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July 15, 2010

APPLICATION

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

7097-70881

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
Bayou San Miguel Field
Sabine 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 **Bayou San Miguel Field**, Sabine 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. 1513-B, effective October 28, 2008, as amended and supplemented by the 1513-B Series of Orders, to-wit:

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 to be designated HA RA SUEE, HA RA SUFF, HA RA SUGG and HA RA SUHH;
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;

19, 20 & 21-9n-12w
32-9n-11w
3199560.1

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. 1513-B, effective October 28, 2008, as amended and supplemented by the 1513-B 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 Bayou San Miguel Field, Sabine Parish, Louisiana, was defined in Office of Conservation Order No. 1513-B, effective October 28, 2008.

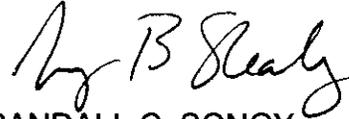
The pre-application conference tentatively scheduled for July 23, 2010, **WILL NOT BE HELD**, as it was not requested within the delays provided for by the Rules of Procedure; therefore, no opposition to this Application at the hearing is anticipated.

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 two (2) 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/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.

R13W

R12W

13

HA RA SUZZ
501-G-11

Curtis' Blueberry Farm, LLC

Benjamin Hall, et al

Harold Craig, et ux

24 HA RA SUWW
501-G-13

Leatherwood, Jr.

Perotbank No. 1
Might Earthly 24H

25 HA RA SU70
Boise Cascade Company

John Cates

T 9 N

HA RA SUJ
1513-B

36

18

HA RA SUZ
1513-B-1

R.H. Evans

R.H. Evans

Proposed HA RA SUEE
± 640 Acres

19

Gladys Smith
Larita Hecker
Ouida Simonton
Annie Sherwood

Richard Evans, et ux

W.C. Magness, et al

HA RA SUDD
1513-B-2

30

HA RA SUK
1513-B

31

17

James McDonald

Black Stone, et al

CHK LA Minerals

Louisiana Minerals

20

Proposed HA RA SUFF
± 640 Acres

Sabine Uplift Mineral Corp.
Richard Simmons

Sabine Uplift Mineral Corp.

Richard Evans, et ux

Black Stone, et al

HA RA SUCC
1513-B-2

29

16

HA RA SUB
1513-B

Ruby Anthony, et al

Black Stone, et al

William Peavy, III
Litton

Marcus Litton

Meriwether Land & Timber, LLC

21

Proposed HA RA SUGG
± 640 Acres

Labokay Corporation
Sammoo Partnership, et al

Louisiana Minerals

Teri L. Evans

Louisiana Minerals

28

HA RA SUBE
1513-B-2

15

HA RA SUBC
1513-B

Meriwether Land & Timber, LLC

Marcus Litton

22

Forestree FM, LLC

Louisiana Minerals

27

Notes: All boundaries are geographic

All wells shallower than 10,000' VD 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

DOCKET NO. 10-

EXHIBIT NO.

