

BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA

CASE NO. 10218
ORDER NO. 12095

IN THE MATTER OF A HEARING CALLED ON A MOTION OF THE COMMISSION TO CONSIDER THE APPLICATION OF CONTINENTAL RESOURCES, INC. FOR AN ORDER EXTENDING THE FIELD BOUNDARIES AND AMENDING THE FIELD RULES FOR THE SADLER-BAKKEN POOL TO CREATE AND ESTABLISH A 1280-ACRE SPACING UNIT COMPRISED OF SECTIONS 6 AND 7, T.161N., R.95W., DIVIDE COUNTY, ND, AUTHORIZING THE DRILLING OF ONE HORIZONTAL WELL ON SAID SPACING UNIT AND SUCH OTHER RELIEF AS IS APPROPRIATE.

ORDER OF THE COMMISSION

THE COMMISSION FINDS:

- (1) This cause came on for hearing at 9:00 a.m. on the 2nd day of July, 2008.
- (2) The witnesses for Continental Resources, Inc. (Continental) provided telephonic testimony in this matter, pursuant to North Dakota Administrative Code (NDAC) Section 43-02-03-88.2. Telephonic Communication Affidavits were received on July 8, 2008, therefore, such testimony may be considered evidence.
- (3) Continental made application to the Commission for an order extending the field boundaries and amending the field rules for the Sadler-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 6 and 7, Township 161 North, Range 95 West, Divide County, North Dakota (Sections 6 and 7), authorizing the drilling of one horizontal well on said spacing unit and such other relief as is appropriate.
- (4) Order No. 11968 entered in Case No. 10133, the most recent spacing order for the Sadler-Bakken Pool, established proper spacing for the development of Zone I at one well per 160 acres, Zone II at one horizontal well per 640 acres, and Zones III and IV at one horizontal well per 1280 acres.
- (5) Sections 6 and 7 are adjacent to the Sadler Field and within the buffer zone of Zone I in the Sadler-Bakken Pool.

(6) Continental presented evidence that the Sadler-Bakken Pool underlies Sections 6 and 7; therefore, the boundary of the Sadler Field should be extended to include such lands.

(7) There are no wells currently permitted to or producing from the Sadler-Bakken Pool in Sections 6 or 7.

(8) Continental plans to develop the Bakken Pool underlying Sections 6 and 7 by drilling a single-lateral horizontal well from a surface location 500 feet from the north line and 1320 feet from the west line of Section 6. The casing will be set horizontally in the Bakken Pool south of the surface location and the lateral will then be drilled to a bottom hole location 500 feet from the south line and 1320 feet from the west line of Section 7. Utilization of horizontal drilling technology in this manner would result in the well being completed at a location or locations not in compliance with current applicable spacing orders for the Sadler-Bakken Pool. The surface and bottom hole locations herein depicted may be preliminary and could be changed for various reasons which is permissible as long as the horizontal well design still justifies the proposed spacing unit.

(9) Evidence and testimony presented to the Commission indicates that the proposed horizontal well will produce oil that might otherwise not be produced.

(10) Flexibility with respect to spacing unit size and the location of wells in the Sadler-Bakken Pool is essential to efficiently produce as much recoverable oil and gas as economically possible.

(11) Pursuant to Section 38-08-07 of the North Dakota Century Code, spacing units must be of uniform size and shape for the entire pool, except when found necessary to prevent waste, avoid the drilling of unnecessary wells, or to protect correlative rights, the Commission is authorized to divide any pool into zones and establish spacing units for each zone, which units may differ in size and shape from those established in any other zone.

(12) Zones of different spacing within the Sadler-Bakken Pool will allow the flexibility needed for utilization of horizontal drilling.

(13) Granting flexibility in spacing unit size and in locating and drilling horizontal wells will result in economic and efficient development of the oil and gas resources in a manner that prevents waste and protects correlative rights.

(14) If Continental's activities are successful, greater ultimate recovery of oil and gas from the pool will be achieved which will prevent waste and the drilling of unnecessary wells in a manner which will not have a detrimental effect on correlative rights.

(15) There were no objections to this application.

(16) Approval of this application will prevent waste, avoid the drilling of unnecessary wells, and protect correlative rights.

IT IS THEREFORE ORDERED:

(1) Sections 6 and 7, Township 161 North, Range 95 West, Divide County, North Dakota, are hereby established as a 1280-acre spacing unit for the exclusive purpose of drilling a horizontal well within said spacing unit within the Sadler-Bakken Pool and Zone IV is hereby extended to include said spacing unit. Existing and future vertical and directional wells drilled within the spacing unit herein established shall conform to the applicable spacing requirements providing for the orderly development of Zone I in the Sadler-Bakken Pool.

(2) The Director is hereby authorized to exercise continuing jurisdiction in this matter to determine whether a horizontal well proposed or drilled upon the 1280-acre spacing unit herein established has justified the creation of such unit, to require amendments or modifications to the permit to drill for such horizontal well, and to deny a permit to drill in the event a well is proposed to be drilled in a manner inconsistent with the evidence that justified such spacing unit.

(3) The Sadler Field is hereby redefined as the following described tracts of land in Divide County, North Dakota:

TOWNSHIP 161 NORTH, RANGE 95 WEST, 5TH PM

ALL OF SECTIONS 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 14, 15, 16, 17, 21, 22, 23, 26, 27, 28, 33, 34 AND 35, AND THE N/2 OF SECTION 20,

together with those additional quarter sections or governmental lots corresponding thereto as may be proven productive by wells drilled on lands within one mile of the boundaries of the field as set forth above, provided further that such extensions of the field boundaries shall include only sufficient acreage to form a spacing unit for such wells, and any intervening lands.

(4) The Sadler-Bakken Pool is hereby redefined as the following described tracts of land in Divide County, North Dakota:

ZONE I

TOWNSHIP 161 NORTH, RANGE 95 WEST, 5TH PM

ALL OF SECTIONS 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 14, 15, 16, 17, 21, 22, 23, 26, 27, 28, 33, 34 AND 35, AND THE N/2 OF SECTION 20,

together with those additional quarter sections or governmental lots corresponding thereto as may be proven productive by wells drilled on lands within one mile of the boundaries of the field as set forth above, provided further that such extensions of the field boundaries shall include only sufficient acreage to form a spacing unit for such wells, and any intervening lands.

ZONE II (Exclusively for horizontal wells)

TOWNSHIP 161 NORTH, RANGE 95 WEST, 5TH PM

ALL OF SECTION 17.

ZONE III (Exclusively for horizontal wells)

TOWNSHIP 161 NORTH, RANGE 95 WEST, 5TH PM

ALL OF SECTIONS 2, 11, 14, 15, 16, 21, 22, 23, 26, 27, 28, 33, 34 AND 35.

ZONE IV (Exclusively for horizontal wells)

TOWNSHIP 161 NORTH, RANGE 95 WEST, 5TH PM

ALL OF SECTIONS 3, 4, 5, 6, 7, 8, 9 AND 10.

(5) The Sadler-Bakken Pool is hereby redefined as that accumulation of oil and gas found in the interval from below the base of the Lodgepole Formation to above the top of the Three Forks Formation within the limits of the field as set forth above.

(6) The proper spacing for the development of Zone I in the Sadler-Bakken Pool is hereby set at one well per 160 acres.

