

BEFORE THE INDUSTRIAL COMMISSION
OF THE STATE OF NORTH DAKOTA

CASE NO. 19726
ORDER NO. 22032

IN THE MATTER OF A HEARING CALLED ON
A MOTION OF THE COMMISSION TO
CONSIDER THE IN THE MATTER OF THE
PETITION FOR A RISK PENALTY OF FIDELITY
EXPLORATION & PRODUCTION CO.
REQUESTING AN ORDER AUTHORIZING THE
RECOVERY OF A RISK PENALTY FROM
CERTAIN NON-PARTICIPATING OWNERS, AS
PROVIDED BY NDCC § 38-08-08 IN THE
DRILLING AND COMPLETING OF THE
PEACEFUL VALLEY #13-24H WELL LOCATED
IN A SPACING UNIT DESCRIBED AS
SECTIONS 13 AND 24, T.140N., R.97W.,
DICKINSON-BAKKEN POOL, STARK
COUNTY, ND, PURSUANT TO NDAC § 43-02-
03-88.1, 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 28th day of February, 2013.
- (2) Fidelity Exploration & Production Co. (Fidelity) has filed a petition for a risk penalty before the North Dakota Industrial Commission (Commission) requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by North Dakota Century Code (NDCC) Section 38-08-08 in the drilling and completing of the Peaceful Valley #13-24H well located in a spacing unit described as Sections 13 and 24, Township 140 North, Range 97 West (Sections 13 and 24), Dickinson-Bakken Pool, Stark County, North Dakota, pursuant to North Dakota Administrative Code (NDAC) Section 43-02-03-88.1, and such other relief as is appropriate.
- (3) Fidelity is the owner of an interest in an oil and gas leasehold estate in a spacing unit for the Dickinson-Bakken Pool described as Sections 13 and 24.
- (4) The Commission makes no findings with regard to the specific acreage or percentage attributed to separately owned tracts or interests.

(5) NDCC Section 38-08-08 provides that working interest owners in the spacing unit shall pay their share of the reasonable actual cost of drilling and operating the well plus a reasonable charge for supervision. In addition to such costs and charges, nonparticipating lessees may be required to pay a risk penalty of 200 percent and unleased mineral interest owners may be required to pay a risk penalty of 50 percent of their share of the reasonable actual cost of drilling and completing the well.

(6) Fidelity requests an order of the Commission allowing the recovery of a risk penalty from the Chesapeake Exploration, LLC (Chesapeake) interest.

(7) Chesapeake, a leasehold interest owner within the spacing unit, did not appear in this matter or object to the risk penalty being assessed against its leasehold interest.

(8) Pursuant to NDAC Section 43-02-03-16.3, Fidelity sent an invitation to participate in the drilling and completion of the Peaceful Valley #13-24H well. Fidelity provided evidence that the invitation to participate was complete and properly served on Chesapeake.

(9) Pursuant to NDAC Section 43-02-03-16.3, Chesapeake had 30 days from the date of receiving the invitation to elect to participate in the Peaceful Valley #13-24H well. Fidelity provided evidence that Chesapeake declined Fidelity's invitation.

(10) The Commission concludes Fidelity has complied with NDAC Section 43-02-03-16.3 and the risk penalty may be imposed against Chesapeake's leasehold interest.

(11) This application should be granted in order to prevent waste and protect correlative rights.

IT IS THEREFORE ORDERED:

(1) A risk penalty may be imposed on Chesapeake Exploration, LLC's leasehold interest for the drilling and completion of the Peaceful Valley #13-24H well on a spacing unit described as Sections 13 and 24, Township 140 North, Range 97 West, Dickinson-Bakken Pool, Stark County, North Dakota, pursuant to NDCC Section 38-08-08 and NDAC Section 43-02-03-16.3.

(2) This order shall not determine or establish the specific acreage to be attributed to separately owned tracts, or specific interests attributed to separately owned interests.

(3) This order shall be effective from the date of first operations, and shall remain in full force and effect until further order of the Commission.

Dated this 10th day of February, 2014.

INDUSTRIAL COMMISSION
STATE OF NORTH DAKOTA

By the Director, on behalf of the Commission

/s/ Lynn D. Helms, Director

SFN 5729

STATE OF NORTH DAKOTA

AFFIDAVIT OF MAILING

COUNTY OF BURLEIGH

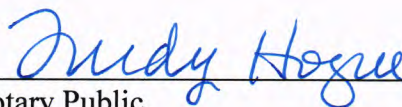
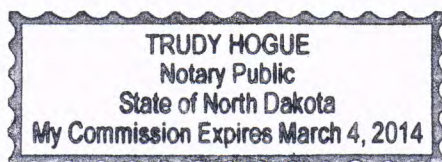
I, Belinda Dickson, being duly sworn upon oath, depose and say: That on the 24th day of February, 2014 enclosed in separate envelopes true and correct copies of the attached Order No. 22032 of the North Dakota Industrial Commission, and deposited the same with the United States Postal Service in Bismarck, North Dakota, with postage thereon fully paid, directed to the following persons by the Industrial Commission in Case No. 19726:

LAWRENCE BENDER
FREDRIKSON & BYRON
PO BOX 1855
BISMARCK ND 58502



Belinda Dickson
Oil & Gas Division

On this 24th day of February, 2014 before me personally appeared Belinda Dickson 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

Fredrikson

& BYRON, P.A.

April 8, 2013



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

RE: FIDELITY EXPLORATION &
PRODUCTION COMPANY
NDIC CASE NO. 19726

Dear Mr. Hicks:

Please find enclosed herewith for filing a copy of the certified mail return receipt in the above matter.

Should you have any questions, please advise.

Sincerely,


LAWRENCE BENDER

LB/se

Enclosure

5369230_1.doc

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



7011 2970 0003 8094 8724

U.S. Postal Service™
CERTIFIED MAIL™ RECEIPT *Fred*
(Domestic Mail Only; No Insurance Coverage Provided)For delivery information visit our website at www.usps.com**OFFICIAL USE**Postage:
Certified Fee: \$2.95
Return Receipt Fee: \$2.35
Total Postage & Fees:Chesapeake Exploration, LLC
6100 N. Western Avenue
Oklahoma City, OK 73118*mpg**Fidelity Peaceful Valley*

PS Form 3800, August 2006

See Reverse for Instructions

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Chesapeake Exploration, LLC
6100 N. Western Avenue
Oklahoma City, OK 731182. Article Number
(Transfer from serv

7011 2970 0003 8094 8724

PS Form 3811, February 2004

COMPLETE THIS SECTION ON DELIVERY

A. Signature

X**RECEIVED**☐ Agent☐ Addressee

B. Received by (Printed Name)

C. Date of Delivery

D. Is delivery address different from item 1? ☐ Yes
If YES, enter delivery address below: ☐ No**MAILROOM**

3. Service Type

☒ Certified Mail☐ Express Mail☐ Registered☒ Return Receipt for Merchandise☐ Insured Mail☐ C.O.D.

4. Restricted Delivery? (Extra Fee)

☐ Yes*Fidelity Peaceful Valley**mpg*

Domestic Return Receipt

102595-02-M-1541

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

CASE NO. 19726

In the matter of the petition for a risk penalty of Fidelity Exploration & Production Company requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38 08 08 in the drilling and completing of the Peaceful Valley 13-24H well located in a spacing unit described as Sections 13 and 24, Township 140 North, Range 97 West, Dickinson-Bakken Pool, Stark County, North Dakota, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.



PETITION OF FIDELITY EXPLORATION & PRODUCTION COMPANY

Fidelity Exploration & Production Company ("Fidelity"), respectfully shows the North Dakota Industrial Commission ("Commission") as follows:

1.

That Fidelity is an owner of an interest in the oil and gas leasehold estate in all of Sections 13 and 24, Township 140 North, Range 97 West, Stark County, North Dakota ("Sections 13 and 24").

2.

That Fidelity is the operator of the Peaceful Valley 13-24H well, drilled in the Northeast Quarter of the Northwest Quarter (NENW) of Section 13.

3.

That Sections 13 and 24 constitute the spacing unit for the Peaceful Valley 13-24H well in the Dickinson-Bakken Pool.

4.

That an application has been filed and Order No. 20587, dated August 15, 2012, has been entered pooling all interests in a spacing unit for the Dickinson-Bakken Pool and described as all of Sections 13 and 24.

5.

That Section 38-08-08(3) of the North Dakota Century Code provides that if an owner of an interest in a spacing unit elects not to participate in the risk and cost of drilling a well, the owner paying for the nonparticipating owner's share of the drilling and operation of a well may recover from the nonparticipating owner a risk penalty involved in drilling the well.

6.

That the following owner has elected not to participate in the drilling and completion operations of the Peaceful Valley 13-24H well:

(a) Chesapeake Exploration, LLC

7.

That the interests of the foregoing owner are derived from an oil and gas lease.

8.

That a well proposal was forwarded to the foregoing owner and said owner failed or refused to respond to the same, or elected not to participate.

9.

That the Peaceful Valley 13-24H well was spud on December 31, 2012.

10.

That Fidelity therefore requests that the Commission enter its order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by N.D.C.C. §

38-08-08 in the drilling and completing of the Peaceful Valley 13-24H well located in a spacing unit described as Sections 13 and 24, Township 140 North, Range 97 West, Dickinson-Bakken Pool, Stark County, North Dakota, pursuant to N.D.A.C. § 43-02-03-88.1 and such other and further relief as is appropriate.

