



New Mexico Energy, Minerals and Natural Resources Department

Susana Martinez
Governor

John H. Bemis
Cabinet Secretary-Designate

Brett F. Woods, Ph.D.
Deputy Cabinet Secretary

Jami Bailey
Division Director
Oil Conservation Division



September 20, 2011

Chesapeake Operating, Inc.
c/o Holland & Hart, LLP
Attn: Ms. Ocean Munds-Dry

Administrative Order NSL-6473
Administrative Application Reference No. pTWG11-23750878

Chesapeake Operating, Inc.
OGRID 147179
PLU Big Sinks 2 25 30 State Well No. 1H
API No. 30-015-39344

Proposed Location:

| | Footages | Unit | Sec. | Twsp | Range | County |
|-------------------|--------------------------|-------------|-------------|-------------|--------------|---------------|
| Surface | 350 FSL & 1980 FEL | O | 2 | 25S | 30E | Eddy |
| Penetration Point | same as surface location | | | | | |
| Terminus | 100 FNL & 1980 FEL | B(Lot 2) | 2 | 25S | 30E | Eddy |

Proposed Project Area:

| Description | Acres | Pool | Pool Code |
|--------------------|--------------|---------------------|------------------|
| W/2 E/2 Section 2 | 160.5 | Wildcat Bone Spring | 96403 |

Reference is made to your application received on August 25, 2011.

You have requested to drill this horizontal well at an unorthodox oil well location described above in the referenced pool or formation. This location is governed by statewide Rule 15.9.A [19.15.15.9.A NMAC], which provides for 40-acre units, with wells located at least 330 feet from a unit outer boundary, and Rule 15.16.14.B(2) [19.15.16.14.B(2) NMAC] concerning directional wells in designated project areas. This location is unorthodox because a portion of the proposed producing interval is less than 330 feet from an outer boundary of the project area.

Your application has been duly filed under the provisions of Division Rules 15.13 [19.15.15.13 NMAC] and 4.12.A(2) [19.15.4.12.A(2) NMAC].

Oil Conservation Division
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It is our understanding that you are seeking this location for engineering reasons to maximize penetration of the target zone by the wellbore lateral.

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 [19.15.5.9 NMAC].

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 "Jami Bailey". The signature is fluid and cursive, with the first name "Jami" and last name "Bailey" clearly distinguishable.

Jami Bailey
Director

JB/db

cc: New Mexico Oil Conservation Division – Artesia
New Mexico State Land Office