

DATE IN 3/17/06	SUSPENSE 4-6-06	ENGINEER MIKE STOGNER	LOGGED IN 3/17/06	TYPE NSL	APP NO. PTDS0607658113
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ABOVE THIS LINE FOR DIVISION USE ONLY

NEW MEXICO OIL CONSERVATION DIVISION
 - Engineering Bureau -
 1220 South St. Francis Drive, Santa Fe, NM 87505



ADMINISTRATIVE APPLICATION CHECKLIST

THIS CHECKLIST IS MANDATORY FOR ALL ADMINISTRATIVE APPLICATIONS FOR EXCEPTIONS TO DIVISION RULES AND REGULATIONS WHICH REQUIRE PROCESSING AT THE DIVISION LEVEL IN SANTA FE

Application Acronyms:

[NSL-Non-Standard Location] [NSP-Non-Standard Proration Unit] [SD-Simultaneous Dedication]
[DHC-Downhole Commingling] [CTB-Lease Commingling] [PLC-Pool/Lease Commingling]
[PC-Pool Commingling] [OLS - Off-Lease Storage] [OLM-Off-Lease Measurement]
[WFX-Waterflood Expansion] [PMX-Pressure Maintenance Expansion]
[SWD-Salt Water Disposal] [IPI-Injection Pressure Increase]
[EOR-Qualified Enhanced Oil Recovery Certification] [PPR-Positive Production Response]

[1] TYPE OF APPLICATION - Check Those Which Apply for [A]

[A] Location - Spacing Unit - Simultaneous Dedication
☒ NSL ☐ NSP ☐ SD

Check One Only for [B] or [C]

[B] Commingling - Storage - Measurement
☐ DHC ☐ CTB ☐ PLC ☐ PC ☐ OLS ☐ OLM

[C] Injection - Disposal - Pressure Increase - Enhanced Oil Recovery
☐ WFX ☐ PMX ☐ SWD ☐ IPI ☐ EOR ☐ PPR

[D] Other: Specify _____

[2] NOTIFICATION REQUIRED TO: - Check Those Which Apply, or Does Not Apply

[A] ☐ Working, Royalty or Overriding Royalty Interest Owners
 [B] ☒ Offset Operators, Leaseholders or Surface Owner
 [C] ☐ Application is One Which Requires Published Legal Notice
 [D] ☐ Notification and/or Concurrent Approval by BLM or SLO
U.S. Bureau of Land Management - Commissioner of Public Lands, State Land Office
 [E] ☐ For all of the above, Proof of Notification or Publication is Attached, and/or,
 [F] ☐ Waivers are Attached

[3] SUBMIT ACCURATE AND COMPLETE INFORMATION REQUIRED TO PROCESS THE TYPE OF APPLICATION INDICATED ABOVE.

[4] CERTIFICATION: I hereby certify that the information submitted with this application for administrative approval is **accurate** and **complete** to the best of my knowledge. I also understand that **no action** will be taken on this application until the required information and notifications are submitted to the Division.

Note: Statement must be completed by an individual with managerial and/or supervisory capacity.

<u>Ocean Munds-Dry</u>	<u>Ocean Munds-Dry</u>	<u>Attorney</u>	<u>3-17-06</u>
Print or Type Name	Signature	Title	Date
		<u>omundsdry@hollandhart.com</u>	
		e-mail Address	

2006 MAR 17 PM 2 14



March 17, 2006

HAND DELIVERY

Mr. Mark Fesmire, Director
Oil Conservation Division
New Mexico Department of Energy,
Minerals and Natural Resources
1220 South Saint Francis Drive
Santa Fe, New Mexico 87505

Re: Application of Chesapeake Operating, Inc., for administrative approval of an unorthodox well location for its Berry 1 Well No.2 (**API No. 30-025-37748**), to be drilled to the Strawn formation at a surface location 1451 feet from the North line and 1614 feet from the West line of Section 1, Township 17 South, Range 37 East, N.M.P.M., Lea County, New Mexico.

