

Wyoming Oil & Gas Conservation Commission
Office of State Oil and Gas Supervisor
P. O. Box 2640
Casper Wyoming 82602

12. County: CONVERSE 9. API Number: 009-28394 (EX)

5. Split Estate: If Split Estate, provide the Form 1A. Answer Yes, if Surface owner, on disturbed lands, differs at all from Mineral owner. Yes No [X] []

APPLICATION FOR PERMIT TO: (Submit 1 copy on Fed., 2 on Fee & 3 copies on State Lands)

DRILL [] RE-ENTER/ DEEPEN [] RENEW OR EXTEND [X]
1. CBM Well [] Injection [] Monitor [] Oil Well [X] Gas Well [] Disposal []
Single Zone [X] Directional [] Horizontal [X] Natural Drift []
Multiple Zone [] Strat. Test [] Other: []
These in gray require a separate admin. or Comm. approval.

16. Mineral Ownership: Fee [X] State [] Fed []
Mineral Lease #:
17. Surface Ownership: Fee [X] State [] Fed []

INFORMATION ON THIS PAGE WILL BE RELEASED TO THE PUBLIC.

2. Operator: CHESAPEAKE OPERATING INC
3. Address: 6100 N. WESTERN OKC, OK 73118

6. Well Spacing: Yes No [X] [] Does this well conform to Chapter. 3, Sec.2?
[] [X] Is this well an exception location?
If yes, attach the approval letter.
[X] [] Is this well in a spaced or exempted area?
If yes, Docket No. or Rule

Contact Person: SETH SANDERS 3b. Phone Number: 405-935-2567 Email: seth.sanders@chk.com

7. Unit Name - Unit Number: (for committed lands only) POTTS DRAW (DEEP) UNIT WYW179869X

4. Location, (quarter-quarter and footages): Surface (SHL): NE NW 722 FNL 1976 FWL Bottom (BHL): SE SW 660 FSL 1976 FWL
11. Section, Township & Range, Lot, TR (SHL): L/ TR S 35 T 35N , R 74W
11a. Section, Township & Range, Lot, TR (BHL): S 35 T 35N , R 74W
Latitude (SHL, NAD 83): 42.96641 Longitude (SHL, NAD 83): 105.70496 Latitude (BHL, NAD 83): 42.95568 Longitude (BHL, NAD 83): 105.70483

14. DISTANCE from this well BHL to the nearest unit boundary or uncommitted lands: N/A
15. DISTANCE from this well BHL to the nearest drilling, completed or applied-for well in the same reservoir: N/A

18. DISTANCE: Is this location less than 350 feet from water supplies, residences, schools, parks, hospitals, churches, businesses or other places where people are known to congregate? No [X] Yes []

10. Reservoir(s): NIOBRARA
13. Field Name: WILDCAT

19. Proposed depth: 16,604-MD 12,900-TVD 21. Ungraded Elevation: 5341.5 21a. Graded Elevation: 5340.0

8. Well Number and Name: POTTS DRAW 35-74 35-1H

22. PROPOSED SURFACE & PRODUCTION CASING & CEMENTING PROGRAM

Table with 9 columns: SIZE OF HOLE, SIZE OF CASING, Lb/ Foot, API Grade, NEW OR USED, CENTRALIZERS, DEPTH (MD), Sx of CEMENT (API), CLASS. Rows include 17-1/2", 12-1/4", and 7-7/8" hole sizes.

23. DESCRIPTION OF PROPOSED OPERATIONS: If proposal is to directionally drill or deepen, give pertinent data on subsurface location, measured and true vertical depth. If proposal is to deepen, give data on present productive zone and proposed new productive zone. Give drilling fluids program. (NOTE ANY PLANNED OPERATIONS PREVIOUSLY SUBMITTED.) CHESAPEAKE OPERATING INC. PROPOSES TO DRILL A HORIZONTAL WELL TO TEST THE NIOBRARA FORMATION. IF PRODUCTIVE, CASING WILL BE RUN & WELL COMPLETED. IF DRY, WELL WILL BE PLUGGED PER WOGCC REGULATIONS. COMPLETION PLAN WILL BE SENT ON A SUNDRY AT A LATER DATE. CLOSED LOOP SYSTEM- NO PIT APPLICATION INCLUDED. AA 5-14-2013

