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April 1, 2009

APPLICATION

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7097-69098

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
Red River-Bull Bayou Field
DeSoto 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 **Red River-Bull Bayou Field**, DeSoto 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. 109-X-2, effective August 19, 2008, as amended and supplemented by Office of Conservation Order No. 109-X-3, effective August 19, 2008, to-wit:

1. To create one (1) additional drilling and production unit for the exploration for and production of gas and condensate from the Haynesville Zone, Reservoir A, said unit to be designated as HA RA SUK;
2. To force pool and integrate all separately owned tracts, mineral leases and other property interests within the proposed unit, with each tract sharing in unit production on a surface acreage basis of participation;

3. To designate a unit well for the proposed unit, if appropriate;
4. To designate Chesapeake Operating, Inc. as the operator of the proposed unit, if appropriate; and
5. That with respect to future horizontal wells drilled to the Haynesville Zone, Reservoir A, in the proposed units, 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 any offset wells(s) should be calculated based on the distance to the nearest perforation in the well, and not based on the penetration point or terminus;
6. To extend to the proposed unit, to the extent not inconsistent herewith, all pertinent provisions of Office of Conservation Order No. 109-X-2, effective August 19, 2008, as amended and supplemented by Office of Conservation Order No. 109-X-3, effective August 19, 2008; and
7. To consider such other matters as may be appropriate and justified by the evidence presented at the hearing.

The Haynesville Zone, in the Red River-Bull Bayou Field, was fully defined in Office of Conservation Order No. 109-X, effective June 25, 2008.

A conference to discuss the proposed application and any opposition thereto was held at 10:00 a.m., on Wednesday, April 1, 2009, at Onebane Law Firm, 1200 Camellia Blvd., Suite 300, Lafayette, 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 no opposition to the proposal expressed at the conference and it is anticipated there will be no opposition at the hearing. Mr. Songy then concluded the conference with a discussion of the Rules of Procedures. The conference was then adjourned.

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.

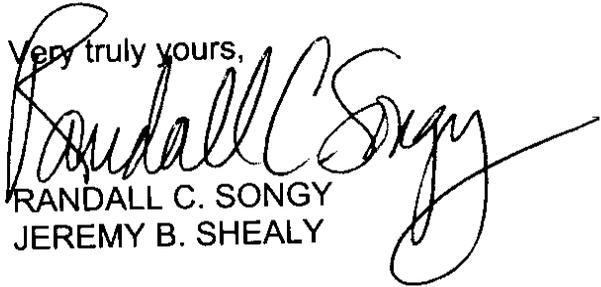
There is attached hereto and made a part hereof a plat outlining the proposed units and a list of the names and addresses of the interested parties to whom this unitization proposal is being sent. Pursuant to the Revised Rules of Procedure, such list of parties is being furnished ONLY to the Commissioner of Conservation and to the

April 1, 2009

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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