(7) All wells hereafter drilled in Zone I in the Sadler-Bakken Pool shall be located not less than 500 feet from a spacing unit boundary. Wells presently permitted to or producing from the pool that do not conform to this spacing pattern shall be considered exceptions.

(8) Spacing units in Zone I in the Sadler-Bakken Pool shall consist of a governmental quarter section or governmental lots corresponding thereto.

(9) Provisions established herein for Zone II in the Sadler-Bakken Pool are for the exclusive purpose of drilling horizontal wells. Existing and future vertical and directional wells drilled within the area defined as Zone II in paragraph (4) above shall conform to the applicable spacing requirements for the orderly development of Zone I in the Sadler-Bakken Pool.

(10) The proper spacing for the development of Zone II in the Sadler-Bakken Pool is hereby set at one horizontal well per 640 acres.

(11) All portions of the well bore not isolated by cement of any horizontal well hereafter drilled in Zone II in the Sadler-Bakken Pool shall be no closer than 660 feet to the boundary of the spacing unit. Measurement inaccuracies in the directional survey equipment need not be considered except when determined necessary by the Director.

(12) Spacing units in Zone II in the Sadler-Bakken Pool shall consist of a governmental section or governmental lots corresponding thereto.

(13) Zone II in the Sadler-Bakken Pool shall not be extended except by further order of the Commission after due notice and hearing.

(14) Provisions established herein for Zone III in the Sadler-Bakken Pool are for the exclusive purpose of drilling horizontal wells. Existing and future vertical and directional wells drilled within the area defined as Zone III in paragraph (4) above shall conform to the applicable spacing requirements for the orderly development of Zone I in the Sadler-Bakken Pool.

(15) The proper spacing for the development of Zone III in the Sadler-Bakken Pool is hereby set at one horizontal well per 1280 acres.

(16) All portions of the well bore not isolated by cement of any horizontal well hereafter drilled in Zone III in the Sadler-Bakken Pool shall be no closer than 660 feet to the boundary of the spacing unit. Measurement inaccuracies in the directional survey equipment need not be considered except when determined necessary by the Director.

(17) Sections 2 and 11; Sections 14 and 23; Sections 15 and 22, Sections 16 and 21; Sections 26 and 35; Sections 27 and 34; and Sections 28 and 33, Township 161 North, Range 95 West, Divide County, North Dakota, are hereby designated 1280-acre spacing units in Zone III in the Sadler-Bakken Pool.

(18) Spacing units hereafter created in Zone III in the Sadler-Bakken Pool shall consist of two adjacent governmental sections or governmental lots corresponding thereto.

(19) The Director is hereby authorized to issue an administrative order reassigning 1280-acre spacing units established in Zone IV to Zone III in the Sadler-Bakken Pool, whenever, in his opinion, an application for such an order contains sufficient information to determine the following:

- (a) Horizontal drilling technology will be utilized in the Bakken Pool.
- (b) The 1280-acre spacing unit currently exists in Zone IV in the Sadler-Bakken Pool.
- (c) The proposed horizontal well design complies with the setback requirements in Zone III in Sadler-Bakken Pool and justifies the 1280-acre spacing unit.

(20) Zone III in the Sadler-Bakken Pool shall not be extended except under the provisions of paragraph (19) above or by further order of the Commission after due notice and hearing.

(21) Provisions established herein for Zone IV in the Sadler-Bakken Pool are for the exclusive purpose of drilling horizontal wells. Existing and future vertical and directional wells drilled within the area defined as Zone IV in paragraph (4) above shall conform to the applicable spacing requirements for the orderly development of Zone I in the Sadler-Bakken Pool.

(22) The proper spacing for the development of Zone IV in the Sadler-Bakken Pool is hereby set at one horizontal well per 1280 acres.

(23) All portions of the well bore not isolated by cement of any horizontal well hereafter drilled in Zone IV in the Sadler-Bakken Pool shall be no closer than 1220 feet to the east and west boundaries and 500 feet to the north and south boundaries of the spacing unit. Measurement inaccuracies in the directional survey equipment need not be considered except when deemed necessary by the Director.

(24) The Director is hereby authorized to issue an administrative order granting a waiver allowing a horizontal well permitted or drilled in the Sadler-Bakken Pool to be completed open hole at less than the 1220-foot setback requirement for topographic or access reasons, contingent upon the well bore traversing to a point beyond the 1220-foot setback requirement in an

expeditious manner, whenever, in his opinion, the application for such an order contains sufficient information to determine the following:

- (a) Horizontal drilling technology will be utilized in the Bakken Pool.
- (b) The proposed production casing setting location is beyond a 500-foot setback requirement.
- (c) Topography, waterways, regulatory distance requirements combined with the rough topography, road access, or landowner concerns will substantially increase the cost and/or risk in drilling and producing the well.
- (d) Further deviation from the aforementioned expeditious trajectory may be granted if the necessity therefor can be demonstrated to the Director's satisfaction.

(25) Sections 3 and 10; Sections 4 and 9; Sections 5 and 8; and Sections 6 and 7, Township 161 North, Range 95 West, Divide County, North Dakota, are hereby designated 1280-acre spacing units in Zone IV in the Sadler-Bakken Pool.

(26) Spacing units hereafter created in Zone IV in the Sadler-Bakken Pool shall be standup spacing units consisting of two adjacent governmental sections.

(27) The Director is hereby authorized to issue an administrative order reassigning 1280-acre spacing units established in Zone III to Zone IV in the Sadler-Bakken Pool, whenever, in his opinion, an application for such an order contains sufficient information to determine the following:

- (a) Horizontal drilling technology will be utilized in the Bakken Pool.
- (b) The 1280-acre spacing unit currently exists in Zone III in the Sadler-Bakken Pool.
- (c) The proposed horizontal well design complies with the setback requirements in Zone IV in the Sadler-Bakken Pool and justifies the 1280-acre spacing unit.

(28) Zone IV in the Sadler-Bakken Pool shall not be extended except under the provisions of paragraph (29) above or by further order of the Commission after due notice and hearing.

(29) The operator of any horizontally drilled well in the Sadler-Bakken Pool shall cause to be made a directional survey of the well bore. The directional survey contractor shall file a certified survey with the Commission within 30 days after completion of the well in accordance with NDAC Section 43-02-03-25. The survey shall be of sufficient quality to enable the Commission to determine the entire completion location of the well and its terminus.

(30) The Director is hereby authorized to exercise continuing jurisdiction to determine whether any well proposed or drilled upon any spacing unit herein established has justified the creation of such unit, to require amendments or modifications to the permit to drill for such well, and to deny a permit to drill in the event a well is proposed to be drilled in a manner inconsistent with the evidence that justified the spacing requirements in the Sadler-Bakken Pool.

(31) The Commission shall have continuing jurisdiction in this matter and specifically reserves the authority, upon its own motion or the motion of any interested party, to: (1) review the spacing requirements for the Sadler-Bakken Pool; (2) determine whether the separate zones of spacing established herein are warranted; and, (3) make such further amendments or modifications to the spacing requirements for the Sadler-Bakken Pool as the Commission deems appropriate.

(32) No well shall be hereafter drilled or produced in the Sadler-Bakken Pool, as defined herein, except in conformity with the regulations above without special order of the Commission after due notice and hearing.

