AC/AC/EN

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42729

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 6
1445 ROSS AVENUE, SUITE 1200
DALLAS, TX 75202-2733

DEC 15 2010

Mr. Levi Poe
Corporate Air Supervisor
Chesapeake Operating, Inc.
6100 North Western Ave.
Oklahoma City, Oklahoma 73118

Re: EPA Inspection Conducted on November 4, 2010

Dear Mr. Poe:

As you are aware, the U.S. Environmental Protection Agency (EPA) Region 6, under the Clean Air Act (CAA), conducted a partial compliance evaluation of the Chesapeake Operating, Inc., tank batteries on November 4, 2010, located near Clinton, Oklahoma. As you know, an Administrative Compliance Order (ACO) was issued on November 8, 2010, for a violation identified during our inspection. You responded to the ACO in writing on November 23, 2010, and on December 10, 2010, you certified to us in writing that the appropriate corrective action was taken to address the leaking components.

Based on your certification, we conclude your compliance with the ACO, as indicated in the enclosed inspection report. This completes the CAA compliance review of your facility by EPA Region 6 at this time. Should you have any questions regarding the above, please do not hesitate to contact me at (214) 665-7348, or Mr. Tony Robledo of my staff at (214) 665-8182.

Sincerely yours,

Esteban Herr

Esteban Herrera
Chief
Air Toxics Enforcement Section

Enclosure

cc: Mr. Brad Flaming
Oklahoma Department
of Environmental Quality

EPA REGION 6
SURVEILLANCE SECTION
AIR INSPECTION REPORT

Inspection Date:	November 4, 2010
Type of Inspection:	Partial Compliance Evaluation
Company Name:	Chesapeake Operating, Inc.
Mailing Address:	N/A
Location:	Five (5) Tank Battery locations near the town of Clinton, OK
Corporate Address:	6100 North Western Ave. Oklahoma City, Oklahoma 73118
SIC #	1311
AFS#	N/A
FRS#	N/A

EPA Inspector:	Tony Robledo	Tony Robledo Signature	12-14-10 Date
EPA Inspector:	Don Smith	Signature	12-14-10 Date
Reviewed by:	Don Smith	Signature	12-14-10 Date

Executive Summary:

This inspection report is comprised of four sections numbered I through IV:

Section I includes the purpose of the inspection, introduction, background, onsite inspection summary, potential to emit, map(s) of facility and address for correspondence.

Section II includes documents requested and applicable regulations and construction/ modification dates.

Section III includes compliance status of applicable EPA regulations. Findings reported in Section III of this report should not preclude any further enforcement documentation review, legal review or further enforcement action.

Section IV includes areas of concern.

Section I

I. Purpose

On November 4, 2010, an unannounced air inspection (partial compliance evaluation (PCE)) was conducted at 5 (five) tank batteries near the town of Clinton, Washita County, Oklahoma. The PCE was targeted to determine whether the tank batteries significantly contributed to any potential air pollution issues in the area. A FLIR® ThermaCam GasFindIR Infrared camera was used to observe the tank batteries for methane emission leaks, and a TVA 1000 was issued to identify volatile organic compound (VOC) emission leaks.

II. Introduction

Each of these tank batteries were unmanned facilities and no facility personnel were contacted to participate in these inspections. The following U.S. Environmental Protection Agency (EPA) and Oklahoma Department of Environmental Quality (ODEQ) inspectors participated in this inspection:

Name	Affiliation	Title	Contact Information
Tony Robledo	U.S. EPA	CAA Inspector	Office: (214) 665-8182
Don Smith	U.S. EPA	CAA Inspector	Office: (214) 665-7270
Dominique Duplechain	U.S. EPA	CAA Inspector	Office: (214) 665- 7484
Brad Flaming	ODEQ	ODEQ Environmental Programs Manager	Office: (405) 702-4151
Jennie Brixey	ODEQ	Environmental Programs Specialist	Office: (405) 702-4143

III. Background

The tank batteries were targeted based on a previous onsite visit by ODEQ which was in response to a citizen's complaint. It should be noted that Energy Extraction is a National and Regional EPA priority.

Onsite Inspection Summary

November 4, 2010

Upon arrival at each tank battery, the inspectors scanned each tank and associated equipment with the FLIR® infrared camera. If a leak was detected, a video of the leak was recorded and is included as **Attachment A**. All pertinent information pertaining to the tank battery was recorded and a photograph was taken. A photo log is provided as **Attachment B**.

V. Potential to Emit Major Pollutants:

Information pertaining to the Potential to Emit Criteria Pollutants from the tank batteries was not obtained during the inspection.

VI. Maps of Facility

No facility maps were obtained for any of the tank batteries. However, the tank batteries were located off Highway 183 South and a road marked WA EW 111 near Clinton, Oklahoma.

VII. Addresses for Correspondence and Agents for Service

On November 5, 2010, Mr. Levi Poe, from Chesapeake Operating, Inc. was contacted at (405) 935-7866. Mr. Poe identified himself as the Corporate Air Supervisor for Chesapeake Operating, Inc. and provided additional information which is included in this inspection report.