Chesapeake ENERGY

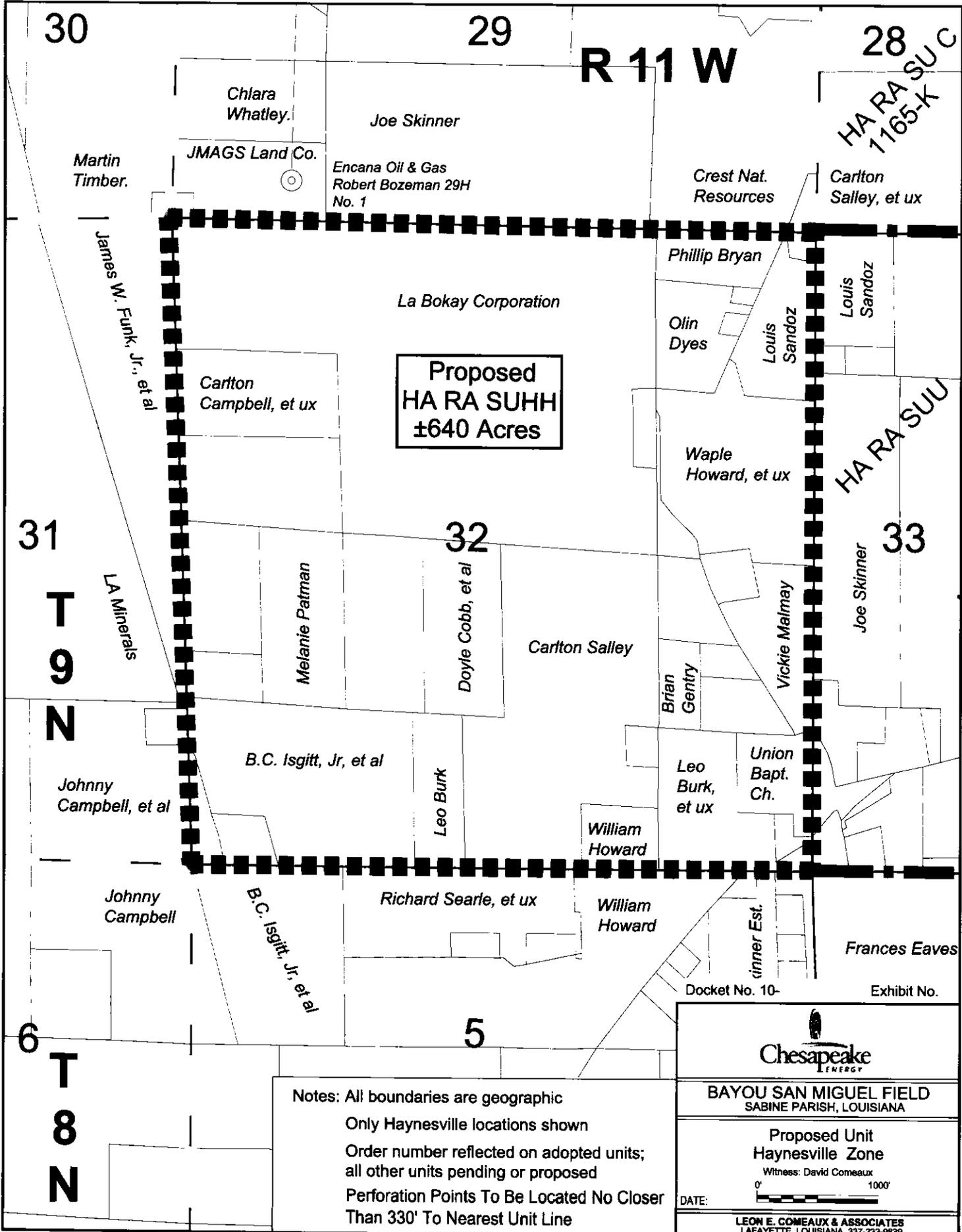
BAYOU SAN MIGUEL FIELD
SABINE PARISH, LOUISIANA

Proposed Units
HAYNESVILLE ZONE

Witness: David Courneau

DATE: _____ 2000

LEON E. COMEAUX & ASSOCIATES
LAFAYETTE, LOUISIANA 337-225-9839



30

29

28

R 11 W

HA RA SU C
1165-K

Chlara
Whatley.

Joe Skinner

Martin
Timber.

JMAGS Land Co.

Encana Oil & Gas
Robert Bozeman 29H
No. 1

Crest Nat.
Resources

Carlton
Salley, et ux

James W. Funk, Jr., et al

La Bokay Corporation

Phillip Bryan

Olin
Dyes

Louis
Sandoz

Louis
Sandoz

Proposed
HA RA SUHH
±640 Acres

Carlton
Campbell, et ux

Waple
Howard, et ux

HA RA SUU

31

32

33

T
9
N

LA Minerals

Melanie Patman

Doyle Cobb, et al

Carlton Salley

Brian
Gentry

Vickie Malmay

Joe Skinner

B.C. Isgitt, Jr, et al

Leo Burk

Union
Bapt.
Ch.

Johnny
Campbell, et al

William
Howard

Leo
Burk,
et ux

Johnny
Campbell

B.C. Isgitt, Jr, et al

Richard Searle, et ux

William
Howard

Inner Est.

Frances Eaves

6

5

T
8
N

Notes: All boundaries are geographic
Only Haynesville locations shown
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

Docket No. 10- Exhibit No.

Chesapeake
ENERGY

BAYOU SAN MIGUEL FIELD
SABINE PARISH, LOUISIANA

Proposed Unit
Haynesville Zone

Witness: David Comeaux

DATE:

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