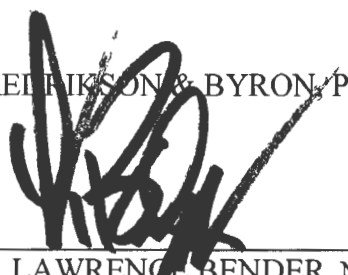
WHEREFORE, Fidelity requests the following:

- (a) That this matter be set for the regularly scheduled February 2013 hearings of the Commission;
- (b) That pursuant to Section 43-02-03-88.2 of the North Dakota Administrative Code, Fidelity's witnesses in this matter be allowed to participate by telephonic means; and
- (c) That thereafter the Commission issue an order granting the relief requested and such other and further relief as the Commission may deem appropriate.

DATED this 25th day of January, 2013.

FREDERICKSON & BYRON, P.A.

By


LAWRENCE BENDER, ND Bar #03908
*Attorneys for Applicant Fidelity
Exploration & Production Company*
200 North 3rd Street, Suite 150
Post Office Box 1855
Bismarck, North Dakota 58502-1855
701-221-4020

STATE OF NORTH DAKOTA)

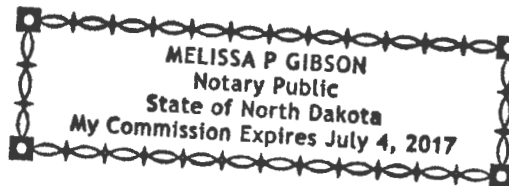
COUNTY OF BURLEIGH)

LAWRENCE BENDER, being first duly sworn on oath, deposes and says that he is the attorney for the applicant named herein, that he has read the foregoing application, knows the contents thereof, and that the same is true to the best of his affiant's knowledge and belief.

LAWRENCE BENDER

Subscribed and sworn to before me this 25th day of January, 2013.

Notary Public



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

CASE NO. _____

In the matter of the petition for a risk penalty of Fidelity Exploration & Production Company requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38 08 08 in the drilling and completing of the Peaceful Valley 13-24H well located in a spacing unit described as Sections 13 and 24, Township 140 North, Range 97 West, Dickinson-Bakken Pool, Stark County, North Dakota, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

NOTICE OF HEARING

PLEASE TAKE NOTICE that Fidelity Exploration & Production Company filed the above-referenced application with the North Dakota Industrial Commission.

A hearing will be held at 9:00 a.m. on February 28, 2013 at the Department of Mineral Resources Conference Room, Oil and Gas Division, 1000 East Calgary Avenue, Bismarck, North Dakota, to consider the request of Fidelity Exploration & Production Company.

As noted in the attached application, the applicant is requesting the authority to impose a risk penalty against any nonparticipating owner electing not to participate in the drilling of the contemplated well. Any nonparticipating owner may object to the risk penalty by responding in opposition to the application. In the event a nonparticipating owner objects, the applicant reserves the right to request a continuance to the next regularly scheduled hearing to allow sufficient time to respond to the objection.

DATED this 25th day of January, 2013.

FREDERICK J. BYRON, P.A.

By 

LAWRENCE BENDER, ND Bar #03908
Attorneys for Applicant Fidelity Exploration &
Production Company
200 North 3rd Street, Suite 150
Post Office Box 1855
Bismarck, North Dakota 58502-1855
701-221-4020 5311898_1.DOC

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

CASE NO. _____

In the matter of the petition for a risk penalty of Fidelity Exploration & Production Company requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38 08 08 in the drilling and completing of the Peaceful Valley 13-24H well located in a spacing unit described as Sections 13 and 24, Township 140 North, Range 97 West, Dickinson-Bakken Pool, Stark County, North Dakota, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.



AFFIDAVIT OF JAMES KENNEDY

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

James Kennedy, being first duly sworn, deposes and states as follows:

1.

That I am a Landman for Fidelity Exploration & Production Company, 1700 Lincoln, Suite 2800, Denver, Colorado 80203, the applicant in the above-entitled matter.

2.

That in the course of my work as a Landman for Fidelity Exploration & Production Company, I have become familiar with the mineral ownership and leasehold ownership in and under all of Sections 13 and 24, Township 140 North, Range 97 West, Stark County, North Dakota ("Sections 13 and 24"). I am also familiar with all the oil and gas operations which have been conducted by Fidelity Exploration & Production Company on the above-described lands.

3.

That Fidelity Exploration & Production Company is an owner of an interest in the oil and gas leasehold estate in Sections 13 and 24.

4.

That there are separately owned tracts or interests in mineral estate and/or leasehold estate in Sections 13 and 24.

5.

That Sections 13 and 24 have been designated as the spacing unit for the Peaceful Valley 13-24H well in the Dickinson-Bakken Pool.

6.

That by Order No. 20587 entered in Case No. 18318, dated August 15, 2012, a spacing unit for the Dickinson-Bakken Pool described as Sections 13 and 24, was granted.

7.

That the following owner has elected not to participate in the drilling and completion operations of the Peaceful Valley 13-24H:

(a) Chesapeake Exploration, LLC

8.

That the interests of the foregoing owner are derived from an oil and gas lease.

9.

That Fidelity Exploration & Production Company mailed a well proposal for the Peaceful Valley 13-24H well to Chesapeake Exploration, LLC on November 28, 2012, via Certified Mail at 6100 N. Western Avenue, Oklahoma City, OK 73118. That attached hereto as **Exhibit A** is a true and correct copy of the well proposal that Fidelity Exploration & Production Company sent to Chesapeake Exploration, LLC November 28, 2012.

10.

That Chesapeake Exploration, LLC received the well proposal that Fidelity Exploration & Production Company forwarded on November 28, 2012. That attached hereto as **Exhibit B** is a true and correct copy of the certified mail receipt proving Chesapeake Exploration, LLC received and signed for the well proposal.

11.

That the well proposal stated that Chesapeake Exploration, LLC had thirty (30) days from the receipt of the well proposal to accept or reject the well proposal. See **Exhibit A**. The well proposal provided that Fidelity Exploration & Production Company would be seeking recovery of a risk penalty from all nonparticipating owners as provided by North Dakota law. See **Exhibit A**. The well proposal further stated that any nonparticipating owner may object to the risk penalty by either responding in opposition to the petition, or if no such petition has been filed, by filing a request for hearing with the Commission. See **Exhibit A**.

12.

That Chesapeake Exploration, LLC did respond to the well proposal and elected not to participate. See **Exhibit C**. Accordingly, Fidelity Exploration & Production Company is seeking and is entitled to a risk penalty against the interests of Chesapeake Exploration, LLC.

13.

That the Peaceful Valley 13-24H well was spud on December 31, 2012.

DATED this ____ day of January, 2013.

James Kennedy

10.

That Chesapeake Exploration, LLC received the well proposal that Fidelity Exploration & Production Company forwarded on November 28, 2012. That attached hereto as Exhibit B is a true and correct copy of the certified mail receipt proving Chesapeake Exploration, LLC received and signed for the well proposal.

11.

That the well proposal stated that Chesapeake Exploration, LLC had thirty (30) days from the receipt of the well proposal to accept or reject the well proposal. See Exhibit A. The well proposal provided that Fidelity Exploration & Production Company would be seeking recovery of a risk penalty from all nonparticipating owners as provided by North Dakota law. See Exhibit A. The well proposal further stated that any nonparticipating owner may object to the risk penalty by either responding in opposition to the petition, or if no such petition has been filed, by filing a request for hearing with the Commission. See Exhibit A.

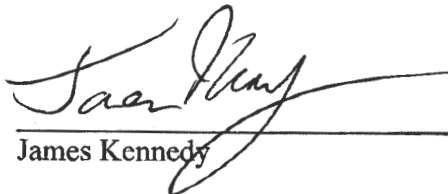
12.

That Chesapeake Exploration, LLC did respond to the well proposal and elected not to participate. See Exhibit C. Accordingly, Fidelity Exploration & Production Company is seeking and is entitled to a risk penalty against the interests of Chesapeake Exploration, LLC.

13.

That the Peaceful Valley 13-24H well was spud on December 31, 2012.

DATED this 23rd day of January, 2013.

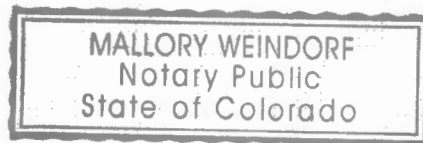

James Kennedy

STATE OF COLORADO)
) ss.
COUNTY OF DENVER)

The foregoing instrument was acknowledged before me this 23rd day of January, 2013
by James Kennedy, Landman, of Fidelity Exploration & Production Company.

Mallory Weindorf
Notary Public
My Commission Expires: 6/10/2016

5311858_1.DOC



COPY

November 28, 2012

CERTIFIED RETURN RECEIPT REQUESTED

Chesapeake Exploration, LLC
6100 N. Western Avenue
Oklahoma City, OK 73118

Re: Peaceful Valley 13-24H Well Proposal
T140N-R97W, Sections 13 & 24: All (1,280.00 Acres)
Stark County, North Dakota

To Whom It May Concern:

Fidelity Exploration & Production Company ("Fidelity") as an owner of an interest in the oil and gas leasehold estate in and under the captioned lands located in Stark County, North Dakota, hereby submits this proposal for the drilling of the Peaceful Valley 13-24H well. Specifically, Fidelity now submits to you the following plans:

1. Fidelity plans to drill the Peaceful Valley 13-24H at a location of 320' FNL and 1,945' FWL (NE/4NW/4) Section 13, T140N, R97W. The Peaceful Valley 13-24H is a proposed horizontal Three Forks well and will be angled and drilled horizontally to the south with the terminus of the wellbore located at approximately 246' FSL and 1,945' FWL (SE/4SW/4) of Section 24, T140N, R97W, with an approximate vertical depth of 10,379' and an approximate measured total depth of 20,192'.
2. As set forth in the enclosed, itemized AFE for the Peaceful Valley 13-24H, the estimated costs for this operation are \$7,905,000.00.
3. The Spacing Unit for the Peaceful Valley 13-24H is comprised of T140N, R97W, Sections 13 and 24: All, 1,280.00 acres, more or less, Dickinson - Bakken Pool, Stark County, North Dakota.
4. Your working interest percentage and proportionate well costs are attached under the Peaceful Valley 13-24H Working Interest Schedule.
5. Fidelity anticipates the Peaceful Valley 13-24H will spud on or about January 15, 2012.

