

JOSEPH ONEBANE (1917-1987)  
JOHN G. TORIAN, II (1936-1991)

TIMOTHY J. MCNAMARA  
EDWARD C. ABELL, JR.  
LAWRENCE L. LEWIS, III †  
DOUGLAS W. TRUXILLO \*  
RANDALL C. SONGY  
MICHAEL G. DURAND  
GREG GUIDRY \*  
GRAHAM N. SMITH \*  
GARY P. KRAUS  
RICHARD J. PETRE, JR.  
THOMAS G. SMART  
ROGER E. ISHEE \*\*  
STEVEN C. LANZA  
GREG R. MIER ††  
MARIA FABRE MANUEL  
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JEREMY B. SHEALY  
JAMES D. BAYARD  
STEVEN T. RAMOS  
MATTHEW C. HEBERT  
GINGER HARGETT WELBORN  
G. W. RUDICK II \*

# ONEBANE LAW FIRM

*A Professional Corporation*

1200 CAMELLIA BOULEVARD (70508)  
SUITE 300  
POST OFFICE BOX 3507  
LAFAYETTE, LOUISIANA 70502-3507

TELEPHONE: (337) 237-2660  
FAX: (337) 266-1232

WWW.ONEBANE.COM

OF COUNSEL  
WILLIAM E. KELLNER  
GREGORY K. MOROUX  
FREDERICK R. PARKER, JR. †  
JOHN F. PARKER  
KAREN DANIEL ANCELET  
JAMES L. ALCOCK, JR.  
SUE T. MANN

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#### SHREVEPORT OFFICE

333 TEXAS STREET  
SUITE 1180  
SHREVEPORT, LA 71101  
TELEPHONE: (318) 674-9770  
FAX: (318) 674-9775

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‡ LL.M. IN HEALTH LAW  
† BOARD CERTIFIED TAX ATTORNEY  
LL.M. IN TAXATION  
†† REGISTERED PATENT ATTORNEY

\* ALSO ADMITTED IN TEXAS  
\*\* ALSO ADMITTED IN MISSISSIPPI

February 2, 2011

11480-71643

## APPLICATION

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

Re: Alternate Unit Wells  
Lower Wilcox Zone, Reservoir B  
Upper Wilcox Zone, Reservoir B – exceptional location  
Middle Wilcox Zone, Reservoir A  
South Bearhead Creek Field  
Beauregard Parish, Louisiana

Dear Commissioner Welsh:

Application is hereby made of behalf of **MIDSTATES PETROLEUM COMPANY, LLC** 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 Wilcox Zone, Reservoir B**, the **Upper Wilcox Zone, Reservoir B**, and the **Middle Wilcox Zone, Reservoir A**, in the **South Bearhead Creek Field**, Beauregard Parish, Louisiana, to-wit:

1. To permit the applicant, Midstates Petroleum Company, LLC, to designate and utilize its Musser-Davis 33 No. 8 Well as an additional alternate well for L WX RB SUA, U WX RB SUA, and MIDD WX RA SUA at the location shown on the plats attached hereto and made a part hereof;
2. To permit the applicant, Midstates Petroleum Company, LLC, to drill, designate and utilize its Musser-Davis 34 No. 2 (ST) Well as an additional alternate well for U WX RB SUB at the location shown on

the plat labeled "PROPOSED ALTERNATE UNIT WELLS UPPER WILCOX ZONE", which is attached hereto and made a part hereof, in exception to the spacing provisions of the Office of Conservation Order No. 439-A-5, effective January 5, 2010;

3. To authorize the unit operator, Midstates Petroleum Company, LLC, to produce the unit allowables for L WX RB SUA, U WX RB SUA, U WX RB SUB, and MIDD WX RA SUA from the unit well for each unit, the approved alternate unit wells for each unit, the proposed additional alternate unit well for each unit, or any combination, at its discretion;
4. To find that the Midstates Petroleum Company, LLC – Musser-Davis 33 No. 8 Well is necessary to drain portions of the Lower Wilcox Zone, Reservoir B, underlying L WX RB SUA, the Upper Wilcox Zone, Reservoir B, underlying U WX RB SUA, and the Middle Wilcox Zone, Reservoir A, underlying MIDD WX RA SUA, which cannot be economically and efficiently drained by any existing well within such units;
5. To find that the Midstates Petroleum Company, LLC – Musser-Davis 34 No. 2 (ST) Well is necessary to drain a portion of the Upper Wilcox Zone, Reservoir B, underlying U WX RB SUB, which cannot be economically and efficiently drained by any existing well within such unit;
6. To consider such other matters as may be pertinent to this application as shown by the evidence presented at the public hearing.

