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STATE EXHIBIT NO. 3
DOCKET NO. 09-397

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February 20, 2009

APPLICATION

7097-68983
7097-69103
7097-69065

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
Greenwood-Waskom 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 **Greenwood-Waskom 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. 270-MM, effective June 19, 2007, as amended and supplemented by the 270-MM 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 SUCC, HA RA SUDD, and HA RA SUEE;
2. To force pool and integrate all separately owned tracts, mineral leases and other property interests within the proposed units, with

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- each tract sharing in unit production on a surface acreage basis of participation;
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. 270-MM, effective June 19, 2007, as amended and supplemented by the 270-MM 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 A, in the Greenwood-Waskom Field, Caddo Parish, Louisiana, was previously defined in Office of Conservation Order No. 270-MM, effective June 19, 2007, and is hereby redefined INsofar AND ONLY INsofar as the units proposed herein are concerned, as being that stratigraphic equivalent of the redefined Haynesville Zone, Reservoir A, as provided in Office of Conservation Order No. 270-MM-2, effective September 16, 2008.

The pre-application conference tentatively scheduled for March 2, 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 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/smp/dmw
Enclosures

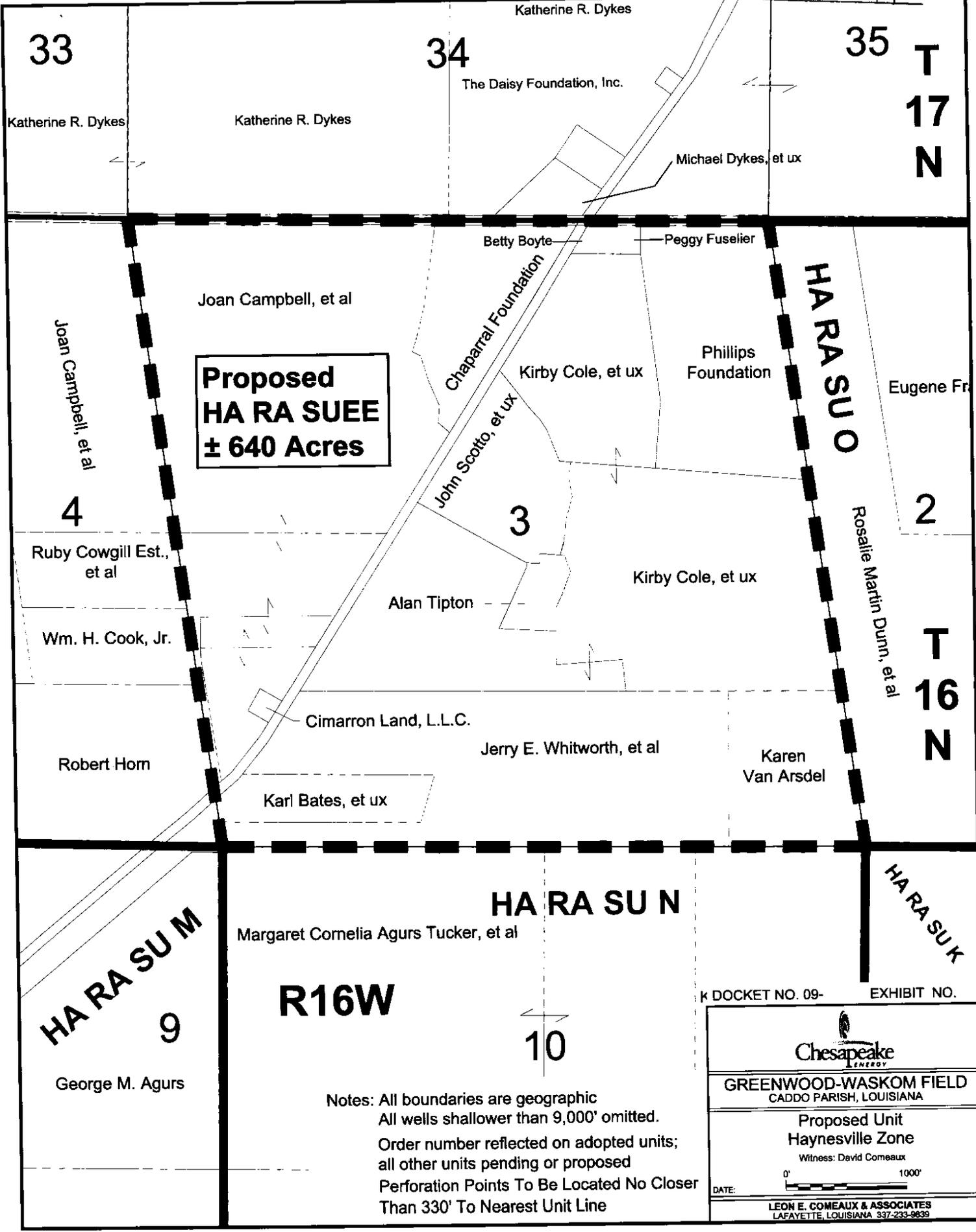
cc: Interested Owners, Represented Parties,
and Interested Parties

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.



**Proposed
HA RA SUEE
± 640 Acres**

K DOCKET NO. 09- EXHIBIT NO.

