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March 24, 2009

OF COUNSEL
WILLIAM G. CONLY

Honorable James H. Welsh
Commissioner of Conservation
State of Louisiana
Post Office Box 44275
Baton Rouge, Louisiana 70804-4275

Re: APPLICATION FOR PUBLIC HEARING.

Haynesville Zone, Reservoir A, RED CHUTE
BAYOU FIELD, Bossier Parish, Louisiana.

Dear Sir:

CHESAPEAKE OPERATING, INC. ("Applicant"), hereby respectfully applies for a public hearing to consider evidence relative to the issuance of an Order pertaining to the following matters relating to the Haynesville Zone, Reservoir A, in the Red Chute Bayou Field, Bossier Parish, Louisiana.

1. To create four (4) additional drilling and production units for the exploration for and production of gas and condensate from the Haynesville Zone, Reservoir A, such units being shown on the attached plat and being designated HA RA SUD through HA RA SUG.
2. To force pool and integrate all separately owned tracts, mineral leases and other property interests within each of the proposed units with each tract sharing in unit production on a surface acreage basis of participation.
3. To designate an operator of, and unit wells for, the proposed units as may be appropriate.
4. To provide that with respect to horizontal wells drilled to the Haynesville Zone within these proposed units, where the horizontal portion of the well is cased and cemented back above the top of the Haynesville Zone, the distance to any unit boundary and offset well will be calculated based on the distance to the nearest perforation in the well, and not based on the penetration point or terminus of the well in the Haynesville Zone.
5. To extend to the proposed additional units, except as in conflict with these proposals, the provisions of Office of Conservation Order No. 1522, effective November 13, 2008.

6. To consider such other matters as may be pertinent to these proposals.

The Haynesville Zone, Reservoir A, in the Red Chute Bayou Field, Bossier Parish, Louisiana, was defined in Office of Conservation Order No. 1522, effective November 13, 2008.

Any pertinent data concerning this application will be available for inspection at the offices of Mr. Joe B. Adams, 21010 Vermont Street, Livingston, Louisiana 70754, Louisiana 70002-7216. Any person wishing to inspect any such data should call Mr. Adams at (225) 686-2355 during normal business hours in order to arrange a date and time for such inspection. A copy of any such pertinent data which is not otherwise available from the records of the Louisiana Office of Conservation can be obtained from Applicant at the expense of the requesting party.

By letter dated February 19, 2009, Applicant gave notice, in accordance with the Revised Rules of Procedure, of its intention to apply for a public hearing concerning these proposals and a pre-application conference with respect to Applicant's proposals was thereafter held beginning at 10:00 o'clock a.m. on March 20, 2009, in Shreveport, Louisiana. Attached is a list of the names and addresses of those persons present at the conference.

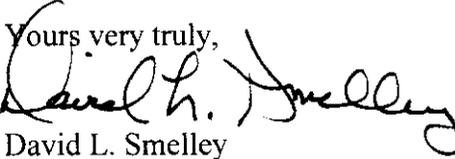
The purpose of the conference was explained as well as the bases for Applicant's proposals by sufficient data and detail for those present at the conference to have a reasonable opportunity to discuss the proposals and attempt to resolve any differences in good faith. Following this presentation there was a general question and answer period, much of which related to operational matters as opposed to the unitization proposals; after which the conference was adjourned with no opposition having been expressed, and no counterplan presented, with respect to the unitization proposals.

Pursuant to the Revised Rules of Procedure, Applicant has made a reasonable effort to obtain the names and addresses of all Interested Owners, Represented Parties and Interested Parties to whom notice of this application is being sent and has attached hereto a list of the names and addresses of such parties. A copy of the unit plat is enclosed herewith, and a copy of this letter and of the attached plat is being sent to the District Manager of the Shreveport District of the Office of Conservation and to the Interested Owners, Represented Parties and Interested Parties as shown on the attached list.

Applicant will provide for posting of a copy of the Legal Notice of this hearing, and of the enclosed plat, at a prominent place in the area affected and will cause publication of the Legal Notice in a newspaper published in the general area of Red Chute Bayou Field, all in accordance with the Revised Rules of Procedure. Furthermore, Applicant will mail a copy of the Legal Notice to all Interested Owners, Represented Parties and Interested Parties promptly upon receipt of the Legal Notice from the Commissioner.

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Finally, enclosed herewith is our check payable to the Office of Conservation covering the application fee.