If you accept this well proposal and elect to participate in the drilling and completion of the Peaceful Valley 13-24H well, please do so by checking the appropriate box and signing the second page of this well proposal, and executing the enclosed AFE, and return one original of the well proposal and AFE to the undersigned. According to North Dakota Industrial Commission rules, your election must be received by Fidelity within thirty (30) days of your receipt of this well proposal and must be returned by mail requiring return receipt, or by overnight courier or delivery service requiring signed receipt. Failure to respond appropriately within thirty (30) days shall be deemed an election to NOT participate.

An Operating Agreement will be submitted to each party electing to participate in the well after all elections are received. A drilling title opinion will be provided upon election and request.

1700 Lincoln Street, Suite 2800 ★ Denver, Colorado 80203-4535
Phone: 303.893.3133 ★ Fax: 303.893.1964

EXHIBIT A

Fidelity Exploration & Production Company

November 28, 2012

Peaceful Valley 13-24H Well Proposal
T140N-R97W, Sections 13 & 24: All (1,280.00 Acres)
Stark County, North Dakota

If you elect not to participate in the proposed operation as outlined herein, please check the appropriate box below, sign this letter, and return it to me within thirty (30) days. Please take notice that in the event any owner offered an opportunity to participate hereby elects not to participate in the operations for the Peaceful Valley 13-24H well, Fidelity plans to impose a risk penalty as provided by North Dakota law. Any nonparticipating owner may object to the risk penalty by either responding in opposition to the petition for a risk penalty, or if no such petition has been filed, by filing an application or request for hearing with the North Dakota Industrial Commission.

Should you have any questions, please do not hesitate to contact me at 720-931-9627 or by e-mail at Jim.Kennedy@Fidelityepco.com. Should you have any technical questions, please contact Jim Frazier, Williston Asset Team manager, at 720-931-9649.

Sincerely,

FIDELITY EXPLORATION & PRODUCTION COMPANY



Jim Kennedy
Senior Landman – Williston Basin Asset Team

The undersigned elects TO ☐ NOT TO ☐ participate in the operations for the Peaceful Valley 13-24H well.

WI Owner: _____

By: _____

Date: _____

**PLEASE INCLUDE YOUR WELL REQUIREMENTS WITH YOUR ELECTION TO PARTICIPATE.
FIDELITY IS UNABLE TO PROVIDE WELL DATA WITHOUT YOUR WELL REQUIREMENTS.**

PEACEFUL VALLEY 13-24H WORKING INTEREST SCHEDULE
T140N, R97W, Sections 13 and 24: All (1,280.00 Acres, M/L), Stark County, North Dakota

<u>Working Interest Owner</u>	<u>Working Interest Decimal</u>	<u>Well Cost Share</u>
Chesapeake Exploration, LLC 6100 N. Western Avenue Oklahoma City, OK 73118	1.562500%	\$123,516

FIDELITY EXPLORATION AND PRODUCTION COMPANY							
A. HORIZON FOR EXPENDITURE - DRILL & COMPLETE (U.S.C.)							
AFE #	120065	Well Name & No.	Peaceful Valley 13-24H	Region	NORTH ROCKIES		
Date	10/10/12	Location (T/R/S)	140-97, sec 13&24	State	ND		
Operating Area	01/00/00	Regulatory Field	0	County	Stark		
Comments:		Drilling (128H) - Pre-Set 9 5/8" surface casing set at +/- 2,000'. Curve TD at +/-10,400' and set 7" casing. Drill 6" lateral with RWD tool and brine mud to TD of +/-20,000'. Completion (RC) 30 stage sliding sleeve frac with natural sand. Does not include cleanout to TD.					
Account	Description	Original AFE	Supplement 1	Supplement 2	Supplement 3	Total	
DRILLING COSTS							
INTANGIBLE							
830.108	Drilling Title Opinion/Abstract	\$ 30,000	\$ -	\$ -	\$ -	\$ 30,000	
830.107	Damages & Right of Way	\$ 15,000	\$ -	\$ -	\$ -	\$ 15,000	
830.110	Permits & Surveys	\$ 5,000	\$ -	\$ -	\$ -	\$ 5,000	
830.113	Location, PHS, Roads	\$ -	\$ 325,000	\$ -	\$ -	\$ 325,000	
830.122	Daywork Drilling	\$ -	\$ 1,000,000	\$ -	\$ -	\$ 1,000,000	
830.130	Rig Mobilization & Demobilization	\$ -	\$ 200,000	\$ -	\$ -	\$ 200,000	
830.135	Rig Fuel & Power	\$ -	\$ 200,000	\$ -	\$ -	\$ 200,000	
830.140	Transportation & Hauling	\$ -	\$ 40,000	\$ -	\$ -	\$ 40,000	
830.145	Water	\$ -	\$ 50,000	\$ -	\$ -	\$ 50,000	
830.150	Drill Bits	\$ -	\$ 80,000	\$ -	\$ -	\$ 80,000	
830.155	Mud & Chemicals	\$ -	\$ 160,000	\$ -	\$ -	\$ 160,000	
830.160	Rental Equipment, Tools & Services	\$ -	\$ 200,000	\$ -	\$ -	\$ 200,000	
830.165	Contract Labor	\$ -	\$ 125,000	\$ -	\$ -	\$ 125,000	
830.170	Engineering & Supervision	\$ -	\$ 150,000	\$ -	\$ -	\$ 150,000	
830.175	Logging, Drill Stem Testing	\$ -	\$ 30,000	\$ -	\$ -	\$ 30,000	
830.180	Coring, Tech Data & Analysis	\$ -	\$ -	\$ -	\$ -	\$ -	
830.183	Cement & Services	\$ -	\$ 80,000	\$ -	\$ -	\$ 80,000	
830.297	Plugging Costs	\$ -	\$ -	\$ -	\$ -	\$ -	
830.400	Drilling Overhead	\$ -	\$ -	\$ -	\$ -	\$ -	
830.413	Environmental	\$ -	\$ -	\$ -	\$ -	\$ -	
830.415	Miscellaneous	\$ -	\$ 40,000	\$ -	\$ -	\$ 40,000	
830.426	Communications	\$ -	\$ 30,000	\$ -	\$ -	\$ 30,000	
830.427	Tubular Inspection	\$ -	\$ -	\$ -	\$ -	\$ -	
830.701	Drilling String Rental	\$ -	\$ 100,000	\$ -	\$ -	\$ 100,000	
830.702	Solids Control Equipment	\$ -	\$ 100,000	\$ -	\$ -	\$ 100,000	
830.703	Directional Services	\$ -	\$ 400,000	\$ -	\$ -	\$ 400,000	
830.704	Casing Crews	\$ -	\$ 75,000	\$ -	\$ -	\$ 75,000	
830.705	Cuttings Hauling and Disposal	\$ -	\$ -	\$ -	\$ -	\$ -	
TANGIBLE							
850.300	Conductor Pipe	\$ -	\$ 8,000	\$ -	\$ -	\$ 8,000	
850.303	Surface Casing	\$ -	\$ 50,000	\$ -	\$ -	\$ 50,000	
850.305	Intermediate Casing - BCP	\$ -	\$ 350,000	\$ -	\$ -	\$ 350,000	
850.310	Production Casing	\$ -	\$ -	\$ -	\$ -	\$ -	
850.318	Casinghead	\$ -	\$ 15,000	\$ -	\$ -	\$ 15,000	
830.425	Contingency	\$ -	\$ 70,000	\$ -	\$ -	\$ 70,000	
TOTAL DRY HOLE (BCP) COSTS		\$ 50,000	\$ 3,878,000	\$ -	\$ -	\$ 3,928,000	
COMPLETION COSTS							
INTANGIBLE							
840.113	Location, PHS, Road Restoration	\$ -	\$ 150,000	\$ -	\$ -	\$ 150,000	
840.127	Completion Rig	\$ -	\$ 100,000	\$ -	\$ -	\$ 100,000	
840.135	Rig Fuel & Power	\$ -	\$ -	\$ -	\$ -	\$ -	
840.140	Transportation & Hauling	\$ -	\$ 75,000	\$ -	\$ -	\$ 75,000	
840.145	Water	\$ -	\$ 175,000	\$ -	\$ -	\$ 175,000	
840.155	Mud & Chemicals	\$ -	\$ -	\$ -	\$ -	\$ -	
840.160	Rental Equipment, Tools & Services	\$ -	\$ 155,000	\$ -	\$ -	\$ 155,000	
840.165	Contract Labor	\$ -	\$ 47,000	\$ -	\$ -	\$ 47,000	
840.166	Casing Crews	\$ -	\$ 38,000	\$ -	\$ -	\$ 38,000	
840.170	Engineering & Supervision	\$ -	\$ 47,000	\$ -	\$ -	\$ 47,000	
840.173	Mobilization/Demob	\$ -	\$ -	\$ -	\$ -	\$ -	
840.175	Logging	\$ -	\$ 15,000	\$ -	\$ -	\$ 15,000	
840.180	Coring, Tec Data & Analysis	\$ -	\$ -	\$ -	\$ -	\$ -	
840.181	Coil Tubing	\$ -	\$ -	\$ -	\$ -	\$ -	
840.183	Cement & Services	\$ -	\$ -	\$ -	\$ -	\$ -	
840.185	Perforating	\$ -	\$ -	\$ -	\$ -	\$ -	
840.187	Stimulation Services	\$ -	\$ 1,200,000	\$ -	\$ -	\$ 1,200,000	
840.190	Miscellaneous Pumping Services	\$ -	\$ 50,000	\$ -	\$ -	\$ 50,000	
840.195	Flowback Equipment & Services	\$ -	\$ 80,000	\$ -	\$ -	\$ 80,000	
840.240	Materials	\$ -	\$ -	\$ -	\$ -	\$ -	
840.250	Wireline Service	\$ -	\$ -	\$ -	\$ -	\$ -	
840.297	Plugging Costs	\$ -	\$ -	\$ -	\$ -	\$ -	
840.400	Completion Overhead	\$ -	\$ -	\$ -	\$ -	\$ -	
840.410	Water Treatment	\$ -	\$ 140,000	\$ -	\$ -	\$ 140,000	
840.415	Miscellaneous	\$ -	\$ 6,000	\$ -	\$ -	\$ 6,000	
840.426	Waste Fluid Disposal	\$ -	\$ 175,000	\$ -	\$ -	\$ 175,000	
840.427	Tubular Inspection	\$ -	\$ 30,000	\$ -	\$ -	\$ 30,000	
TANGIBLE							
850.307	Liner	\$ -	\$ -	\$ -	\$ -	\$ -	
860.305	Liner (Casing Cost Only)	\$ -	\$ 155,000	\$ -	\$ -	\$ 155,000	
860.310	Production Casing	\$ -	\$ -	\$ -	\$ -	\$ -	
860.313	Tubing	\$ -	\$ 90,000	\$ -	\$ -	\$ 90,000	
860.315	Sucker Rods	\$ -	\$ 60,000	\$ -	\$ -	\$ 60,000	
860.320	Other Subsurface Equipment	\$ -	\$ -	\$ -	\$ -	\$ -	
860.321	Artificial Lift	\$ -	\$ -	\$ -	\$ -	\$ -	
860.325	Downhole Pumping Equipment	\$ -	\$ 15,000	\$ -	\$ -	\$ 15,000	
860.326	Packers & Downhole Tools	\$ -	\$ 475,000	\$ -	\$ -	\$ 475,000	
860.330	Well Head & Christmas Tree	\$ -	\$ 20,000	\$ -	\$ -	\$ 20,000	
860.335	Pumping Unit	\$ -	\$ 225,000	\$ -	\$ -	\$ 225,000	
860.340	Production Unit Equipment	\$ -	\$ 104,000	\$ -	\$ -	\$ 104,000	
860.345	Motors/VFDs	\$ -	\$ 25,000	\$ -	\$ -	\$ 25,000	
860.350	Electrical Connections	\$ -	\$ 60,000	\$ -	\$ -	\$ 60,000	
860.355	Installation Costs	\$ -	\$ 60,000	\$ -	\$ -	\$ 60,000	
860.360	Separators	\$ -	\$ 45,000	\$ -	\$ -	\$ 45,000	
860.365	Building & Structures	\$ -	\$ 25,000	\$ -	\$ -	\$ 25,000	
860.370	Valves & Fittings	\$ -	\$ 80,000	\$ -	\$ -	\$ 80,000	
860.375	Miscellaneous Parts & Supplies	\$ -	\$ -	\$ -	\$ -	\$ -	
860.380	Meter Tubes & Assemblies	\$ -	\$ -	\$ -	\$ -	\$ -	
860.385	Gas Flow Lines	\$ -	\$ -	\$ -	\$ -	\$ -	
860.387	Water Flow Lines	\$ -	\$ -	\$ -	\$ -	\$ -	
860.390	Telemetry Equipment	\$ -	\$ 55,000	\$ -	\$ -	\$ 55,000	
840.425	Contingency	\$ -	\$ -	\$ -	\$ -	\$ -	
TOTAL COMPLETION (ACP) COSTS		\$ -	\$ 3,977,000	\$ -	\$ -	\$ 3,977,000	
TOTAL DRILL & COMPLETE COSTS		\$ 50,000	\$ 7,855,000	\$ -	\$ -	\$ 7,905,000	
FEPD Authorization							
Land	James Han 11-12-12						
AT Manager	Sign below in accordance w/ approval level						
Drill & Comp:							
D&C Lvl 3&4							
D&C Lvl 2							
D&C Lvl 1							
Partner Approval/Authorization							
Date							
Company							
By							
Working Interest							
Non-Consent							

