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LL.M. IN TAXATION  
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\* ALSO ADMITTED IN TEXAS  
\*\* ALSO ADMITTED IN MISSISSIPPI

September 16, 2010

## APPLICATION

7097-70743

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  
Benson 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 **Benson 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. 496-L, effective November 18, 2008, as amended and supplemented by the 496-L Series of Orders, to-wit:

1. To create fourteen (14) 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 SU54 through HA RA SU67;
2. To force pool and integrate all separately owned tracts, mineral leases and other property interests within the proposed units, with each tract sharing in unit production on a surface acreage basis of participation;

2 & 6-10n-13w  
30 & 35-11n-13w  
1, 2, 3, 4, 11, 12, 14 & 15-10n-14w  
27 & 35-11n-14w  
3203456.1

3. To designate Chesapeake Operating, Inc. as the operator of, and a unit well for each of the proposed units, if appropriate;
4. To provide that with respect to horizontal wells drilled to the Haynesville Zone, Reservoir A, within or to serve 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 well(s) should be calculated based on the distance to the nearest perforation in the well, and not based on the penetration point or terminus;
5. To extend to the proposed units, to the extent not inconsistent herewith, all pertinent provisions of Office of Conservation Order No. 496-L, effective November 18, 2008, as amended and supplemented by the 496-L 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, in the Benson Field, DeSoto and Sabine Parishes, Louisiana, was defined in Office of Conservation Order No. 496-L, effective November 18, 2008.

A conference to discuss the proposed application and any opposition thereto was held at 10:00 a.m. on September 15, 2010, at The Onebane Law Firm, 1200 Camellia Blvd, Suite 300, Lafayette, Louisiana. A list of the parties who attended the pre-application conference is attached. Jeremy B. Shealy, attorney for the applicant, opened the conference with a discussion on unitization and the Rules of Procedure. David Comeaux, geological consultant for the applicant, explained the applicant's proposal and the geological, engineering and other bases therefor, and in a collaborative effort, Mr. Shealy and Mr. Comeaux answered questions. The conference was then adjourned. There was no opposition to the unitization proposal expressed at the conference. We anticipate there will be no opposition at the hearing.

**The request for unitization of HA RA SU68, Section 33-T11N-R13W, is hereby withdrawn from this unit filing. Comstock Oil & Gas – Louisiana, LLC will take over the unit proceeding for HA RA SU68 by filing a separate application with respect to this proposed unit.**

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 are attached hereto and made a part hereof four (4) 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/JBS/smp/bad  
Enclosures