(33) The following rules concerning the casing, tubing and equipping of wells shall apply to the subsequent drilling and operation of wells in the Sadler-Bakken Pool:

- (a) The surface casing shall consist of new or reconditioned pipe that has been previously tested to 1000 pounds per square inch. The casing shall be set and cemented at a point not less than 50 feet below the base of the Fox Hills Formation. Sufficient cement shall be used to fill the annular space outside the pipe to the surface of the ground or the bottom of the cellar, and sufficient scratchers and centralizers shall be used to assure a good cement job. Cement shall be allowed to stand a minimum of 12 hours before drilling the plug or initiating tests. The quality of cement shall conform to the standards provided under NDAC Section 43-02-03-21;
- (b) The producing or oil string shall consist of new or reconditioned pipe that has been previously tested to 2000 pounds per square inch. Casing shall be set and cemented at a point not higher than the top of the producing formation, or at a point approved by the Director. Sufficient cement shall be used and applied in such manner to protect and isolate all formations containing oil and/or gas, protect the pipe through salt sections encountered, and to isolate the Dakota-Lakota Series. The cement shall be allowed to stand a minimum of 15 hours before drilling the plug or initiating tests. The quality of cement shall conform to the standards provided under NDAC Section 43-02-03-21. After cementing, the casing shall be tested by application of pump pressure of at least 2000 pounds per square inch. If, at the end of 30 minutes this pressure shall have dropped 150 pounds per square inch or more, the casing shall be repaired. Thereafter, the casing shall again be tested in the same manner. Further work shall not proceed until a satisfactory test has been obtained;
- (c) All well-head fittings and connections shall have a working pressure in excess of that to which they are expected to be subjected; and,
- (d) All wells shall be equipped with tubing; a tubing packer must also be utilized in flowing wells unless a waiver is obtained from the Director after demonstrating the casing will not be subjected to excessive pressure or corrosion; all tubing shall be of sufficient internal diameter to allow the passage of a bottom hole pressure gauge for the purpose of obtaining bottom hole pressure measurements.

(34) The gas-oil ratio of all wells not connected to a gas gathering system shall be measured annually during the month of May. The reservoir pressure shall be measured within 45 days in all wells hereinafter completed in the Sadler-Bakken Pool. Drill stem test pressures are acceptable for determining reservoir pressure. Pressure measurements shall be made at or adjusted to a subsea datum of 6280 feet after the well has been shut in for a minimum of 48 hours. All gas-oil ratio and reservoir pressure determinations shall be made by methods approved by the Director and reported to the Director within 15 days following the end of the month in which they are determined. The Director is authorized to waive these requirements if the necessity therefor can be demonstrated to his satisfaction. All additional gas-oil ratio and reservoir pressure determinations conducted on any well, but not specifically required herein, shall be reported to the Director within 15 days following the end of the month in which they are determined.

(35) No saltwater, drilling mud, crude oil, or waste oil shall be stored in pits in this field, except in an emergency, and approved by the Director.

(36) All wells in the Sadler-Bakken Pool shall be allowed to produce at a maximum efficient rate for a period of 30 days commencing on the first day oil is produced through well-head equipment into tanks from the ultimate producing interval after casing has been run; thereafter, oil production from such wells shall not exceed an average of 100 barrels of oil per day; if and when such wells are connected to a gas gathering and processing facility the foregoing restrictions shall be removed, and the wells shall be allowed to produce at a maximum efficient rate. The Director is authorized to issue an administrative order allowing unrestricted production at a maximum efficient rate for a period not to exceed 90 days, commencing on the first day oil is produced through well-head equipment into tanks from the ultimate producing interval after casing has been run, if the necessity therefor can be demonstrated to his satisfaction.

(37) If the flaring of gas produced with crude oil from the Sadler-Bakken Pool causes, or threatens to cause, degradation of ambient air quality, production from the pool shall be further restricted.

(38) This order shall cover all of the Sadler-Bakken Pool common source of supply of crude oil and/or natural gas as herein defined, and all provisions of the pool shall continue in full force and effect until further order of the Commission or until the last well in the pool has been plugged and abandoned.

Dated this 25th day of July, 2008.

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA

By the Director, on behalf of the Commission

/s/ Lynn D. Helms, Director

STATE OF NORTH DAKOTA

AFFIDAVIT OF MAILING

COUNTY OF BURLEIGH

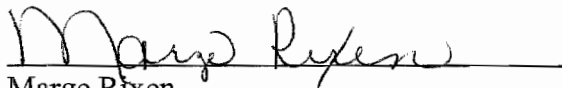
I, Marge Rixen, being duly sworn upon oath, depose and say: That on the 31st day of July, 2008 enclosed in separate envelopes true and correct copies of the attached Order No. 12095 of the North Dakota Industrial Commission, and deposited the same with the United States Postal Service in Bismarck, North Dakota, with postage thereon fully paid, directed to the following persons by the Industrial Commission in Case No. 10218:

LAWRENCE BENDER
FREDRICKSON & BYRON
PO BOX 1855
BISMARCK ND 58502-1855

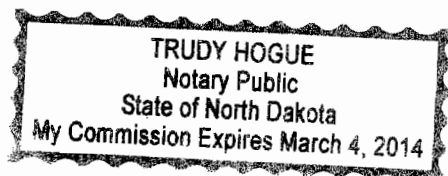
LISA ALWERT
CONTINENTAL RESOURCES INC
PO BOX 1032
ENID OK 73702-1032

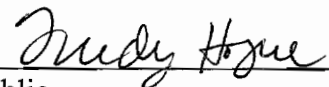
CHASE REID
CONTINENTAL RESOURCES INC
PO BOX 1032
ENID OK 73702-1032

KEN SMITH
CONTINENTAL RESOURCES INC
PO BOX 1032
ENID OK 73702-1032


Marge Rixen
Oil & Gas Division

On this 31st day of July, 2008 before me personally appeared Marge Rixen to me known as the person described in and who executed the foregoing instrument and acknowledged that she executed the same as her free act and deed.




Notary Public
State of North Dakota, County of Burleigh

July 7, 2008

Mr. Bruce Hicks
Assistant Director
North Dakota Industrial Commission
Oil and Gas Division
600 East Boulevard
Bismarck, North Dakota 58505-0310



**RE: Continental Resources, Inc.
NDIC CASE NO. 10218**

Dear Mr. Hicks:

Please find enclosed herewith for filing the TELEPHONIC COMMUNICATION AFFIDAVITS for the above-captioned matter.

Should you have any questions, please advise.

Sincerely,


LAWRENCE BENDER

LB/leo

Enclosure

cc: Ms. Lisa Alwert - (w/enc.) *Via Email*

Attorneys & Advisors
main 701.221.4020
fax 701.221.4040
www.fredlaw.com

Fredrikson & Byron, P.A.
200 North Third Street, Suite 150
Bismarck, North Dakota
58501-3879

BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA

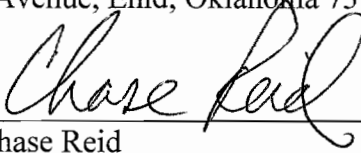
Case No. 10218

Application of Continental Resources, Inc. for an order extending the field boundaries and amending the field rules for the Sadler-Bakken Pool so as to create and establish a 1280-acre spacing unit comprised of Sections 6 and 7-T161N-R95W, Divide County, North Dakota, authorizing the drilling of one horizontal well on said spacing unit and/or such other and further relief as appropriate.



