 2

R11W 6
HA RA SU W
109-X-51

HA RA SU G
109-X-3

Proposed
HA RA SUQG
± 640 Acres

Proposed
HA RA SUWW
± 640 Acres

Proposed
HA RA SUSS
± 640 Acres

Proposed
HA RA SUKK
± 640 Acres

HA RA SUBB
109-X-51

Note: All boundaries are geographic.
Note: All wells shallower than 10,000' TVD omitted
Note: Order number reflected on adopted units;
all other units pending or proposed

Note: Perforation Points To Be Located No Closer
Than 330' To Nearest Unit Line
Denotes Lignite Mine Area

DOCKET NO. 09- EXHIBIT NO.

Chesapeake ENERGY

**RED RIVER-BULL BAYOU FIELD
DESOTO PARISH, LOUISIANA**

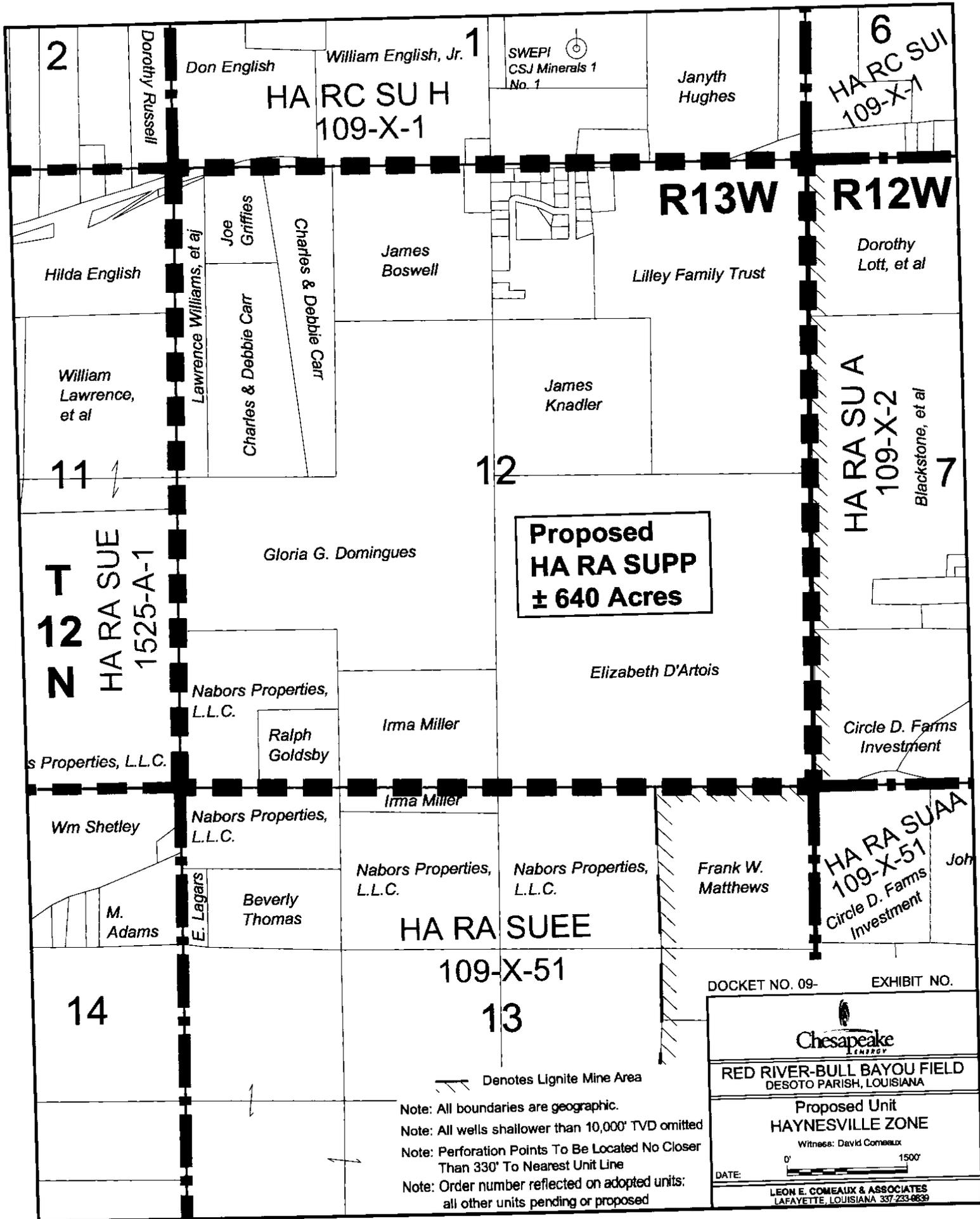
**Proposed Units
HAYNESVILLE ZONE**

Witness: David Comeaux

0' 2000'

DATE: _____

**LEON E. COMEAUX & ASSOCIATES
LAFAYETTE, LOUISIANA 337-233-9839**



**Proposed
HA RA SUPP
± 640 Acres**

Denotes Lignite Mine Area

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

DOCKET NO. 09- EXHIBIT NO.