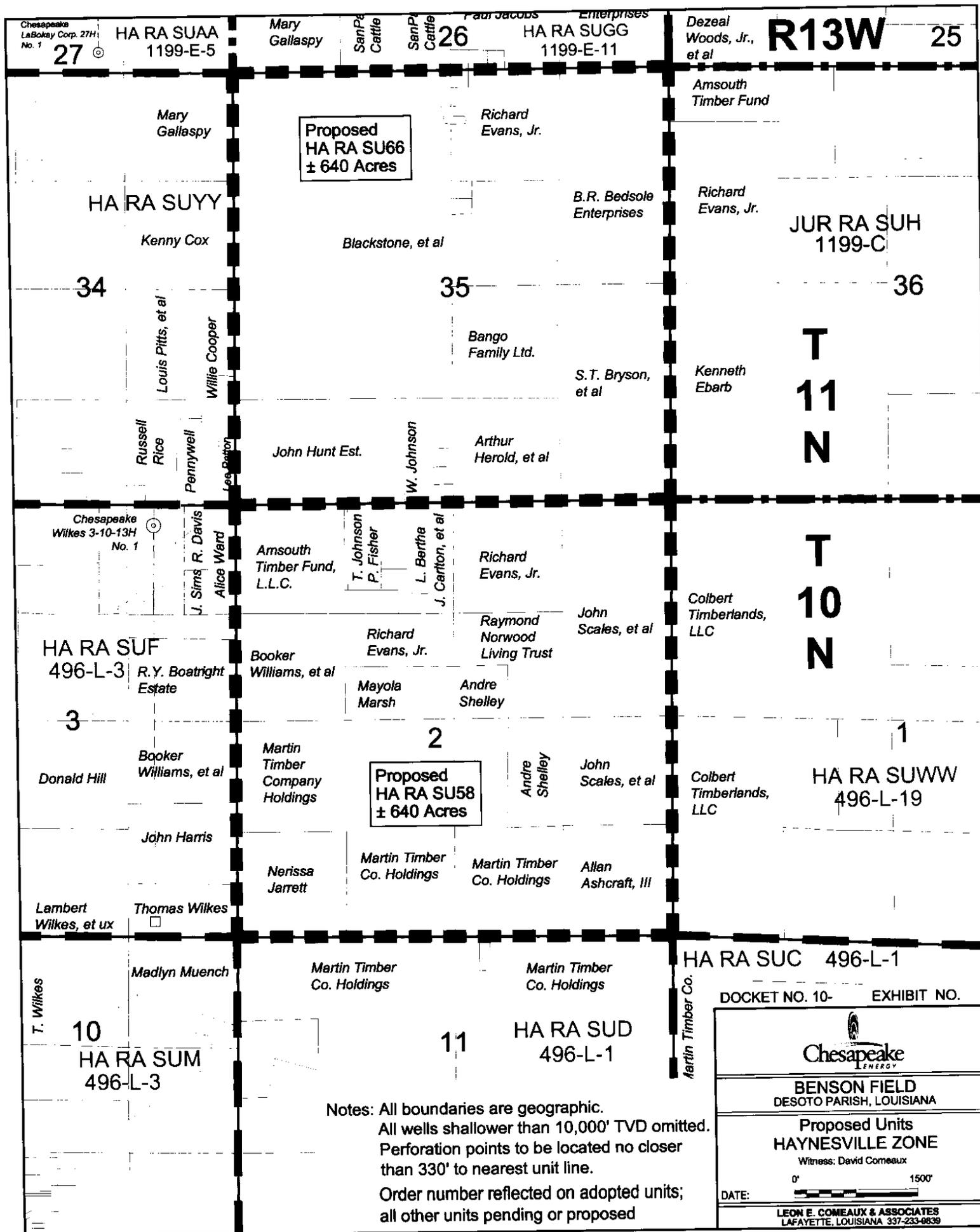
cc: Interested Owners, Represented Parties,  
and Interested Parties

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.



Notes: All boundaries are geographic.  
 All wells shallower than 10,000' TVD omitted.  
 Perforation points to be located no closer than 330' to nearest unit line.  
 Order number reflected on adopted units;  
 all other units pending or proposed

DOCKET NO. 10-      EXHIBIT NO.

