

3/11/97

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANTS: MILDRED A. WHISTLER; WILLIAM)
 NEAL FITZGERALD AND)
 ELIZABETH F. FITZGERALD;)
 ROBERT CHARLES FITZGERALD)
 AND GRACE ALLENE)
 FITZGERALD; JO ANN C.)
 PERKINS, GENERAL PARTNER OF)
 PERKINS FAMILY INVESTMENT)
 COMPANY, A LIMITED)
 PARTNERSHIP COMPANY;)
 CYNTHIA LOU GARTMAN, NOW)
 CINDY LOU STATON; BETTY ANN)
 ROHRER; BETTY LOU CHILCOTE;)
 EDITH ANN HODGES, FORMERLY)
 EDITH ANN MOWERY; MARY ANN)
 MOWERY MAXWELL; BRADLEY)
 GENE WILLIAMS; DEACONESS)
 FOUNDATION; MARGARET E.)
 McKINNIS, TRUSTEE OF THE)
 MARGARET E. McKINNIS LIVING)
 TRUST; AUDREY RICE, TRUSTEE)
 OF THE AUDREY RICE LIVING)
 TRUST; ROBERT W. REES;)
 HOWARD C. McKINNIS; BONITA J.)
 STADLER; SHAWN LANDIS,)
 GUARDIAN OF THE ESTATES OF)
 KIMBERLEY LANDIS AND)
 KRISTINA LANDIS; NETTIE)
 VINCENT BOGGS; HAZEL INEZ)
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 GOLDAM. HACKETT; CHARLESE.)
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 LEE V. McKINNIS, JR.; BETTY G.)
 ADAMS KENNEDY; A. G. C.)
 BIERER, III; T. D. BERRY)
 INVESTMENT COMPANY, INC.; R.)
 E. BLAIK, INC.; AND LU-RAY)
 PETROLEUM, INC.)

CAUSE CD NO. 970 001186

FILED
 MAR 13 1997

COURT CLERK'S OFFICE
 CORPORATION COMMISSION
 OF OKLAHOMA

RELIEF SOUGHT: DRILLING AND SPACING UNITS)
)
 LEGAL DESCRIPTION: S/2 S/2 OF SECTION 4 AND N/2 N/2)
 OF SECTION 9, TOWNSHIP 14)
 NORTH, RANGE 4 WEST,)
 OKLAHOMA COUNTY,)
 OKLAHOMA.)

APPLICATION

COME NOW the Applicants and show the Corporation Commission of Oklahoma as follows:

1. **PARTIES:** Applicants are Mildred A. Whistler; William Neal Fitzgerald and Elizabeth F. Fitzgerald; Robert Charles Fitzgerald and Grace Allene Fitzgerald; Jo Ann C. Perkins, General Partner of Perkins Family Investment Company, a Limited Partnership Company; Cynthia Lou Gartman, now Cindy Lou Staton; Betty Ann Rohrer; Betty Lou Chilcote; Edith Ann Hodges, formerly Edith Ann Mowery; Mary Ann Mowery Maxwell; Bradley Gene Williams; Deaconess Foundation; Margaret E. McKinnis, Trustee of the Margaret E. McKinnis Living Trust; Audrey Rice, Trustee of the Audrey Rice Living Trust; Robert W. Rees; Howard C. McKinnis; Bonita J. Stadler; Shawn Landis, Guardian of the Estates of Kimberley Landis and Kristina Landis; Nettie Vincent Boggs; Hazel Inez Gilmore; Carolyn Jane Davis; Golda M. Hackett; Charles E. McKinnis; Leonard Dalkoff; Lee V. McKinnis, Jr.; Betty G. Adams Kennedy; A. G. C. Bierer, III; T. D. Berry Investment Company, Inc.; all c/o Mahaffey & Gore, P.C., Two Leadership Square, Suite 1100, 211 North Robinson, Oklahoma City, Oklahoma 73102-7101, the owners of a mineral interest in the lands described in the caption hereof, and R. E. Blaik, Inc., P. O. Box 1375, Oklahoma City, Oklahoma, and LU-RAY Petroleum, Inc., 5300 North Bryant, Oklahoma City, Oklahoma 73121, the owners of oil and gas leaseshold interests in said lands. The name and address of each party entitled to notice of this Application is as shown on Exhibit "A", attached hereto and made a part hereof.

2. ALLEGATION OF FACTS:

(A) Applicants allege that the Viola, Simpson Dolomite, First Wilcox, Second Wilcox, McLish, Oil Creek and Arbuckle are prospective common sources of supply lying within the S/2 S/2 of Section 4 and the N/2 N/2 of Section 9, all in Township 14 North, Range 4 West, Oklahoma County, Oklahoma, and will be productive primarily of oil, that 80 acres would be an appropriate size drilling and spacing unit and that one well will adequately and effectively drain and recover the producible hydrocarbons underlying such area. That the depths at which Applicant expects to encounter said common sources of supply in said area will be furnished at the hearing. That such units should be irregular 80-acre units consisting of the following lands:

- Unit 1: SW/4 SW/4 of said Section 4 and NW/4 NW/4 of said Section 9;
- Unit 2: SE/4 SW/4 of said Section 4 and NE/4 NW/4 of said Section 9;
- Unit 3: SW/4 SE/4 of said Section 4 and NW/4 NE/4 of said Section 9;
- Unit 4: SE/4 SE/4 of said Section 4 and NE/4 NE/4 of said Section 9.

(B) That the drilling and spacing units requested in this Application will be "proration units", as defined by Section 2(8) of the Natural Gas Policy Act. That the permitted well in the drilling and spacing units requested herein is necessary to effectively and efficiently drain the portion of the common sources of supply (reservoir) covered by such drilling and spacing unit, there being no existing well within the drilling and spacing unit which can effectively and efficiently drain the portion of the common sources of supply (reservoir) covered by such drilling and spacing unit.