Dear Mr. Fesmire:

Chesapeake Operating, Inc. ("Chesapeake") hereby seeks administrative approval pursuant to the provisions of Division Rule 104 F (2)-(4) and Rule 3 of the Special Rules for the Shipp-Strawn Pool, of an unorthodox well location in the Shipp-Strawn Pool for its Berry 1 Well No. 2 located 1451 feet from the North line and 1614 feet from the West line of Section 1 (Unit F), Township 17 South, Range 37 East, N.M.P.M., Lea County, New Mexico.

This proposed location in the Strawn formation is unorthodox because it is governed by Special Pool Rules and Regulations for the Shipp-Strawn Pool which provides for wells on 80-acre spacing units to be located within 150 feet of the center of a governmental quarter-quarter section or lot. The proposed unorthodox well location is only 320 feet from the western boundary of the SE/4 NW/4 and therefore encroaches on the W/2 NW/4 of Section 1. A standard 80-acre spacing unit and proration unit comprised of the E/2 NW/4 of Section 1 will be dedicated to the well.

The non-standard location is required by geologic conditions. As shown on the attached **Exhibit A**, the proposed location is positioned to encounter the Strawn formation at the highest and thickest point possible. Exhibit A is a composite map based

HOLLAND & HART^{LLP}



upon subsurface geology and 3D seismic interpretation and shows a (Isopach) net Strawn Porosity Contour Interval of 20 feet (in green) and a (Structure) T/Strawn Porosity Contour Interval of 50 feet (gray contour lines). The map also shows the Strawn producers in red along with the cumulative production gas (in red) and oil (in green). Finally, the map shows the Strawn water leg in blue. Two Strawn wells in Section 1, the Price Family Trust Well No. 1 (API 30-025-30351) and the Price Family Well No. 1 (API 30-025-30669), exhibited increased water production late in their production history. The apparent water contact within this porosity development is currently at the structural position of these abandoned producers. An orthodox location for the Berry 1 Well No. 2 would find Strawn porosity but would fall within the water leg being water productive resulting in a dryhole or a non-commercial well.

Exhibit B is a plat that shows the subject area, the 80-acre proposed spacing unit comprised of the E/2 NW/4 of Section 1, the proposed unorthodox well location and the offsetting spacing units.

Exhibit C is the C-102 filed for the well that shows the surveyed location of the well.

Exhibit D is a list of affected parties. As required by Rule 120(A)(2), a copy of this application (with attachments) has been sent to those listed on Exhibit D in accordance with Rule 1207(A)(5) and they have been advised that if they have an objection to this application it must be filed in writing with the Division's Santa Fe office within twenty days from the date this notice was sent.

Also enclosed is a proposed administrative order prepared by Chesapeake on behalf of the Division.

Your attention to this application is appreciated.

Sincerely,

Ocean Munds-Dry

Ocean Munds-Dry
ATTORNEY FOR CHESAPEAKE
OPERATING, INC.

Enclosures

cc: David Godsey



March 17, 2006

CERTIFIED MAIL
RETURN RECEIPT REQUESTED**AFFECTED INTEREST OWNERS**

Re: Application of Chesapeake Operating, Inc. for administrative approval of an unorthodox well location for its Berry 1 Well No. 2 (**API No. 30-025-37748**), to be drilled 1451 feet from the North line and 1614 feet from the West line of Section 1, Township 17 South, Range 37 East, N.M.P.M., Lea County, New Mexico.

Ladies and Gentlemen:

Enclosed is a copy of the above-referenced application which was filed with the New Mexico Oil Conservation Division on this date by Chesapeake Operating, Inc. for administrative approval of an unorthodox well location for its Berry 1 Well No. 2, to be drilled to the Strawn formation, Shipp-Strawn Gas Pool, at a location 1451 feet from the North line and 1614 feet from the West line of Section 1, Township 17 South, Range 37 East, N.M.P.M., Lea County, New Mexico.

As an owner of an interest that may be affected by the proposed well, you may object to this application. Objections must be filed in writing within twenty days from this date at the Division's Santa Fe office that is located at 1220 South Saint Francis Drive, Santa Fe, New Mexico. 87505. If no objection is received within this twenty-day period, this application for an unorthodox well location may be approved.

