

CASE NO. 13582

**APPLICATION OF
CHESAPEAKE OPERATING, INC.
FOR STATUTORY UNITIZATION OF THE
TRINITY BURRUS UNIT AREA,
LEA COUNTY, NEW MEXICO.**

Amend Exhibit "G" Paragraph 3 of the Unit Operating Agreement for the Trinity Burrus Abo Unit to read in its entirety as follows:

3) After the date of Unitization, unit production and costs shall be allocated to each tract which contains a well with a non-consent balance based on such tract's tract participation factor. Unit costs attributable to any interest which is not a non-consenting interest with respect to unit operations shall be subject to the non-consent penalties in accordance with the terms of the applicable original agreements. Unit costs attributable to any interest which is a non-consenting interest with respect to unit operations pursuant to an election made after the date of the Unitization Order shall be capped at the maximum 200% penalty allowed under New Mexico law for penalties pertaining to unit costs.

BEFORE THE OIL CONSERVATION DIVISION
Santa Fe, New Mexico
Case No. 13582 and 13583 Exhibit No. 5
Submitted by:
CHESAPEAKE OPERATING, INC.
Hearing Date: October 20, 2005