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BLANCHARD, WALKER, O'QUIN & ROBERTS
A PROFESSIONAL LAW CORPORATION

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January 9, 2009

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
Haynesville Zone, Reservoir A
Lake Bistineau Field
Caddo Parish, Louisiana
Our File No. 230765.180

Dear Sir:

On behalf of CHESAPEAKE OPERATING, 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 Haynesville Zone, Reservoir A, in the Lake Bistineau Field, Bienville Parish, Louisiana.

1. To create four (4) additional drilling and production units (to be designated as HA RA SUB and HA RA SUE) for the exploration for and production of gas and condensate from the Haynesville Zone, Reservoir A, in the Lake Bistineau Field, Bienville Parish, Louisiana, as shown on the plats attached hereto.
2. To force pool and unitize all separately owned tracts, mineral leases, and other property interests within the proposed HA RA SUB and HA RA SUE, with allocation of production to the tracts within each of such units therefor to be on the basis of surface acreage.
3. To designate Chesapeake Operating, Inc. as the unit operator and to designate a unit well for said units, if appropriate.
4. With respect to future horizontal wells drilled to the Haynesville Zone, Reservoir A, in the proposed units and in the Lake Bistineau Field, 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 between wells will be calculated based on the distance to the nearest perforation in the well, and not based on the penetration point or terminus;
5. To consider such other matters and issue such orders as may be appropriate and justified by the evidence presented at the hearing.

The Haynesville Zone, Reservoir A, in the Lake Bistineau Field, Bienville Parish, Louisiana, is to be defined as being the stratigraphic equivalent of that gas and condensate bearing interval encountered between the depths of 8,497 feet and 10,815 feet (electrical log measurements) in the Dr. Richard Baker (formerly, Tenneco Oil Co.) - R.C. Baker No. 1 Well, located in Section 12, Township 16 North, Range 12 West, Bienville Parish, Louisiana.

Pertinent data concerning the intended application will be made available for inspection at the offices of Blanchard, Walker, O'Quin & Roberts, Chase Tower, 400 Texas Street, Shreveport, Louisiana 71163-1126. Any person wishing to inspect such data should call Wm. Timothy Allen III at (318) 221-6858 during normal business hours or write Mr. Allen 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 Revised Rules of Procedure) is attached hereto, and a copy of this notice, with the annexed plats, 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 Revised Rules of Procedure.

By Pre-Application Notice dated December 17, 2008, applicant advised the Commissioner of Conservation, the District Manager and all Interested Owners, Represented Parties and Interested Parties of applicant's intention to apply for the hearing which is the subject of this application. Applicant received no timely request for a Pre-Application Conference, and accordingly, no conference was held.

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.

You may have received this Hearing Application even though your property may not be 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 Hearing 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.