Very truly yours,

Ocean Munds-Dry
ATTORNEY FOR CHESAPEAKE
OPERATING, INC.

Enclosures

Chesapeake Operating, Inc.

Attention: David Godsey

Administrative Order NSL-_____

Dear Mr. Godsey:

Reference is made to your application dated March 15, 2006 for an unorthodox well location for Chesapeake Operating, Inc.'s Berry 1 Well No. 2 to be drilled to the Strawn formation in the Shipp-Strawn Gas Pool. Said well will be located 1451 feet from the North line and 1614 feet from the West line of Section 1, Township 17 South, Range 37 East, NMPM, Lea County, New Mexico.

A 80-acre spacing and proration unit in the Strawn formation comprising the E/2 NW/4 of said Section 1 is to be dedicated to said well.

This application has been duly filed under the provisions of Rule 104.F of the General Rules of the Oil Conservation Division revised by Division Order No. R-11231, issued by the New Mexico Oil Conservation Commission in Case No. 12119 on August 12, 1999.

By authority granted me under the provisions of Rule 104.F(2), the above-described unorthodox well location within this 80-acre unit in the Strawn formation is hereby approved.

Sincerely,

Mark E. Fesmire, P.E.
Director

cc: Oil Conservation Division - Hobbs/Artesia

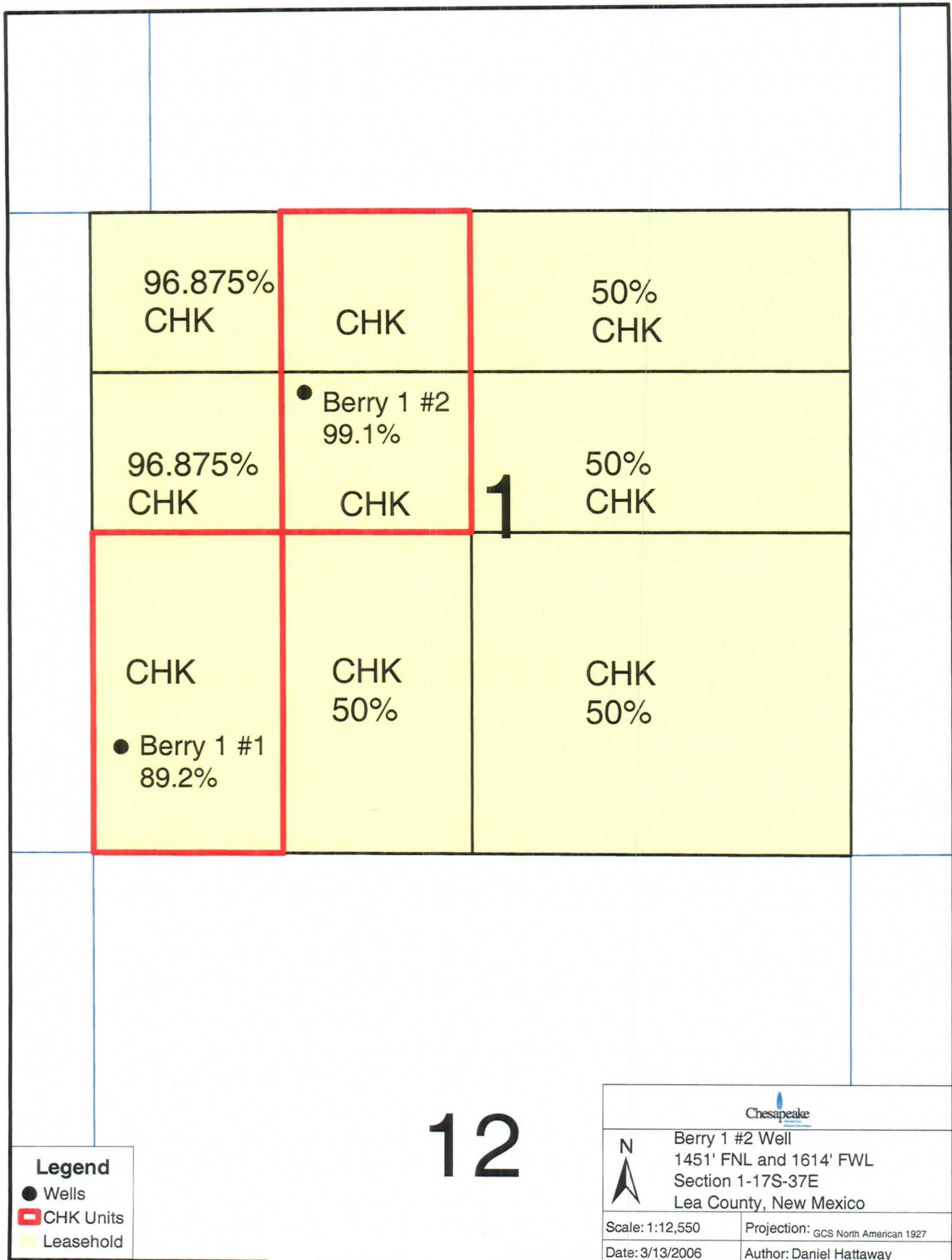


EXHIBIT B

District I

1625 N. French Dr., Hobbs, NM 88240
Phone:(505) 393-6161 Fax:(505) 393-0720

District II

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

District III

1000 Rio Brazos Rd., Aztec, NM 87410
Phone:(505) 334-6178 Fax:(505) 334-6170

District IV

1220 S. St Francis Dr., Santa Fe, NM 87505
Phone:(505) 476-3470 Fax:(505) 476-3462

State of New Mexico