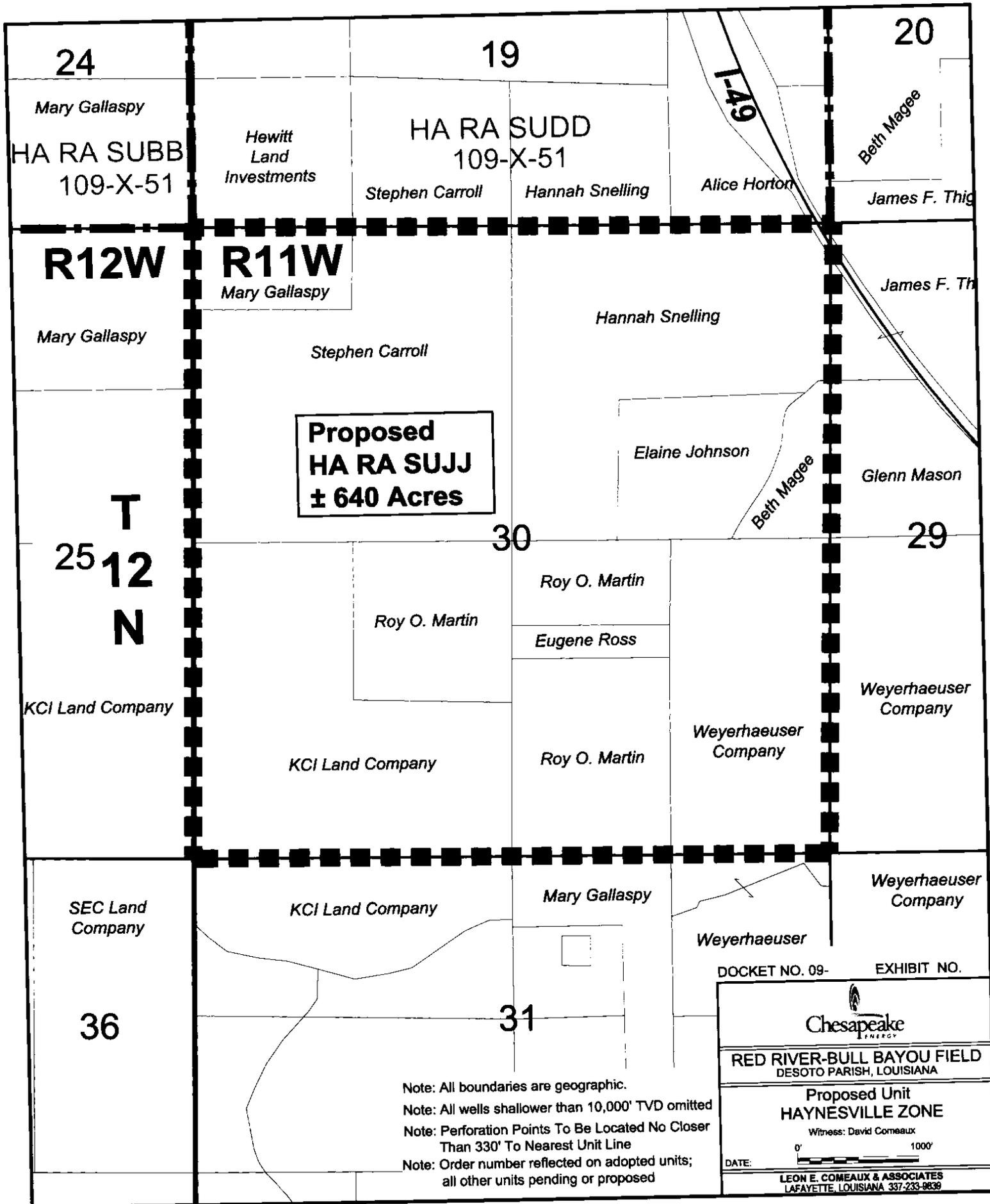
RED RIVER-BULL BAYOU FIELD
DESOTO PARISH, LOUISIANA

Proposed Unit
HAYNESVILLE ZONE

Witness: David Comeaux

DATE:

LEON E. COMEAUX & ASSOCIATES
LAFAYETTE, LOUISIANA 337-233-0839



**Proposed
HA RA SUJJ
± 640 Acres**

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

DOCKET NO. 09- EXHIBIT NO.

