

NOV 07 2011

CONSERVATION DIVISION
WICHITA, KS

THE STATE CORPORATION COMMISSION
OF THE STATE OF KANSAS

IN THE MATTER OF ESTABLISHING)
RULES FOR HORIZONTAL WELLS) DOCKET NO. 12-CONS-117-CEXC
DRILLED IN THE MISSISSIPPI)
FORMATION IN THE STATE OF) OPERATOR NO. 32334
KANSAS.) CONSERVATION DIVISION

**MOTION TO INTERVENE BY CHESAPEAKE EXPLORATION, LLC,
BY AND THROUGH CHESAPEAKE OPERATING, INC.**

COMES NOW Chesapeake Exploration, LLC, By And Through Chesapeake Operating, Inc. ("Chesapeake") and for its Motion to Intervene herein, states as follows:

1. Chesapeake is a foreign corporation duly authorized to do business within the State of Kansas with its offices located at 6100 N. Western, Oklahoma City, Oklahoma 73118.
2. Chesapeake is so situated that it may be substantially affected by the proceeding herein and Chesapeake is accordingly entitled to intervene pursuant to K.S.A. 77-521 and K.A.R. 82-1-225.
3. The interests of justice and the orderly and prompt conduct and the proceedings herein will not be impaired by the granting of the requested intervention.
4. Copies of this Motion to Intervene have been mailed to those entities shown on the Certificate of Service and attached hereto and incorporated herein.

WHEREFORE, Chesapeake respectfully requests that its Motion to Intervene be granted and that it be entitled to the rights and privileges attendant thereto.

By 

Stanford J. Smith, Jr.

MARTIN, PRINGLE, OLIVER, WALLACE
& BAUER, L.L.P.

100 North Broadway, Suite 500

Wichita, KS 67202

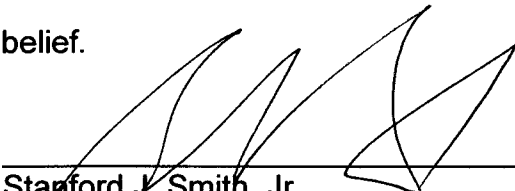
Attorney for Chesapeake Exploration, LLC,
By And Through Chesapeake Operating, Inc.

VERIFICATION

STATE OF KANSAS)
) ss:
COUNTY OF SEDGWICK)

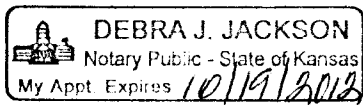
Stanford J. Smith, Jr., being of lawful age and being first duly sworn upon his oath, deposes and says:

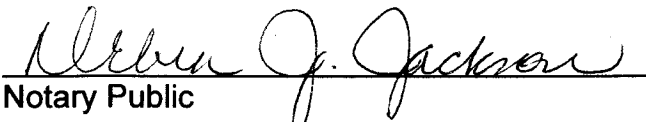
That he is the attorney for Chesapeake Exploration, LLC, By And Through Chesapeake Operating, Inc.; he has read the above and forgoing Motion to Intervene by Chesapeake Exploration, LLC, By And Through Chesapeake Operating, Inc., and is familiar with the contents thereof and that the statements made therein are true and correct to the best of his knowledge and belief.



Stanford J. Smith, Jr.

SUBSCRIBED AND SWORN to before me this 7th day of November, 2011.





Notary Public

My Appointment Expires:
10/19/2012

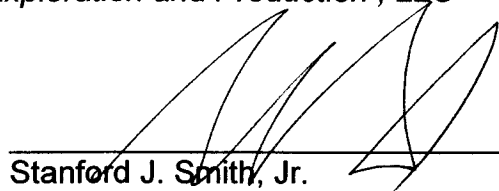
CERTIFICATE OF SERVICE

I hereby certify that the original and seven copies of the foregoing Motion to Intervene by Chesapeake Exploration, LLC, By And Through Chesapeake Operating, Inc., was hand delivered on this 7th day of November, 2011,:

John G. McCannon, Esq.
Assistant General Counsel
Kansas Corporation Commission
130 South Market, Room 2078
Wichita, KS 67202

and a copy mailed to:

David E. Bengtson, Esq.
STINSON MORRISON & HECKER LLP
1625 North Waterfront Parkway, Suite 300
Wichita, KS 67206-6620
Attorneys for SandRidge Exploration and Production, LLC



Stanford J. Smith, Jr.