WOGCC DATE STAMP RECEIVED APR 19 2013 P WYOMING OIL & GAS CONSERVATION COMMISSION

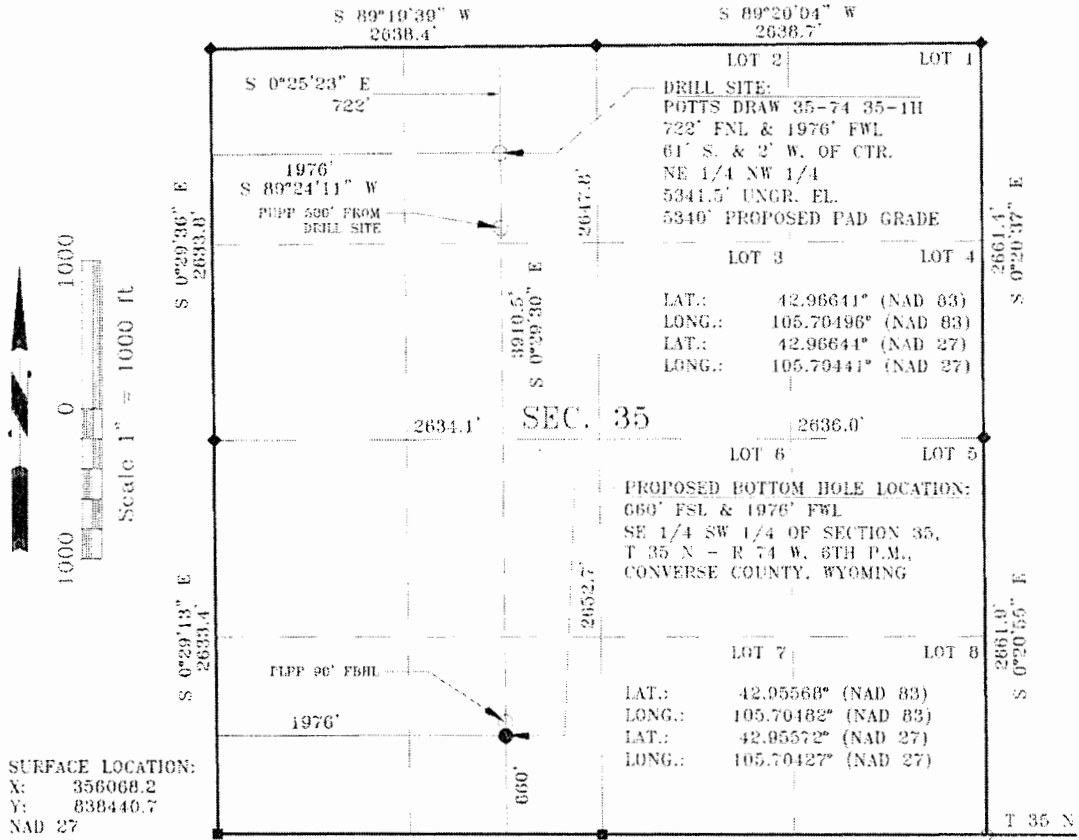
25. Signed: [Signature] Title: Regulatory Analyst Date: 4/18/2013
Name Typed: SETH SANDERS Phone: 405-935-2567 20. Type of Bond & No.: bond OK

Operator: check boxes for included attachments. [X] Survey Plat [X] Form 1B [X] Directional Plan [X] Offset Water Well Data [X] Form 1A [X] Drilling & BOP Plans [] Stimulation Completion Plan [X] Offset Well Data

Conditions of Approval (State Office Use Only): Notify the Supervisor at least twenty-four (24) hours before all SPUDs and BOP tests by using the API number. No completion fluids in the Reserve Pit w/o approval. All stimulations must be approved before completing.

(The space below is for State Office use)
Approved By: [Signature] State Oil and Gas Supervisor
Approval Date: May 17, 2013

T 35 N - R 74 W



SURFACE LOCATION:
 X: 356068.2
 Y: 838440.7
 NAD 27

BOTTOM HOLE LOCATION:
 X: 356080.9
 Y: 834531.3
 NAD 27

PROPOSED BORE PATH
 NAD 27 AZ 179.8139°
 NAD 27 DISTANCE: 3909.4'
 GROUND DISTANCE: 3910.5'

BASIS OF BEARING:
 GPS GRID BEARINGS

BASIS OF ELEVATION:
 NSRS COGS CORRECTED
 LAT., LONG., HEIGHT,
 GROID 99

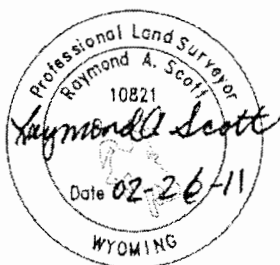
LEGEND

- ◆ = 1988 B.L.M. BRASS CAP
 - = 1987 B.L.M. BRASS CAP
 - ◇ = 1968 BRASS CAP, LS 520
- ALL COURSES MEASURED UNLESS NOTED

NOTE: THE UPPER PERFORATION POINT WILL NOT START ANY CLOSER THAN 500' FROM DRILL SITE.

THE LOWER PERFORATION POINT IS BACK 90' FROM TOTAL DEPTH, AND AT LEAST 660' FROM SECTION LINE.

Land Surveying Incorporated by Raymond A. Scott, a registered land surveyor in the state of Wyoming, hereby certifies that this plat was made from data collected during an actual survey performed by Peter Angiolis on February 19, 2011 and that the POTTS DRAW 35-74 35-1H well site was staked and is accurately represented on this plat. The bottom hole location shown on this plat is provided by Chesapeake Operating, Inc. and all coordinates for that position are calculated, not surveyed.



Prepared For: CHESAPEAKE OPERATING, INC.
Location: POTTS DRAW 35-74 35-1H 722' FNL & 1976' FWL 61' SOUTH & 2' WEST OF CENTER NE 1/4 NW 1/4 OF SECTION 35, T 35 N - R 74 W, 6TH P.M., CONVERSE COUNTY, WYOMING
Prepared By: LAND SURVEYING INCORPORATED 209 NORTH WORKS AVENUE GILLETTE, WY 82716
DATE: 02/26/2011 JOB #11-009A FILE: 11060WF.BWG CALIBRATION: HIGHLAND LOOP REF. PAS