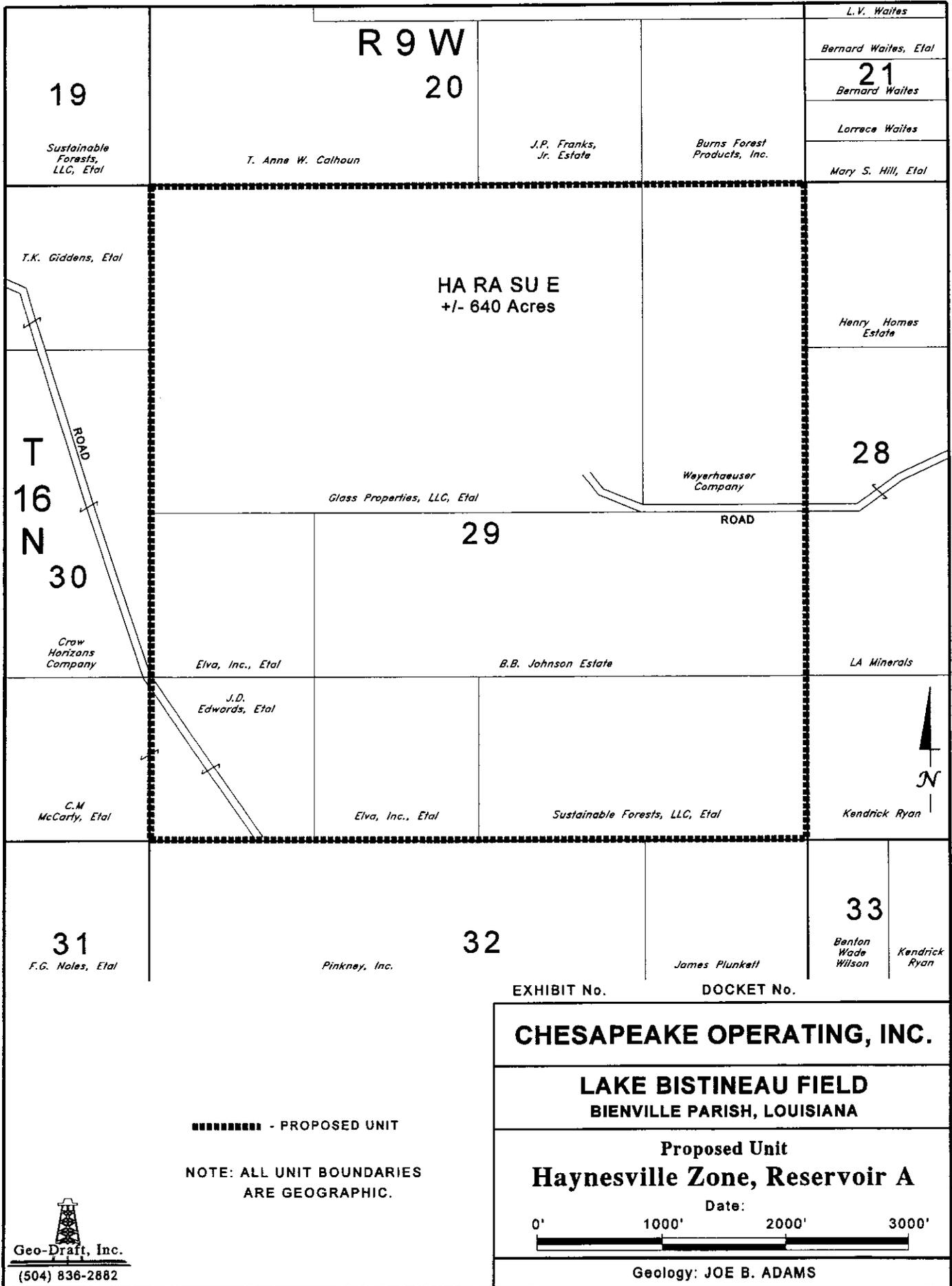
Very truly yours,

BLANCHARD, WALKER, O'QUIN & ROBERTS

By: 
Wm. Timothy Allen III
Attorneys for Chesapeake Operating, Inc.