Chesapeake
ENERGY

GREENWOOD-WASKOM FIELD
CADDO PARISH, LOUISIANA

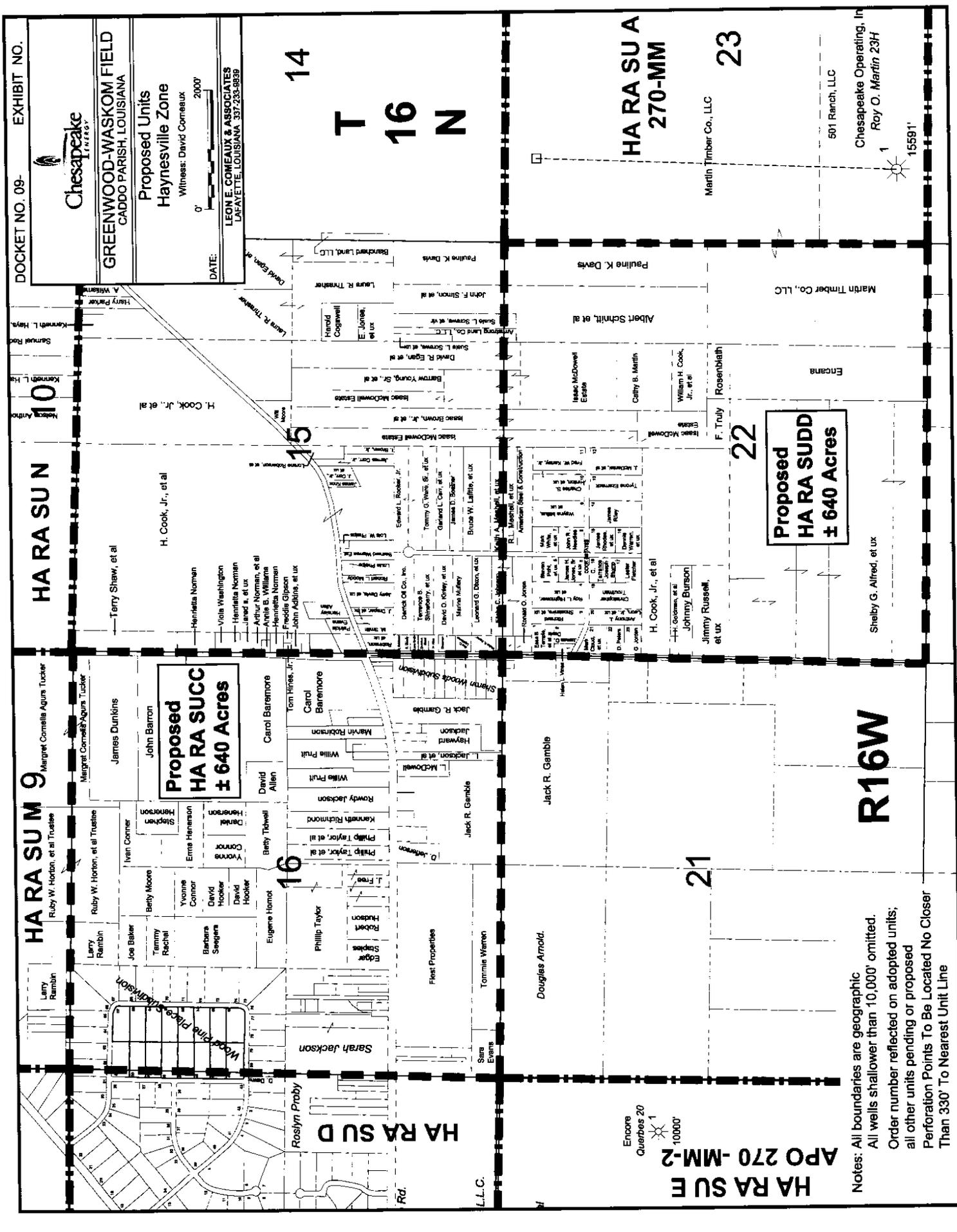
Proposed Unit
Haynesville Zone
Witness: David Comeaux

DATE: _____

0' 1000'

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

Notes: All boundaries are geographic
All wells shallower than 9,000' omitted.
Order number reflected on adopted units;
all other units pending or proposed
Perforation Points To Be Located No Closer
Than 330' To Nearest Unit Line



DOCKET NO. 09- EXHIBIT NO. 10

Chesapeake ENERGY
GREENWOOD-WASKOM FIELD
CADDO PARISH, LOUISIANA
Proposed Units
Haynesville Zone
Witness: David Comeaux
DATE: 0' 2000'
LEON E. COMEAUX & ASSOCIATES
LAFAYETTE, LOUISIANA 337-233-9859

HA RA SU N 14
T 16 N

HA RA SU A 270-MM 23
Martin Timber Co., LLC
501 Ranch, LLC
Chesapeake Operating, Inc.
Roy O. Martin 23H
15591'

HA RA SU N 15

Proposed HA RA SUCC ± 640 Acres

HA RA SU N 16
Proposed HA RA SUCC ± 640 Acres

HA RA SU E 21
R16W
Proposed HA RA SUDD ± 640 Acres

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

Encore Quercus 20
Apo 270-MM-2
HA RA SU E
10000'