SENDER: COMPLETE THIS SECTION		COMPLETE THIS SECTION ON DELIVERY	
<p>■ Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.</p> <p>■ Print your name and address on the reverse so that we can return the card to you.</p> <p>■ Attach this card to the back of the mailpiece, or on the front if space permits.</p>		<p>A. Signature X RECEIVED</p> <p><input type="checkbox"/> Agent <input type="checkbox"/> Addressee</p>	
<p>1. Article Addressed to:</p> <p>Chesapeake Exploration, LLC 6100 N. Western Avenue Oklahoma City, OK 73118</p>		<p>B. Received by (Printed Name) NOV 30 2012</p> <p>C. Date of Delivery</p>	
<p>2. Article Number (Transfer from service label)</p> <p>7011 0470 0000 6279 5913</p>		<p>D. Is delivery address different from item 1? <input type="checkbox"/> Yes If Yes, print delivery address below: <input type="checkbox"/> No</p>	
<p>3. Service Type</p> <p><input type="checkbox"/> Certified Mail <input type="checkbox"/> Express Mail <input type="checkbox"/> Registered <input type="checkbox"/> Return Receipt for Merchandise <input type="checkbox"/> Insured Mail <input type="checkbox"/> C.O.D.</p>		<p>4. Restricted Delivery? (Extra Fee) <input type="checkbox"/> Yes</p>	
<p>PS Form 3811, February 2004</p>		<p>Domestic Return Receipt</p>	

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Restricted Delivery Fee (Endorsement Required) _____

Total Postage _____

Sent To: Chesapeake Exploration, LLC
Street, Apt. No. or PO Box No. 6100 N. Western Avenue
City, State, Zip Oklahoma City, OK 73118

PS Form 3800, August 2006

See Reverse for Instructions

EXHIBIT B



rec'd 12-21-12

Austin L. Puckett
District Landman - Rockies

December 20, 2012

VIA FACSIMILE (303) 893-1964
AND OVERNIGHT COURIER

Mr. Jim Kennedy
Fidelity Exploration & Production Company
1700 Lincoln Street, Suite 2800
Denver, CO 80203

Re: Election to Not Participate
Peaceful Valley 13-24H
All Sections 13 & 24, Township 140 North, Range 97 West, 5th P.M.
Stark County, North Dakota

Dear Mr. Kennedy:

Pursuant to Fidelity Exploration & Production Company's proposal letter dated November 28, 2012 and received November 30, 2012, please accept this letter as Chesapeake Exploration L.L.C.'s election to **NOT** participate in the proposed drilling of the Peaceful Valley 13-24H Well. An executed copy of the proposal letter is enclosed for your records.

Should you have any questions in this regard, please do not hesitate to call me at (405) 935-9433.

Sincerely,

Chesapeake Exploration, L.L.C.


Austin L. Puckett

Enclosure

Chesapeake Energy Corporation
P.O. Box 18496 • Oklahoma City, OK 73154-0496 • 6100 N. Western Avenue • Oklahoma City, OK 73118
405-935-9433 • fax 405-935-4251 • austin.puckett@chk.com

6

EXHIBIT C



Exploration & Production Company

An MDU Resources Group company

November 28, 2012

CERTIFIED RETURN RECEIPT REQUESTED

Chesapeake Exploration, LLC
6100 N. Western Avenue
Oklahoma City, OK 73118

Re: Peaceful Valley 13-24H Well Proposal
T140N-R97W, Sections 13 & 24: All (1,280.00 Acres)
Stark County, North Dakota

To Whom It May Concern:

Fidelity Exploration & Production Company ("Fidelity") as an owner of an interest in the oil and gas leasehold estate in and under the captioned lands located in Stark County, North Dakota, hereby submits this proposal for the drilling of the Peaceful Valley 13-24H well. Specifically, Fidelity now submits to you the following plans:

1. Fidelity plans to drill the Peaceful Valley 13-24H at a location of 320' FNL and 1,945' FWL (NE/4NW/4) Section 13, T140N, R97W. The Peaceful Valley 13-24H is a proposed horizontal Three Forks well and will be angled and drilled horizontally to the south with the terminus of the wellbore located at approximately 246' FSL and 1,945' FWL (SE/4SW/4) of Section 24, T140N, R97W, with an approximate vertical depth of 10,379' and an approximate measured total depth of 20,192'.
2. As set forth in the enclosed, itemized AFE for the Peaceful Valley 13-24H, the estimated costs for this operation are \$7,905,000.00.
3. The Spacing Unit for the Peaceful Valley 13-24H is comprised of T140N, R97W, Sections 13 and 24: All, 1,280.00 acres, more or less, Dickinson - Bakken Pool, Stark County, North Dakota.
4. Your working interest percentage and proportionate well costs are attached under the Peaceful Valley 13-24H Working Interest Schedule.
5. Fidelity anticipates the Peaceful Valley 13-24H will spud on or about January 15, 2012.