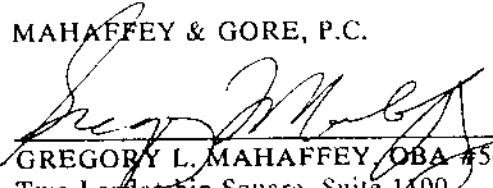
(C) Applicants have conducted a diligent and meaningful search of the local county assessor's records, county treasurer's records, county deed records regarding the property involved for return addresses on recorded instruments, county probate records and city and county telephone directories and other sources of such information to locate the whereabouts and mailing address of each Respondent, or the identity, whereabouts and mailing address of Respondent's heirs, executors, administrators, trustees, successors, devisees or assigns, if any.

3. LEGAL AUTHORITY: Title 52, Section 87.1, O.S.

4. RELIEF SOUGHT: Applicants request that the Commission enter an order establishing irregular 80-acre drilling and spacing units for the production of oil from the Viola, Simpson Dolomite, First Wilcox, Second Wilcox, McLish, Oil Creek and Arbuckle common sources of supply underlying the S/2 S/2 of Section 4 and the N/2 N/2 of Section 9, all in Township 14 North, Range 4 West, Oklahoma County, Oklahoma. Applicants also request that such 80-acre units consist of the following lands: Unit 1: SW/4 SW/4 of said Section 4 and NW/4 NW/4 of said Section 9; Unit 2: SE/4 SW/4 of said Section 4 and NE/4 NW/4 of said Section 9; Unit 3: SW/4 SE/4 of said Section 4 and NW/4 NE/4 of said Section 9; and Unit 4: SE/4 SE/4 of said Section 4 and NE/4 NE/4 of said Section 9, with the location of the wells to be determined at the hearing. Applicants further request that the order to be entered in this cause be made effective on some date prior to the date of the hearing.

Respectfully submitted,

MAHAFFEY & GORE, P.C.


GREGORY L. MAHAFFEY, OBA #5626
Two Leadership Square, Suite 1400
211 North Robinson
Oklahoma City, Oklahoma 73102-7101
Telephone: (405) 236-0478
ATTORNEYS FOR THE APPLICANT

TOWNSHIP 14 NORTH, RANGE 4 WEST,
OKLAHOMA COUNTY, OKLAHOMA

<p style="text-align: center;"><u>Section 5</u></p> <p>All Section 5 spaced 40a. Oil Hunton</p> <p>E/2 Section 5 spaced 320a. Gas Prue</p> <p>All Section 5 included in West Edmond Hunton Lime Unit</p>	<p style="text-align: center;"><u>Section 4</u></p> <p>All Section 4 spaced 40a. Oil Hunton</p> <p>NW/4 NW/4 Section 4 spaced 40a. Oil Hogshooter, Cottage Grove</p> <p>All Section 4 spaced 320a. Gas Prue</p> <p>N/2 NE/4 Section 4 spaced 80a. Gas Perry</p> <p>All Section 4 included in West Edmond Hunton Lime Unit</p>	<p style="text-align: center;"><u>Section 3</u></p> <p>All Section 3 spaced 40a. Oil Hunton</p> <p>W/2 Section 3 included in West Edmond Hunton Lime Unit</p>
<p style="text-align: center;"><u>Section 8</u></p> <p>All Section 8 spaced 40a. Oil Hunton</p> <p>All Section 8 spaced 320a. Gas Prue</p> <p>All Section 8 included in West Edmond Hunton Lime Unit</p>	<p style="text-align: center;"><u>Section 9</u></p> <p>All Section 9 spaced 40a. Oil Hunton</p> <p>All Section 9 spaced 320a. Gas Prue</p> <p>S/2 Section 9 spaced 80a. Gas Bartlesville</p> <p>All Section 9 included in West Edmond Hunton Lime Unit</p>	<p style="text-align: center;"><u>Section 10</u></p> <p>All Section 10 spaced 40a. Oil Hunton</p> <p>All Section 10 spaced 320a. Gas Prue, Perry Sand</p> <p>W/2 Section 10 included in West Edmond Hunton Lime Unit</p>

REQUESTED SPACING: Irregular 80-acre drilling and spacing units for the production of oil from the Viola, Simpson Dolomite, First Wilcox, Second Wilcox, McLish, Oil Creek and Arbuckle common sources of supply underlying the S/2 S/2 of Section 4 and the N/2 N/2 of Section 9-14N-4W, Oklahoma County, Oklahoma.

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INVESTMENT COMPANY, INC.; R.)
E. BLAIK, INC.; AND LU-RAY)
PETROLEUM, INC.)

RELIEF SOUGHT: DRILLING AND SPACING UNITS)

LEGAL DESCRIPTION: S/2 S/2 OF SECTION 4 AND N/2 N/2)
OF SECTION 9, TOWNSHIP 14)
NORTH, RANGE 4 WEST,)
OKLAHOMA COUNTY,)
OKLAHOMA.)

CAUSE CD NO. 97001186

FILED
MAR 14 1997
COURT CLERK'S OFFICE
CORPORATION COMMISSION
OF OKLAHOMA

NOTICE OF HEARING

NOTICE IS HEREBY GIVEN that the Applicant in this cause is requesting that the Commission enter an order establishing drilling and spacing units in the manner hereinafter set forth.

NOTICE IS FURTHER GIVEN that the Applicant in this cause is requesting the following special relief: Applicant requests that the Commission enter an order establishing irregular 80-acre drilling and spacing units for the production of oil from the Viola, Simpson Dolomite, First Wilcox, Second Wilcox, McLish, Oil Creek and Arbuckle common sources of supply underlying the S/2 S/2 of Section 4 and the N/2 N/2 of Section 9, all in Township 14 North, Range 4 West, Oklahoma County, Oklahoma. Applicants also request that such 80-acre units consist of the following lands: Unit 1: SW/4 SW/4 of said Section 4 and NW/4 NW/4 of said Section 9; Unit 2: SE/4 SW/4 of said Section 4 and NE/4 NW/4 of said Section 9; Unit 3: SW/4 SE/4 of said Section 4 and NW/4 NE/4 of said Section 9; and Unit 4: SE/4 SE/4 of said Section 4 and NE/4 NE/4 of said Section 9, with the location of the wells to be determined at the hearing. Applicant further requests that the order to be entered in this cause be made effective on some date prior to the date of the hearing.

