

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: KAISER-FRANCIS ANADARKO)
 LIMITED PARTNERSHIP AND)
 KAISER-FRANCIS OIL COMPANY) CAUSE CD 200807436-T
)
 RELIEF SOUGHT: WELL LOCATION EXCEPTION)
)
 LEGAL DESCRIPTION: SECTION 5, TOWNSHIP 9)
 NORTH, RANGE 19 WEST, WASHITA COUNTY,)
 OKLAHOMA)

REPLACEMENT FOR FAX FILED ON
OCT 20 2008
 FILED/RECEIVED

OCT 22 2008

COURT CLERK'S OFFICE - TULSA
 CORPORATION COMMISSION
 OF OKLAHOMA

A P P L I C A T I O N

COMES NOW Applicant and shows the Honorable Corporation Commission as follows:

1. Parties: Applicant is **Kaiser-Francis Anadarko Limited Partnership and Kaiser-Francis Oil Company, P.O. Box 731, Tulsa, OK 74101-0731**, Telephone (918) 494-0000. The Attorney for Applicant is Michael D. Stack, 943 East Britton Road, Oklahoma City, Oklahoma 73114, Telephone: (405) 286-1717; Fax (405) 286-2122. Applicant is the owner of the right to drill a well into and produce hydrocarbons from the Atoka C, Atoka D and Des Moines Granite Wash common sources of supply. The names and addresses of each party being made a respondent to this application are as shown on Exhibit "A" attached hereto.

2. Allegation of Facts: Heretofore the land described in the caption hereof has been established as a 640 acre drilling and spacing unit for the Atoka C, Atoka D and Des Moines Granite Wash [Order No. 131281] common sources of supply. Said order prescribes a well location of not closer than 1,320 feet from the unit boundary. In the opinion of the Applicant, when taking into consideration all of the presently known conditions, the prescribed location is inappropriate for the drilling and spacing unit for the common source of supply covered hereby. Therefore, in the prevention of waste and protection of correlative rights it is requested that the Commission should permit a well to be drilled for the Atoka C, Atoka D and Des Moines Granite Wash common sources of supply underlying Section 5, Township 9 North, Range 19 West, Washita County, Oklahoma. The well to be located no closer than 1650 feet to the north line and no closer than 660 feet to the west line of Section 5, Township 9 North, Range 19 West, Washita County, Oklahoma. And that the Applicant or some other party named as operator be permitted to produce said well at said location from the common sources of supply covered hereby with an appropriate allowable adjustment established by the Oklahoma Corporation Commission.

3. Legal Authority: Title 52, O.S., Sections 86.1, 87.1; Title 17, O.S., Sections 270 and 271; OCC-OGR.

4. Relief Sought: Applicant requests the Commission enter an order, to be effective as of the date of the execution thereof or as of a date prior thereto, as follows:

(a) That **Order No. 131281** be amended as to the **Atoka C, Atoka D and Des Moines Granite Wash** formation by allowing a well at the location stated above, with such authorization and permission running in favor of Applicant or some other party recommended by Applicant; and

(b) Establish by the Oklahoma Corporation Commission a proposed allowable for the proposed well involved herein as to the common source(s) of supply covered hereby.

OKLA CORP COM RECEIPT 0902680069
 Date: 10/24/2008 Time: 12:09
 Case: 200807436 CD Cashier: GPT
 Payer: KAISER-FRANCIS ANADARKO, LP
 Check: 1100
 TO: OIL AND GAS CORP
 FROM: RANSP APP
 \$100.00

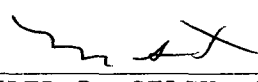
KAISER-FRANCIS ANADARKO LIMITED PARTNERSHIP AND
KAISER-FRANCIS OIL COMPANY
CAUSE CD NO. 20080
PAGE 2

WHEREFORE, Applicant prays that, after notice and hearing as required by law, the well location and allowable as requested by Applicant, be permitted.

Respectfully submitted,

MICHAEL D. STACK, P.C.