If you accept this well proposal and elect to participate in the drilling and completion of the Peaceful Valley 13-24H well, please do so by checking the appropriate box and signing the second page of this well proposal, and executing the enclosed AFE, and return one original of the well proposal and AFE to the undersigned. **According to North Dakota Industrial Commission rules, your election must be received by Fidelity within thirty (30) days of your receipt of this well proposal and must be returned by mail requiring return receipt, or by overnight courier or delivery service requiring signed receipt. Failure to respond appropriately within thirty (30) days shall be deemed an election to NOT participate.**

An Operating Agreement will be submitted to each party electing to participate in the well after all elections are received. A drilling title opinion will be provided upon election and request.

1700 Lincoln Street, Suite 2800 ★ Denver, Colorado 80203-4535

Phone: 303.893.3133 ★ Fax: 303.893.1964

Fidelity Exploration & Production Company

November 28, 2012

Peaceful Valley 13-24H Well Proposal
T140N-R97W, Sections 13 & 24: All (1,280.00 Acres)
Stark County, North Dakota

If you elect not to participate in the proposed operation as outlined herein, please check the appropriate box below, sign this letter, and return it to me within thirty (30) days. Please take notice that in the event any owner offered an opportunity to participate hereby elects not to participate in the operations for the Peaceful Valley 13-24H well, Fidelity plans to impose a risk penalty as provided by North Dakota law. Any nonparticipating owner may object to the risk penalty by either responding in opposition to the petition for a risk penalty, or if no such petition has been filed, by filing an application or request for hearing with the North Dakota Industrial Commission.

Should you have any questions, please do not hesitate to contact me at 720-931-9627 or by e-mail at Jim.Kennedy@Fidelityepco.com. Should you have any technical questions, please contact Jim Frazier, Williston Asset Team manager, at 720-931-9649.

Sincerely,


FIDELITY EXPLORATION & PRODUCTION COMPANY



Jim Kennedy
Senior Landman - Williston Basin Asset Team

The undersigned elects ~~to~~ **NOT TO** participate in the operations for the Peaceful Valley 13-24H well.

CHESAPEAKE EXPLORATION, L.L.C.

By:  Elect OUT ☒
James W. Wimmier
Title: Land Manager, Rockies
Date: December 20, 2012

PLEASE INCLUDE YOUR WELL REQUIREMENTS WITH YOUR ELECTION TO PARTICIPATE.
FIDELITY IS UNABLE TO PROVIDE WELL DATA WITHOUT YOUR WELL REQUIREMENTS.

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

CASE NO. _____

In the matter of the petition for a risk penalty of Fidelity Exploration & Production Company requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38 08 08 in the drilling and completing of the Peaceful Valley 13-24H well located in a spacing unit described as Sections 13 and 24, Township 140 North, Range 97 West, Dickinson-Bakken Pool, Stark County, North Dakota, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.



CERTIFICATE OF SERVICE

I, the undersigned, hereby certify that a true and correct copy of the following documents:

1. **Petition of Fidelity Exploration & Production Company**
2. **Notice of Hearing**
3. **Affidavit of James Kennedy**

was on the 25th day of January, 2013 served by placing the same in the United States mail, with postage prepaid, certified mail, return receipt requested, at Bismarck, North Dakota, properly addressed to the following:

Chesapeake Exploration, LLC
6100 N. Western Avenue
Oklahoma City, OK 73118

LAWRENCE BENDER
5311900_1.DOC

Fredrikson

& BYRON, P.A.

January 25, 2013

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



**RE: RISK PENALTY PETITION
OF FIDELITY EXPLORATION &
PRODUCTION**

Dear Mr. Hicks:

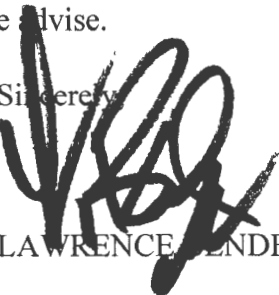
Please find enclosed herewith for filing the following:

1. Petition of Fidelity Exploration & Production;
2. Notice of Hearing;
3. Affidavit of James Kennedy; and
4. Certificate of Service.

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

Should you have any questions, please advise.

Sincerely,



LAWRENCE J. LENDER

LB/mpg
Enclosures
cc: Mr. James Kennedy (w/enc.)

5312990_1.DOC

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

Affidavit of Publication
The Advertiser
Dickinson, North Dakota



STATE OF NORTH DAKOTA)
County of Stark) ss

Sonya Sacks being first duly sworn, on my oath,
say that I am the bookkeeper of The Advertiser, a weekly
newspaper of general circulation, printed and published at Dickinson,
in said county and state, and the advertisement headed:

Feb 28 Hearing

a printed copy of which is hereunto annexed, was printed and published
in The Dickinson Press, and in the regular and entire issue of each
and every number for 1 consecutive weeks, commencing on the

7 day of February A.D. 2013 and ending on the
7 day of February A.D. 2013, both inclusive.

Straight Matter Lines 62 ,2013

First Time Line Rates 0.73 7-Feb ,2013

Subsequent Line Rates 0.73 ,2013

Column Inches ,2013

First Time Inch Rate \$8.00 ,2013

Subsequent Inch Rate \$8.00 ,2013

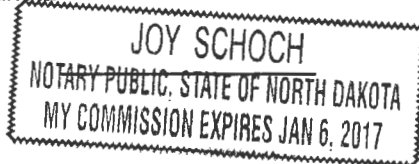
Total Cost of Legal \$ 45.26

Sony Sacks
Subscribed and sworn to before me this 12th day of
February A.D. 2013.

(Seal) Joy Schoch

Notary Public, State Of North Dakota

My Commission Expires



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. Thursday, February 28, 2013, at the N.D. Oil & Gas Division, 1000 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 Friday, February 15, 2013.

STATE OF NORTH DAKOTA TO:

~~Case No. 19697~~ Application of Evergreen Mud Recycling LLC for an order in accordance with NDAC § 43-02-03-51 for a treating plant permit to operate multiple portable oil and gas waste treating facilities for the treatment of oil field wastes generated in the State of ND and such other relief as is appropriate.

~~Case No. 18836~~ (Continued) Temporary spacing to develop an oil and/or gas pool discovered by the Chesapeake Operating, Inc. #1H Hutzenbiller 9-137-99A, SWSW Section 9, T.137N., R.99W., Stark County, ND, define the field limits, and enact such special field rules as may be

~~Case No. 19726~~ In the matter of the petition for a risk penalty of Fidelity Exploration & Production Co. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Peaceful Valley #13-24H well located in a spacing unit described as Sections 13 and 24, T.140N., R.97W., Dickinson-Bakken Pool, Stark

County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

~~Case No. 19727~~ In the matter of the petition for a risk penalty of Fidelity Exploration & Production Co. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the BMP #19-20H well located in a spacing unit described as Sections 19 and 20, T.140N., R.97W., Dutch Henry Butte-Bakken Pool, Stark County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Signed by,
Jack Dalrymple, Governor
Chairman, ND Industrial
(Published February 7, 2013)

The Bismarck Tribune

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The Finder

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02/06/13	02/06/13	1	608985/Case No. 19668 Bismarck Tribune PO:Notice of Hearing	200.00	Legals	1,162.20	1,162.20

Affidavit of Publication:

I, the undersigned, Notary Public for the State of North Dakota, personally appeared CK, who being duly sworn, deposes and says that the foregoing Notice of Hearing was published through the

Bismarck Tribune on the following dates:

2/6 2/13
Friday 1968
Gregory P. Ziegler
Notary Public for the State of North Dakota

GREGORY P. ZIEGLER
Notary Public
State of North Dakota
My Commission Expires July 22, 2015

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

Remarks	Total Due: 1,162.20
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**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. Thursday, February 28, 2013, at the N.D. Oil & Gas Division, 1000 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 Friday, February 15, 2013.

STATE OF NORTH DAKOTA TO:

Case No. 19668: Proper spacing for the development of the Crazy Man Creek-Bakken Pool, McKenzie and Williams Counties, ND, redefine the field limits, and enact such special field rules as may be necessary. Continental Resources, Inc.; Hess Corp.; Oasis Petroleum North America LLC; XTO Energy Inc.; Zavanna, LLC

Case No. 19669: Proper spacing for the development of the Hebron-Bakken Pool, Williams County, ND, redefine the field limits, and enact such special field rules as may be necessary. Continental Resources, Inc.; EOG Resources, Inc.

Case No. 19670: Application of Continental Resources, Inc. for an order extending the field boundaries and amending the field rules for the Juno, Kimberly, Baukol Noonan, and/or Noonan-Bakken Pools to create and establish four 1280-acre spacing units comprised of Sections 4 and 9, T.162N., R.96W.; Sections 4 and 9; Sections 5 and 8; and Sections 16 and 21, T.162N., R.95W.; to create and establish four 1920-acre spacing units comprised of Sections 1, 12 and 13, T.162N., R.96W.; Sections 13, 24 and 25; Sections 19, 30 and 31; and Sections 20, 29 and 32, T.162N., R.95W.; and to create and establish two overlapping 1920-acre spacing units comprised of Sections 24, 25 and 36, T.162N., R.96W.; and Sections 6, 7 and 18, T.162N., R.95W., Divide County, ND, authorizing the drilling of one horizontal well on each spacing unit and such other relief as is appropriate.