NOTICE IS FURTHER GIVEN that this cause will be set before an Administrative Law Judge for hearing, taking of evidence and reporting to the Commission.

NOTICE IS FURTHER GIVEN that this cause will be heard before an Administrative Law Judge on the Initial Hearing Docket at the Corporation Commission, First Floor, Jim Thorpe Building, Oklahoma City, Oklahoma, at 8:30 a.m., on the 22nd day of April, 1997, and that this notice be published as required by law and the rules of the Commission.

NOTICE IS FURTHER GIVEN that in the event this cause is uncontested, the Applicant, its Attorney, representatives, witnesses and other proponents of the Applicant may appear and conduct the hearing by telephone from either the Tulsa office facility, 440 S. Houston, Suite 114, Tulsa, Oklahoma 74127, or the Oklahoma City facility, Jim Thorpe Building, Oklahoma City, Oklahoma 73105.

NOTICE IS FURTHER GIVEN that all interested persons may appear and be heard. For information concerning this action contact GREGORY L. MAHAFFEY, Attorney, Two Leadership Square, Suite 1100, 211 North Robinson, Oklahoma City, Oklahoma 73102-7101, Telephone: (405) 236-0478.

CORPORATION COMMISSION OF OKLAHOMA

CODY L. GRAVES

CHAIRMAN

BOB ANTHONY

VICE CHAIRMAN

ED APPLE

COMMISSIONER

DONE AND PERFORMED this 13th day of March, 1997.

BY ORDER OF THE COMMISSION:

CHARLOTTE W. FLANAGAN

SECRETARY OF THE COMMISSION

10/3

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANTS:

MILDRED A. WHISTLER; WILLIAM)
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AND GRACE ALLENE)
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PERKINS, GENERAL PARTNER OF)
PERKINS FAMILY INVESTMENT)
COMPANY, A LIMITED)
PARTNERSHIP COMPANY;)
CYNTHIA LOU GARTMAN, NOW) CAUSE CD NO. 970001186
CINDY LOU STATON; BETTY ANN)
ROHRER; BETTY LOU CHILCOTE;)
EDITH ANN HODGES, FORMERLY)
EDITH ANN MOWERY; MARY ANN) ORDER NO. **417760**
MOWERY MAXWELL; BRADLEY)
GENE WILLIAMS; DEACONESS)
FOUNDATION; MARGARET E.)
McKINNIS, TRUSTEE OF THE)
MARGARET E. McKINNIS LIVING)
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RELIEF SOUGHT: DRILLING AND SPACING UNITS)

LEGAL DESCRIPTION: S/2 S/2 OF SECTION 4 AND N/2 N/2)
OF SECTION 9, TOWNSHIP 14)
NORTH, RANGE 4 WEST,)
OKLAHOMA COUNTY,)
OKLAHOMA.)

ORDER OF THE COMMISSION

1. Hearing Date and Place: 8:30 a.m., 28th day of October, 1997, Jim Thorpe Building, Oklahoma City, Oklahoma.

2. Appearances: GREGORY L. MAHAFFEY, Attorney, appeared for the Applicant; and MICHAEL L. DECKER, Deputy General Counsel for Conservation, filed notice of appearance for the Commission.

3. Notice and Jurisdiction: Notice has been given as required and the Commission has jurisdiction of the subject and persons. That the Commission has conducted a judicial inquiry into the sufficiency of Applicant's search to determine the names and whereabouts of the respondents who were served herein by publication, and based on the evidence adduced, the Commission finds that the Applicant has exercised due diligence and has conducted a meaningful search of all reasonably available sources at hand. The Commission approves the publication service given herein as meeting statutory requirements and the minimum standards of state and federal due process so that notice has been given in all respects as required by law and by the rules of the Commission.

4. Amendment: None.

5. Relief Requested:

5.1 Amendment of Previous Orders. None.

5.2 New Spacing Requested. The common sources of supply named below underlie the S/2 S/2 of Section 4 and the N/2 N/2 of Section 9, all in Township 14 North, Range 4 West, Oklahoma County, Oklahoma, at the approximate depths shown below. The classification of the production anticipated from said common sources is as shown. The following sized irregular drilling and spacing units should be established:

<u>Common Source of Supply</u>	<u>Depth</u>	<u>Classification</u>	<u>Unit Size</u>
Viola	7,050'	Oil	80 acres
Simpson Dolomite	7,125'	Oil	80 acres
First Wilcox	7,225'	Oil	80 acres
Second Wilcox	7,315'	Oil	80 acres
McLish	7,700'	Oil	80 acres
Oil Creek	7,930'	Oil	80 acres
Arbuckle	7,970'	Oil	80 acres

5.3 Extension of Previous Order(s). None.

6. Relief Granted: The requested relief is granted; further:

6.1 That all royalty interests within each drilling and spacing unit are pooled and unitized and each royalty owner shall share in the one-eighth of all production from any well thereon in the proportion that the acreage owned by each such royalty owner bears to the entire acreage in the drilling and spacing unit.

6.2 That when there are two or more separately owned tracts or undivided interests separately owned within any drilling and spacing unit established hereby, the owners thereof may validly pool their interests and develop the drilling and spacing unit as a unit; that where, however, such owners have not agreed to so pool their interests and to develop the drilling and spacing unit as a unit, their rights and equities shall be pooled and adjudicated as provided in sub-section e, Section 87.1, Title 52, O.S.

6.3 That no more than one well shall hereafter be produced from the common sources of supply named above on any drilling and spacing unit established hereby, and the permitted well on any drilling and spacing unit established hereby shall be drilled only at the location thereon as prescribed below, unless the Commission, prior to the drilling of said well, shall have authorized a well location exception therefor in accordance with Section 87.1, Title 52, O.S.

7. Size and Shape of Units: The irregular 80-acre units established hereby shall consist of:

Unit 1: SW/4 SW/4 of Section 4 and NW/4 NW/4 of Section 9-14N-4W, Oklahoma County, Oklahoma;

Unit 2: SE/4 SW/4 of Section 4 and NE/4 NW/4 of Section 9-14N-4W, Oklahoma County, Oklahoma;

Unit 3: SW/4 SE/4 of Section 4 and NW/4 NE/4 of Section 9-14N-4W, Oklahoma County, Oklahoma;

Unit 4: SE/4 SE/4 of Section 4 and NE/4 NE/4 of Section 9-14N-4W, Oklahoma County, Oklahoma.

