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April 6, 2010

APPLICATION

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7097-70786

Honorable James H. Welsh
Commissioner of Conservation
Louisiana Office of Conservation
617 North Third Street
Baton Rouge, LA 70802

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 the 109-X Series of Orders, 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, such unit to be designated HA RA SUXX;
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;

2412-13
3191657.1

3. To designate Chesapeake Operating, Inc. as the operator of, and a unit well for the proposed unit, if appropriate;
4. That with respect to future horizontal wells drilled to the Haynesville Zone, Reservoir A, in the proposed unit, 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 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 the 109-X 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 Red River-Bull Bayou Field, DeSoto Parish, Louisiana was previously defined in Office of Conservation Order No. 109-X, effective June 25, 2008.

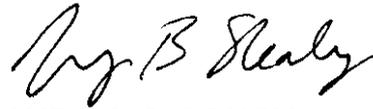
Pursuant to Rule 8 of the Rules of Procedure, the Commissioner of Conservation has waived the pre-application notice requirement. **A conference to discuss the proposed application is hereby scheduled for Wednesday, April 28, 2010, at 10:00 a.m., at the Petroleum Club of Shreveport, 416 Travis St., #1500, Energy Room A, Shreveport, LA 71101, (318) 425-4521.**

Pertinent data relating to the proposed application can be obtained, AT THE COST OF THE REQUESTING PARTY, by contacting David Comeaux, Leon Comeaux & Associates, P.O. Box 53922, Lafayette, LA, 70505, (337) 233-9839.

There is attached hereto and made a part hereof a plat outlining the proposed unit 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.

Sincerely,

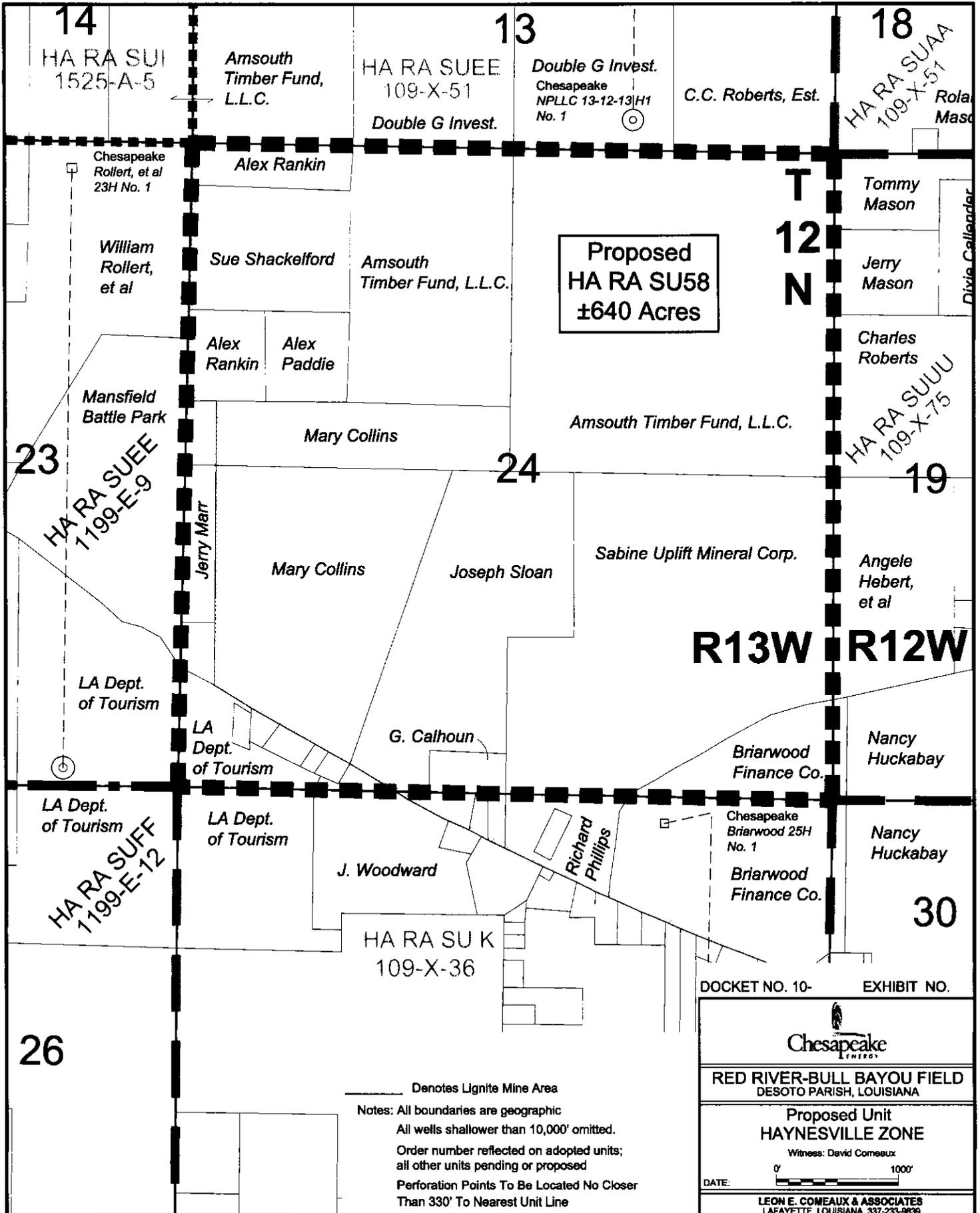
A handwritten signature in black ink, appearing to read "Randy B. Shealy". The signature is written in a cursive, flowing style.

