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BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: DEVON ENERGY PRODUCTION COMPANY,
L.P.

RELIEF SOUGHT: INCREASED DENSITY

LANDS COVERED: SECTION 35, TOWNSHIP 13 NORTH,
RANGE 10 WEST, CANADIAN COUNTY, OKLAHOMA

CAUSE CD NO.

201301970

FILED

MAR 18 2013

**COURT CLERK'S OFFICE — OKC
CORPORATION COMMISSION
OF OKLAHOMA**

APPLICATION

COMES NOW the Applicant, Devon Energy Production Company, L.P., and shows the Honorable Corporation Commission the following:

1. PARTIES:

1.1 Applicant is: Devon Energy Production Company, L.P.
Devon Energy Center
333 W. Sheridan Ave.
Oklahoma City, OK 73102

Applicant is the owner of oil and gas leasehold interests in the lands described in the caption hereof.

1.2 Respondents are set out on the Exhibit "A" attached hereto and made a part hereof.

2. ALLEGATION OF FACTS:

2.1 That heretofore by Order No. 470162, the Commission designated Section 35-13N-10W, Canadian County, Oklahoma, as a 640-acre drilling and spacing unit for the production of hydrocarbons from the Woodford common source of supply.

2.2 That such pattern and density are not adequate when taking into consideration the change in conditions which now prevail compared to conditions as known when such pattern and

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well density were first ordered. It is now necessary to drill eight (8) additional wells in said unit in order to effectuate maximum recovery of hydrocarbons from said common source of supply. There is currently one existing well producing in said unit from the Woodford common source of supply.

2.3 That in order to prevent waste and protect the correlative rights of the parties in the reservoir, the Applicant should be permitted to drill eight (8) additional wells in the unit.

3. LEGAL AUTHORITY: Title 52 O.S.A. §87.1.

4. RELIEF SOUGHT: Applicant requests that Order No. 470162 be amended so as to authorize the drilling of eight (8) additional wells in the Woodford common source of supply in the above-described unit, underlying Section 35-13N-10W, Canadian County, Oklahoma.

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EXHIBIT "A"

- | | |
|---|--|
| 1. JOHN CALDER
PO BOX 76546
OKLAHOMA CITY, OKLAHOMA
73147-2546 | 10. DOROTHE J MILLER REVOCABLE TR
PO BOX 5411
NORMAN, OKLAHOMA 73070 |
| 2. BUTTRAM ENERGIES INC
2601 NW EXPRESSWAY STE 501W
OKLAHOMA CITY, OKLAHOMA 73112 | 11. KANSAS CITY ROYALTY CO LLC
6520 N WESTERN AVE STE 300
OKLAHOMA CITY, OKLAHOMA 73116 |
| 3. CHAPARRAL ENERGY LLC
PO BOX 953852
SAINT LOUIS, MISSOURI 63195-3852 | 12. BUTTRAM FAMILY LTD PARTNERSHIP
2601 NW EXPRESSWAY STE 501W
OKLAHOMA CITY, OKLAHOMA
73112-7235 |
| 4. WILLISCHILD OIL & GAS CORP
621 E ST
SNYDER, OKLAHOMA 73566 | 13. DAVID TULLY
RR 2 BOX 100
CARNEGIE, OKLAHOMA 73015-9626 |
| 5. PETROJARL INC
PO BOX 820467
HOUSTON, TEXAS 77282 | 14. JAMES M TULLY
22 MAISONS DR
LITTLE ROCK, ARKANSAS 72223-9017 |
| 6. CREST RESOURCES INC
15 E 5TH ST STE 3650
TULSA, OKLAHOMA 74103-4346 | 15. REBECCA WHITLOCK
3320 STONE BROOK CT
OKLAHOMA CITY, OKLAHOMA
73120-0811 |
| 7. H J FREEDE INC.
430 NW 13TH ST
OKLAHOMA CITY, OKLAHOMA 73103 | 16. RENEE HARTLEY
1005 W CANADIAN AVE
VINITA, OKLAHOMA 74301-3418 |
| 8. CHESAPEAKE EXPLORATION LLC
PO BOX 960161
OKLAHOMA CITY, OKLAHOMA
73196-0161 | 17. SUZANNE THOMPSON
1108 SE HERITAGE DR
EL RENO, OKLAHOMA 73036-4100 |
| 9. MCKINLEY RESOURCES LLC
1801 BROADWAY STE 900
DENVER, COLORADO 80202 | 18. LEMON CREEK OIL & GAS LTD
PO BOX 192199
DALLAS, TEXAS 75219-8514 |