8. Location of Unit Wells: The unit well for each irregular 80-acre unit established hereby shall be located as follows:

Unit 1: In the NW/4 NW/4 of Section 9-14N-4W, Oklahoma County, Oklahoma, not less than 330 feet from the boundary of said 40-acre tract;

Unit 2: In the SE/4 SW/4 of Section 4-14N-4W, Oklahoma County, Oklahoma, not less than 330 feet from the boundary of said 40-acre tract;

APPLICANT: MILDRED A. WHISTLER ET AL.
CAUSE CD NO. 970001186
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Unit 3: In the NW/4 NE/4 of Section 9-14N-4W, Oklahoma County,
Oklahoma, not less than 330 feet from the boundary of said 40-acre
tract;

Unit 4: In the SE/4 SE/4 of Section 4-14N-4W, Oklahoma County,
Oklahoma, not less than 330 feet from the boundary of said 40-acre
tract.

9. Map Attached: Attached to this order is a plat indicating the information required
by statute.

10. Conclusion: The relief requested is necessary to prevent waste or to assist in
preventing the various types of waste of oil or gas prohibited by statute, or any of said wastes, and
to protect or assist in protecting the correlative rights of interested parties. Such requested relief, as
set forth above, should be granted and IT IS SO ORDERED.

CORPORATION COMMISSION OF OKLAHOMA

Ed Apple
ED APPLE, Chairman

Bob Anthony
BOB ANTHONY, Vice Chairman

Denise A. Bode
DENISE A. BODE, Commissioner

DONE AND PERFORMED this 10 day of October, 1997.

BY ORDER OF THE COMMISSION:

Peggy Mitchell
CHARLOTTE M. FLANAGAN, Secretary

acting

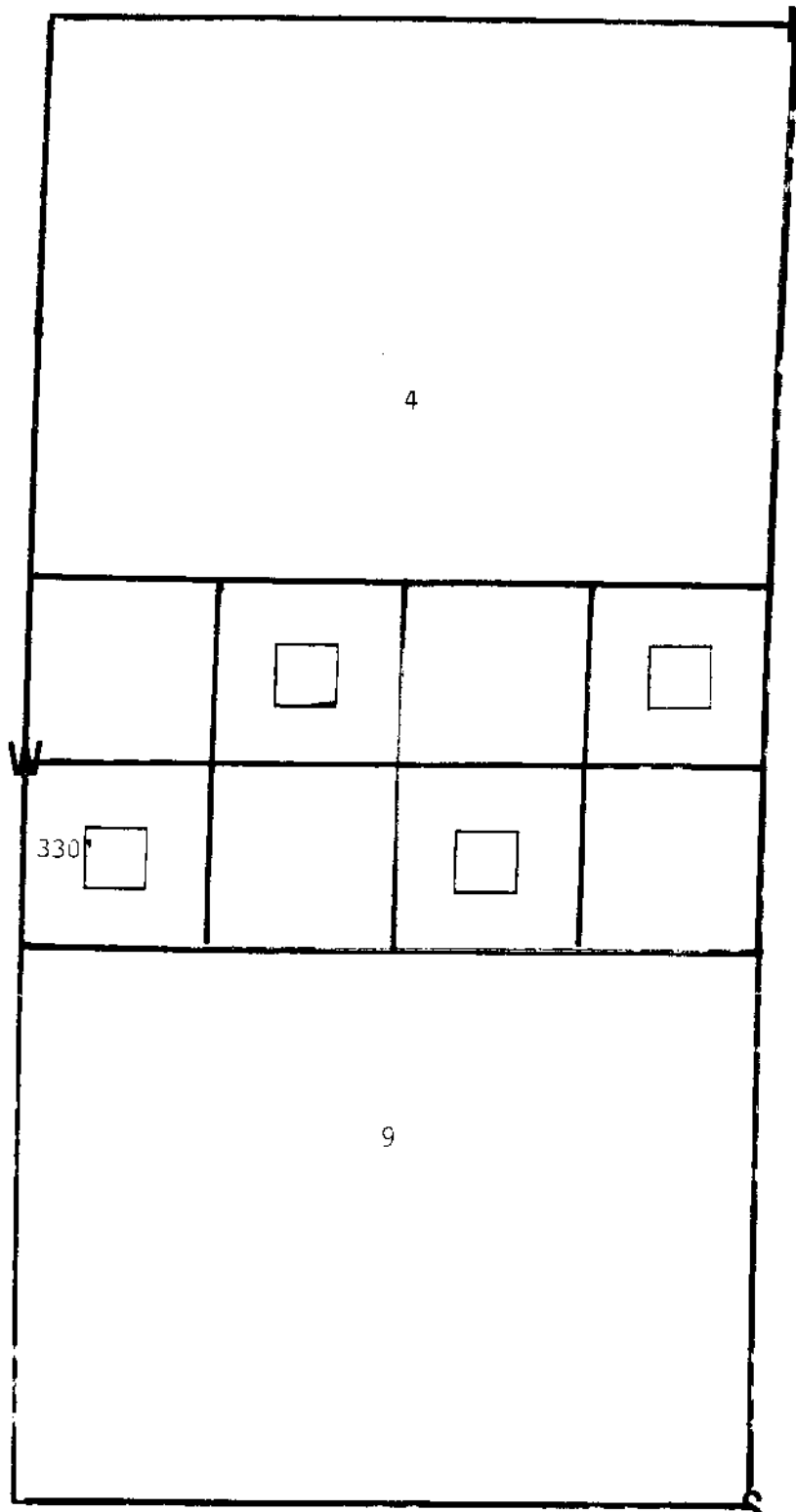
REPORT OF THE ADMINISTRATIVE LAW JUDGE

The foregoing Findings and Order are the Report and Recommendation of the Administrative
Law Judge.