TELEPHONIC COMMUNICATION AFFIDAVIT

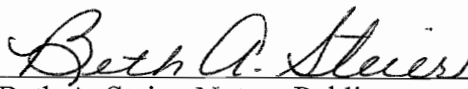
Chase Reid being first duly sworn deposes and states as follows: That on July 2, 2008, I testified under oath before the North Dakota Industrial Commission in Case Number 10218. My testimony was presented by telephone from (580) 233-8955, at the offices of and on behalf of Continental Resources, Inc., 302 N. Independence Avenue, Enid, Oklahoma 73702-1032.


Chase Reid

STATE OF OKLAHOMA)
)ss:
COUNTY OF GARFIELD)

On July 2, 2008, Chase Reid of Continental Resources, Inc., known to me to be the person described in and who executed the foregoing instrument, personally appeared before me and acknowledged that he executed the same as a free act and deed.




Beth A. Steier, Notary Public
County of Garfield, State of Oklahoma
My Commission Expires: March 28, 2011

BEFORE THE INDUSTRIAL COMMISSION

OF THE STATE OF NORTH DAKOTA

Case No. 10218

Application of Continental Resources, Inc. for an order extending the field boundaries and amending the field rules for the Sadler-Bakken Pool so as to create and establish a 1280-acre spacing unit comprised of Sections 6 and 7-T161N-R95W, Divide County, North Dakota, authorizing the drilling of one horizontal well on said spacing unit and/or such other and further relief as appropriate.



TELEPHONIC COMMUNICATION AFFIDAVIT

Ken Smith being first duly sworn deposes and states as follows: That on July 2, 2008, I testified under oath before the North Dakota Industrial Commission in Case Number 10218. My testimony was presented by telephone from (580) 233-8955, at the offices of and on behalf of Continental Resources, Inc., 302 N. Independence Avenue, Enid, Oklahoma 73702-1032.




Ken Smith

STATE OF OKLAHOMA)
)ss:
COUNTY OF GARFIELD)

On July 2, 2008, Ken Smith of Continental Resources, Inc., known to me to be the person described in and who executed the foregoing instrument, personally appeared before me and acknowledged that he executed the same as a free act and deed.





Beth A. Steier, Notary Public
County of Garfield, State of Oklahoma
My Commission Expires: March 28, 2011

BEFORE THE INDUSTRIAL COMMISSION

OF THE STATE OF NORTH DAKOTA

Case No. 10218

Application of Continental Resources, Inc. for an order extending the field boundaries and amending the field rules for the Sadler-Bakken Pool so as to create and establish a 1280-acre spacing unit comprised of Sections 6 and 7-T161N-R95W, Divide County, North Dakota, authorizing the drilling of one horizontal well on said spacing unit and/or such other and further relief as appropriate.



TELEPHONIC COMMUNICATION AFFIDAVIT

Lisa J. Alwert being first duly sworn deposes and states as follows: That on July 2, 2008, I testified under oath before the North Dakota Industrial Commission in Case Number 10218. My testimony was presented by telephone from (580) 233-8955, at the offices of and on behalf of Continental Resources, Inc., 302 N. Independence Avenue, Enid, Oklahoma 73702-1032.

[Handwritten signature]

Lisa J. Alwert

STATE OF OKLAHOMA)
)ss:
COUNTY OF GARFIELD)

On July 2, 2008, Lisa J. Alwert of Continental Resources, Inc., known to me to be the person described in and who executed the foregoing instrument, personally appeared before me and acknowledged that she executed the same as a free act and deed.



[Handwritten signature]

Beth A. Steier, Notary Public
County of Garfield, State of Oklahoma
My Commission Expires: March 28, 2011
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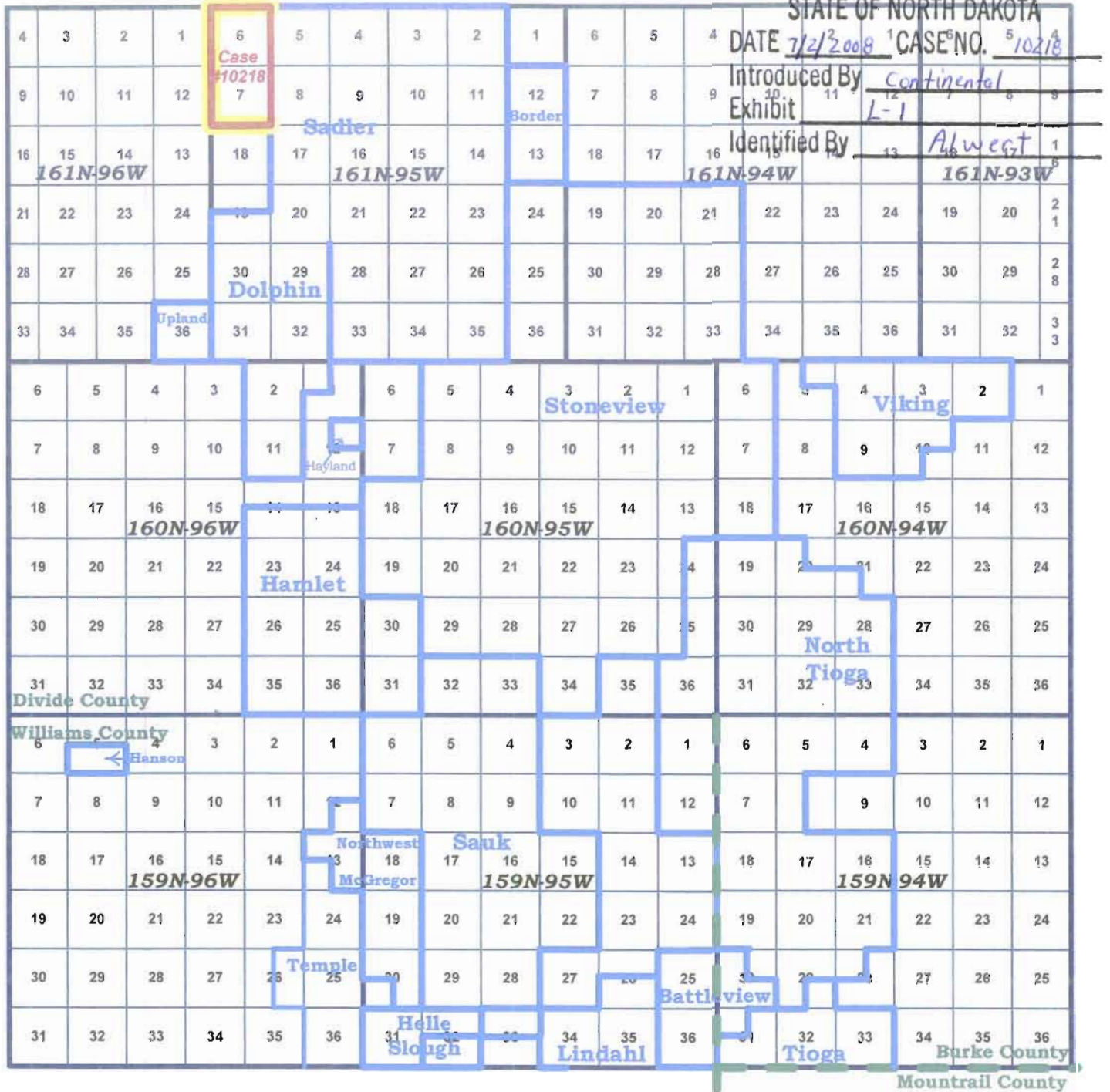