WTAIII:kmw
Enclosures

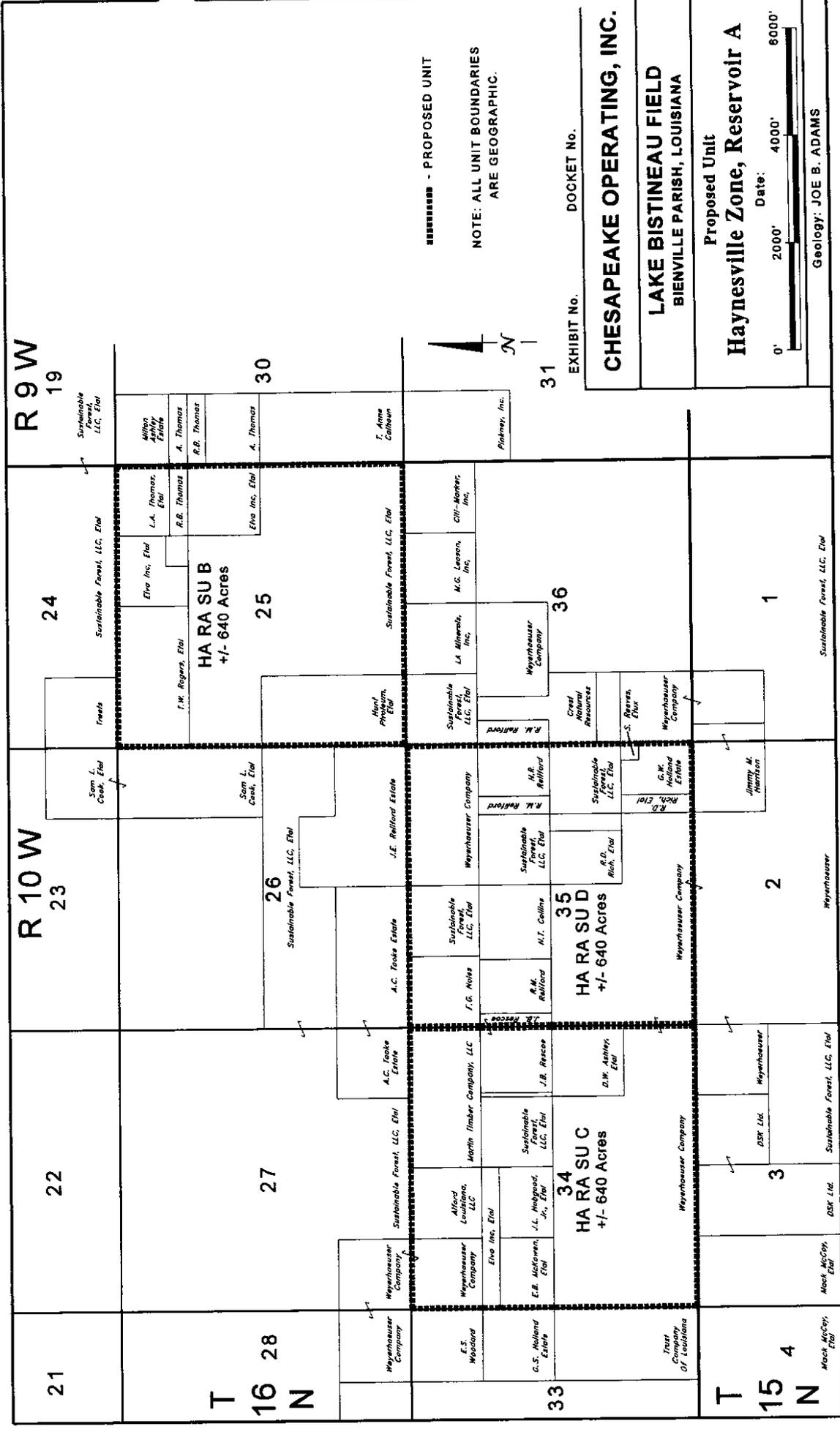
cc: Mr. James C. Broussard, Shreveport
District Manager (w/enclosures)
cc: Interested Owners, Represented Parties
and Interested Parties (w/copy of plats only)




 Geo-Draft, Inc.
 (504) 836-2882

■■■■■■■■■■ - PROPOSED UNIT
 NOTE: ALL UNIT BOUNDARIES
 ARE GEOGRAPHIC.

EXHIBIT No. DOCKET No.
CHESAPEAKE OPERATING, INC.
LAKE BISTINEAU FIELD
BIENVILLE PARISH, LOUISIANA
 Proposed Unit
Haynesville Zone, Reservoir A
 Date: _____
 0' 1000' 2000' 3000'
 Geology: JOE B. ADAMS



----- - PROPOSED UNIT

NOTE: ALL UNIT BOUNDARIES ARE GEOGRAPHIC.

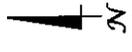


EXHIBIT No. DOCKET No.

CHESAPEAKE OPERATING, INC.

**LAKE BISTINEAU FIELD
BIENVILLE PARISH, LOUISIANA**

**Proposed Unit
Haynesville Zone, Reservoir A**



Geology: JOE B. ADAMS

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R 10W
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HA RA SU B
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Sustainable Forest, LLC, Etal

Wilton Ashley Estate

A. Thomas

R.B. Thomas

A. Thomas

T. Arne Calhoun

Pinkey, Inc.

Sustainable Forest, LLC, Etal

L.A. Thomas, Etal

R.B. Thomas

Elva Inc, Etal

Elva Inc, Etal

Sustainable Forest, LLC, Etal

M.S. Leason, Inc.

LA Minerals, Inc.

Weyerhaeuser Company

Tracts

T.W. Rogers, Etal

Elva Inc, Etal

Elva Inc, Etal

Elva Inc, Etal

Sustainable Forest, LLC, Etal

Weyerhaeuser Company

Weyerhaeuser Company

Weyerhaeuser Company

Sam L. Cook, Etal

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HA RA SU D
+/- 640 ACRES

HA RA SU B
+/- 640 ACRES

HA RA SU C
+/- 640 ACRES

Weyerhaeuser Company

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Weyerhaeuser Company

E.S. Woodard

G.S. Holland Estate

Trust Company of Louisiana

Weyerhaeuser Company

Weyerhae