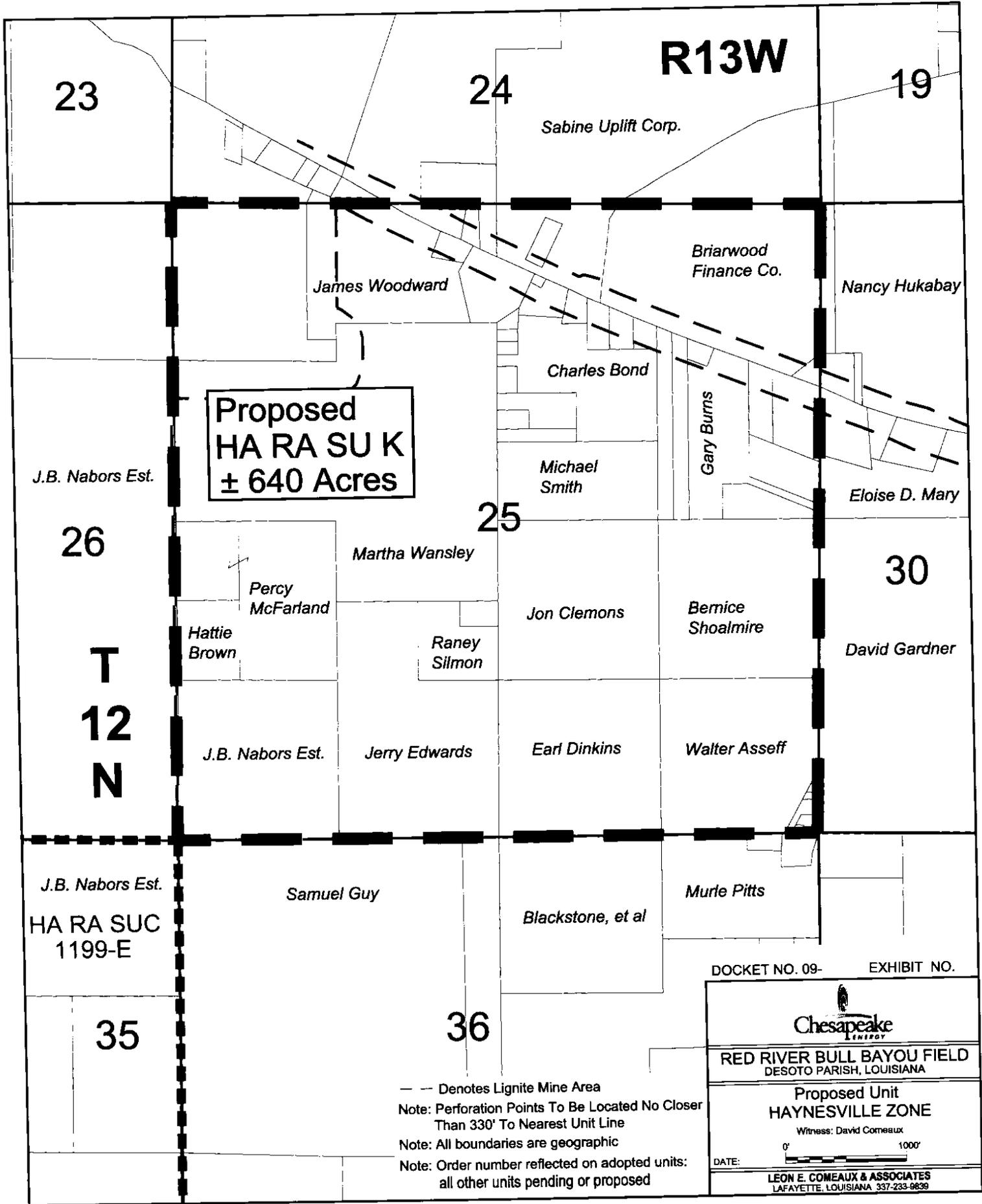
cc: Interested Owners, Represented Parties,
and Interested Parties

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.



23

24

R13W

19

Sabine Uplift Corp.

Briarwood Finance Co.

James Woodward

Nancy Hukabay

Charles Bond

Gary Burns

Proposed
HA RA SU K
± 640 Acres

Michael Smith

Eloise D. Mary

J.B. Nabors Est.

25

26

Martha Wansley

30

Percy McFarland

Jon Clemons

Bernice Shoalmire

Hattie Brown

Raney Silmon

David Gardner

T
12
N

J.B. Nabors Est.

Jerry Edwards

Earl Dinkins

Walter Asseff

J.B. Nabors Est.

Samuel Guy

Murle Pitts

HA RA SUC
1199-E

Blackstone, et al

DOCKET NO. 09-

EXHIBIT NO.

35

36

--- Denotes Lignite Mine Area

Note: Perforation Points To Be Located No Closer Than 330' To Nearest Unit Line

Note: All boundaries are geographic

Note: Order number reflected on adopted units: all other units pending or proposed



RED RIVER BULL BAYOU FIELD
DESOTO PARISH, LOUISIANA

Proposed Unit
HAYNESVILLE ZONE

Witness: David Comeaux

0' 1000'

DATE:

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