Energy, Minerals and Natural Resources

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

Form C-102
Permit 25148

WELL LOCATION AND ACREAGE DEDICATION PLAT

1. API Number 30-025-37748	2. Pool Code 55695	3. Pool Name SHIPP,STRAWN
4. Property Code 32560	5. Property Name BERRY 1	6. Well No. 002
7. OGRID No. 147179	8. Operator Name CHESAPEAKE OPERATING, INC.	9. Elevation 3746

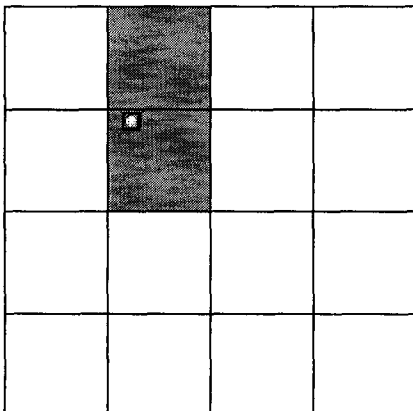
10. Surface Location

UL - Lot	Section	Township	Range	Lot Idn	Feet From	N/S Line	Feet From	E/W Line	County
F	1	17S	37E		1451	N	1614	W	LEA

11. Bottom Hole Location If Different From Surface

UL - Lot	Section	Township	Range	Lot Idn	Feet From	N/S Line	Feet From	E/W Line	County
12. Dedicated Acres 81.17	13. Joint or Infill	14. Consolidation Code	15. Order No.						

NO ALLOWABLE WILL BE ASSIGNED TO THIS COMPLETION UNTIL ALL INTERESTS HAVE BEEN CONSOLIDATED OR A NON-STANDARD UNIT HAS BEEN APPROVED BY THE DIVISION

**OPERATOR CERTIFICATION**

I hereby certify that the information contained herein is true and complete to the best of my knowledge and belief, and that this organization either owns a working interest or unleased mineral interest in the land including the proposed bottom hole location(s) or has a right to drill this well at this location pursuant to a contract with an owner of such a mineral or working interest, or to a voluntary pooling agreement or a compulsory pooling order heretofore entered by the division.

E-Signed By: Brenda Coffman

Title: Regulatory Analyst

Date: 3/10/2006

SURVEYOR CERTIFICATION

I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true and correct to the best of my belief.