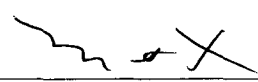
BY: _____


MICHAEL D. STACK, OBA #8530
943 East Britton Road
Oklahoma City, Oklahoma 73114
Bus (405) 286-1717 Fax (405) 286-2122
Attorney for Applicant

CERTIFICATE OF MAILING

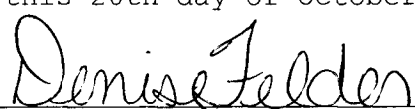
The undersigned, of lawful age, being first duly sworn upon oath, states: I am the Attorney for the above-named Applicant. I certify that on or before the 23rd day of October, 2008, I mailed by first class United States mail, proper postage prepaid thereon, a copy of the Notice of Hearing on file in this cause and this Application to the respondents, named on the Exhibit "A" attached to this Application, at their respective mailing addresses.

That the Applicant has, with due diligence and after inquiry of every possible source for information, attempted to locate the names and addresses of all respondents that should be receiving notice of this hearing before the Corporation Commission. For respondents that Applicant does not know and cannot ascertain whether an individual respondent(s) are living or deceased, or respondent(s) with a last known address that are no longer deliverable, or whether a corporations or other business entities respondent(s) are existing, Applicant desires to obtain service by publication upon said respondents whose addresses are unknown or are undeliverable.



Michael D. Stack

Subscribed and sworn to before me this 20th day of October, 2008.



NOTARY PUBLIC

MY COMMISSION EXPIRES:
March 30, 2009
Commission No. 05003146

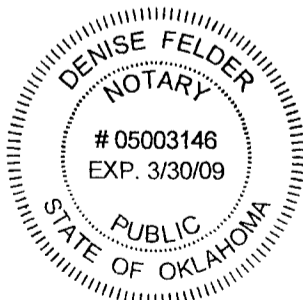


EXHIBIT "A"

Kaiser-Francis Anadarko Limited Partnership
and Kaiser-Francis Oil Company

Cause CD 200807436-T

Well Location Exception Section 05, Township 09 North, Range 19 West Washita County, Oklahoma

- | | | | |
|-----|--|-----|---|
| 1. | Bellevue Company
Attention: Dr. Mel Abend
848 W. 52nd Terrace
Kansas City, MO 64112 | 15. | Felice Calhoon Revocable Living Trust
Felice Calhoon, Trustee
Post Office Box 70
Beaver, OK 73932 |
| 2. | Beren Corporation
Post Office Box 20380
Wichita, KS 67208 | 16. | Fell Oil & Gas LLP
4451 West 51st Street
Tulsa, OK 74107 |
| 3. | Berexco, Inc.
Post Office Box 20380
Wichita, KS 67208 | 17. | Fell Oil and Gas
Attn Morris Fell
P.O. Box 9487
Tulsa, OK 74157 |
| 4. | Berry Oil & Gas
Post Office Box 701980
Tulsa, OK 74170 | 18. | George R. Conelius, Jr.
2113 Antibes Drive
Carrollton, TX 75006 |
| 5. | Blackjack Royalty Partnership
Post Office Box 587
Marlow, OK 73055 | 19. | Glenna Cornelius Testamentary Trust A
George Cornelius, Sr. and Trust Company of
Oklahoma, Co-Trustees
Post Office Box 3688
Tulsa, OK 74101 |
| 6. | Blue Chip Royalty Partnership
Post Office Box 587
Marlow, OK 73055 | 20. | J. Walter Duncan, Jr.
Post Office Box 26467
Oklahoma City, OK 73126 |
| 7. | C.C. Management Company
1735 Bellington Lane
Fallbrook, CA 92028 | 21. | J.B. Franklin Corporation
700 South Fillmore, Suite 444
Amarillo, TX 79101 |
| 8. | Chesapeake Focus Corporation,
Chesapeake ORC LLC
Post Office Box 18496
Oklahoma City, OK 73154 | 22. | Ruth Kelly Motz
6100 North 78th
Scottsdale, AZ 85253 |
| 9. | Chesapeake Operating, Inc. & Chesapeake
Exploration Limited Partnership
Post Office Box 18496
Oklahoma City, OK 73154 | 23. | Kelly Oil Properties, LLC
Judy Loewenherz, Manager
Post Office Box 12066
Overland Park, KS 66282 |
| 10. | D.G. Whitaker Oil & Gas Interests, Ltd.
101 East Walker, Suite 1001
Breckenridge, TX 76424 | 24. | Loretta E. Bowser Kirksey
32069 E. 721
Wagnor, OK 74467 |
| 11. | David K. Harper
5808 Pathfinder Trail
Plano, TX 75903 | 25. | Louis McKee Ford Living Trust
Louis McKee Ford, Trustee
1723 Drakestone
Oklahoma City, OK 73120 |
| 12. | Duncan Oil Properties, Inc.
Post Office Box 26467
Oklahoma City, OK 73126 | 26. | Martha Ann Kelly
3917 Salem Court
Plano, TX 75023 |
| 13. | E.L. Calhoon Revocable Living Trust
E.L. Calhoon, Trustee
Post Office Box 70
Beaver, OK 73932 | 27. | Napah Corporation
700 South Fillmore Street, Suite 356
Amarillo, TX 79101 |
| 14. | Evelyn M. Kelly Lutz
c/o Kurt M Lutz & Kelly L Lutz
11714 West 176 th Terrace
Olathe, KS 66062 | | |