**Chesapeake ENERGY**

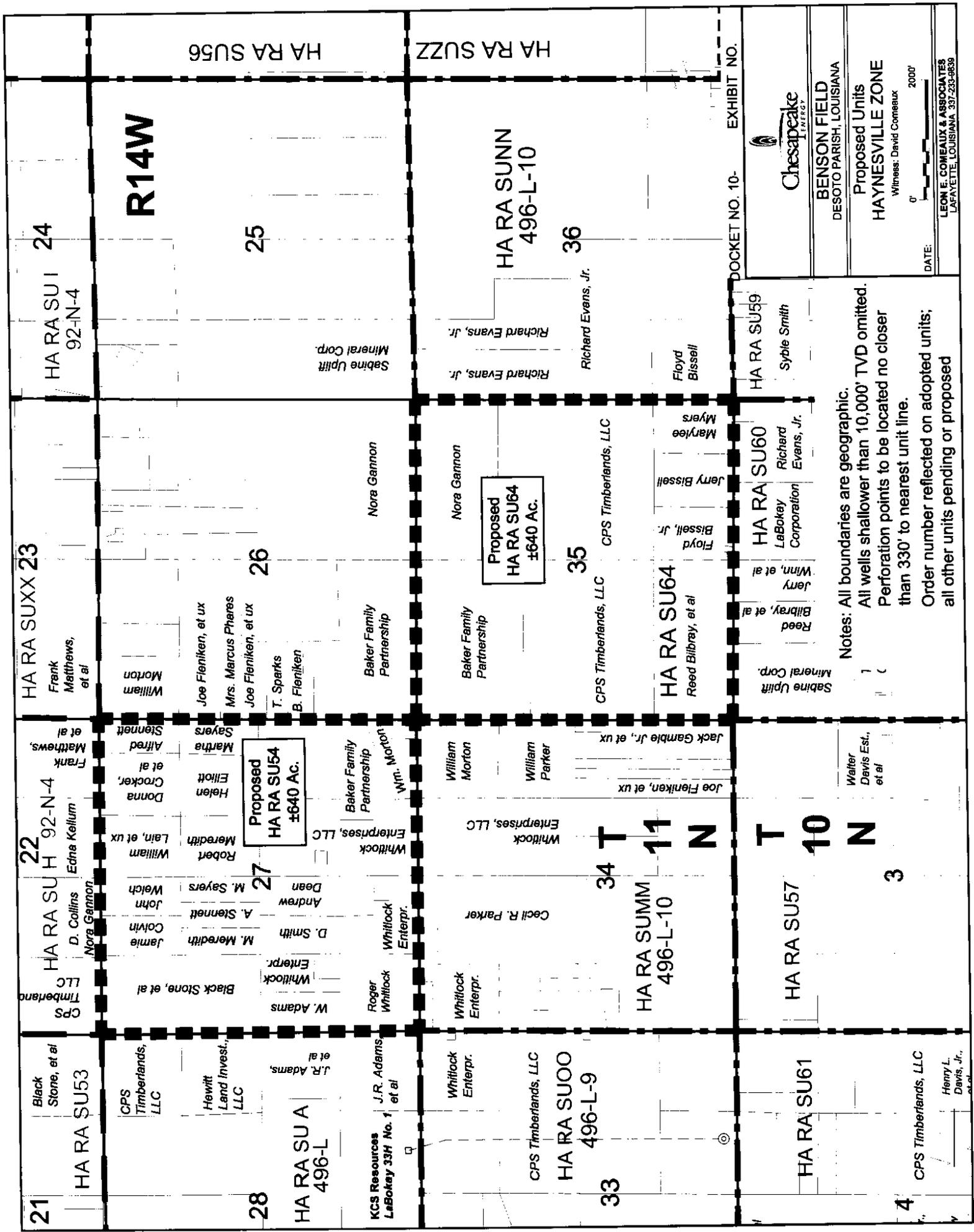
**BENSON FIELD**  
 DESOTO PARISH, LOUISIANA

**Proposed Units**  
**HAYNESVILLE ZONE**  
 Witness: David Comeaux

0'      1500'

DATE: \_\_\_\_\_

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



DOCKET NO. 10- EXHIBIT NO.

**Chesapeake**  
L.P.F.C.O.

**BENSON FIELD**  
DESETO PARISH, LOUISIANA

**Proposed Units**  
**HAYNESVILLE ZONE**  
Witness: David Comeaux

DATE: \_\_\_\_\_

0' 2000'

LEON E. COMEAUX & ASSOCIATES  
LAFAYETTE, LOUISIANA 337-233-9638

Notes: All boundaries are geographic.  
All wells shallower than 10,000' TVD omitted.  
Perforation points to be located no closer than 330' to nearest unit line.  
Order number reflected on adopted units;  
all other units pending or proposed