RANDALL C. SONGY
JEREMY B. SHEALY

RCS/JBS/smp/dmw
Enclosure

Interested Owners, Represented Parties and
Interested Parties

Jim Broussard, District Manager
Office of Conservation



14
HA RA SUI
1525-A-5

Amsouth
Timber Fund,
L.L.C.

HA RA SUEE
109-X-51
Double G Invest.

Double G Invest.
Chesapeake
NPLLC 13-12-13|H1
No. 1

C.C. Roberts, Est.

18
HA RA SUAA
109-X-51
Rola
Masc

Chesapeake
Rollert, et al
23H No. 1

Alex Rankin

William
Rollert,
et al

Sue Shackelford

Amsouth
Timber Fund, L.L.C.

Proposed
HA RA SU58
±640 Acres

T
12
N

Tommy
Mason

Jerry
Mason

Alex
Rankin

Alex
Paddie

Charles
Roberts

Mansfield
Battle Park

Mary Collins

Amsouth Timber Fund, L.L.C.

HA RA SUUU
109-X-75

23

HA RA SUEE
1199-E-9

24

19

Jerry Marr

Mary Collins

Joseph Sloan

Sabine Uplift Mineral Corp.

Angele
Hebert,
et al

R13W R12W

LA Dept.
of Tourism

LA
Dept.
of Tourism

G. Calhoun

Briarwood
Finance Co.

Nancy
Huckabay

LA Dept.
of Tourism

LA Dept.
of Tourism

J. Woodward

Richard
Phillips

Chesapeake
Briarwood 25H
No. 1

Briarwood
Finance Co.

Nancy
Huckabay

HA RA SUFF
1199-E-12

HA RA SU K
109-X-36

30

26

DOCKET NO. 10- EXHIBIT NO.



RED RIVER-BULL BAYOU FIELD
DESOTO PARISH, LOUISIANA

Proposed Unit
HAYNESVILLE ZONE

Witness: David Comeaux



DATE:

LEON E. COMEAUX & ASSOCIATES
LAFAYETTE, LOUISIANA 337-233-8836

Denotes Lignite Mine Area
Notes: All boundaries are geographic
All wells shallower than 10,000' omitted.
Order number reflected on adopted units;
all other units pending or proposed
Perforation Points To Be Located No Closer
Than 330' To Nearest Unit Line