

BLANCHARD WALKER

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BLANCHARD, WALKER, O'QUIN & ROBERTS
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July 8, 2009

Honorable James H. Welsh
Commissioner of Conservation
State of Louisiana
Post Office Box 94275
Baton Rouge, Louisiana 70804-9275

Mailing Address:
P.O. Drawer 1126
Shreveport, LA 71163-1126

WM. TIMOTHY ALLEN, III
Direct: 318.934.0217
Email: tallen@bwor.com

RE: HEARING APPLICATION
Haynesville Zone, Reservoir A
HA RA SUOO
Johnson Branch Field
Caddo Parish, Louisiana
Our File No. 230765.264

Dear Sir:

On behalf of Chesapeake Operating, Inc., application is hereby made for a public hearing to receive evidence concerning the issuance of an order pertaining to the following matters relating to the Haynesville Zone, Reservoir A, in the Johnson Branch Field, Caddo Parish, Louisiana.

1. To create one (1) additional drilling and production unit (to be designated as HA RA SUOO) for the exploration for and production of gas and condensate from the Haynesville Zone, Reservoir A, in the Johnson Branch Field, Caddo Parish, Louisiana, as shown on the plat attached hereto.
2. To force pool and unitize all separately owned tracts, mineral leases, and other property interests within the proposed unit, with allocation of production to the tracts within such unit to be on the basis of surface acreage.
3. To designate Chesapeake Operating, Inc. as the unit operator of the proposed unit.
4. To permit the Applicant to drill, designate and utilize its Cranfield 25 H -1 Well as the unit well for the proposed HA RA SUOO, at the location shown on the plat attached hereto, in exception to the spacing provisions of Office of Conservation Order No. 994-D, effective July 10, 2007 and 270-MM, effective June 19, 2007.
5. With respect to future horizontal wells drilled to the Haynesville Zone, Reservoir A, in the proposed unit and in the Johnson Branch Field, 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 between wells will be calculated based on the distance to the nearest perforation in the well, and not based on the penetration point or terminus;
6. To redefine the Haynesville Zone, Reservoir A, in the Johnson Branch Field, INSOFAR AND ONLY INSOFAR as to the proposed HA RA SUOO, as being that gas and condensate bearing interval 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;
7. To provide that any future wells drilled to the Haynesville Zone, Reservoir A, within or outside of the unit created herein, should be located no closer than 330 feet from any unit line and no closer than 660 feet between wells drilling to, completed in, or for which a permit shall have been granted to drill to the Haynesville Zone, Reservoir A.
8. Except to the extent contrary herewith, to extend the provisions of the Office of Conservation 994-D Series of Orders to the proposed unit.

9. To consider such other matters and issue such orders as may be appropriate and justified by the evidence presented at the hearing.

The Haynesville Zone, Reservoir A, in the Johnson Branch Field, Caddo Parish, Louisiana was defined in Office of Conservation Order No. 994-D, effective July 10, 2007 .

Pertinent data concerning the intended application will be made available for inspection at the offices of Blanchard, Walker, O'Quin & Roberts, Chase Tower, 400 Texas Street, Shreveport, Louisiana 71163-1126. Any person wishing to inspect such data should call Wm. Timothy Allen III at (318) 221-6858 during normal business hours or write Mr. Allen at the above address, in order to arrange a date and time for such inspection. A copy of any such pertinent data can be obtained AT THE EXPENSE OF THE REQUESTING PARTY.

A list of the names and addresses of all Interested Owners, Represented Parties and Interested Parties (as defined in the Revised Rules of Procedure) is attached hereto, and a copy of this notice, with the annexed plat, is being sent to each of such persons. A reasonable effort has been made to determine that the enclosed list includes all of the persons to whom this notice must be sent under the Revised Rules of Procedure.

A Pre-Application Conference was held at the Petroleum Club of Shreveport, 15th Floor, Mid-South Towers, 416 Travis Street, Shreveport, Louisiana, on Wednesday, July 8, 2009, at 10:00 a.m. In addition to the Applicant's representatives, said conference was attended by the parties shown on the attached attendance list. Following a presentation by Applicant's representatives as to the geological and other bases for its proposal, a general discussion ensued prior to adjournment. It is anticipated that the hearing regarding the captioned matter will be uncontested.

A check in the amount of \$755.00 made payable to the Commissioner of Conservation is enclosed herewith as the statutory fee for holding the requested hearing.

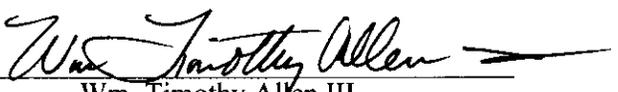
This application is being filed in duplicate, and a copy hereof is being sent to Mr. James C. Broussard, Shreveport District Manager of the Office of Conservation, to all Pre-Application Conference Attendees and to each Interested Owner, Represented Party and Interested Party whose name is shown on the attached list.

You may have received this Hearing Application even though your property may not be 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 Hearing 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.