Case No. 10218

Application for an order extending the field boundaries and amending the field rules for the Sadler-Bakken Pool to establish a 1280-acre spacing unit
Sections 6 & 7-T161N-R95W
Divide County, North Dakota

Before the
North Dakota Industrial Commission
July 2, 2008

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA



DATE 7/2/2008 CASE NO. 10218
 Introduced By Continental
 Exhibit L-1
 Identified By Alwegt

- Field Outlines
- Extend Field Boundary
- Proposed Spacing Unit
- County Boundaries

General Locator Map

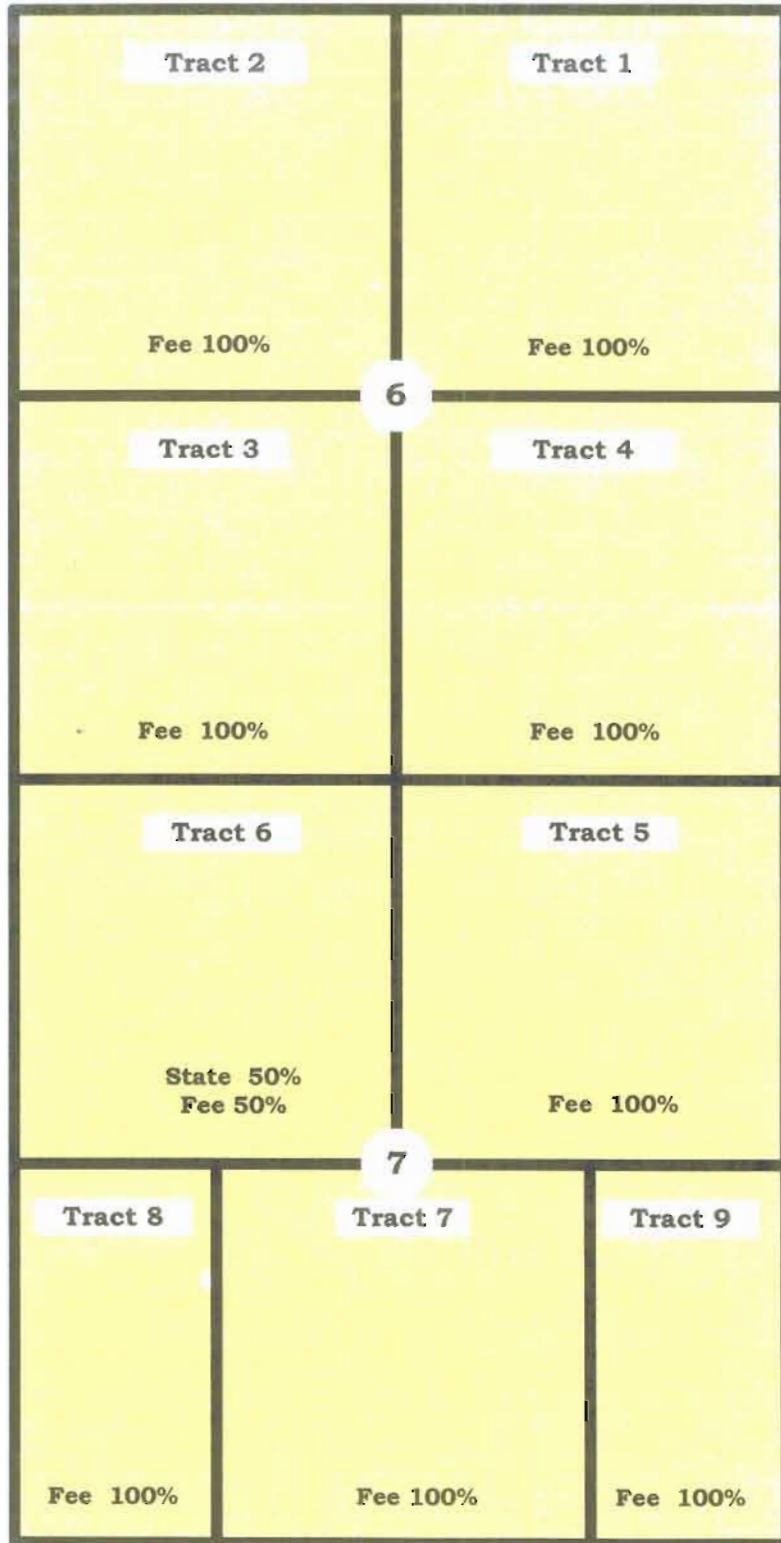


Continental
RESOURCES

Exhibit L-1
Case No. 10218

Land Plat

Township 161 North, Range 95 West
All of Sections 6 and 7
Divide County, North Dakota



Unit Acreage Total - 1263.69 Acres

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA
DATE 7/2/2008 CASE NO. 10218
Introduced By Continental
Exhibit L-2
Identified By Alwert



Ownership Summary
 Township 161 North, Range 95 West
 All of Sections 6 and 7
 Divide County, North Dakota

Working Interest in Unit Area

<u>Leasehold Owner</u>	<u>Interest</u>
Continental Resources, Inc.	40.74%
Samson Resources Company	30.18%
South Fork Exploration, LLC	12.31%
Headington Oil Company, LLC	12.25%
Wheatland Oil, Inc.	3.77%
Ray Reid	0.75%

Leasehold Ownership

Tract 1: Lots 1, 2, S2NE4 of Section 6-161N-95W, 5th PM

Continental Resources, Inc.	54.00%
Samson Resources Company	40.00%
Wheatland Oil, Inc.	5.00%
Ray Reid	1.00%

Tract 2: Lots 3, 4, 5, SE4NW4 of Section 6-161N-95W, 5th PM

Headington Oil Company, LLC	100.00%
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Tract 3: Lots 6, 7, E2SW4 of Section 6-161N-95W, 5th PM

South Fork Exploration, LLC	100.00%
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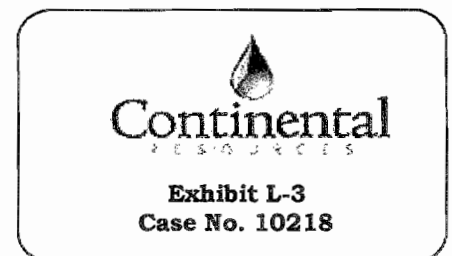
Tract 4: SE4 of Section 6-161N-95W, 5th PM

Continental Resources, Inc.	54.00%
Samson Resources Company	40.00%
Wheatland Oil, Inc.	5.00%
Ray Reid	1.00%

Tract 5: NE4 of Section 7-161N-95W, 5th PM

Continental Resources, Inc.	54.00%
Samson Resources Company	40.00%
Wheatland Oil, Inc.	5.00%
Ray Reid	1.00%

INDUSTRIAL COMMISSION
 STATE OF NORTH DAKOTA
 DATE 7/2/2008 CASE NO. 10218
 Introduced By Continental
 Exhibit L-3
 Identified By Alwert



Tract 6: Lots 1, 2, E2NW4 of Section 7-161N-95W, 5th PM

Continental Resources, Inc.	54.00%
Samson Resources Company	40.00%
Wheatland Oil, Inc.	5.00%
Ray Reid	1.00%

