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January 20, 2011

APPLICATION

7097-71441

Honorable James H. Welsh
Commissioner of Conservation
Louisiana Office of Conservation
P.O. Box 94275
Baton Rouge, LA 70804-4275

Re: Unit Well - Exceptional Location
Lower Cotton Valley Zone, Reservoir A
Elm Grove Field
Caddo Parish, Louisiana

Dear Commissioner Welsh:

Application is hereby made on behalf of **CHESAPEAKE OPERATING, INC.** ("Chesapeake") for the calling of a public hearing, after ten (10) days legal notice, to consider evidence relative to the issuance of Orders pertaining to the following matters related to the **Lower Cotton Valley Zone, Reservoir A**, in the **Elm Grove Field**, Caddo Parish, Louisiana, for which rules and regulations were established and a pattern of drilling and production units was created by Office of Conservation No. 361-E, effective July 16, 1996, as amended and supplemented by the 361-E Series of Orders, including the unit designated LCV RA SUFF, created by Order No. 361-E-19, effective January 5, 1999, to-wit:

1. To permit Chesapeake Operating, Inc. to drill and designate its Glasscock 33-16-11H No. 1 Well as the unit well for LCV RA SUFF, at the location shown on the attached plat, in exception to the spacing provisions of Office of Conservation Order No. 361-E, effective July 16, 1996;

2. To designate Chesapeake Operating, Inc. as the operator of LCV RA SUFF;
3. To find that the designation of the proposed unit well, at the location shown on the attached plat, is in the interest of conservation and necessary to prevent waste and avoid the drilling of unnecessary wells;
4. To continue in full force and effect, except to the extent contrary herewith, all pertinent provisions of Office of Conservation Order No. 361-E, effective July 16, 1996, as amended and supplemented by the 361-E Series of Orders; and
5. To consider such other matters as may be pertinent to this application as shown by the evidence presented at the public hearing.

The Lower Cotton Valley Zone, Reservoir A, in the Elm Grove Field, Caddo Parish, Louisiana, was previously defined in Office of Conservation Order No. 361-E, effective July 16, 1996, and redefined as to LCV RA SUFF in Office of Conservation Order No. 361-E-143, effective December 16, 2003.

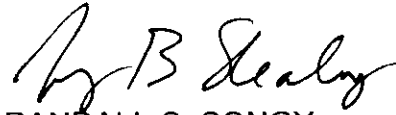
Chesapeake, by its Pre-Application Notice dated January 17, 2011, has initiated a separate unit proceeding to dissolve the existing LCV RA SUFF, and simultaneously therewith create a revised and redefined Lower Cotton Valley Zone unit and a Haynesville Zone unit, the surface boundaries of which are both identical to the surface boundaries of the existing LCV RA SUFF. Should Chesapeake's unit revision proposal reflected in said Pre-Application Notice be adopted, the Glasscock 33-16-11H No. 1 Well will ultimately be completed and utilized as a unit well for the Haynesville Zone unit.

Pertinent data relating to this Application can be obtained AT THE COST OF THE REQUESTING PARTY by contacting David Comeaux, Leon E Comeaux, & Associates, 305 LaRue France, Lafayette, Louisiana, 70508 (337) 233-9839.

There is attached hereto and made a part hereof a unit well plat, which reflects the location of the proposed unit well and outlines LCV RA SUFF. There is also attached hereto a list of the names and addresses of the Interested Owners, Represented Parties, and Interested Parties to whom this proposal is being sent. Pursuant to the Revised Rules of Procedure, such a 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 addressed of all Interested Owners, Represented Parties and Interested Parties.

Finally, there is enclosed our check in the sum of \$755.00 payable to the Office of Conservation, representing the required hearing application fee.

Yours very truly,

A handwritten signature in black ink, appearing to read "R. C. Songy", written in a cursive style.

RANDALL C. SONGY
JEREMY B. SHEALY

RSC/JBS/smp/bad
Enclosures

cc: Jim Broussard, District Manager
Office of Conservation - Shreveport

All Interested Owners, Interested Parties and
Represented Parties