Surveyed By: Gary Eidson

Date of Survey: 2/22/2006

Certificate Number: 12641

EXHIBIT C

Permit Conditions of Approval

Operator: CHESAPEAKE OPERATING, INC. , 147179

Well: BERRY 1 #002

API: 30-025-37748

OCD Reviewer	Condition
DMULL	Will require administrative order for non-standard location
pkautz	Pit construction and closure must satisfy all requirements of your approved plan, O.C.D. Rule 19.15.2.50, and the Pit and Below-Grade Tank Guidelines
DMULL	Approval for Drilling only - Cannot produce until the Non-Standard Location is approved by the OCD in Santa Fe.

Exhibit D
Application of Chesapeake Operating, Inc.
Berry 1 Well No. 2

Jonathan S. Roderick, et ux Carol
P. O. Box 7961
Boulder, CO 80306

William N. Heiss Profit Sharing Plan
P. O. Box 2944
Casper, WY 82602

Lynne M. Baalman, et vir Mark Baalman
4650 North Flintwood Road
Parker, CO 80134

Everett M. McAtee
Route 2, Box 66
Waverly, WV 26184

Toles-Com, Ltd.
P. O. Drawer 1300
Roswell, NM 88202

Harle, Inc.
P. O. Box 2608
Roswell, NM 88202

State of New Mexico
Energy, Minerals and Natural Resources
Oil Conservation Division
1220 S. St Francis Dr.
Santa Fe, NM 87505

APPLICATION FOR PERMIT TO DRILL, RE-ENTER, DEEPEN, PLUGBACK, OR ADD A ZONE

1. Operator Name and Address CHESAPEAKE OPERATING, INC. P. O. BOX 18496 OKLAHOMA CITY, OK 731540496		2. OGRID Number 147179
		3. API Number 30-025-37748
4. Property Code 32560	5. Property Name BERRY 1	6. Well No. 002

7. Surface Location

UL - Lot	Section	Township	Range	Lot Idn	Feet From	N/S Line	Feet From	E/W Line	County
F	1	17S	37E	F	1451	N	1614	W	LEA

8. Pool Information

SHIPP STRAWN	55695
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Additional Well Information

9. Work Type New Well	10. Well Type OIL	11. Cable/Rotary	12. Lease Type Private	13. Ground Level Elevation 3746
14. Multiple N	15. Proposed Depth	16. Formation Strawn	17. Contractor	18. Spud Date 3/14/2006
Depth to Ground water 40		Distance from nearest fresh water well		Distance to nearest surface water
Pit: Liner: Synthetic <input type="checkbox"/> mils thick Clay <input type="checkbox"/> Pit Volume: bbls Drilling Method: Closed Loop System <input checked="" type="checkbox"/> Fresh Water <input type="checkbox"/> Brine <input type="checkbox"/> Diesel/Oil-based <input type="checkbox"/> Gas/Air <input type="checkbox"/>				

19. Proposed Casing and Cement Program

Type	Hole Size	Casing Type	Casing Weight/ft	Setting Depth	Sacks of Cement	Estimated TOC
Surf	17.5	13.375	48	400	370	0
Int1	11	8.625	32	4500	1025	0
Prod	7.875	5.5	17	11950	805	4000

Casing/Cement Program: Additional Comments

Surface: 13 3/8" cmt w/170 sx Hall Lite+ Flocele Tail/200 sx PremPlus 2% bwoc CaCl2 1.35 yield. Inter: 8 5/8" cmt'd w/825 sx Inter C + Flocele 2.45 yield; Tail 200 sx Prem Plus + 2% bwoc CaCl2 1.35 yield; 5 1/2" csg. cmt'd w/660 sx Inter H + .25 pps Flocele 2.45 yield; Tail 145 sx Super H + 0.5% LAP-1 + 0.4% CFR 3 + 1 pps Salt + 0.25 pps D-AIR 3000 + 0.1% HR-7 13.2 ppg 1.60 yield TOC 4000' est.

Proposed Blowout Prevention Program

Type	Working Pressure	Test Pressure	Manufacturer
Annular	3000	3000	
DoubleRam	3000	3000	

I hereby certify that the information given above is true and complete to the best of my knowledge and belief.

