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March 19, 2009

APPLICATION

7097-68883
7097-68880
7097-69016

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
Johnson Branch 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 **Johnson Branch 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. 994-D, effective July 10, 2007, as amended and supplemented by the 994-D 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 SUGG, HA RA SUHH, and HA RA SUJJ;
2. To redefine the Haynesville Zone, Reservoir A, in the Johnson Branch Field Field, INsofar AND ONLY INsofar as the

proposed unit referenced herein is concerned, in accordance with the DEFINITION section hereof;

3. To force pool and integrate all separately owned tracts, mineral leases and other property interests within the proposed units, with each tract sharing in units production on a surface acreage basis of participation;
4. To designate Chesapeake Operating, Inc. as operator of, and its Bryan 3H No. 1 Well as the unit well for HA RA SUHH, in exception to the spacing provisions of Office of Conservation Order No. 994-D, effective July 10, 2007;
5. To designate a unit well for HA RA SUGG and HA RA SUJJ, and Chesapeake Operating, Inc. as the operator of same, if appropriate;
6. To extend to the proposed units, to the extent not inconsistent herewith, all pertinent provisions of Office of Conservation Order No. 994-D, effective July 10, 2007, as amended and supplemented by the 994-D Series of Orders and all applicable Statewide Orders; and
7. To consider such other matters as may be appropriate and justified by the evidence presented at the hearing.

DEFINITION - The Haynesville Zone, in the Johnson Branch Field, was previously defined in Office of Conservation Order No. 994-D, effective July 10, 2007, and is hereby redefined, INsofar AND ONLY INsofar as the proposed units referenced herein are concerned, as being that gas and condensate bearing zone encountered between the depths of 10,055 feet and 11,487 feet, electrical log measurements, in the Chesapeake Operating, Inc. - SRLT 29 No. 1 Well, located in Section 29, Township 16 North, Range 15 West, Caddo Parish, Louisiana.

A conference to discuss the proposed application and any opposition thereto was held at 2:00 p.m. on Wednesday, March 18, 2008, at The Petroleum Club, 416 Travis Street, Shreveport, Louisiana. A list of the parties who attended the pre-application conference is attached. Randall C. Songy, attorney for the applicant, opened the conference with a brief discussion on unitization. David Comeaux, geological consultant for the applicant, explained the applicant's proposal and the geological, engineering and other bases therefor, and answered questions. There was opposition to the proposal expressed at the conference. However, no counterplan was presented; thus, we are unable to anticipate whether there will be opposition at the hearing. Mr. Songy then concluded the conference with a discussion of the Rules of Procedures. The conference was then adjourned.

March 19, 2009

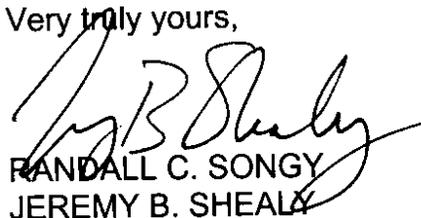
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Pertinent data relating to the proposed application can be obtained, AT THE COST OF THE REQUESTING PARTY, by contacting David Comeaux, with Leon Comeaux & Associates, 305 La Rue France, Lafayette, LA 70508 (337) 233-9839.

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/smp/fsc

Enclosures

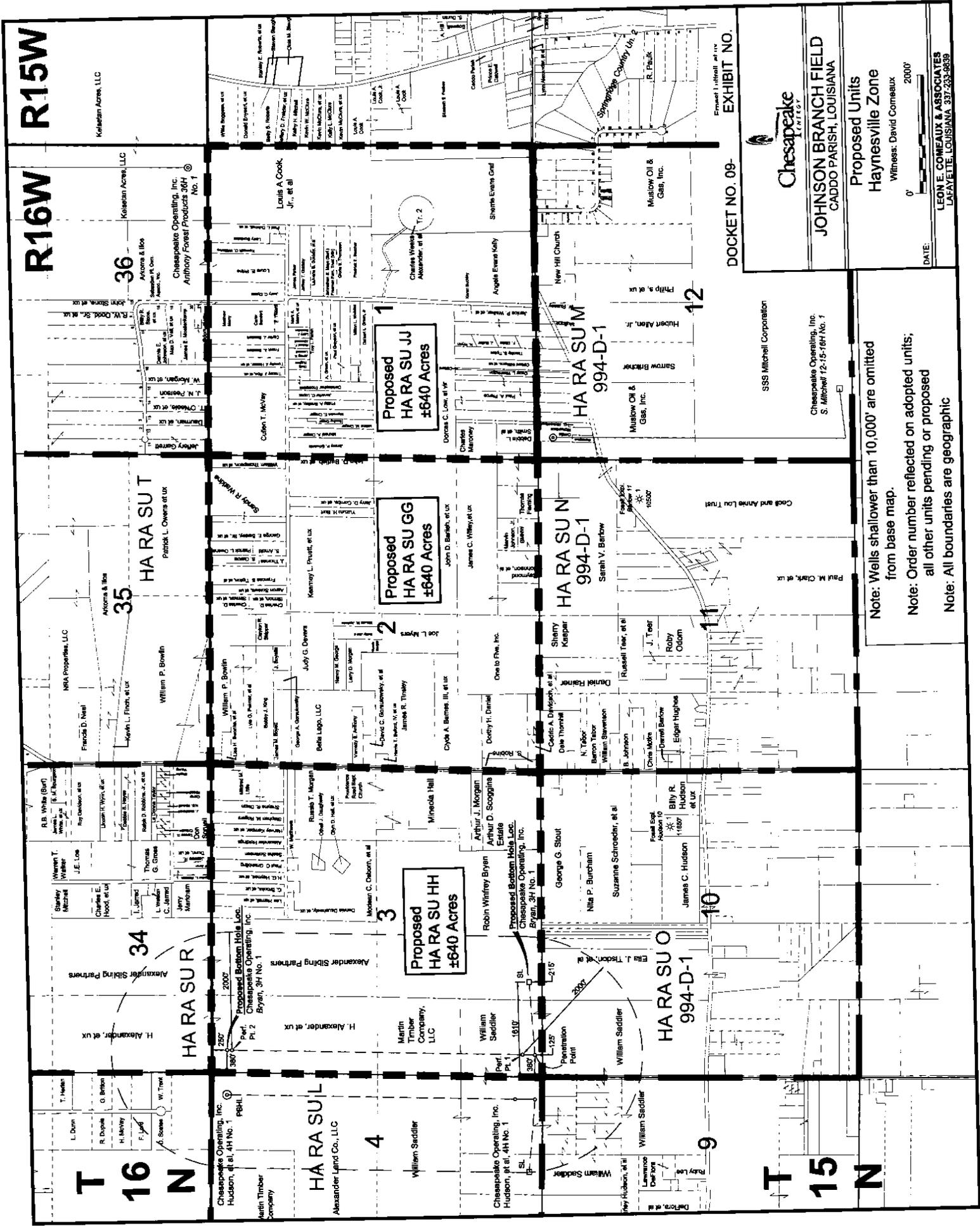
cc: Interested Owners, Represented Parties,
and Interested Parties

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.




JOHNSON BRANCH FIELD
 CADDO PARISH, LOUISIANA
 Proposed Units
 Haynesville Zone
 Witness: David Comeaux
 2000'

DOCKET NO. 09- EXHIBIT NO.
 SSS Mitchell Corporation
 Chesapeake Operating, Inc.
 S. Mitchell 72-15-16H No. 1
 Note: Wells shallower than 10,000' are omitted from base map.
 Note: Order number reflected on adopted units; all other units pending or proposed
 Note: All boundaries are geographic

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