Carolyn J. Tucker
CAROLYN J. TUCKER,
Administrative Law Judge

Reviewer
REVIEWER

EXHIBIT "A"



APPLICANT: MILDRED A. WHISTLER ET AL.

CAUSE CD NO. 970001186

Irregular 80-acre units for the production of oil from the Viola, Simpson Dolomite, First Wilcox, Second Wilcox, McLish, Oil Creek and Arbuckle common sources of supply, said units consisting of the following lands in Sections 4 and 9, Township 14N-4W, Oklahoma County, Oklahoma: Unit 1: SW/4 SW/4 of said Section 4 and NW/4 NW/4 of said Section 9; Unit 2: SE/4 SW/4 of said Section 4 and NE/4 NW/4 of said Section 9; Unit 3: SW/4 SE/4 of said Section 4 and NW/4 NE/4 of said Section 9; and Unit 4: SE/4 SE/4 of said Section 4 and NE/4 NE/4 of said Section 9, with the permitted wells locations to be as follows: Unit 1: in the NW/4 NW/4 of said Section 9, not less than 330 feet from the boundary of said 40-acre tract; Unit 2: in the SE/4 SW/4 of said Section 4, not less than 330 feet from the boundary of said 40-acre tract; Unit 3: in the NW/4 NE/4 of said Section 9, not less than 330 feet from the boundary of said 40-acre tract; and Unit 4: in the SE/4 SE/4 of said Section 4, not less than 330 feet from the boundary of said 40-acre tract.

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RELIEF SOUGHT:	DRILLING AND SPACING UNITS)	
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LEGAL DESCRIPTION:	S/2 S/2 OF SECTION 4 AND N/2 N/2)	
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AMENDED NOTICE OF HEARING

NOTICE IS HEREBY GIVEN that the Applicant in this cause is requesting that the Commission enter an order establishing drilling and spacing units in the manner hereinafter set forth.

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NOTICE IS FURTHER GIVEN that this cause will be heard before an Administrative Law Judge on the Initial Hearing Docket at the Corporation Commission, First Floor, Jim Thorpe Building, Oklahoma City, Oklahoma, at 8:30 a.m., on the 30th day of September, 1997, and that this notice be published as required by law and the rules of the Commission.

NOTICE IS FURTHER GIVEN that in the event this cause is uncontested, the Applicant, its Attorney, representatives, witnesses and other proponents of the Applicant may appear and conduct the hearing by telephone from either the Tulsa office facility, 440 S. Houston, Suite 114, Tulsa, Oklahoma 74127, or the Oklahoma City facility, Jim Thorpe Building, Oklahoma City, Oklahoma 73105.

NOTICE IS FURTHER GIVEN that all interested persons may appear and be heard. For information concerning this action contact GREGORY L. MAHAFFEY, Attorney, Two Leadership Square, Suite 1100, 211 North Robinson, Oklahoma City, Oklahoma 73102-7101, Telephone: (405) 236-0478.

CORPORATION COMMISSION OF OKLAHOMA

CHAIRMAN

VICE CHAIRMAN

COMMISSIONER

DONE AND PERFORMED this 26th day of August, 1997.

BY ORDER OF THE COMMISSION:

CHARLOTTE W. FLANAGAN
SECRETARY OF THE COMMISSION

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANTS:	MILDRED A. WHISTLER; WILLIAM)	
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	CINDY LOU STATON; BETTY ANN)	
	ROHRER; BETTY LOU CHILCOTE;)	
	EDITH ANN HODGES, FORMERLY)	
	EDITH ANN MOWERY; MARY ANN)	
	MOWERY MAXWELL; BRADLEY)	
	GENE WILLIAMS; DEACONESS)	
	FOUNDATION; MARGARET E.)	
	McKINNIS, TRUSTEE OF THE)	
	MARGARET E. McKINNIS LIVING)	
	TRUST; AUDREY RICE, TRUSTEE)	
	OF THE AUDREY RICE LIVING)	
	TRUST; ROBERT W. REES;)	
	HOWARD C. McKINNIS; BONITA J.)	
	STADLER; SHAWN LANDIS,)	
	GUARDIAN OF THE ESTATES OF)	
	KIMBERLEY LANDIS AND)	
	KRISTINA LANDIS; NETTIE)	
	VINCENT BOGGS; HAZEL INEZ)	
	GILMORE; CAROLYN JANE DAVIS;)	
	GOLDA M. HACKETT; CHARLESE.)	
	McKINNIS; LEONARD DALKOFF;)	
	LEE V. McKINNIS, JR.; BETTY G.)	
	ADAMS KENNEDY; A. G. C.)	
	BIERER, III; T. D. BERRY)	
	INVESTMENT COMPANY, INC.; R.)	
	E. BLAIK, INC.; AND LU-RAY)	
	PETROLEUM, INC.)	
)	
RELIEF SOUGHT:	DRILLING AND SPACING UNITS)	
)	
LEGAL DESCRIPTION:	S/2 S/2 OF SECTION 4 AND N/2 N/2)	
	OF SECTION 9, TOWNSHIP 14)	
	NORTH, RANGE 4 WEST,)	
	OKLAHOMA COUNTY,)	
	OKLAHOMA.)	

AMENDED APPLICATION

COME NOW the Applicants and show the Corporation Commission of Oklahoma as follows:

1. PARTIES: Applicants are Mildred A. Whistler; William Neal Fitzgerald and Elizabeth F. Fitzgerald; Robert Charles Fitzgerald and Grace Allene Fitzgerald; Jo Ann C. Perkins, General Partner of Perkins Family Investment Company, a Limited Partnership Company; Cynthia Lou Gartman, now Cindy Lou Staton; Betty Ann Rohrer; Betty Lou Chilcote; Edith Ann Hodges, formerly Edith Ann Mowery; Mary Ann Mowery Maxwell; Bradley Gene Williams; Deaconess Foundation; Margaret E. McKinnis, Trustee of the Margaret E. McKinnis Living Trust; Audrey Rice, Trustee of the Audrey Rice Living Trust; Robert W. Rees; Howard C. McKinnis; Bonita J. Stadler; Shawn Landis, Guardian of the Estates of Kimberley Landis and Kristina Landis; Nettie Vincent Boggs; Hazel Inez Gilmore; Carolyn Jane Davis; Golda M. Hackett; Charles E. McKinnis; Leonard Dalkoff; Lee V. McKinnis, Jr.; Betty G. Adams Kennedy; A. G. C. Bierer, III; T. D. Berry Investment Company, Inc.; all c/o Mahaffey & Gore, P.C., Two Leadership Square, Suite 1100, 211 North Robinson, Oklahoma City, Oklahoma 73102-7101, the owners of a mineral interest in the lands described in the caption hereof, and R. E. Blaik, Inc., P. O. Box 1375, Oklahoma City, Oklahoma, and LU-RAY Petroleum, Inc., 5300 North Bryant, Oklahoma City, Oklahoma 73121, the owners of oil and gas leasehold interests in said lands. The name and address of each party entitled to notice of this Application is as shown on Exhibit "A", attached hereto and made a part hereof.

2. ALLEGATION OF FACTS:

(A) Applicants allege that the Viola, Simpson Dolomite, First Wilcox, Second Wilcox, McLish, Oil Creek and Arbuckle are prospective common sources of supply lying within the S/2 S/2 of Section 4 and the N/2 N/2 of Section 9, all in Township 14 North, Range 4 West, Oklahoma County, Oklahoma, and will be productive primarily of oil, that 80 acres would be an appropriate size drilling and spacing unit and that one well will adequately and effectively drain and recover the producible hydrocarbons underlying such area. That the depths at which Applicant expects to encounter said common sources of supply in said area will be furnished at the hearing. That such units should be irregular 80-acre units consisting of the following lands:

- Unit 1: SW/4 SW/4 of said Section 4 and NW/4 NW/4 of said Section 9;
- Unit 2: SE/4 SW/4 of said Section 4 and NE/4 NW/4 of said Section 9;
- Unit 3: SW/4 SE/4 of said Section 4 and NW/4 NE/4 of said Section 9;
- Unit 4: SE/4 SE/4 of said Section 4 and NE/4 NE/4 of said Section 9.

(B) That the drilling and spacing units requested in this Application will be "proration units", as defined by Section 2(8) of the Natural Gas Policy Act. That the permitted well in the drilling and spacing units requested herein is necessary to effectively and efficiently drain the portion of the common sources of supply (reservoir) covered by such drilling and spacing unit, there being no existing well within the drilling and spacing unit which can effectively and efficiently drain the portion of the common sources of supply (reservoir) covered by such drilling and spacing unit.

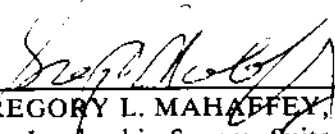
(C) Applicants have conducted a diligent and meaningful search of the local county assessor's records, county treasurer's records, county deed records regarding the property involved for return addresses on recorded instruments, county probate records and city and county telephone directories and other sources of such information to locate the whereabouts and mailing address of each Respondent, or the identity, whereabouts and mailing address of Respondent's heirs, executors, administrators, trustees, successors, devisees or assigns, if any.

3. LEGAL AUTHORITY: Title 52, Section 87.1, O.S.

4. RELIEF SOUGHT: Applicants request that the Commission enter an order establishing irregular 80-acre drilling and spacing units for the production of oil from the Viola, Simpson Dolomite, First Wilcox, Second Wilcox, McLish, Oil Creek and Arbuckle common sources of supply underlying the S/2 S/2 of Section 4 and the N/2 N/2 of Section 9, all in Township 14 North, Range 4 West, Oklahoma County, Oklahoma. Applicants also request that such 80-acre units consist of the following lands: Unit 1: SW/4 SW/4 of said Section 4 and NW/4 NW/4 of said Section 9; Unit 2: SE/4 SW/4 of said Section 4 and NE/4 NW/4 of said Section 9; Unit 3: SW/4 SE/4 of said Section 4 and NW/4 NE/4 of said Section 9; and Unit 4: SE/4 SE/4 of said Section 4 and NE/4 NE/4 of said Section 9, with the location of the wells to be determined at the hearing. Applicants further request that the order to be entered in this cause be made effective on some date prior to the date of the hearing.

Respectfully submitted,

MAHAFFEY & GORE, P.C.



GREGORY L. MAHAFFEY, OBA #5626
Two Leadership Square, Suite 1100
211 North Robinson
Oklahoma City, Oklahoma 73102-7101
Telephone: (405) 236-0478
ATTORNEYS FOR THE APPLICANT

TOWNSHIP 14 NORTH, RANGE 4 WEST,
OKLAHOMA COUNTY, OKLAHOMA

<p style="text-align: center;"><u>Section 5</u></p> <p>All Section 5 spaced 40a. Oil Hunton</p> <p>E/2 Section 5 spaced 320a. Gas Prue</p> <p>All Section 5 included in West Edmond Hunton Lime Unit</p>	<p style="text-align: center;"><u>Section 4</u></p> <p>All Section 4 spaced 40a. Oil Hunton</p> <p>NW/4 NW/4 Section 4 spaced 40a. Oil Hogshooter, Cottage Grove</p> <p>All Section 4 spaced 320a. Gas Prue</p> <p>N/2 NE/4 Section 4 spaced 80a. Gas Perry</p> <p>All Section 4 included in West Edmond Hunton Lime Unit</p>	<p style="text-align: center;"><u>Section 3</u></p> <p>All Section 3 spaced 40a. Oil Hunton</p> <p>W/2 Section 3 included in West Edmond Hunton Lime Unit</p>
<p style="text-align: center;"><u>Section 8</u></p> <p>All Section 8 spaced 40a. Oil Hunton</p> <p>All Section 8 spaced 320a. Gas Prue</p> <p>All Section 8 included in West Edmond Hunton Lime Unit</p>	<p style="text-align: center;"><u>Section 9</u></p> <p>All Section 9 spaced 40a. Oil Hunton</p> <p>All Section 9 spaced 320a. Gas Prue</p> <p>S/2 Section 9 spaced 80a. Gas Bartlesville</p> <p>All Section 9 included in West Edmond Hunton Lime Unit</p>	<p style="text-align: center;"><u>Section 10</u></p> <p>All Section 10 spaced 40a. Oil Hunton</p> <p>All Section 10 spaced 320a. Gas Prue, Perry Sand</p> <p>W/2 Section 10 included in West Edmond Hunton Lime Unit</p>

REQUESTED SPACING: Irregular 80-acre drilling and spacing units for the production of oil from the Viola, Simpson Dolomite, First Wilcox, Second Wilcox, McLish, Oil Creek and Arbuckle common sources of supply underlying the S/2 S/2 of Section 4 and the N/2 N/2 of Section 9-14N-4W, Oklahoma County, Oklahoma.

