

District II  
1301 W. Grand Ave., Artesia, NM 88210  
Phone: (505) 748-1283 Fax: (505) 748-9720

State of New Mexico  
Energy, Minerals and Natural Resources

Form C-145  
Permit: 79369

Oil Conservation Division  
1220 S. St Francis Dr.  
Santa Fe, NM 87505

*Inbounds*

Change of Operator

Previous Operator Information

New Operator Information

	Effective Date: <u>8/4/2008</u>
OGRID: <u>4378</u>	OGRID: <u>147179</u>
Name: <u>CHI OPERATING INC</u>	Name: <u>CHESAPEAKE OPERATING, INC.</u>
Address: <u>P. O. BOX 1799</u>	Address: <u>P. O. BOX 18496</u>
Address: _____	Address: _____
City, State, Zip: <u>MIDLAND, TX 79702</u>	City, State, Zip: <u>OKLAHOMA CITY, OK 731540496</u>

I hereby certify that the rules of the Oil Conservation Division have been complied with and that the information on this form and the certified list of wells is true to the best of my knowledge and belief.

Previous Operator

New Operator

Signature: *John W. Qualls*  
 Printed Name: John W. Qualls  
 Title: Vice - president  
 Date: 8-5-08 Phone: 432-685-5001

Signature: *JB FRASER*  
 Printed Name: Jim Fraser  
 Date: 8/1/08 Phone: (405) 767-4300  
 Jim Fraser, Vice-President-Operations,  
 Southern Division

*OK*  
*OB*  
*JZ*

Oil Conservation Division  
Case No. 3  
Exhibit No. B  
*chi*

**Pam Corbett**

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**From:** Justin Zerkle [justin.zerkle@chk.com]  
**Sent:** Friday, August 01, 2008 1:49 PM  
**To:** pamc@chienergyinc.com  
**Cc:** John Qualls; Bryan Arrant; Craig Barnard  
**Subject:** Inbouds Com #1Y  
**Attachments:** Change of Operator.PDF

Pam,

Attached is the Change of Operator form that needs Chi Operating, Inc.'s signature/approval. Please have the appropriate person execute and e-mail and/or fax back to me. Let me know if you have any questions. Thank you

<<Change of Operator.PDF>>

Thank you,

*Justin Zerkle*

Associate Landman - Permian North

Chesapeake Energy Corporation

Phone: 405-767-4925

Fax: 405-879-1450

Email: justin.zerkle@chk.com

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8/4/2008

Chi Energy, Inc.

P. O. Box 1799

Midland, TX 79702

FAX TRANSMISSION

DATE SENT: 8/4/08 TIME SENT: \_\_\_\_\_

TO: NAME: Justin Zerkle

LOCATION: \_\_\_\_\_

TELEPHONE/FAX NO.: \_\_\_\_\_

FROM: NAME: Pam Corbett

LOCATION: \_\_\_\_\_

TELEPHONE/FAX NO.: 432-685-5001/432-687-2662

NUMBER OF PAGES: \_\_\_\_\_ + COVER

MEMO:

inbounds 14  
Change of Operator.  
I have certified the  
online C145.

TRANSMISSION VERIFICATION REPORT

TIME : 08/04/2008 16:11  
NAME :  
FAX :  
TEL :  
SER. # : BROE4J599929

DATE, TIME 08/04 16:11  
FAX NO./NAME 14058791450  
DURATION 00:00:29  
PAGE(S) 02  
RESULT OK  
MODE STANDARD  
ECM

*Chi Energy, Inc.*  
*P. O. Box 1799*  
*Midland, TX 79702*

FAX TRANSMISSION

DATE SENT: 8/4/08 TIME SENT: \_\_\_\_\_

TO: NAME: Justin Zerkle  
LOCATION: \_\_\_\_\_  
TELEPHONE/FAX NO.: \_\_\_\_\_

FROM: NAME: Pam Corbett  
LOCATION: \_\_\_\_\_  
TELEPHONE/FAX NO.: 432-685-5001/432-687-2662

NUMBER OF PAGES: \_\_\_\_\_ + COVER

MEMO:

*inbounds 14*  
*of Director*



# State of New Mexico Oil Conservation Division

Operator Change, C-145 PermitID 79369

## Operator Data

- Permit Status
- Well List
- Inactive Well List
- Financial Assurance
- C-115 Reports

<a href="#">Operator Information</a>	<a href="#">Select Properties</a>	<a href="#">Select Wells</a>	<a href="#">Warnings</a>	<a href="#">Submit Form</a>	<a href="#">View Forms</a>	<a href="#">Close</a>
Current Operator:	CHI OPERATING INC					
New Operator:	CHESAPEAKE OPERATING, INC.					
Effective Date:	8/4/2008					

### Warnings:

The New Operator is not in compliance with Rule 40  
There are no Fatal Warnings

## Submit Form

- Pre-Drilling
- Drilling
- Completion
- Other

## Miscellaneous

- Administration

UserID: PCORBETT  
 Title: Regulatory  
 Operator: CHI OPERATING INC  
 Sign-out