28. Oklahoma Christian University
Attn: Jeff Bingham
Post Office Box 11000
Oklahoma City, OK 73136
29. Sandra W. McCloskey May
19 Manor Drive
Pensacola, FL 32507
30. St. Mary Operating Company
Agent for Ralph Smith, Kent Harrell
& St. Mary Land & Exploration
7060 South Yale, Suite 800
Tulsa, OK 74136
31. St. Mary Operating Company
7060 South Yale, Suite 800
Tulsa, OK 74136
32. Sweeney Family Revocable Trust
100 Park Avenue Building, Suite 1200
Oklahoma City, OK 73102
33. The Naja Company
Post Office Box 20380
Wichita, KS 67208
34. W. Stanley Muenzler 1996 Revocable Trust
W. Stanley Muenzler, Trustee
4215 North Classen Boulevard
Oklahoma City, OK 73118
35. William B. Osborn, Jr., dba
W.B. Osborn Oil & Gas Operating
Post Office Box 8C
San Antonio, TX 78217
36. Willischild Oil & Gas Corporation
621 E Street
Snyder, OK 73566
37. Walter Duncan Oil
Duncan Oil Properties
Post Office Box 26467
Oklahoma City, OK 73126
38. Douglas, Dietz & Daley, Inc.
4117 NW 122nd, Suite A
Oklahoma City, OK 73120
Oklahoma City, OK 73112
39. Axis Energy Corporation
Attn: Gary Giles
PO Box 219303
Houston, TX 77218-9303
40. Vroomann Energy, L.L.C.
Attn: Dennis Vrooman
10510 South Kingston Avenue
Tulsa, OK 74137
41. Greenstar Energy Production, LLC
P.O. Box 752
Oklahoma City, OK 73101
42. Evelyn M. Kelly Lutz
c/o Kathleen Lutz and Denis J. Lutz
3715 19th Street
Great Bend, KS 67530
43. Sandra Wainwright McCloskey
4534 Sierra Drive
Honolulu, HI 96816
44. Jane Ruth Kelly Motz
6100 N 78th Street
Scottsdale, AZ 85253
45. Eddie Haynes Trust
440 W. Main St
Yukon, OK 73099
46. Chesapeake EP Corporation
C/O Chesapeake Operating Inc.
PO Box 15486
Oklahoma City OK 73154
47. W. B. Osborn Oil & Gas Operations
Joint Venture
P.O. Box 8-C
San Antonio, TX 78217
48. Axis Energy Corporation
P.O. Box 2107
Roswell, NM 88202
49. Rhino Resources Company LLC
1021 NW Grand Boulevard
Oklahoma City, OK 73118
50. Virginia B. Moody Trust,
Virginia B. Moody, Trustee
7213 NW 111th
Oklahoma City, OK 73162