The Lower Wilcox Zone was originally defined in the 439-B Series of Office of Conservation Orders, and was redefined as to Reservoir B, in Office of Conservation Order No. 439-B-8, effective May 12, 2009.

The Upper Wilcox Zone, Reservoir B, was previously defined in Office of Conservation Order No. 439-A-5, effective January 5, 2010.

The Middle Wilcox Zone, Reservoir A, was previously defined in Office of Conservation Order No. 439-D, effective October 12, 2010.

Pertinent data relating to the proposed application can be obtained, AT THE COST OF THE REQUESTING PARTY, by contacting 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 three (3) plats which outline L WX RB SUA, U WX RB SUA & SUB, and MIDD WX RA SUA, and reflect the location of the unit wells, the approved alternate unit wells, and the proposed additional alternate

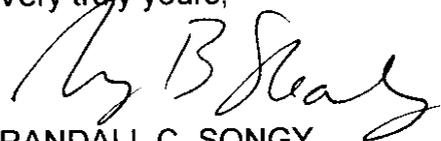
February 2, 2011

Page 3

unit well for each unit. There is also attached hereto a list of the names and addresses of the interested parties to whom this 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 Lafayette 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 ~~\$2265.00~~ <sup>\$3020.00</sup> 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: Mr. Richard Hudson, District Manager  
Office of Conservation

Interested Owners, Represented Parties  
and Interested Parties

AP0 439-B-7

UNIT WELL

APPROVED ALTERNATE UNIT WELL

PROPOSED ALTERNATE UNIT WELL

CURRENT PRODUCER

Gregg Estate, Inc.

R 11 W

EXHIBIT NO. DOCKET NO.

MIDSTATES PETROLEUM COMPANY, LLC  
SOUTH BEARHEAD CREEK FIELD  
BEAUREGARD PARISH, LOUISIANA

PROPOSED ALTERNATE UNIT WELL  
LOWER WILCOX ZONE

Witness: David Comeaux



DATE:

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

Musser-Davis Land Co.

Musser-Davis Land Co.

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Mary Shirley Gayle  
Stuart S. K

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Homer Tate  
Charles James Family Trust  
Lane Martin Kincaannon

Mrs. Isabelle Logan  
Musser-Davis Land Co.

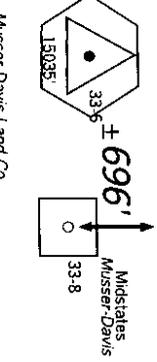
W.W. Schooling  
Billy R. Cooper

CKX Lands, Inc.

Musser-Davis Land Co.

Leland J. Wallace, et al

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LWX RB SUA  
± 620 Acres

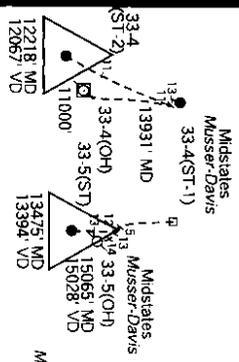
LWX RB SUB  
± 640 Acres

Louis William Smith

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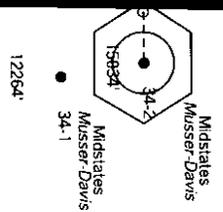
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st Gorham, III, et al



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34-2(ST)  
PBHL

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Musser-Davis Land Co.

B. F. Butler

Judith A. Pirmeaux

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Davis Land Co.

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Norman & Anna  
Jareau Trust

Beauregard Parish

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TIN, Inc.

Beauregard

Parish

Calcasieu Parish

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Bobbie B.  
Pierce, et al

Michael Joseph  
Chesson, et ux

Colleen  
Iwini  
Pinder

Mark  
Edward  
Perrow,  
et ux

Janel Mayo  
Kassar,  
et ux

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AP0 439-A-5

UNIT WELL

APPROVED ALTERNATE UNIT WELL

PROPOSED ALTERNATE UNIT WELL

CURRENT PRODUCER

Gregg Estate, Inc.

R 11 W

EXHIBIT NO. DOCKET NO.

MIDSTATES PETROLEUM COMPANY, LLC

SOUTH BEARHEAD CREEK FIELD  
BEAUREGARD PARISH, LOUISIANA

PROPOSED ALTERNATE UNIT WELLS  
UPPER WILCOX ZONE  
Witness: David Comeaux

DATE:

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Musser-Davis Land Co.

Homer Tate  
Charles James Family Trust  
Lane Martin Kincaannon

Lamson Timber  
Farms Partnership  
M.E. Noble

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Louis William Smith

U WX RB SUB  
± 640 Acres

U WX RB SUA  
± 620 Acres

Musser-Davis Land Co.

Musser-Davis

Davis Land Co.

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Judith A. Primeaux

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Musser-Davis

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