Tract 7: E2SW4, W2SE4 of Section 7-161N-95W, 5th PM

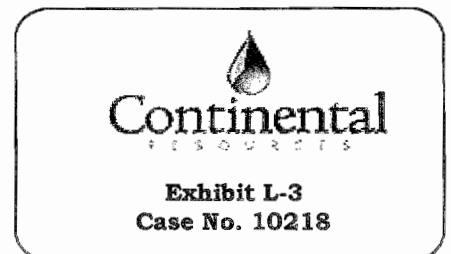
Continental Resources, Inc.	54.00%
Samson Resources Company	40.00%
Wheatland Oil, Inc.	5.00%
Ray Reid	1.00%

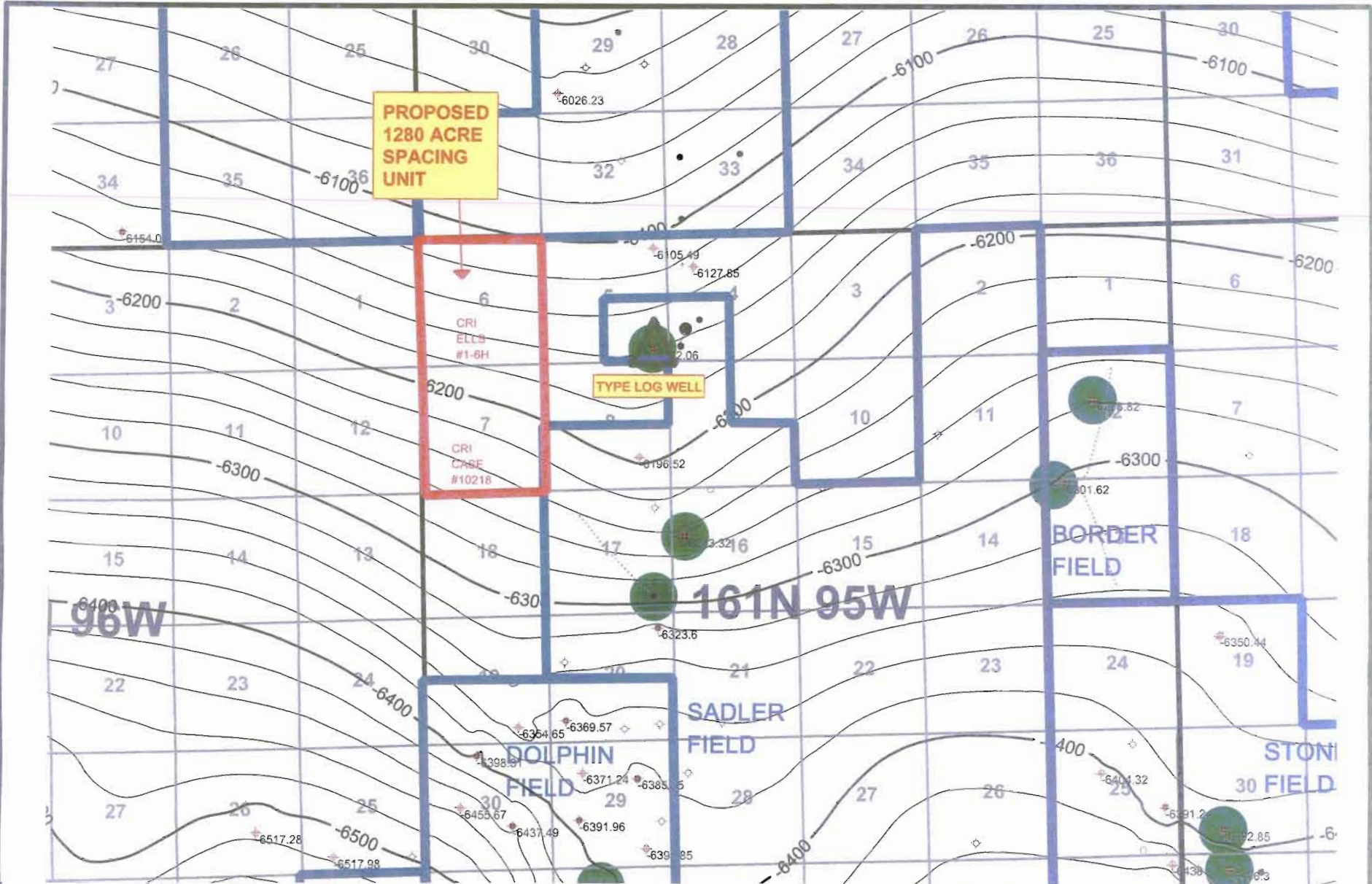
Tract 8: Lots 3, 4 of Section 7-161N-95W, 5th PM

Continental Resources, Inc.	54.00%
Samson Resources Company	40.00%
Wheatland Oil, Inc.	5.00%
Ray Reid	1.00%

Tract 9: E2SE4 of Section 7-161N-95W, 5th PM

Continental Resources, Inc.	54.00%
Samson Resources Company	40.00%
Wheatland Oil, Inc.	5.00%
Ray Reid	1.00%





**PROPOSED
1280 ACRE
SPACING
UNIT**

TYPE LOG WELL

CRI
ELCS
#1-6H

CRI
CASE
#10218

**BORDER
FIELD**

161N 95W

**SADLER
FIELD**

**DOLPHIN
FIELD**

**STONI
30 FIELD**



BAKKEN PRODUCERS

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA
DATE 7/2/2008 CASE NO. 10218
Introduced By Continental
Exhibit G-1
Identified By Reid

Continental Resources Inc.