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|---|---|
| 19. CANDACE L ZASLAW INC
13829 HOLLOW GLEN RD
EDMOND, OKLAHOMA 73013-7279 | 31. PROVIDENT ENERGY LTD
PO BOX 41106
HOUSTON, TEXAS 77241-1106 |
| 20. J A TRIGG OIL & GAS PROP LLC
6412 CENTENNIAL CT
OKLAHOMA CITY, OKLAHOMA
73116-5614 | 32. THOMPSON FAMILY PARTNERS LTD
1200 SUNNYSLOPE CT
AUBURN, ALABAMA 36832-6764 |
| 21. MARIA TULLY ERBAR
9805 RAMSEY RD
YUKON, OKLAHOMA 73099-3246 | 33. WILLIAM P LEIGHTON
11300 N PENNSYLVANIA AVE APT 188
OKLAHOMA CITY, OKLAHOMA
73120-7780 |
| 22. VROOMAN ENERGY LLC
10510 S KINGSTON AVE
TULSA, OKLAHOMA 74137-7017 | 34. GEORGE PAUL LEIGHTON
3821 EDGEWATER DR
BEDFORD, TEXAS 76021-2553 |
| 23. HALBERT ROYALTIES
PO BOX 6990
TYLER, TEXAS 75711-6990 | 35. THOMPSON TESTAMENTARY TRUST
PO BOX 157
EL RENO, OKLAHOMA 73036-0157 |
| 24. ANDREA D SHANNON 2004 TRUST
PO BOX 787
EL RENO, OKLAHOMA 73036 | 36. MICHAEL FRANK THOMPSON
PO BOX 196
CALUMET, OKLAHOMA 73014-0196 |
| 25. JEFFERY LAWRENCE CURTIS
2417 BRANCH OAKS LN
FLOWER MOUND, TEXAS 75028 | 37. GEORGIA BELLE PETTIJOHN
156 CROOKED STICK LN
ALTO, NEW MEXICO 88312-8040 |
| 26. LAUREN CURTIS IRREV TRUST
1217 SHERYL LANE
ALTUS, OKLAHOMA 73521 | 38. BARBARA L WHITTEN
1318 S STILWELL ST
PITTSBURG, KANSAS 66762-6136 |
| 27. SCOTT ALAN CURTIS
647 BIZERTE AVE
DALLAS, TEXAS 75224 | 39. ANDREA D SHANNON
7576 S ROSEMARY CIR
ENGLEWOOD, COLORADO 80112-2643 |
| 28. SUSAN L DOBSON
1616 BEDFORD DR
OKLAHOMA CITY, OKLAHOMA
73116-5407 | 40. WANDA LOU GOODWIN
PO BOX 727
HARRAH, OKLAHOMA 73045-0727 |
| 29. PASCHALL PROPERTIES INC
PO BOX 60186
OKLAHOMA CITY, OKLAHOMA 73146 | 41. J F THOMPSON
1604 VICTORIA CIR
EL RENO, OKLAHOMA 73036-4226 |
| 30. RUSSELL ROYALTY COMPANY
PO BOX 2018
TYLER, TEXAS 75710-2018 | 42. CASTLEBAY ENERGY LLC
1300 E 15TH ST STE 110
EDMOND, OKLAHOMA 73013-5051 |