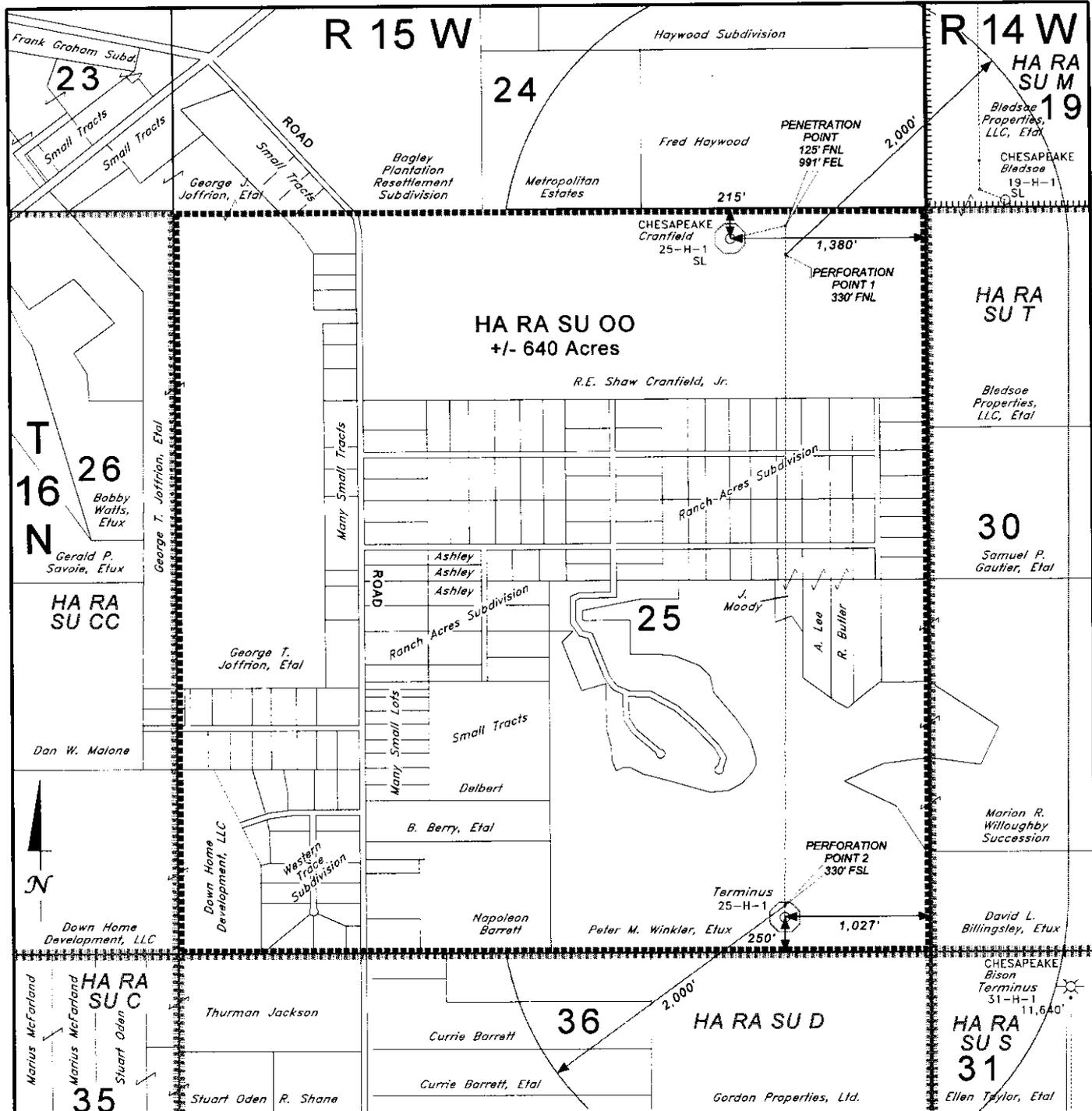
Very truly yours,

BLANCHARD, WALKER, O'QUIN & ROBERTS

By: 
Wm. Timothy Allen III
Attorneys for Chesapeake Operating, Inc.

WTIII:kmw
Enclosures

- cc: Mr. James C. Broussard, Shreveport
District Manager (w/enclosures)
cc: Interested Owners, Represented Parties
and Interested Parties (w/copy of plat only)
cc: Pre-Application Conference Attendees (w/copy of plat only)



-  - PROPOSED UNIT WELL
-  - PROPOSED UNIT
-  - EXISTING HA UNITS (JOHNSON BRANCH FIELD)
-  - PENDING HA UNIT (METCALF FIELD)

NOTE: ALL UNIT BOUNDARIES ARE GEOGRAPHIC.
 NOTE: 2,000' RADIUS MEASURED INTO ADJACENT UNITS.
 NOTE: NO WELL WILL BE PERFORATED LESS THAN 330' FROM ANY UNIT LINES.

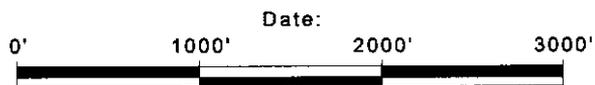


EXHIBIT No. _____ DOCKET No. _____

CHESAPEAKE OPERATING, INC.

**JOHNSON BRANCH FIELD
 CADDO PARISH, LOUISIANA**

**Proposed Unit & Unit Well At Exceptional Location
 Haynesville Zone, Reservoir A**



Geology: JOE B. ADAMS