

JOSEPH ONEBANE (1917-1987)
JOHN G. TORIAN, II (1936-1991)

TIMOTHY J. MCNAMARA
EDWARD C. ABELL, JR.
LAWRENCE L. LEWIS, III †
DOUGLAS W. TRUXILLO *
RANDALL C. SONGY
MICHAEL G. DURAND
GREG GUIDRY *
MARK L. RILEY
GRAHAM N. SMITH *
GARY P. KRAUS
RICHARD J. PETRE, JR.
THOMAS G. SMART
ROGER E. ISHEE **
STEVEN C. LANZA
GREG R. MIER ††
MARIA FABRE MANUEL
CRAIG A. RYAN
JOAN LABBE BOUDREAUX
JASMINE B. BERTRAND
JEREMY B. SHEALY
JAMES D. BAYARD
STEVEN T. RAMOS
MATTHEW C. HEBERT

ONEBANE LAW FIRM

A Professional Corporation

1200 CAMELLIA BOULEVARD (70508)
SUITE 300
POST OFFICE BOX 3507
LAFAYETTE, LOUISIANA 70502-3507

TELEPHONE: (337) 237-2660
FAX: (337) 266-1232

WWW.ONEBANE.COM

January 27, 2009

OF COUNSEL
WILLIAM E. KELLNER
GREGORY K. MOROUX
FREDERICK R. PARKER, JR. ††
JOHN F. PARKER

SHREVEPORT OFFICE

400 TRAVIS STREET, SUITE 1000
SHREVEPORT, LA 71101
TELEPHONE: (318) 674-9770
FAX: (318) 674-9775

‡ LL.M. IN HEALTH LAW
† BOARD CERTIFIED TAX ATTORNEY
LL.M. IN TAXATION
†† REGISTERED PATENT ATTORNEY

* ALSO ADMITTED IN TEXAS
** ALSO ADMITTED IN MISSISSIPPI

APPLICATION

7097-69013

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

RE: Haynesville Zone, Reservoir A
Bethany-Longstreet Field
Caddo 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 **Bethany-Longstreet Field**, Caddo 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. 289-R, effective April 1, 2008, as amended and supplemented by the 289-R Series of Orders, to-wit:

1. To create three (3) 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 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 each tract sharing in unit production on a surface acreage basis of participation;

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3. To designate a unit well for each of the proposed units, if appropriate;
4. To designate Chesapeake Operating, Inc. as the operator of each of the proposed units, if appropriate;
5. To extend to the proposed units, to the extent not inconsistent herewith, all pertinent provisions of Office of Conservation Order No. 298-R, effective April 1, 2008, as amended and supplemented by the 289-R Series of 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 Bethany-Longstreet Field, was previously defined in Office of Conservation Order No. 289-R, effective April 1, 2008, and was redefined in Office of Conservation Order No. 289-R-3, effective June 25, 2008.

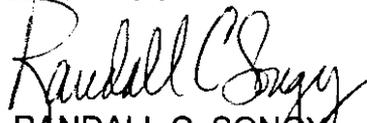
The pre-application conference tentatively scheduled for February 5, 2009, **WILL NOT BE HELD**, as it was not requested within the delays provided for by the Rules of Procedure; therefore, no opposition to this Application at the hearing is anticipated.

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 is attached hereto and made a part hereof a plat 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

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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 unit, because the Revised Rules of Procedure require us to attempt to also notify everyone owning an interest in the area "proximate to" the proposed unit.

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.