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|--|---|
| 43. BPML LLC
18800 OTTER CREEK DR
EDMOND, OKLAHOMA 73012-4128 | 54. QEP ENERGY COMPANY
9100 S. YALE, SUITE 900
TULSA, OK 74136-1910 |
| 44. BERNARD LANCASTER
18800 OTTER CREEK DR
EDMOND, OKLAHOMA 73012-4128 | 55. XTO ENERGY INC.
810 HOUSTON ST, SUITE 2000
FORT WORTH, TX 76102 |
| 45. DEVON ENERGY PROD CO LP
20 NORTH BROADWAY, SUITE 1500
OKLAHOMA CITY, OKLAHOMA 73102 | 56. CONTINENTAL RESOURCES INC.
P.O. BOX 269091
OKLAHOMA CITY, OK 73126 |
| 46. HAROLD E STANSBERRY
125 EAST VAIL DR
YUKON, OKLAHOMA 73099 | 57. KIRKPATRICK OIL & GAS LLC
1001 W. WILSHIRE BLVD #202
OKLAHOMA CITY, OK 73116 |
| 47. EMMA M LAIRD LOVING TRUST DTD
617 S WILLIAMS AVE
EL RENO, OKLAHOMA 73036-3864 | 58. CAMBRIDGE PETROLEUM GROUP 2006A
LP
15660 N DALLAS PARKWAY, SUITE 700
DALLAS, TX 75248 |
| 48. DAVID C DELANA 2011
PO BOX 787
EL RENO, OKLAHOMA 73036 | 59. DR HENRY G JARECKI
67 IRVING PLACE, 12TH FL
NEW YORK, NY 10003 |
| 49. JANICE L DELANA 2011 REV TRUST
PO BOX 787
EL RENO, OKLAHOMA 73036 | 60. FORCED POOL LLC
17120 DALLAS PARKWAY, SUITE 235
DALLAS, TX 75248-1189 |
| 50. JAMES M. MILLER
7400 NE 116 TH
EDMOND, OK 73013 | 61. CAWDOR, INC.
424 N. MERIDIAN AVE
OKLAHOMA CITY, OK 73107-6509 |
| 51. MILLER LIVING TRUST
5301 E. ROCK CREEK RD.
NORMAN, OK 73026 | 62. J.A. TRIGG OIL AND GAS PROPERTIES
6412 CENTENNIAL CT
NICHOLS HILLS, OK 73116 |
| 52. CIMAREX ENERGY CO
15 # 5TH ST SUITE 1000
TULSA, OK 74103 | 63. DANIEL M. O'NEIL REVOCABLE LIVING
TRUST
JEANNE PATRICIA O'NEAL, TRUSTEE
210 W. PARK AVE, SUITE 2900
OKLAHOMA CITY, OK 73102 |
| 53. CIMAREX ENERGY CO
PRIZE ENERGY RESOURCES, LP
MAGNUM HUNTER PRODUCTION INC.
KEY PRODUCTION COMPANY INC.
15 E. 5TH ST, SUITE 1000
TULSA, OK 74103 | 64. LINDA C. DINES
2708 N. MERIDIAN CT
OKLAHOMA CITY, OK 73127 |

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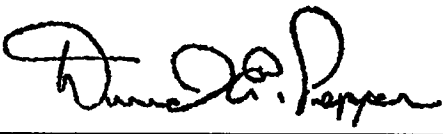
- 65. EVELYN L. CALDER
2708 N. MERIDIAN CT
OKLAHOMA CITY, OK 73127
- 66. MILLER FLOOR, INC.
4713 NW 10TH ST
OKLAHOMA CITY, OK 73127
- 67. CHAPARRAL ENERGY, LLC
701 CEDAR LAKE BLVD
OKLAHOMA CITY, OK 73114
- 68. DOROTHE J. MILLER TRUST
DOROTHE J. MILLER, TRUSTEE
P.O. BOX 5411
NORMAN, OK 73070
- 69. DAVID TULLY
RR 2 BOX 100
CARNEGIE, OK 73015-9626
- 70. JAMES M TULLY
22 MAISONS DR
LITTLE ROCK, AR 72223-9017
- 71. REBECCA WHITLOCK
3320 STONE BROOK CT
OKLAHOMA CITY, OK 73120-0811
- 72. RENEE HARTLEY
1005 W CANADIAN AVE
VINITA, OK 74301-3418
- 73. VIERSEN OIL & GAS COMPANY
P.O. BOX 702708
TULSA, OK 74170-2708
- 74. ROBERT BIOLCHINI
15 E 5TH ST, SITE 4000
TULSA, OK 74103-4347

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WHEREFORE, Applicant prays that after notice and hearing as required by law, Order No. 470162 be amended to authorize the drilling of eight (8) additional wells as is above requested.

Respectfully submitted,

HARTZOG CONGER CASON & NEVILLE

By: 
David E. Pepper, OBA #7035
1600 Bank of Oklahoma Plaza
201 Robert S. Kerr Avenue
Oklahoma City, OK 73102
(405) 235-7000

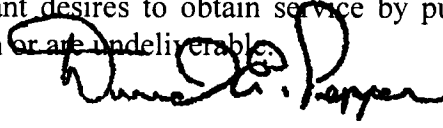
ATTORNEYS FOR APPLICANT
DEVON ENERGY PRODUCTION COMPANY, L.P.

For more information regarding this Application contact Jim Wigley, DEVON ENERGY PRODUCTION COMPANY, L.P., Devon Energy Center, 333 W. Sheridan Ave., Oklahoma City, OK 73102, (405) 228-8521, jim.wigley@devn.com.

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 21st day of March, 2013, I mailed by first class United States mail, proper postage prepaid thereof, 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 respondents are living or deceased, or respondents with a last known address that are no longer deliverable, or whether a corporations or other business entities respondents are existing, Applicant desires to obtain service by publication upon said respondents whose addresses are unknown or are undeliverable.

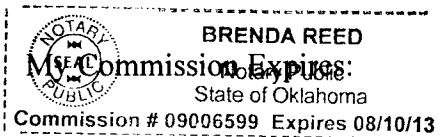


David E. Pepper

Subscribed and sworn to before me this 18th day of March, 2013.



NOTARY PUBLIC



(SEAL)