Top Bakken Structure
C.I. = 20'
Case #10218
Exhibit G-1

Chase Reid	Date: 3 June, 2008
NDIC #10218.gmp	

33023004290000

CITATION OIL & GAS C
NELSON #1-5 1
SE SE

TWP: 161N - Range: 95 W - Sec. 5
Field=SADLER

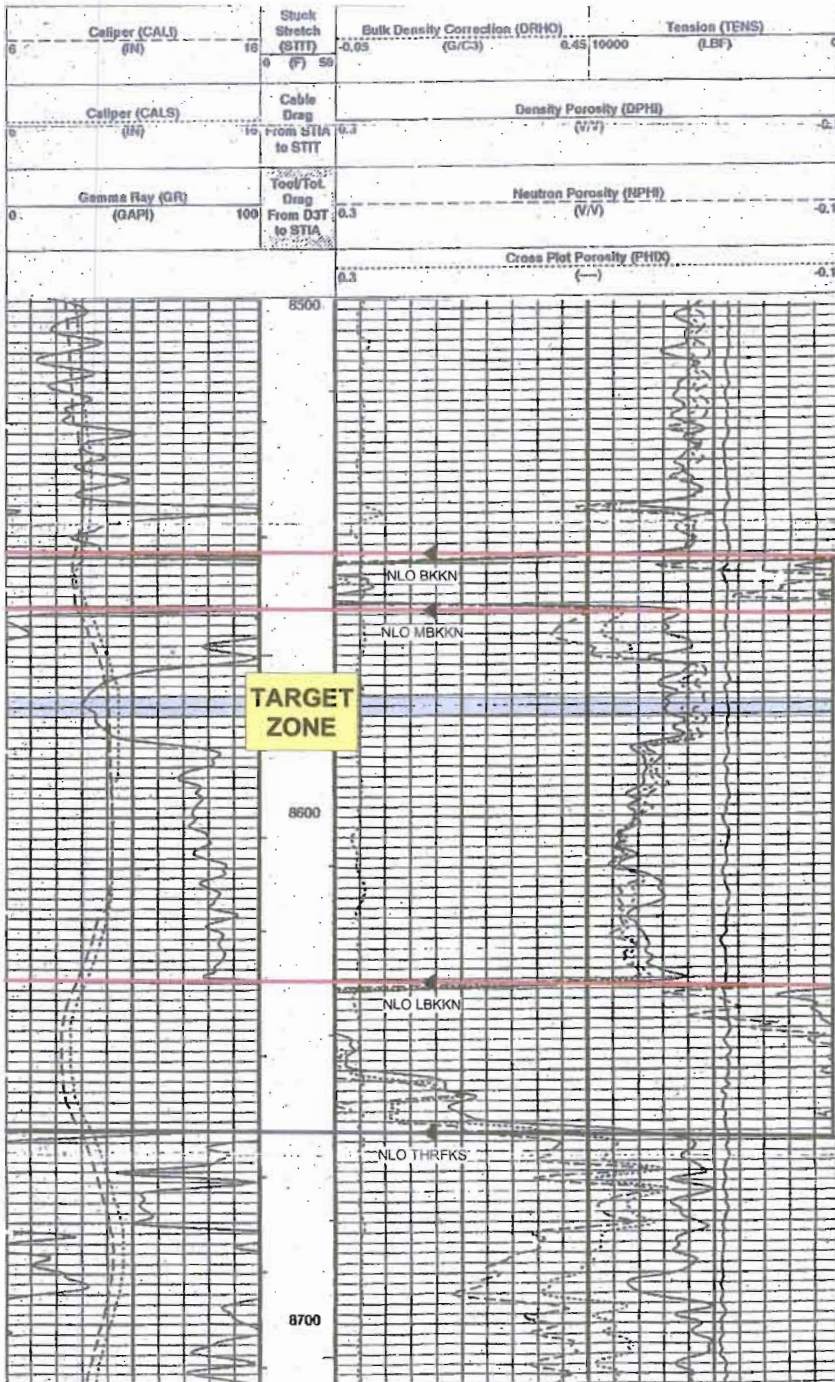
INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA

DATE 7/2/2008 CASE NO. 10218

Introduced By Continental

Exhibit G-2

Identified By Reid



LOGEPOLE FORMATION

UPPER BAKKEN SHALE

MIDDLE BAKKEN MEMBER

LOWER BAKKEN SHALE

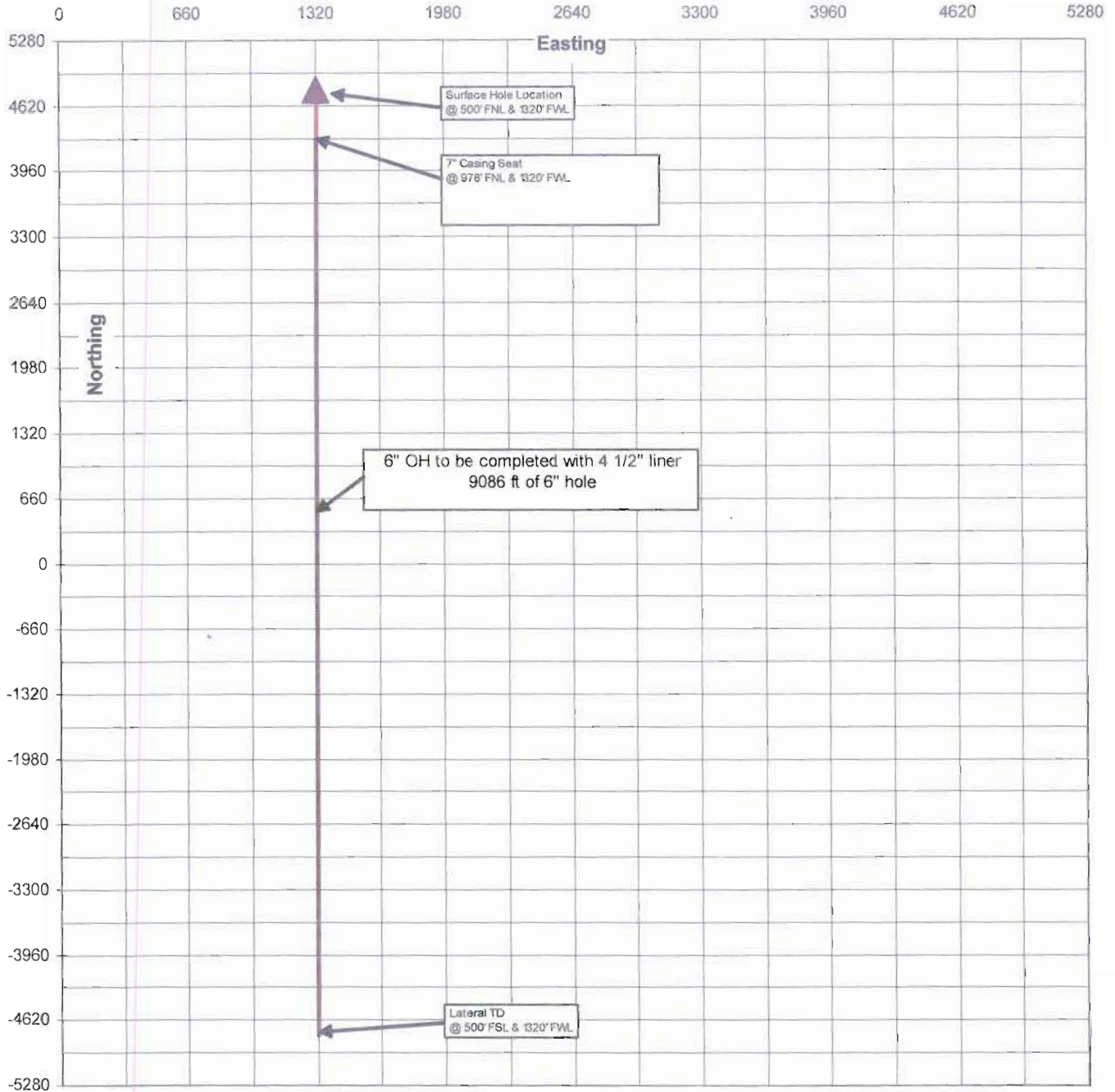
THREE FORKS FORMATION

Continental Resources, Inc.

Type Log
Case #10218

Exhibit G-2

Continental Resources, Inc
 1280-acre Spacing Unit
 Wellbore Schematic



INDUSTRIAL COMMISSION
 STATE OF NORTH DAKOTA
 DATE 7/2/2008 CASE NO. 10218
 Introduced By Continental
 Exhibit E-1
 Identified By Smith



Continental Resources, Inc.
1280 Acre Spacing Unit
Ells 1-6H
Sections 6 & 7-161N-95W
Divide County, North Dakota

RESERVES BASIS:
Norse Area Performance Results

Reservoir	Bakken	
Initial Rate	300	BOPD
Final rate	3	BOPD
Decline Rate	95	%
Exponent	1.5	
GOR	1000-2000	SCF/BBL

GROSS ECONOMICS

Oil Price	100	\$/bbl
Gas Price	9	\$/mcf
Drilling Costs	5,000	M\$
Operating Cost	4,100	\$/month
Working Interest	100	%
Revenue Interest	80	%
EUR Oil	314	MBO
EUR Gas	413	MMCF
PV@10%	6,631	M\$
IRR	55.8	%
Payout	1.95	Years

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA
DATE 7/2/2008 CASE NO. 10218
Introduced By Continental
Exhibit E-2
Identified By Smith



June 4, 2008

Mr. Bruce Hicks
Assistant Director
North Dakota Industrial Commission
Oil and Gas Division
600 East Boulevard
Bismarck, North Dakota 58505-0310



RE: APPLICATION OF
CONTINENTAL RESOURCES,
INC.
Sections 6 and 7-T161N-R95W,
Divide County, ND

Dear Mr. Hicks:

Please find enclosed herewith for filing an APPLICATION OF CONTINENTAL RESOURCES, INC. as described above.