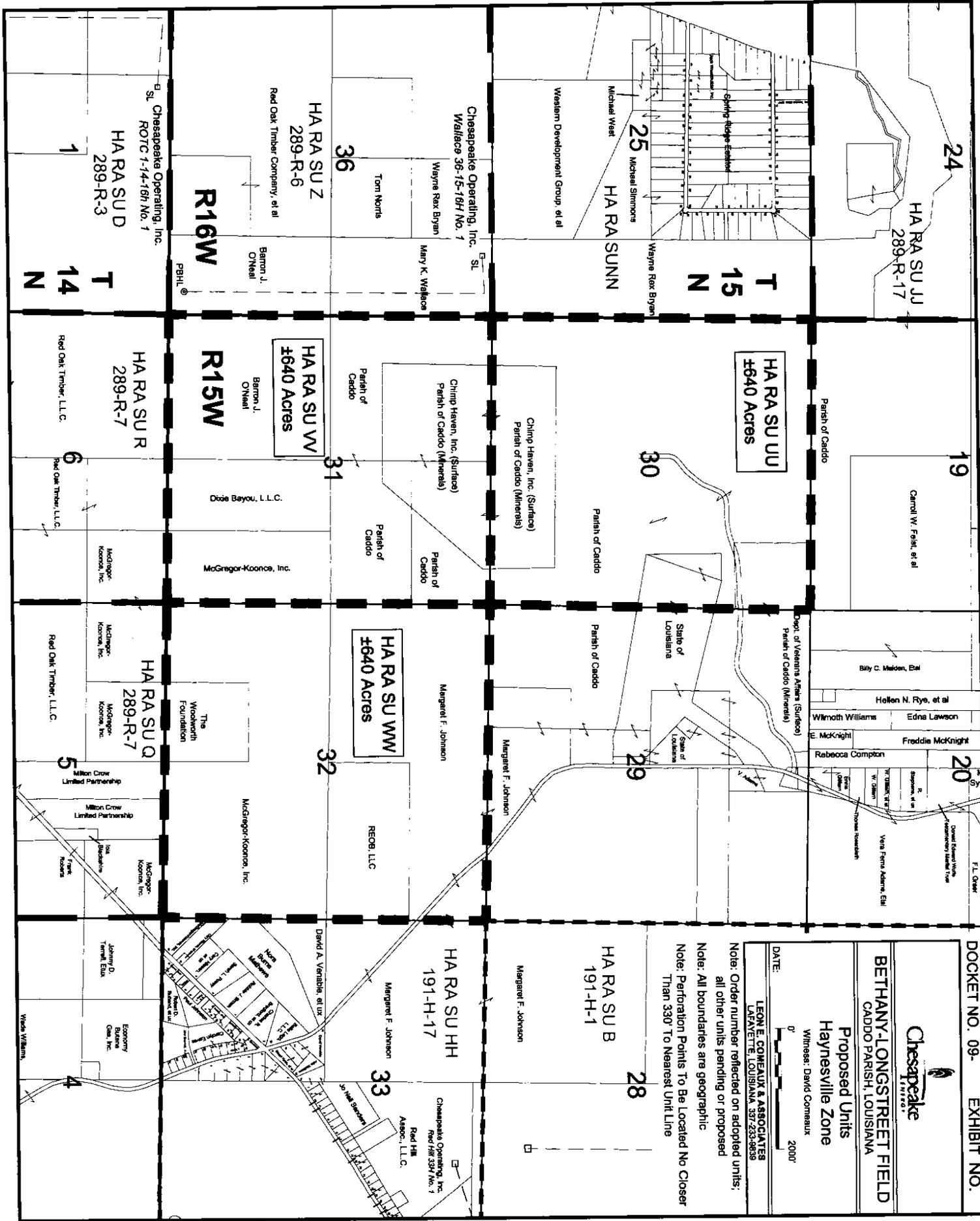


BETHANY-LONGSTREET FIELD
CADDO PARISH, LOUISIANA

Proposed Units
Haynesville Zone
Witness: David Comeaux

DATE: 2008
LEON E. COMEAUX & ASSOCIATES
LAFAYETTE, LOUISIANA 337-233-8838

Note: Order number reflected on adopted units;
all other units pending or proposed
Note: All boundaries are geographic
Note: Perforation Points To Be Located No Closer
Than 330' To Nearest Unit Line



F.L. Owe

David Edward New
Attorney at Law
1000
1000

W. Thomas, Jr.
V. Wilson
W. Wilson
Thomas Rowland

Vera Ferns Adams, Esq.
1000
1000

Edna Lawson
Freddie McKnight
Rebecca Compton

Hellen N. Rye, et al
Billy C. Malden, Esq.

Carroll W. Frost, et al

Parish of Caddo

Parish of Caddo