

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

Form C-145
Permit 79369

Change of Operator

Previous Operator Information

OGRID: 4378
Name: CHI OPERATING INC
Address: P. O. BOX 1799
Address:
City, State, Zip: MIDLAND, TX 79702

New Operator Information

Effective Date: 8/4/2008
OGRID: 147179
Name: CHESAPEAKE OPERATING, INC.
Address: P. O. BOX 18496
Address:
City, State, Zip: OKLAHOMA CITY, OK 731540496

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

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

New Operator

Signature: JB FRASER
Printed Name: Jim Fraser
Date: 8/1/08 Phone: (405) 767-4300
Jim Fraser, Vice-President-Operations,
Southern Division
J2

NMOCD Approval

Electronic Signature: Carmen Reno, District 2
Date: August 05, 2008