As you will note, pursuant to N.D. Admin. Code § 43-02-03-88.2, Continental requests that its witnesses be allowed to participate at the hearing by telephonic means.

Should you have any questions, please advise.

Sincerely,


LAWRENCE BENDER

LB/leo

Enclosure

cc: Ms. Karlene Fine - (w/enc.)
Mr. Lynn Helms - (w/enc.)
Ms. Cynthia Wagner Goulet - (w/enc.)
Mr. Jim Canon - (w/enc.)

Attorneys & Advisors
main 701.221.4020
fax 701.221.4040
www.fredlaw.com

Fredrikson & Byron, P.A.
200 North Third Street, Suite 150
Bismarck, North Dakota
58501-3879

**BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA**

Case No. 10218

Application of Continental Resources, Inc. for an order extending the field boundaries and amending the field rules for the Sadler-Bakken Pool so as to create and establish a 1280-acre spacing unit comprised of Sections 6 and 7-T161N-R95W, Divide County, North Dakota, authorizing the drilling of one horizontal well on said spacing unit and/or such other and further relief as appropriate.



APPLICATION OF CONTINENTAL RESOURCES, INC.

Applicant, Continental Resources, Inc. ("Continental"), for its application to the North Dakota Industrial Commission ("Commission"), respectfully states as follows:

1.

That Continental is the owner of an interest in the oil and gas leasehold estate in Sections 6 and 7, Township 161 North, Range 95 West, Divide County, North Dakota (the "Subject Lands").

2.

That the Subject Lands are near the area defined by the Commission as the field boundaries for the Sadler-Bakken Pool.

3.

That Continental desires to utilize the horizontal drilling technique to further develop the Sadler-Bakken Pool underlying the above described property.

4.

That it is the opinion of Continental that use of the horizontal drilling technique to further develop the Sadler-Bakken Pool underlying the above described property will increase the ultimate recovery of the reservoir.

5.

That pursuant to Section 38-08-07 of the North Dakota Century Code, the Commission is empowered to divide any pool into separate zones and to modify its previous spacing order when necessary to prevent waste, avoid the drilling of unnecessary wells or to protect correlative rights.

6.

That in order to prevent waste, to avoid the drilling of unnecessary wells and to protect correlative rights, the field boundaries for the Sadler-Bakken Pool should be extended and a 1280-acre spacing unit should be created and established for the Sadler-Bakken Pool for Sections 6 and 7, Township 161 North, Range 95 West, authorizing the drilling of one horizontal well on said spacing unit.

7.

That Continental, therefore, requests that the Commission extend the field boundaries and amend the field rules for the Sadler-Bakken Pool so as to create and establish a 1280-acre spacing unit comprised of Sections 6 and 7, Township 161 North, Range 95 West, Divide County, North Dakota, and authorizing the drilling of one horizontal well on said spacing unit and/or such other and further relief as the Commission deems appropriate.

WHEREFORE, Continental requests the following:

- (a) That this matter be set for hearing on July 2, 2008;

OK



**NOTICE OF HEARING
N.D. INDUSTRIAL COMMISSION
OIL AND GAS DIVISION**

The North Dakota Industrial Commission will hold a public hearing at 9:00 a.m. Wednesday, July 02, 2008, at the N.D. Oil & Gas Division, 1016 East Calgary Ave., Bismarck, N. D. At the hearing the Commission will receive testimony and exhibits. Persons with any interest in the cases listed below, take notice.

PERSONS WITH DISABILITIES: If at the hearing you need special facilities or assistance, contact the Oil and Gas Division at 701-328-8038 by Thursday, June 19, 2008.

**STATE OF NORTH DAKOTA
TO:**

Case No. 10218: Application of Continental Resources, Inc. for an order extending the field boundaries and amending the field rules for the Sadler-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 6 and 7, T.161N., R.95W., Divide County, ND, authorizing the drilling of one horizontal well on said spacing unit and such other relief as is appropriate.

Signed by,
John Hoeven, Governor
Chairman,
ND Industrial Commission
(6-11)

Affidavit of Publication

State of North Dakota, County of Divide, ss:

I, Steven J. Andrist, being first duly sworn, on my oath, say that I am the publisher of The Journal, a weekly newspaper of general circulation and official newspaper of Divide County, State of North Dakota, published in the city of Crosby, ND, and that the advertisement headed

**NOTICE OF HEARING
N.D. INDUSTRIAL COMMISSION
OIL & GAS DIVISION**


a printed copy of which is here attached, was published in The Journal on the following dates:

June 11, 2008 39 lines @ .57 = 22.23

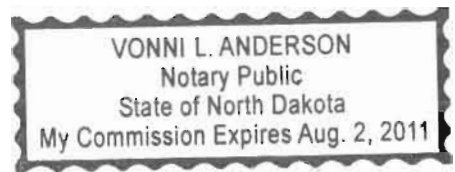
TOTAL CHARGE **\$22.23**

Signed 
Steven J. Andrist, Publisher

Subscribed and sworn to before me June 11, 2008


Vonni L. Anderson

Notary Public, State of North Dakota
My Commission Expires August 2, 2011



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OK

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BISMARCK ND 58505



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Amount Paid: _____ CK #: _____

CREDIT CARD PAYMENT (circle one)



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PLEASE DETACH AND RETURN TOP PORTION WITH YOUR PAYMENT

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06/11/08	06/11/08	1	Notice of Hearing/602800 Bismarck Tribune PO:Case #10218	36.00	Legals	24.84	24.84

Affidavit of Publication
State of North Dakota) SS County of Burleigh
Before me, a Notary Public for the State of North Dakota
personally appeared [Signature] who being duly sworn, deposes
and says that he (she) is the Clerk of Bismarck Tribune Co.,
and that the publication(s) were made through the
Bismarck Tribune on the following dates:
6/11 Signed Julie Lopp
sworn and subscribed to before me this 18th
day of June 2008
Morgan Doll
Notary Public in and for the State of North Dakota



NOTICE OF HEARING
N.D. INDUSTRIAL COMMISSION
OIL AND GAS DIVISION
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STATE OF NORTH DAKOTA TO:
Case No. 10218: Application of Continental Resources, Inc. for an order extending the field boundaries and amending the field rules for the Sadler-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 6 and 7, T.181N., R.95W., Divide County, ND, authorizing the drilling of one horizontal well on said spacing unit and such other relief as is appropriate. **Case No. 10227:** Application of Hess Corp for an order establishing a 1280-acre drilling unit consisting of Sections 20 and 29, T.150N., R.89W., McLean County, ND, and allowing a horizontal well to be drilled in the Bakken Formation at any location not closer than 500 feet to the boundaries of said drilling unit and such other relief as is appropriate.
Signed by:
John Hoeven, Governor
Chairman, ND Industrial Commission
6/11 - 602800

Please return invoice or put order number on check. Thank You.

Remarks	Total Due: 24.84
---------	------------------

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