BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: NEWFIELD EXPLORATION MID-

CONTINENT INC.

RELIEF SOUGHT: POOLING

LEGAL DESCRIPTION: SECTION 23, TOWNSHIP 18 NORTH, RANGE 9 WEST, KINGFISHER COUNTY, OKLAHOMA

CAUSE CD NO.

201504297-T

FILED / RECEIVED

SEP 09 2015

APPLICATION

COURT CLERK'S OFFICE - TULSA **CORPORATION COMMISSION**

COMES NOW Applicant and shows the Honorable Corporation Commission as

follows:

1. Parties: Applicant is Newfield Exploration Mid-Continent Inc., One Williams Center, Suite 1900, Tulsa, Oklahoma, 74172, who is the owner of the right to drill a well to the common sources of supply named below underlying the lands described in the caption hereof by virtue of valid and subsisting oil and gas leases owned by Applicant covering portions of said land. The name of each party being made a respondent to this Application is as shown on Exhibit "A", attached hereto and made a part hereof.

2. Allegation of Facts:

- The land described in the caption hereof constitutes a "drilling and spacing unit", as defined by Title 52, Section 87.1, O.S., and as heretofore established by the Commission by order to issue in Cause CD No. 201504101-T for the common sources of supply also named below; within said "drilling and spacing unit", there are two or more separately owned tracts or there are undivided interests separately owned for which the owners have not agreed to pool their oil and gas interests and to drill and develop the "drilling and spacing unit" and common sources of supply as a unit.
- b. Applicant has conducted a diligent and meaningful search of the local county assessor's records, county treasurer's records, and county deed records regarding the property involved for return addresses on recorded instruments, county probate records and city and county telephone directories and other sources of such information to locate each respondent and has made a bona fide effort to reach an agreement as to the development of the unit with each respondent located by such search.
- drilling of unnecessary well, the prevention of waste, and the protection of correlative rights: Explain the Commission order all owners to pool their interests and to drill and develop the EXPLORATION AID-CON TIME TO CASHIER TO CA

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4. Relief Sought: Applicant requests that the Commission pool the interests and adjudicate the rights and equities of oil and gas owners in the Mississippian (less Chester) and Woodford common sources of supply underlying the 640-acre horizontal drilling and spacing unit described as Section 23, Township 18 North, Range 9 West, Kingfisher County, Oklahoma all to be upon such terms and conditions as are just and reasonable and which will afford all of such owners the opportunity to recover or receive without unnecessary expense their just and fair share of all hydrocarbon substances produced therefrom; that the Commission make definite provisions for the payment of all actual costs and expenses, not to exceed reasonable costs and expenses of drilling and development, including a reasonable charge for supervision and designate Applicant or some other party as operator of the proposed well and all subsequent wells drilled in the unit; and that the Applicant be given one year to commence operations for the drilling or other operations with respect to the unit covered hereby.

WHEREFORE, Applicant prays that, after notice and hearing as required by law, all oil and gas interests be pooled and the rights and equities of all oil and gas owners be adjudicated.

Respectfully submitted,

BARNES LAW, PLLC 1648 S. Boston Ave., Ste. 100 Tulsa, Oklahoma 74119 ron@cbb-law.com grayson@cbb-law.com 918/382-8686 918/382-8685 facsimile

Ron M. Barnes OBA #534 Grayson Barnes, OBA #31475

Attorneys for Newfield Exploration Mid-

Continent Inc.

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CERTIFICATE OF MAILING/CERTIFICATE OF SERVICE

The undersigned, of lawful age, being first duly sworn upon oath, states: I am the Attorney for the above-named Applicant. I certify that on or before the day of September, 2015 I mailed by Certified Mail United States mail, proper postage prepaid thereon, a copy of the Notice of Hearing on file in this Cause and this Application to the respondents named on the Exhibit "A" attached to this Application, at their respective mailing addresses.

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

Ron M. Barnes, OBA #534 Grayson Barnes, OBA #31475

EXHIBIT A

- Crusader Energy II, LLC
 c/o LeNorman Operating, LLC
 4700 Gaillardia Parkway, Suite 200
 Oklahoma City, OK 73142
- Geonet Exploration, Inc. c/o Ray T. Derieux 9016 Acrew View Drive Oklahoma City, OK 73151
- 3. Danny Ellis 606 Fairway Drive Fort Scott, KS 66701
- Known and Unknown Heirs, Devisees, and Successors of Helen Wilson, deceased c/o Michael Wilson 502 Timberlane Stroud, OK 74079
- Known and Unknown Heirs, Devisees, and Successors of Helen Wilson, deceased c/o Caroline Patton 3221 S. Delaware Place Tulsa, OK 74105
- 6. Linda Rothman Levine 103 E. 91st St., Apt 1A New York, NY 10128
- Phoebe L. Giddon
 400 N. Flagler Drive, Apt 1904
 West Palm Beach, FL 33401
- 8. Phoebe L. Giddon 58 Hawthorne Street Lenox, MA 01240

- 9. Phoebe L. Giddon 170 Forest Avenue West Newton, MA 02465
- 10. Known and Unknown Heirs,Devisees, and Successors of TerryHorton, deceasedc/o Shirl WilliamsP.O. Box 1010Marshall, AR 72650

ADDRESS UNKNOWN

Betty C. Scott

Mr. & Mrs. Richard Leon Horton

Roy Gene Sanders

Forrest L. or Nina Wood/Mr. and Mrs. Richard Leon Horton, JTWROS

CURATIVE

- 11. Randall L. Pope and Caldonia M. Pope, Trustees of the Randall L. Pope and Caladonia M. Pope under Trust Agreement dated August 23, 2012
 7338 Bard Road
 Tipp City, OH 45371
- 12. Scott A. Pope and Peggy A. Pope, Trustees of the Scott A. and Peggy A. Pope, Living Trust, dated February 21, 2013609 Westridge Court Yukon, OK 73099

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EXHIBIT "A"

- 13. Donna M. Martindale (Non-Executive Rights)P.O. Box 2176Elk City, OK
- 14. Jessica A. Martindale (Non-Executive Rights)P. O. Box 2176Elk City, OK 73644
- 15. Alycia Q. Martindale (Non-Executive Rights)P. O. Box 2176Elk City, OK 73644

CURATIVE ADDRESS UNKNOWN

Louise Weiske (Non-Executive Rights)

Merritt E. Johnson (Non-Executive Rights)

Johnny Johnson (Non-Executive Rights)

Known and Unknown Heirs, Devisees, and Successors of Rougus Vilhauer, deceased

If Any Named Person Is Deceased,
Then The Known Or Unknown
Heirs, Executors, Administrators,
Trustees, Devisees, And Assigns,
Immediate And Remote Of Such
Decedent, Are Made Respondents
To This Application. If Any Named
Respondent Is A Corporation Which
Does Not Continue To Have Legal
Existence, Then The Known Or
Unknown Successors, Trustees Or
Assigns, If Any Of Such Entity, Are

Made Respondents To This Application

FOR ADMINISTRATIVE PURPOSES

16. Janice Hemphill
 Newfield Exploration Mid-Continent
 Inc.
 One Williams Center, Ste. 1900
 Tulsa, OK 74172