Chesapeake
ENERGY

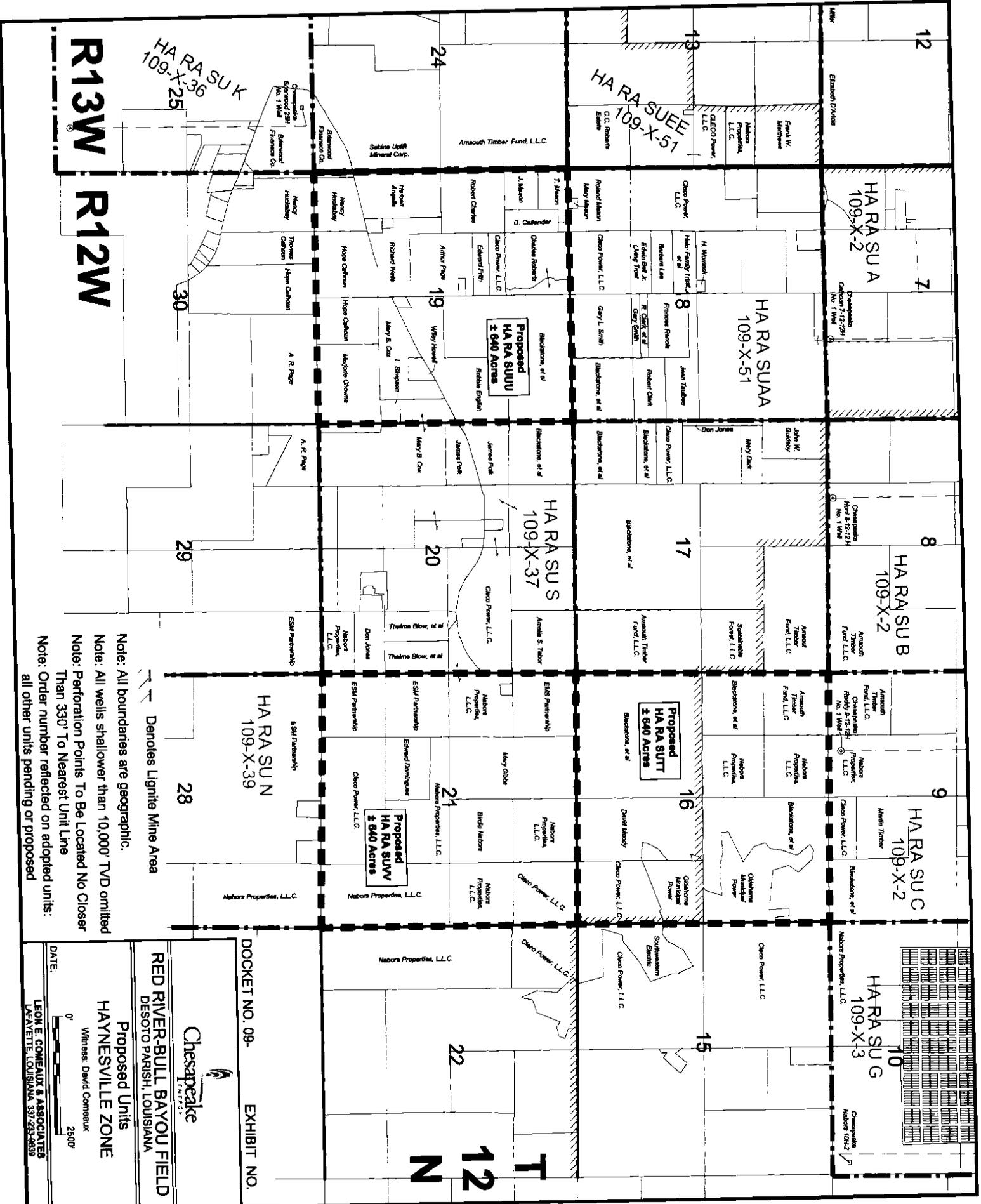
RED RIVER-BULL BAYOU FIELD
DESOTO PARISH, LOUISIANA

**Proposed Unit
HAYNESVILLE ZONE**

Witness: David Comeaux

DATE: 

LEON E. COMEAUX & ASSOCIATES
LAFAYETTE, LOUISIANA 337-233-9839



HA RA SU K
109-X-36

HA RA SU A
109-X-2

HA RA SU AA
109-X-51

HA RA SU S
109-X-37

HA RA SU N
109-X-39

HA RA SU G
109-X-3

HA RA SU U
± 640 Acres

HA RA SU V
± 640 Acres

R13W R12W

Denotes Lignite Mine Area

RED RIVER-BULL BAYOU FIELD
DESOTO PARISH, LOUISIANA

Proposed Units
HAYNESVILLE ZONE

Chesapeake
ENERGY

LEON E. COMEAUX & ASSOCIATES
LAFAYETTE, LOUISIANA 337.233.4839

DOCKET NO. 09- EXHIBIT NO.

DATE: _____

Witness: David Comaux

2500'

0'

2500'

0'

2500'