EXHIBIT "A"

Spacing Application, S/2 S/2 of Section 4 and N/2 N/2 of Section 9-14N-4W, Oklahoma County, Oklahoma.

Armenian Missionary
Association of America
140 Forest Ave.
Paramus, NJ 07652-5326

Atkinson, Jamie Lynn
P.O. Box 368
Brownsville, NY 13615

Atkinson, John H., III
5497 Deer Creek Dr.
Orlando, FL 32821

Atkinson, Martin J.
P.O. Box 76
Three Mile Bay, NY 13693

Baptist Foundation of Oklahoma as
Trustee for the Use and Benefit of
the Baptist General Convention of
Oklahoma, The
Attn: Sandy Butts
3800 N. May Ave.
Oklahoma City, OK 73112-6506

Baptist Foundation of Oklahoma, The
Attn: Sandy Butts
3800 N. May
Oklahoma City, OK 73112

Baxter, Kelly H.
P.O. Box 11193
Midland, TX 79702

Berard Family Limited Partnership
Rt. 1, Box 134
Edmond, OK 73034

Blake, Jack E.
400 N. Main
Midland, TX 79701

Boston Wilson Corporation, The
1900 First Oklahoma Tower
210 West Park Ave.
Oklahoma City, OK 73102

Brown, Jessie W., Trust
Apparent Heir and/or Assign of
the Estate of Frank Brown, dec.
P.O. Box 89
Geneseo, IL 61254

Buchanan, Georgia May
2809 Grove
Oklahoma City, OK 73127

Burrow, Mildred Ann
RR 1, Box 106 C
Edmond, OK 73034

Butterworth, Claire, dec., The Estate of
c/o George Roeltgen
First Union National Bank
123 S. Board St., Pa-1309
Philadelphia, PA 19109

Cameron, Douglas Crawford, dec., The
heirs and/or devisees of the Estate of
c/o Sandra Cameron
1775 St. James Place, Suite 100
Houston, TX 77056-3403

Campbell, Jennie E.
Mt. Pleasant Vlg.
Apt. 1H, Bldg. 29
Morris Plains, NJ 07957

Campbell, Marjorie M., Estate
Carleton Campbell, Jr., Executor
Rd., #1, Box F4C
Houghton, NY 14744-9711

Chapin Home of Jamaica
Queen County, New York
16501 Chapin Parkway
Jamaica, NY 11432

Cohen, Lita H. Solis
Apparent Heir of Isabel Liffstadt
1031 Meeting House Rd.
Rydal, PA 19046

Conoco, Inc.
10 Desta Dr.
Midland, TX 79705

Crosby, Harold, Randalyn Weston
and Harry Crosby, Trustee
1277 Silverado
La Jolla, CA 92037

Danner, Adam Lange and Mark
Alan Danner, Ind.
3189 Huntsville Hwy.
Fayetteville, TN 37334

Danner, Mary Louise as
Custodian for Mark Alan Danner
3189 Huntsville Hwy.
Fayetteville, TN 37334

Danner, Mary Louise as
Custodian for Adam Lange Danner
3189 Huntsville Hwy.
Fayetteville, TN 37334

Davis, John Elmer, Jr.
Rt. 1, Box 103D
Edmond, OK 73034

Davis, M. Carolyn
80 Deer Path Dr.
Rochester, NY 14612-2862

Duvall, Jane Owen
8780 Lubock Lane E
Ft. Myers, FL 33919-7217

F.J. Odendahl Investments, Inc.
110 E. 7th Ave.
Colona, IL 61241

First Church of Christ Scientist
P.O. Box 251310
Little Rock, AR 72225-1310

First Church of Christ Scientist
P.O. Box 251310
Hillcrest Station
Little Rock, AR 72225-1310

First Church of Christ Scientists
Board of Directors
c/o Christian Science Reading Room
10720 Rodney Parham Rd.
Little Rock, AR 72212

Forest, Ltd.
P.O. Box 99552
Oklahoma City, OK 73199

France, Charles Engell
925 Cravens Bldg.
Oklahoma City, OK 73102

France, Gudrun Engell
and Russell V. Johnson
2105 First National Bldg.
Oklahoma City, OK 73102

Gerber and Company of New York
c/o Matt Gerber
11 Pennsylvania Plaza
New York, NY 10001

Gerber, Bradford
c/o Kenneth DuBroff, Esq.
Cubby, Feder and Worby
90 Maple Ave.
White Plains, NY 10601

Gilmore, Hazel Inez
P.O. Box 246
Edmond, OK 73083-0246

Gilmore, Russell
c/o Hazel Inez Gilmore
P.O. Box 246
Edmond, OK 73083-0246

Hardcastle, Vivian
616 N.W. 89th St.
Oklahoma City, OK 73114

Home-Stake Royalty Corporation
Home-Stake Oil and Gas Company
c/o 15 East 5th, Suite 2800
Tulsa, OK 74103

Howell, R.W., Jr., Successor
Trustee of J. Lee Youngblood Trust
P.O. Box 1865
Dallas, TX 75221

Hutcherson, C.R.
P.O. Box 5002
Lubbock, TX 79417

Johnson 40 Acre Place
Ltd. Partnership, The
204 N. Robinson, Suite 1800
Oklahoma City, OK 73102-6803

