

New Mexico Energy, Minerals and Natural Resources Department

Bill Richardson
Governor

Joanna Prukop
Cabinet Secretary
Reese Fullerton
Deputy Cabinet Secretary

Mark Fesmire
Division Director
Oil Conservation Division



March 17, 2008

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

Administrative Order NSL-5799

Re: Chesapeake Operating, Inc.
IMC 21 Federal Com Well No. 2H
API No. 30-015-36109
Unit A, Section 21-23S-39E
Eddy County

Dear Ms Munds-Dry:

Reference is made to the following:

(a) your application (**administrative application reference No. pKVR08-0805056937**) submitted to the New Mexico Oil Conservation Division (the Division) in Santa Fe, New Mexico, on behalf of Chesapeake Operating, Inc. (Chesapeake) on February 15, 2008, 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 Delaware formation, at a location that will be unorthodox under Division Rule 111. The proposed surface location, point of penetration and terminus of the well are as follows:

Surface Location: 460 feet from the North line and 410 feet from the East line
(Unit A) of Section 21, Township 23S, Range 29E, NMPM
Eddy County, New Mexico

Point of Penetration: Same as Surface Location.

Terminus 330 feet from the South line and 650 feet from the East line
(Unit P) of said Section .



The SE/4 NE/4 and E/2 SE/4 of Section 21 will be dedicated to the proposed well to form a project area comprising three entire, standard spacing units in the Northeast Harroun Ranch-Delaware Pool (96878). This pool is governed by statewide Rule 104.B(1), 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 located outside the boundaries of the project area, and therefore outside the producing area.

Your application has been duly filed under the provisions of Division Rules 104.F and 1210.A(2).

It is our understanding that you are seeking this location because of surface topography. It is further understood that, although the wellbore penetrates the top of the Delaware Mountain Group in Unit A of Section 21 (which is outside of the project area, as well as outside the producing area), the only interval that will be perforated is the Lower Brushy Canyon member of the Delaware formation, and all perforations will be located within the producing area.

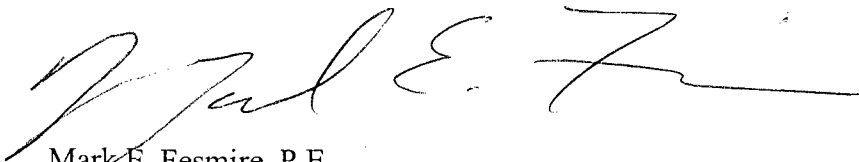
It is also understood that you have given due notice of this application to all operators or owners who are "affected persons," as defined in Rule 1210.A(2), in all adjoining units towards which the proposed location encroaches.

Pursuant to the authority conferred by Division Rule 104.F(2), 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 40.

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 stylized flourish at the end.

Mark E. Fesmire, P.E.
Director

MEF/db

cc: New Mexico Oil Conservation Division - Artesia
New Mexico State Land Office - Santa Fe
United States Bureau of Land Management - Carlsbad