Case No. 19671: Application of Continental Resources, Inc. for an order extending the field boundaries and amending the field rules for the Sanish or Four Bears-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 4 and 5, T.152N., R.93W., McKenzie and Mountrail Counties, ND, authorizing the drilling of a total of not more than eight wells on said 1280-acre spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19672: Application of Continental Resources, Inc. for an order extending the field boundaries and amending the field rules for the Painted Woods or Todd-Bakken Pool to create and establish a 640-acre spacing unit comprised of Section 12, T.154N., R.102W., Williams County, ND, authorizing the drilling of one horizontal well on said spacing unit and such other relief as is appropriate.

Case No. 19673: Application of Continental Resources, Inc. for an order extending the field boundaries and amending the field rules for the Stoneview or Leaf Mountain-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 27 and 34, T.161N., R.94W., Burke County, ND, authorizing the drilling of one horizontal well on said spacing unit and such other relief as is appropriate.

Case No. 19674: Application of Continental Resources, Inc. for an order amending the field rules for the Stoneview and Sauk-Bakken Pools to create two overlapping 2560-acre spacing units comprised of Sections 20, 29 and 32, T.160N., R.95W. and Section 5, T.159N., R.95W.; and Sections 21, 28 and 33, T.160N., R.95W. and Section 4, T.159N., R.95W., Divide and Williams Counties, ND, authorizing the drilling of multiple horizontal wells from said well pad within each overlapping 2560-acre spacing unit; eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19675: Application of Continental Resources, Inc. for an order authorizing the drilling, completing and producing of a total of twelve wells on an existing overlapping 2560-acre spacing unit described as Sections 27 and 34, T.160N., R.95W., and Sections 3 and 10, T.159N., R.95W., Stoneview-Bakken Pool, Divide and Williams Counties, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19676: Application of Continental Resources, Inc. for an order authorizing the drilling, completing and producing of a total of twelve wells on an existing overlapping 2560-acre spacing unit described as Sections 1, 12, 13 and 24, T.159N., R.96W., Northwest McGregor-Bakken Pool, Williams County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19677: Application of Continental Resources, Inc. for an order amending the field rules for the Oliver-Bakken Pool to create an overlapping 2560-acre spacing unit comprised of all of Sections 15, 22, 27 and 34, T.157N., R.98W.; and to create a 2560-acre spacing unit comprised of Sections 16, 21, 28 and 33, T.157N., R.98W., Williams County, ND, authorizing the drilling of multiple horizontal wells from said well pad within said overlapping and non-overlapping 2560-acre spacing units; eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19678: Application of Continental Resources, Inc. for an order authorizing the drilling, completing and producing of a total not to exceed fourteen wells on each existing overlapping 2560-acre spacing unit described as Sections 4, 9, 16 and 21; Sections 5, 8, 17 and 20; and Sections 14, 23, 26 and 35, T.153N., R.94W., Elm Tree-Bakken Pool, McKenzie County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19679: Application of Continental Resources, Inc. for an order authorizing the drilling, completing and producing of a total not to exceed fourteen wells on an existing overlapping 2560-acre spacing unit described as Sections 16, 21, 28 and 33, T.154N., R.94W., Alkali Creek-Bakken Pool, McKenzie and Mountrail Counties, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19334: (Continued) Proper spacing for the development of the Upland-Bakken Pool, Divide County, ND, redefine the field limits, and enact such special field rules as may be necessary. Continental Resources, Inc.

Case No. 19506: (Continued) Application of Continental Resources, Inc. for an order amending the field rules for the Beaver Creek Bay-Bakken Pool to create and establish an overlapping 640-acre spacing

unit comprised of Section 31, T.146N., R.89W., Mercer County, ND, authorizing the drilling of one horizontal well on said overlapping 640-acre spacing unit and such other relief as is appropriate.

Case No. 19680: Application of XTO Energy, Inc. for an order extending the field boundaries and amending the field rules for the Lindehl-Bakken Pool to create and establish a 1280-acre spacing unit comprised of Sections 2 and 11, T.158N., R.95W., Williams County, ND, authorizing the drilling of one horizontal well on said spacing unit and such other relief as is appropriate.

Case No. 19320: (Continued) Proper spacing for the development of the Sand Creek-Bakken Pool, McKenzie County, ND, redefine the field limits, and enact such special field rules as may be necessary. Burlington Resources Oil & Gas Co. LP; Denbury Onshore, LLC; Kodiak Oil & Gas (USA) Inc.; Newfield Production Co.; XTO Energy Inc.; Zenergy, Inc.

Case No. 19487: (Continued) Proper spacing for the development of the Fertile Valley-Bakken Pool, Divide County, ND, redefine the field limits, and enact such special field rules as may be necessary. Newfield Production Co.

Case No. 19488: (Continued) Proper spacing for the development of the South Tobacco Garden-Bakken Pool, McKenzie County, ND, redefine the field limits, and enact such special field rules as may be necessary. Newfield Production Co.

Case No. 19681: Application of EOG Resources, Inc. for an order authorizing the Liberty #106-0107H well which was inadvertently drilled with the 7" intermediate casing set approximately 335 feet from the north line and 2320 feet from the west line of Section 1, T.151N., R.91W., Mountrail County, ND, to be drilled, completed and produced as an exception to the provisions of NDAC § 43-02-03-18 and designating Section 1, T.151N., R.91W., and Sections 6 and 7, T.151N., R.90W., as the appropriate spacing unit for said well and such other relief as is appropriate.

Case No. 19682: Application of WPX Energy-Williston, LLC for an order amending the field rules for the Reunion Bay-Bakken Pool to create and establish a 640-acre spacing unit comprised of Section 23, T.150N., R.93W., Mountrail County, ND, authorizing the drilling of one horizontal well on said 640-acre spacing unit and such other relief as is appropriate.

Case No. 19683: Application of WPX Energy-Williston, LLC for an order suspending and, after hearing, revoking the permits issued to QEP Energy Co. to drill the MHA #3-06-07H-147-92 well (File No. 24845), with a surface location in Lot 3; the MHA #1-06-07H-147-92 well (File No. 24846), with a surface location in Lot 3; the MHA #7-06-07H-147-92 well (File No. 24847), with a surface location in Lot 3; the MHA #5-06-07H-147-92 well (File No. 24848), with a surface location in Lot 3; the MHA #8-06-07H-147-92 well (File No. 24849), with a surface location in the NESW; and the MHA #6-06-07H-147-92 well (File No. 24850), with a surface location in the NESW, Section 31, T.148N., R.92W., Dunn County, ND, and such other relief as is appropriate.

Case No. 19684: Application of WPX Energy-Williston, LLC for an order authorizing the Blackhawk #1-12H well which was inadvertently drilled approximately 199 feet from the south line of Section 12, T.147N., R.93W., Dunn County, ND, to be drilled, completed and produced as an exception to the well location rules for the Moccasin Creek-Bakken Pool and such other and further relief.

Case No. 18497: (Continued) Application of WPX Energy-Williston, LLC for an order amending the field rules for the Van Hook-Bakken Pool, Dunn, McLean and Mountrail Counties, ND, to alter the definition of the stratigraphic limits of the pool and such other relief as is appropriate.

Case No. 19685: Application of Brigham Oil & Gas, L.P. for an order amending the field rules for the Briar Creek-Bakken Pool to create and establish an overlapping 2560-acre spacing unit comprised of Sections 21, 28 and 33, T.152N., R.104W. and Section 4, T.151N., R.104W., McKenzie and Williams Counties, ND, authorizing the drilling of a total not to exceed fifteen wells on said overlapping 2560-acre spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19686: Application of Brigham Oil & Gas, L.P. for an order amending the field rules for the Alger-Bakken Pool to create and establish an overlapping 2560-acre spacing unit comprised of Sections 8, 17, 20 and 29, T.155N., R.93W., Mountrail County, ND, authorizing the drilling of a total not to exceed ten wells on said overlapping 2560-acre spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19687: Application of Slawson Exploration Co., Inc. for an order reconfiguring the field boundaries for the Four Bears, Sanish, Van Hook, and Big Bend-Bakken Pools in Dunn, McKenzie, McLean and Mountrail Counties, ND, and allow the drilling of additional horizontal wells on various existing spacing units within the above-referenced fields, and such other relief as is appropriate.

Case No. 19514: (Continued) Application of Slawson Exploration Co., Inc. for an order amending the field rules for the Van Hook-Bakken Pool to create and establish a 3200-acre spacing unit comprised of the E/2 of Section 10, all of Sections 11, 12, 13 and 14, and the E/2 of Section 15, T.151N., R.92W., Mountrail County, ND, authorizing the drilling of one horizontal well on said 3200-acre spacing unit and such other relief as is appropriate.