21  
HA RA SU53  
Black Stone, et al

22  
HA RA SU H 92-N-4  
Edna Kellum  
D. Collins  
Nora Gannon

23  
HA RA SUXX 23  
Frank Matthews, et al

24  
HA RA SUI 92-N-4

R14W

25

26  
Joe Fleniken, et ux  
Mrs. Marcus Phares  
Joe Fleniken, et ux  
T. Sparks  
B. Fleniken

27  
Proposed HA RA SU54 ±640 AC.  
Whitlock Enterprises, LLC

28  
HA RA SUA 496-L  
KCS Resources LaBokey 33H No. 1 et al

29  
Sabine Uplift Mineral Corp.

30  
Nora Gannon

31  
Baker Family Partnership

32  
HA RA SU00 496-L-9  
CPS Timberlands, LLC

33

34  
HA RA SU64  
Reed Bilbray, et al

35  
Proposed HA RA SU64 ±640 AC.  
CPS Timberlands, LLC

36  
HA RA SUNN 496-L-10  
Richard Evans, Jr.

37  
Richard Evans, Jr.

38  
Nora Gannon

39  
Baker Family Partnership

40  
HA RA SU57

41  
Floyd Bissell

42  
HA RA SU60  
LaBokey Corporation

43  
HA RA SU64  
Reed Bilbray, et al

44  
HA RA SU59  
Syble Smith

45  
Marylee Myers

46  
Winn, et al

47  
HA RA SU64  
Reed Bilbray, et al

48  
HA RA SU57  
Walter Davis Est., et al

49  
Sabine Uplift Mineral Corp.

50  
Reed Bilbray, et al

51  
Jack Gamble Jr., et ux

52  
HA RA SU57  
Henry L. Davis, Jr., et al

53  
Cecill R. Parker

54  
Whitlock Enterprises, LLC

55  
Whitlock Enterprises, LLC

56  
HA RA SU57  
Henry L. Davis, Jr., et al

57  
Whitlock Enterprises

58  
Whitlock Enterprises, LLC

59  
Whitlock Enterprises, LLC

60  
HA RA SU57  
Henry L. Davis, Jr., et al

61  
Whitlock Enterprises

62  
Whitlock Enterprises, LLC

63  
Whitlock Enterprises, LLC

64  
HA RA SU57  
Henry L. Davis, Jr., et al

65  
Whitlock Enterprises

66  
Whitlock Enterprises, LLC

67  
Whitlock Enterprises, LLC

68  
HA RA SU57  
Henry L. Davis, Jr., et al

69  
Whitlock Enterprises

70  
Whitlock Enterprises, LLC

71  
Whitlock Enterprises, LLC

72  
HA RA SU57  
Henry L. Davis, Jr., et al

73  
Whitlock Enterprises

74  
Whitlock Enterprises, LLC

75  
Whitlock Enterprises, LLC

76  
HA RA SU57  
Henry L. Davis, Jr., et al

77  
Whitlock Enterprises

78  
Whitlock Enterprises, LLC

79  
Whitlock Enterprises, LLC

80  
HA RA SU57  
Henry L. Davis, Jr., et al

24

Ruth Dupre  
HA RA SU I  
92-N-4

James Long,  
et ux

Weyerhaeuser

19

HA RA SUNN  
92-N-15

Helen Blackwell

James Long,  
et ux

20

HA RA SUQQ  
92-N-21

Thomas Walker

R14W

R13W

Sabine Uplift Mineral Corp.

Sabine Uplift Mineral Corp.

Richard Evans, Jr.

Sabine Uplift Mineral Corp.

Jerry Mayfield

Proposed  
HA RA SU56  
±640 Ac.

HA RA SUBB  
496-L-4

25

30

29

Robert Brasher

Siesenis Living Trust

Cynthia Craig

Ted Brasher

Robert Brasher

Richard Evans, Jr.

Eddie Thomas

Economy Butane Gas, Inc., et al

Sank Mahoney,  
Estate, et al

HA RA SUNN  
496-L-10

Peggy Bennett

Mary Brasher

Richard Evans, Jr.

HA RA SUCC  
496-L-4

Richard Evans, Jr.

T  
11  
N  
HA RA SUZZ

31

36

Notes: All boundaries are geographic.  
All wells shallower than 10,000' TVD omitted.  
Perforation points to be located no closer than 330' to nearest unit line.  
Order number reflected on adopted units; all other units pending or proposed

DOCKET NO. 10- EXHIBIT NO.



BENSON FIELD  
DESOTO PARISH, LOUISIANA

Proposed Unit  
HAYNESVILLE ZONE

Witness: David Comeaux

0' 1000'

DATE:

LEON E. COMEAUX & ASSOCIATES  
LAFAYETTE, LOUISIANA 337-233-0638

