



New Mexico Energy, Minerals and Natural Resources Department

Bill Richardson
Governor

Jon Goldstein
Cabinet Secretary

Jim Noel
Deputy Cabinet Secretary

Mark Fesmire
Division Director
Oil Conservation Division



April 30, 2010

Ms. Ocean Munds-Dry
Holland & Hart, LLP
P.O. Box 2208
Santa Fe, NM 87504

Administrative Order NSL-6171-A

**Re: Chesapeake Operating, Inc.
PLU Big Sinks 22 Federal Com. Well No. 1H
API No. 30-015
175 feet FSL and 400 feet FEL
Unit P, Section 22-24S-30E
Eddy County, New Mexico**

Dear Ms Munds-Dry:

This order supersedes Administrative Order NSL-6171 in its entirety.

Reference is made to the following:

(a) your application (**administrative application reference No. pUNK10-10235132**) submitted to the New Mexico Oil Conservation Division (the Division) in Santa Fe, New Mexico, on behalf of Chesapeake Operating, Inc [OGRID 147179] (Chesapeake), on April 9, 2010, and

(b) the Division's records pertinent to this request.

Chesapeake has requested to drill the above-referenced well as a horizontal well in the Bone Spring formation, at a location that will be unorthodox under Division Rule 16.14.B(2). The proposed surface location, point of penetration and terminus of the well are as follows:

Surface Location: 175 feet from the South line and 400 feet from the East line (Unit P) of Section 22, Township 24-S, Range 30-E, NMPM, Eddy County, New Mexico

Point of Penetration: 193 feet from the South line and 400 feet from the East line (Unit P) of said section



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Terminus 330 feet from the North line and 400 feet from the East line
(Unit A) of said section

The E/2 E/2 of Section 22 will be dedicated to the proposed well to form a project area comprising four standard, 40-acre oil spacing and proration units in the undesignated Nash Draw-Delaware-Bone Spring (Avalon Sand) Pool (47545). This pool is governed by statewide Rule 15.9, which provides for 40-acre units, with wells located at least 330 feet from a unit outer boundary. This location is unorthodox because a portion of the producing interval will be less than 330 feet from the southern boundary of the project area, and therefore outside the producing area.

Your application on behalf of Chesapeake has been duly filed under the provisions of Division Rules 15.13 and 4.12.A(2).

It is our understanding that Chesapeake is seeking this location for engineering reasons, in order to maximize the portion to the target formation within the producing area that will be penetrated by the wellbore.

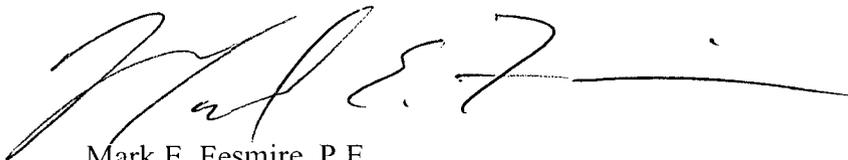
It is also understood that you have given due notice of this application to all operators or owners who are "affected persons," as defined in Rule 4.12.A(2), in all adjoining units towards which the proposed location encroaches.

Pursuant to the authority conferred by Division Rule 15.13.B, the above-described unorthodox location is hereby approved.

This approval is subject to your being in compliance with all other applicable Division rules, including, but not limited to Division Rule 5.9.

Jurisdiction of this case is retained for the entry of such further orders as the Division may deem necessary.

Sincerely,

A handwritten signature in black ink, appearing to read 'Mark E. Fesmire', with a long horizontal line extending to the right.

Mark E. Fesmire, P.E.
Director

MEF/db

cc: New Mexico Oil Conservation Division - Artesia
 United States Bureau of Land Management