Case No. 18676: (Continued) Application of Slawson Exploration Co., Inc. for an order amending the field rules for the Big Bend-Bakken Pool to create and establish an overlapping 1280-acre spacing unit comprised of Sections 25 and 36, T.152N., R.93W., Mountrail County, ND, authorizing the drilling of a total of not more than five wells on said overlapping 1280-acre spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 18677: (Continued) Application of Slawson Exploration Co., Inc. for an order extending the field boundaries and amending the field rules for the Sanish or Van Hook-Bakken Pool to create and establish an overlapping 1280-acre spacing unit comprised of Sections 8 and 17, T.152N., R.91W., Mountrail County, ND, authorizing the drilling of a total of not more than five wells on said overlapping 1280-acre spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 18678: (Continued) Application of Slawson Exploration Co., Inc. for an order extending the field boundaries and amending the field rules for the Sanish or Van Hook-Bakken Pool to create and establish two overlapping spacing units comprised of those lands in the S/2 of Section 12, inside the boundaries of the Fort Berthold Indian Reservation, and all of Section 13, T.152N., R.92W. (approximately 924 acres), and those lands in the S/2 of Section 7, inside the boundaries of the Fort Berthold Indian Reservation, and all of Section 18, T.152N., R.91W. (approximately 919 acres), Mountrail County, ND, authorizing the drilling of a total of not more than five wells on said overlapping 924 and 919-acre spacing units, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19325: (Continued) Application of Slawson Exploration Co., Inc. for an order amending the field rules for the Alger-Bakken Pool, Mountrail County, ND, to allow the flaring of gas and unrestricted

production of oil from wells not connected to a gas gathering facility until the same can be connected and such other relief as is appropriate.

Case No. 19326: (Continued) Application of Slawson Exploration Co., Inc. for an order amending the field rules for the Squaw Gap-Bakken Pool to create and establish a 640-acre spacing unit comprised of Section 12, T.146N., R.105W., McKenzie County, ND, authorizing the drilling of a total of not more than five wells on said 640-acre spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19688: Application of Baytex Energy USA Ltd. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Edna 14-23-162-100H #1CN well located in the NENW of Section 14, T.162N., R.100W., Divide County, ND, West Ambrose-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 19689: Application of Baytex Energy USA Ltd. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Olson 15-22-162-100H #1CN well located in the NENW of Section 15, T.162N., R.100W., Divide County, ND, West Ambrose-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 19690: Application of Baytex Energy USA Ltd. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Dahl #13-24-162-100H well located in the NENW of Section 13, T.162N., R.100W., Divide County, ND, West Ambrose-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 19691: Application of Baytex Energy USA Ltd. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Moe 29-32-162-100H #1BP well located in the NWNE of Section 29, T.162N., R.100W., Divide County, ND, West Ambrose-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 17672: Application of Energy USA Ltd. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Moe 30-31-162-100H #1XP well located in the SWSE of Section 19, T.162N., R.100W., Divide County, ND, West Ambrose-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 16993: Application of Baytex Energy USA Ltd. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the flaring of gas from the Moe 19-18-162-100H #1PB well located in the SWSE of Section 19, T.162N., R.100W., Divide County, ND, West Ambrose-Bakken Pool, pursuant to the provisions of NDCC § 38-08-06.4 and such other relief as is appropriate.

Case No. 16994: Application of Corinthian Exploration (USA) Corp. for an order creating seven 320-acre drilling units comprised of the NW/4 of Section 15 and the NE/4 of Section 16; the SW/4 of Section 15 and the SE/4 of Section 16; the NE/4 of Section 21 and the NW/4 of Section 22; the NW/4 of Section 26 and the NE/4 of Section 27; the SW/4 of Section 26 and the SE/4 of Section 27; the NW/4 of Section 27 and the NE/4 of Section 28; the NE/4 of Section 34 and the NW/4 of Section 35, T.163N., R.77W., Bottineau County, ND, authorizing the drilling of a total of not more than twelve wells on each 320-acre drilling unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 16995: Application of Corinthian Exploration (USA) Corp. for an order extending the field boundaries and amending the field rules for the North Souris and/or Red Rock-Spearfish Pool to create and establish three 320-acre spacing units comprised of the NE/4 of Section 9 and the NW/4 of Section 10; the SE/4 of Section 9 and the SW/4 of Section 10; and the E/2 of Section 10, T.163N., R.77W., Bottineau County, ND, authorizing the drilling of a total of not more than twelve wells on each 320-acre spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 16996: Temporary spacing to develop an oil and/or gas pool discovered by the Crescent Point Energy U.S. Corp. #18-19-158N-100W CPEUSC Clermont, SWSE Section 7, T.158N., R.100W., Williams County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 16997: Application of Evergreen Mud Recycling LLC for an order in accordance with NDAC § 43-02-03-51 for a treating plant permit to operate multiple portable oil and gas waste treating facilities for the treatment of oil field wastes generated in the State of ND and such other relief as is appropriate.

Case No. 19223: (Continued) Application of Morikven Family LLP to consider the appropriate spacing for wells in the Souris-Spearfish/Madison Pool completed in the N/2 of Section 34; and the NE/4 of Section 34 and the NW/4 of Section 35, T.164N., R.78W., Bottineau County, ND, and such other relief as is appropriate.

Case No. 18836: (Continued) Temporary spacing to develop an oil and/or gas pool discovered by the Chesapeake Operating, Inc. #1H Hutzenbiller 9-137-99A, SWSW Section 9, T.137N., R.99W., Stark County, ND, define the field limits, and enact such special field rules as may be necessary.

Case No. 19342: (Continued) Application of Samson Resources Co. for an order amending the field rules for the Ellenville-Bakken Pool, Williams County, ND, to allow the flaring of gas and unrestricted production of oil from wells not connected to a gas gathering facility until the same can be connected and such other relief as is appropriate.

Case No. 19628: Application of Sinclair Oil & Gas Co. for an order authorizing the drilling, completing and producing of a total of four wells on an existing 1280-acre spacing unit described as Sections 6 and 7, T.146N., R.97W., Mary-Bakken Pool, Dunn County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 16999: Application of XTO Energy Inc. for an order authorizing the drilling, completing and producing of a total of four wells on an existing 640-acre spacing unit described as the W/2 of Section 36, T.149N., R.92W. and the E/2 of Section 4, T.148N., R.92W.; and a total of four wells on an existing 320-acre spacing unit described as the E/2 of Section 31, T.149N., R.91W., Heart Butte-Bakken Pool, Dunn County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 17000: Application of XTO Energy Inc. for an order authorizing the drilling, completing and producing of a total of eight wells on an existing 960-acre spacing unit described as all of Section 15 and the N/2 of Section 22, T.158N., R.95W., Tioga-Bakken Pool, Williams County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19556: (Continued) Application of XTO Energy Inc. for an order authorizing the drilling, completing and producing of a total of eight wells on an existing 1280-acre spacing unit described as Sections 6 and 7, T.145N., R.94W., Killdeer-Bakken Pool, Dunn County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 17001: Application of GMX Resources Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 2 and 11, T.146N., R.99W., Ranch Creek-Bakken Pool, McKenzie County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19702: Application of GMX Resources Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 14 and 23, T.146N., R.99W., Ranch Creek-Bakken Pool, McKenzie County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19703: Application of GMX Resources Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 26 and 35, T.146N., R.99W., Ranch Creek-Bakken Pool, McKenzie County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19704: Application of G3 Operating, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 27 and 34, T.158N., R.102W., Climax-Bakken Pool, Williams County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19705: Application of G3 Operating, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 18 and 19, T.158N., R.101W., Little Muddy-Bakken Pool, Williams County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19706: Application of G3 Operating, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 3 and 10, T.157N., R.102W., Strandahl-Bakken Pool, Williams County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19707: Application of G3 Operating, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 14 and 23, T.157N., R.102W., Strandahl-Bakken Pool, Williams County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19708: Application of G3 Operating, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 15 and 22, T.157N., R.102W., Strandahl-Bakken Pool, Williams County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19709: Application of G3 Operating, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 26 and 35, T.157N., R.102W., Strandahl-Bakken Pool, Williams County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19710: Application of G3 Operating, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 27 and 34, T.157N., R.102W., Strandahl-Bakken Pool, Williams County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19711: Application of G3 Operating, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 29 and 32, T.157N., R.102W., Strandahl-Bakken Pool, Williams County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19712: Application of Zavanna, LLC for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests for wells drilled on the overlapping spacing unit described as Sections 14 and 15, T.154N., R.99W., Stockyard Creek-Bakken Pool, Williams County, ND, as provided by NDCC § 38-08-08 but not reallocating production for wells producing on other spacing units and such other relief as is appropriate.