I further certify that the drilling pit will be constructed according to NMOCD guidelines ☐ a general permit ☐ or an (attached) alternative OCB-approved plan ☐.

Printed Name: Electronically filed by Brenda Coffman

Title: Regulatory Analyst

Email Address: bcoffman@chkenrgy.com

Date: 3/10/2006

Phone: 432-685-4310

OIL CONSERVATION DIVISION

Approved By: Paul Kautz

Title: Geologist

Approved Date: 3/13/2006

Expiration Date: 3/13/2007

Conditions of Approval Attached

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District IV

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Phone:(505) 476-3470 Fax:(505) 476-3462

Energy, Minerals and Natural Resources**Oil Conservation Division****1220 S. St Francis Dr.****Santa Fe, NM 87505****WELL LOCATION AND ACREAGE DEDICATION PLAT**

1. API Number 30-025-37748	2. Pool Code 55695	3. Pool Name SHIPP STRAWN
4. Property Code 32560	5. Property Name BERRY 1	6. Well No. 002
7. DGRID No. 147179	8. Operator Name CHESAPEAKE OPERATING, INC.	9. Elevation 3746

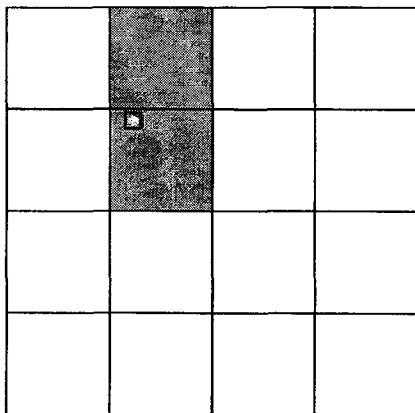
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**OPERATOR CERTIFICATION**

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E-Signed By: Brenda Coffman

Title: Regulatory Analyst

Date: 3/10/2006

SURVEYOR CERTIFICATION

I hereby certify that the well location shown on this plat was plotted from field notes of actual surveys made by me or under my supervision, and that the same is true and correct to the best of my belief.

Surveyed By: Gary Eidson

Date of Survey: 2/22/2006

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Well: BERRY 1 #002

API: 30-025-37748

OCD Reviewer	Condition
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pkautz	Pit construction and closure must satisfy all requirements of your approved plan, D.C.D. Rule 19.15.2.50, and the Pit and Below-Grade Tank Guidelines
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State of New Mexico
Energy, Minerals and Natural Resources

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

Form C-103
Permit 25850

SUNDRY NOTICES AND REPORTS ON WELLS (DO NOT USE THIS FORM FOR PROPOSALS TO DRILL OR TO DEEPEN OR PLUG BACK TO A DIFFERENT RESERVOIR. USE "APPLICATION FOR PERMIT" (FORM C-101) FOR SUCH PROPOSALS.)		WELL API NUMBER 30-025-37748
1. Type of Well: O		5. Indicate Type of Lease P
2. Name of Operator CHESAPEAKE OPERATING, INC.		6. State Oil & Gas Lease No.
3. Address of Operator P. O. BOX 18496, OKLAHOMA CITY, OK 731540496		7. Lease Name or Unit Agreement Name BERRY 1
4. Well Location Unit Letter <u>F</u> : <u>1451</u> feet from the <u>N</u> line and <u>1614</u> feet from the <u>W</u> line Section <u>1</u> Township <u>17S</u> Range <u>37E</u> NMPM Lea County		8. Well Number 002
11. Elevation (Show whether DR, KB, BT, GR, etc.) 3746 GR		9. OGRID Number 147179
12. Check Appropriate Box to Indicate Nature of Notice, Report or Other Data		10. Pool name or Wildcat

Pit or Below-grade Tank Application ☐ or Closure ☐

Pit Type _____ Depth to Groundwater _____ Distance from nearest fresh water well _____ Distance from nearest surface water _____
Pit Liner Thickness: _____ mil Below-Grade Tank: Volume _____ bbls; Construction Material _____