Kanmore, Judy
Rt. 1, Box 68
Big Cabin, OK 74332-9801

Kelember, Stanley
Main St., Box 37
Brookfield, NY 13314

Kilkman Habeck Co.
P.O. Box 2518
Ardmore, OK 73402

Kuehne, Charles
17850 Edge Earth Rd.
Lexington, OK 73051

Kuehne, Dick
510 N. Scraper
Vinita, OK 74301-2408

L.S. Youngblood Company
Box 552
Oklahoma City, OK 73101

Lambert, John P.
3770 Prairie Dunes Dr.
Sarasota, FL 34238

Langenbach, John J., dec., The heirs
and/or devisees of the Estate of
4502 Frontier Dr., S.E.
Olympia, WA 98501

Lauber, Elsa S.
75 Caldwell St.
Huntington Station, NY 11746-1821

Lipovsky, Edward A.
750 State St., #412
San Diego, CA 92101-6035

Little, Douglas E.
110 Patriot Rd.
Southbury, CT 06488

Logan, Mary Jane
c/o Burnt Rock Farms
Lock Box 76
Three Mile Bay, NY 13693

Long, Helen F. and Donald A.
Dole, Co-Trustees of the J.V.
Long Testamentary Trust
P.O. Box 1205
Roseburg, OR 97470-0303

Lynn, Lenore G.
and George A. Lynn
By the Entirety
712 Myrtle Dr. North
Surfside Beach, SC 29575-4058

Martinez, Gertrude Mary, dec., The
heirs and/or devisees of the Estate of
P.O. Box 3471
Lakes Wales, FL 33853

McBride, Frank H.
5 Arthur Place
Goshen, NY 10924

Mount Vernon Hospital of Mount
Vernon New York
12 N. 7th Ave.
Mount Vernon, NY 10550

Myers, Carole W.
Apparent heir and/or assign of
the Estate Virginia K. Williams, dec.
1517 Eller Dr.
Nashville, TN 37221

Nagel, Alphons A., Estate
Franciska Rasmussen Executor
c/o Bank of Silvis
1100 First Ave.
Silvis, IL 61282

Nast, Florence E.
3459 Almeria St.
San Pedro, CA 90731-6113

Oakes, Sherman F. and Circle
Oakes Estate Gerold M. Oakes
and Paul B. Greiner Administrators
323 Metoxet St.
Ridgeway, PA 15853-1946

Obrien, R.J.
14 Devon Rd.
Essex Fells, NJ 07021-1705

Oliver, Norman L. and
Carolyn M. Oliver
2284 S. Inland Dr.
Stockton, CA 95206-9692

Oliver, Richard L.
P.O. Box 425
June Lake, CA 93529-0425

Orner, Carolyn C.
6816 North Omaha
Oklahoma City, OK 73116-2027

Phillips Petroleum Company
P.O. Box 1967
Houston, TX 77251-1967

Posada, Theresa
135 Robney St.
Glen Rock, NJ 07452

Pray, W. Kenneth
c/o Jane O. Duvall
3800 S.W. 31st St.
Hollywood, FL 33023

Prototo, Bernard J.
230 Taxter Rd.
Irvington, NY 10533

Rolston, Rodney, Trustee
P.O. Box 1237
Sand Springs, OK 74063

Rosenwald, Richard M., dec. The
heirs and/or devisees of the Estate of
Anne R. Epstein Conservator
4945 Gentry Ave.
North Hollywood, CA 91607

Rudy, Ellis
P.O. Box 789
Houston, TX 77001

Sansome, David M.
962 Seven Hills Ranch Rd.
Walnut Creek, CA 94598

Singer, Alex
P.O. Box 755
20 E. 5th St., Suite 1210
Tulsa, OK 74101

Snead, Mark
6106 S. Memorial
Tulsa, OK 74133

Snead, Steven
6106 S. Memorial
Tulsa, OK 74133

Springer, Karen
800 N. Brewer, Apt. 12
Vinita, OK 74301-1401

Stromenger, W. Harry, Estate
Henry D. Stromenger, Exec.
c/o John B. Jessup
One Battery Park Plaza
New York, NY 10004-4190

T.D. Berry Investment Co., Inc.
P.O. Box 518
Stillwater, OK 74076-0518

Texas Commerce Bank
National Association Trustee
Acct. No. 30-0339-01
P.O. Box 201595
Houston, TX 77216-1595

Trautmann, Jane McCleave
672 Georgia Ave.
Palo Alto, CA 94306

Triad Energy, Inc.
6 N.E. 63rd St., Suite 220
Oklahoma City, OK 73105-1401

Washko, Mary Rosena
P.O. Box 1436
Guthrie, OK 73044

WEHLU Producers, Inc.
P.O. Box 5278
Edmond, OK 73083-5278

Williams, Douglas K.
8356 E. Otefo Place
Englewood, CO 80112

ADDRESSES UNKNOWN:

Brockmeyer, Alvena
Mentz, Frank E.
Nelson, Andrew F.
Parrott, Margery N.
Atkinson, John H., II, dec.
Atkinson, Florence M., dec.
Logan, Mary Jane, dec.
Horton, Charles M., dec.
Bowker, Loran S., Jr., a/k/a Loran S.
Bowker
Brant, Blanche A.
Simonson, Jacob and/or Adrienne Noble
Gerber, Iris
O'Brien, Robert J.
Marnon, William and Mary Marnon
Senn, Caroline
Glad, Erling T.
Masson, Julie
Masson, Matilda
Masson, Josephine
McLemore, Marie Watson
Goldman, Fay
Scully, Eugene
Deveen, Kittie Scully
Scully, John
Scully, Mary
Wilson, Doreen Scully
Callahan, Bertha J.
Poole, Rachael S.
Sumner, Richard R.
Sumner, William Arthur
Sumner, Mary G.
Horesnye, Elizabeth
Lippstadt, Isabel
McCoy, Violet C.
Gordon, Joann
McMahon, Ronald E.
Haag, J. Robert
Kratzer, I. Louise
Bierer, A.G.C., III
Kendell, William G.
McElroy, John T.
Untermann, Sally
Reynolds, Karl W.
Bryker, Eleanor B.
Wright, Archie
Church, Margaret S.T.
Waring, Bertha M.
Cook, I.L. and Irma Cook
Cook Royalties, a Limited Partnership