Case No. 19713: Application of Zavanna, LLC for an order pursuant to NDAC § 43-02-03-88.1 authorizing saltwater disposal into the Dakota Group in the Monson #1 SWD well, SWSE Section 32, T.150N., R.102W., Foreman Butte Field, McKenzie County, ND, pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 19714: Application of Corinthian Exploration (USA) Corp. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as the NE/4 of Section 31 and the NW/4 of Section 32, T.164N., R.78W., Northeast Landa-Spearfish/Madison Pool, Bottineau County, ND, as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19715: Application of Zenergy, Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Section 25, T.152N., R.98W., Elidah-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19716: Application of Zenergy, Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 18 and 19, T.150N., R.101W., Pronghorn-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19717: Application of Zenergy, Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 30 and 31, T.150N., R.101W., Pronghorn-Bakken Pool, McKenzie County, ND, as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19718: In the matter of the petition for a risk penalty of Samson Resources Co. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Gustafson #29-32-161-92H well located in a spacing unit described as Sections 29 and 32, T.161N., R.92W., Foothills-Bakken Pool, Burke County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19719: In the matter of the petition for a risk penalty of Samson Resources Co. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Oakville #8-5-161-92H well located in a spacing unit described as Sections 5 and 8, T.161N., R.92W., Black Slough-Bakken Pool, Burke County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19720: Application of Flatirons Resources LLC for an order authorizing the drilling, completing and producing of a total of not more than three wells on an existing 640-acre spacing unit described as the E/2 of Section 1, T.158N., R.86W., and the W/2 of Section 6, T.158N., R.85W., Lake Darling-Madison Pool, Renville County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19721: Application of Newfield Production Co. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Section 1, T.152N., R.97W., Westberg-Bakken Pool, McKenzie County, ND as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19722: In the matter of the petition for a risk penalty of Newfield Production Co. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Wehrung #150-99-11-2-1H well located in a spacing unit described as Sections 2 and 11, T.150N., R.99W., Tobacco Garden-Bakken Pool, McKenzie County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19723: In the matter of the petition for a risk penalty of Newfield Production Co. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Inga #150-99-11-2-2H well located in a spacing unit described as Sections 2 and 11, T.150N., R.99W., Tobacco Garden-Bakken Pool, McKenzie County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19724: In the matter of the petition for a risk penalty of Newfield Production Co. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Inga #150-99-11-2-3H well located in a spacing unit described as Sections 2 and 11, T.150N., R.99W., Tobacco Garden-Bakken Pool, McKenzie County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19725: In the matter of the petition for a risk penalty of Newfield Production Co. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Inga #150-99-11-2-10H well located in a spacing unit described as Sections 2 and 11, T.150N., R.99W., Tobacco Garden-Bakken Pool, McKenzie County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19726: In the matter of the petition for a risk penalty of Fidelity Exploration & Production Co. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Peaceful Valley #13-24H well located in a spacing unit described as Sections 13 and 24, T.140N., R.97W., Dickinson-Bakken Pool, Stark County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19727: In the matter of the petition for a risk penalty of Fidelity Exploration & Production Co. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the BMP #19-20H well located in a spacing unit described as Sections 19 and 20, T.140N., R.97W., Dutch Henry Butte-Bakken Pool, Stark County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19728: In the matter of the petition for a risk penalty of Fidelity Exploration & Production Co. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Corpcon #16-21-22H well located in a spacing unit described as Sections 15, 16, 21 and 22, T.155N., R.91W., Stanley-Bakken Pool, Mountrail County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19777: Application of Continental Resources, Inc. for an order pursuant to NDAC § 43-02-03-88.1 pooling all interests in a spacing unit described as Sections 1 and 12, T.141N., R.98W., Barta-Bakken Pool, Billings County, ND, as provided by NDCC § 38-08-08 and such other relief as is appropriate.

Case No. 19777: In the matter of the petition for a risk penalty of Continental Resources, Inc. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Garner #1-32H well located in a spacing unit described as Sections 29 and 32, T.158N., R.98W., Rainbow-Bakken Pool, Williams County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19774: In the matter of the petition for a risk penalty of Continental Resources, Inc. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Stevenson #1-31H well located in a spacing unit

described as Sections 30 and 31, T.158N., R.98W., Rainbow-Bakken Pool, Williams County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19775: In the matter of the petition for a risk penalty of Continental Resources, Inc. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Jamestown #1-17H well located in a spacing unit described as Sections 17 and 20, T.152N., R.99W., Banks-Bakken Pool, McKenzie County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19776: In the matter of the petition for a risk penalty of Continental Resources, Inc. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Taney #1-14H well located in a spacing unit described as Sections 14 and 23, T.145N., R.97W., Little Knife-Bakken Pool, Dunn County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19777: In the matter of the petition for a risk penalty of Continental Resources, Inc. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Lakewood #1-20H well located in a spacing unit described as Sections 17 and 20, T.161N., R.96W., Upland-Bakken Pool, Divide County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19778: In the matter of the petition for a risk penalty of Continental Resources, Inc. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Stortroen #1-13T well located in a spacing unit described as Sections 13 and 24, T.151N., R.97W., Dimmick Lake-Bakken Pool, McKenzie County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19779: Application of Continental Resources, Inc. for an order authorizing the drilling, completing and producing of horizontal increase density wells on each 1280-acre spacing unit within the Haystack Butte-Bakken Pool, Dunn and McKenzie Counties, ND, not to exceed a total of seven horizontal wells on each such spacing unit, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19780: Application of Continental Resources, Inc. for an order authorizing the drilling, completing and producing of a total not to exceed seven wells on each existing 1280-acre spacing unit described as Sections 28 and 33, T.152N., R.102W., Elk-Bakken Pool, McKenzie County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19781: Application of Continental Resources, Inc. for an order authorizing the drilling, completing and producing of a total not to exceed seven wells on an existing 1280-acre spacing unit described as Sections 28 and 33, T.153N., R.98W., Banks-Bakken Pool, McKenzie and Williams Counties, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19782: Application of Continental Resources, Inc. for an order authorizing the drilling, completing and producing of a total not to exceed seven wells on an existing 1280-acre spacing unit described as Sections 5 and 8, T.151N., R.100W., Poe-Bakken Pool, McKenzie County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19783: Application of Continental Resources, Inc. for an order authorizing the drilling, completing and producing of a total not to exceed seven wells on an existing 1280-acre spacing unit described as Sections 3 and 10, T.160N., R.94W., Viking-Bakken Pool, Burke County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19784: Application of Continental Resources, Inc. for an order authorizing the drilling, completing and producing of a total not to exceed seven wells on each existing 1280-acre spacing unit described as Sections 1 and 12, Sections 16 and 21, and Sections 27 and 34, T.152N., R.94W., Antelope-Sanish Pool, McKenzie County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19785: Application of Continental Resources, Inc. for an order authorizing the drilling, completing and producing of a total not to exceed seven wells on an existing 1280-acre spacing unit described as Sections 30 and 31, T.152N., R.102W., Glass Bluff-Bakken Pool, McKenzie County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19786: Application of Continental Resources, Inc. for an order pursuant to NDAC § 43-02-03-88.1 authorizing the conversion to saltwater disposal into the

Dakota Group of the MPHU #44-11 well, SESE Section 11, T.130N., R.104W., Medicine Pole Hills Field, Bowman County, ND, pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 19787: Application of Hanna SWD, LLC pursuant to NDAC § 43-02-03-88.1 for an order authorizing the drilling of a saltwater disposal well to be located in the SENE of Section 33, T.149N., R.95W., Grail Field, McKenzie County, ND, in the Dakota Formation pursuant to NDAC Chapter 43-02-05 and such other and relief as is appropriate.

Case No. 19788: Application of Harris SWD, LLC pursuant to NDAC § 43-02-03-88.1 for an order authorizing the drilling of a saltwater disposal well to be located in the SWSW of Section 10, T.147N., R.97W., Little Knife Field, Dunn County, ND, in the Dakota Formation pursuant to NDAC Chapter 43-02-05 and such other relief as is appropriate.

Case No. 18782: (Continued) In the matter of the petition for a risk penalty of Slawson Exploration Co., Inc. requesting an order authorizing the recovery of a risk penalty from certain non-participating owners, as provided by NDCC § 38-08-08 in the drilling and completing of the Gabriel #3-36-25H well located in a spacing unit described as Sections 25 and 36, T.151N., R.99W., North Tobacco Garden-Bakken Pool, McKenzie County, ND, pursuant to NDAC § 43-02-03-88.1, and such other relief as is appropriate.

Case No. 19369: (Continued) Application of Slawson Exploration Co., Inc. for an order authorizing the drilling, completing and producing of a total of five wells on each existing 1280-acre spacing unit described as Sections 3 and 10, and Sections 28 and 33, T.146N., R.104W., Squaw Gap-Bakken Pool, McKenzie County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19377: (Continued) Application of Liberty Resources LLC for an order authorizing the drilling, completing and producing of a total of eight wells on each existing 1280-acre spacing unit described as Sections 1 and 12, Sections 3 and 10, Sections 4 and 9, Sections 14 and 23, Sections 15 and 22, and Sections 25 and 36, T.156N., R.101W., Tyrone-Bakken Pool, Williams County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19378: (Continued) Application of Liberty Resources LLC for an order authorizing the drilling, completing and producing of a total of eight wells on an existing 1280-acre spacing unit described as Sections 2 and 11, T.155N., R.101W., Cow Creek-Bakken Pool, Williams County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19380: (Continued) Application of Liberty Resources LLC for an order authorizing the drilling, completing and producing of a total of eight wells on an existing 1280-acre spacing unit described as Sections 2 and 11, T.152N., R.103W., Eightmile-Bakken Pool, McKenzie and Williams Counties, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19381: (Continued) Application of Liberty Resources LLC for an order authorizing the drilling, completing and producing of a total of eight wells on each existing 1280-acre spacing unit described as Sections 26 and 35, and Sections 27 and 34, T.159N., R.103W., Grenora-Bakken Pool, Williams County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19382: (Continued) Application of Liberty Resources LLC for an order authorizing the drilling, completing and producing of a total of eight wells on each existing 1280-acre spacing unit described as Sections 3 and 10, and Sections 4 and 9, T.158N., R.103W., Climax-Bakken Pool, Williams County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Case No. 19386: (Continued) Application of Liberty Resources LLC for an order authorizing the drilling, completing and producing of a total of eight wells on an existing 1280-acre spacing unit described as Section 36, T.148N., R.101W. and Section 31, T.148N., R.100W., Red Wing Creek-Bakken Pool, McKenzie County, ND, eliminating any tool error requirements and such other relief as is appropriate.

Signed by,
Jack Dalrymple, Governor
Chairman, ND Industrial Commission
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