12. Check Appropriate Box to Indicate Nature of Notice, Report or Other Data NOTICE OF INTENTION TO: PERFORM REMEDIAL WORK <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> TEMPORARILY ABANDON <input type="checkbox"/> CHANGE OF PLANS <input type="checkbox"/> PULL OR ALTER CASING <input type="checkbox"/> MULTIPLE COMPL <input type="checkbox"/> Other: _____		SUBSEQUENT REPORT OF: REMEDIAL WORK <input type="checkbox"/> ALTER CASING <input type="checkbox"/> COMMENCE DRILLING OPNS. <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> CASING/CEMENT JOB <input type="checkbox"/> Other: <u>Drilling/Cement</u> <input checked="" type="checkbox"/>	
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13. Describe proposed or completed operations. (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work.) SEE RULE 1103. For Multiple Completions: Attach wellbore diagram of proposed completion or recompletion.

3-15-06 RU Patterson rig #58.

3-16--6 In 17 1/2" hole ran 10 jts. 13 3/8" 48# STC csg. set @435'. Cmt'd w/170 sx Lite Premium Plus + additives 1.91 yld. tail w/200 sx Premium Plus + additives 1.35 yield. Circ 51 sx to pit 3/15/2006 Spudded well.

Casing and Cement Program

Date	String	Fluid Type	Hole Size	Csg Size	Weight lb/ft	Grade	Est TOC	Dpth Set	Sacks	Yield	Class	1" Dpth	Pres Held	Pres Drop	Open Hole
03/16/06	Surf	FreshWater	17.5	13.375	48	STC	0	435	370	1.91	Prem Plus	1000	0	Y	

I hereby certify that the information above is true and complete to the best of my knowledge and belief. I further certify that any pit or below-grade tank has been/will be constructed or closed according to NMOC guidelines ☐ a general permit ☐ or an (attached) alternative OCD-approved plan ☐.

SIGNATURE Electronically Signed TITLE Regulatory Analyst DATE 3/20/2006
Type or print name Brenda Coffman E-mail address bcoffman@chkenergy.com Telephone No. 432-685-4310

For State Use Only:

APPROVED BY: Paul Kautz TITLE Geologist DATE 3/21/2006 10:22:53 AM

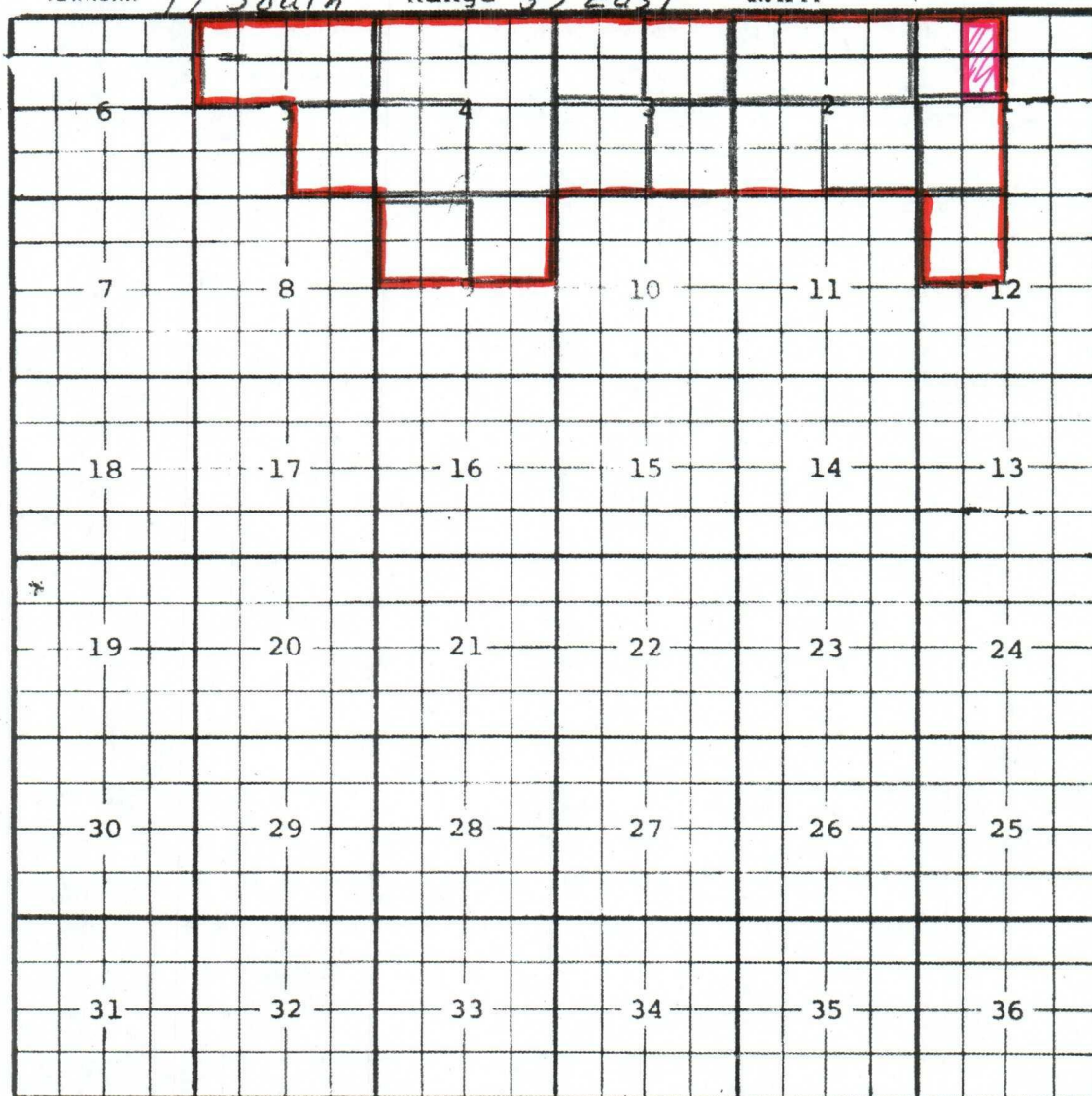
CMD :
OG5SECT

ONGARD
INQUIRE LAND BY SECTION

Sec : 01 Twp : 17S Rng : 37E Section Type : NORMAL

04/18/06 08:23:13
OGOMES -TPQ0
PAGE NO: 1

4 41.19 Federal owned	3 41.17 Federal owned	2 41.15 Federal owned	1 41.13 Federal owned
E 40.00 Fee owned A	F 40.00 Fee owned A	G 40.00 Fee owned	H 40.00 Fee owned
L 40.00 Fee owned A	K 40.00 Fee owned	J 40.00 Fee owned	I 40.00 Fee owned A
M 40.00 Fee owned A	N 40.00 Fee owned A	O 40.00 Fee owned	P 40.00 Fee owned

County Lea Pool Shipp-StrawnTOWNSHIP 17 South Range 32 East NMPM

Description: All Sec. 3, E/2 and E/2 W/2 Sec. 4, NE/4 and E/2 NW/4 Sec. 9, N/2 Sec. 10 (R-8062, 10-31-85)

Amend horizontal limits to be N/2 and SE/4 Sec. 4^{only} (R-8062-A, 1-21-86)

Ext: NE/4 Sec. 9 (R-8214, 5-1-86) Ext: NW/4 Sec. 9 (R-8340, 11-3-86)

Ext: NW/4 Sec. 3 (R-8409, 3-7-87) Ext: NE/4 Sec. 3 (R-8451, 6-3-87)

Ext: SE/4 SEC 3 (R-8533, 10/28/87) Ext: N/2 SEC 5 (R-8603, 2/1/88)

Ext: N/2 SEC 2 SW/4 SEC 3 (R-8626, 4/1/88) Ext: SW/4 SEC 2 (R-8856, 1-25-89)

Ext: SW/4 sec 1 (R-8901, 4-1-89) Ext: SE/4 sec 2, NW/4 sec 12 (R-9741, 9-1-89)

Ext: NW/4 SEC 1 (R-8772, 11-1-88) Ext: SW/4 SEC 4, SE/4 SEC 5 (R-9472, 4-1-91)