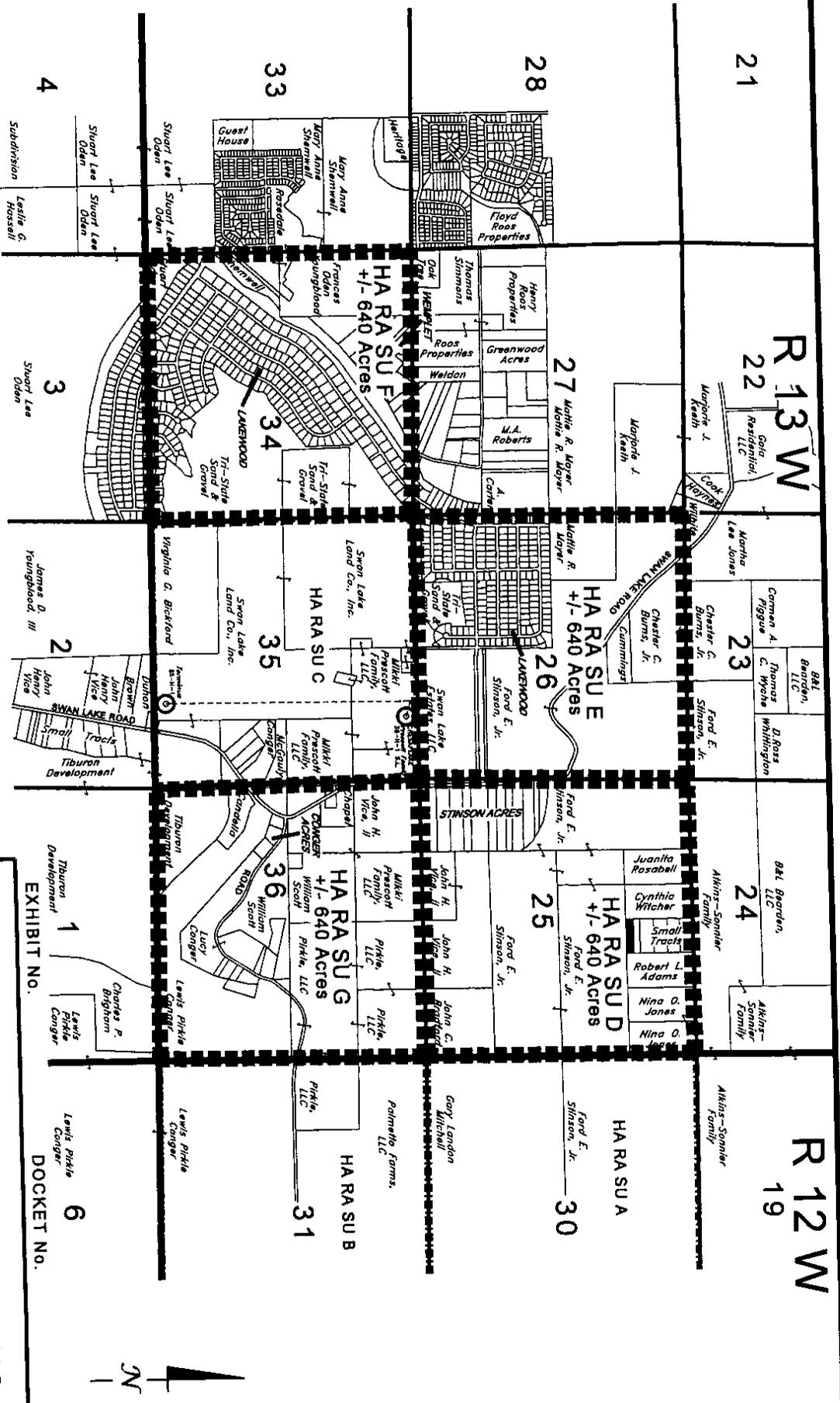
Yours very truly,

David L. Smelley

-- Attorney for Chesapeake Operating, Inc.

DLS:dp
Enclosures

cc: Mr. James C. Broussard (w/encls.)
Mr. Jay McCormick (w/encls.)
Mr. Jeff Brooks (w/encls.)
Mr. Brandon Dodd (w/encls.)
Mr. Joe Adams (w/encls.)
Interested Owners, Represented Parties
and Interested Parties (w/plat only)

T 19 N
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NOTE: NO WELL WILL BE PERFORATED LESS THAN 330' FROM ANY UNIT LINES.

■■■■■ - PROPOSED UNITS
 ○ - UNIT WELL
 - - - - - PENDING HA UNITS
 --- ARE GEOGRAPHIC.

CHESAPEAKE OPERATING, INC.
RED CHUTE BAYOU FIELD
BOSSIER PARISH, LOUISIANA
 Proposed Units
Haynesville Zone, Reservoir A
 Date: _____
 Geology: JOE B. ADAMS