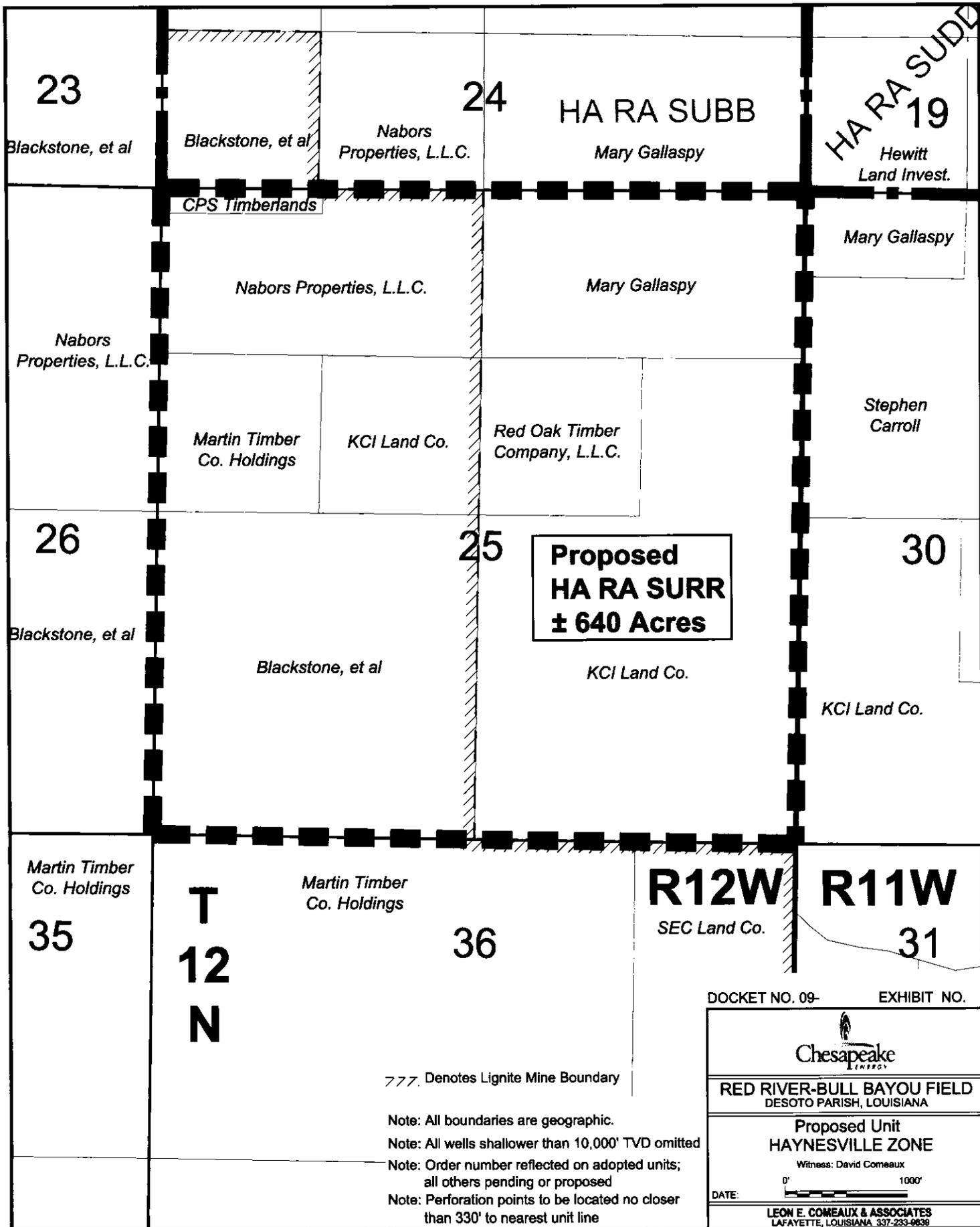
Notes:

Note: All boundaries are geographic.

Note: All wells shallower than 10,000' TVD omitted

Note: Perforation Points To Be Located No Closer Than 330' To Nearest Unit Line

Note: Order number reflected on adopted units: all other units pending or proposed



23

Blackstone, et al

24

HA RA SUBB

Mary Gallaspy

HA RA SUDD
19

Hewitt
Land Invest.

Blackstone, et al

Nabors
Properties, L.L.C.

CPS Timberlands

Nabors Properties, L.L.C.

Mary Gallaspy

Mary Gallaspy

Nabors
Properties, L.L.C.

Martin Timber
Co. Holdings

KCI Land Co.

Red Oak Timber
Company, L.L.C.

Stephen
Carroll

26

Blackstone, et al

25

Proposed
HA RA SURR
± 640 Acres

30

Blackstone, et al

KCI Land Co.

KCI Land Co.

Martin Timber
Co. Holdings

35

T
12
N

Martin Timber
Co. Holdings

36

R12W

SEC Land Co.

R11W

31

DOCKET NO. 09- EXHIBIT NO.



RED RIVER-BULL BAYOU FIELD
DESOTO PARISH, LOUISIANA

Proposed Unit
HAYNESVILLE ZONE

Witness: David Comeaux

0' 1000'

DATE:

LEON E. COMEAUX & ASSOCIATES
LAFAYETTE, LOUISIANA 337-233-0630

777. Denotes Lignite Mine Boundary

- Note: All boundaries are geographic.
- Note: All wells shallower than 10,000' TVD omitted
- Note: Order number reflected on adopted units; all others pending or proposed
- Note: Perforation points to be located no closer than 330' to nearest unit line