Section II

I. Documents Requested

No additional documents were requested.

II. Applicable Regulations and Construction Dates

All source identification and unit specific information and applicable regulations were reviewed for the 5 (five) tank battery sites owned and operated by Chesapeake Operating, Inc.

Section III

Compliance with Federal and State Regulations pertaining to the tank batteries are discussed below. No previous or pending enforcement actions were issued or resolved.

I. Compliance with State Regulations

Not reviewed at the time of the inspection.

II. Compliance with Federal Regulations

It should be noted that an Administrative Compliance Order (ACO) was issued to the facility on November 8, 2010, for violation of the Clean Air Act (42 U.S.C. § 7412(r)(1)) as identified in **ATTACHMENT C**. The facility response to the ACO is included as **ATTACHMENT D.**

Section IV

This section presents a summary of areas of concern and violations identified by EPA during the inspection of the tank batteries located near Clinton, Oklahoma.

Five (5) tank battery sites were inspected with the following leaking hatch components identified:

Miller No. 1-21H Site
Tank Serial No. VM 8309
(picture nos. 1 and 3)
(video no. 000)

Tank Serial No. VM 8304
(picture no. 4)
(video no. 001)

Kast Trust No. 1-22H Site
Tank Serial No. T-0624
(picture nos. 6, 7, and 8)
(video no. 002)

Gwendolyn No. 2-22H Site
Tank Serial No. CR 9566
(picture nos. 14, 15, 16, 17, 18, and 19)
(video nos. 003 and 004)

Gwendolyn No. 1-22H Site
Tank Serial No. 23364
(picture nos. 21 and 22)
(video no. 005)

It should be noted that a TVA 1000 recorded VOCs at greater than 10,000 ppm at each site with the exception of Gwendolyn No. 1-22H. It should be further noted that the TVA 1000 was inoperable while the inspectors were at the Gwendolyn No. 1-22H tank battery site.

No leaking components were identified at tank battery site Kast Trust No. 2-22H.

ATTACHMENT SUMMARY

Attachment A - IR Videos

Attachment B - Photo Log

Attachment C - Administrative Compliance Order (ACO)

Attachment D - Facility Response to the ACO

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 1

Photographer: Don Smith	Date: 11/4/2010	Time: 10:00:00 AM
City/County: Washita County	Direction (facing): North	State: OK
Location: Miller No. 1-21H Well		
Subject: Five Tanks and Enclosed Flare. (Photo 0778.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 2

Photographer: Don Smith	Date: 11/4/2010	Time: 10:07:00 AM
City/County: Washita County	Direction (facing): North	State: OK
Location: Miller No. 1-21H Well		
Subject: Well ID Sign. (Photo 0779.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 3

Photographer: Don Smith	Date: 11/4/2010	Time: 10:20:00 AM
City/County: Washita County	Direction (facing): East	State: OK
Location: Miller No. 1-21H Well		
Subject: Leaking Hatch, Eastern most Tank #VM8309. Video 000, TVA >10,000 ppm. (Photo 0780.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 4

Photographer: Don Smith	Date: 11/4/2010	Time: 10:25:00 AM
City/County: Washita County	Direction (facing): Northwest	State: OK
Location: Miller No. 1-21H Well		
Subject: Leaking Hatch, Western most Tank #VM8304. Video 001, TVA >10,000 ppm. (Photo 0781.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 5

Photographer: Don Smith	Date: 11/4/2010	Time: 10:40:00 AM
City/County: Washita County	Direction (facing): North	State: OK
Location: Kast Trust No. 1-22H Well		
Subject: Well ID Sign. (Photo 0782.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 6

Photographer: Don Smith	Date: 11/4/2010	Time: 10:41:00 AM
City/County: Washita County	Direction (facing): Northeast	State: OK
Location: Kast Trust No. 1-22H Well		
Subject: Facility Photo. (Photo 0783.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 7

Photographer: Don Smith	Date: 11/4/2010	Time: 10:49:00 AM
City/County: Washita County	Direction (facing): East	State: OK
Location: Kast Trust No. 1-22H Well		
Subject: Five Tanks. (Photo 0784.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 8

Photographer: Don Smith	Date: 11/4/2010	Time: 10:51:00 AM
City/County: Washita County	Direction (facing): South	State: OK
Location: Kast Trust No. 1-22H Well		
Subject: Leaking Hatch Tank #T-0624. Video 002, TVA >10,000 ppm. (Photo 0785.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 9

Photographer: Don Smith	Date: 11/4/2010	Time: 11:04:00 AM
City/County: Washita County	Direction (facing): West	State: OK
Location: Kast Trust No. 2-22H Well		
Subject: Well ID Sign. (Photo 0786.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 10

Photographer: Don Smith	Date: 11/4/2010	Time: 11:05:00 AM
City/County: Washita County	Direction (facing): Northeast	State: OK
Location: Kast Trust No. 2-22H Well		
Subject: Five Tanks and Heater Treater. (Photo 0787.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

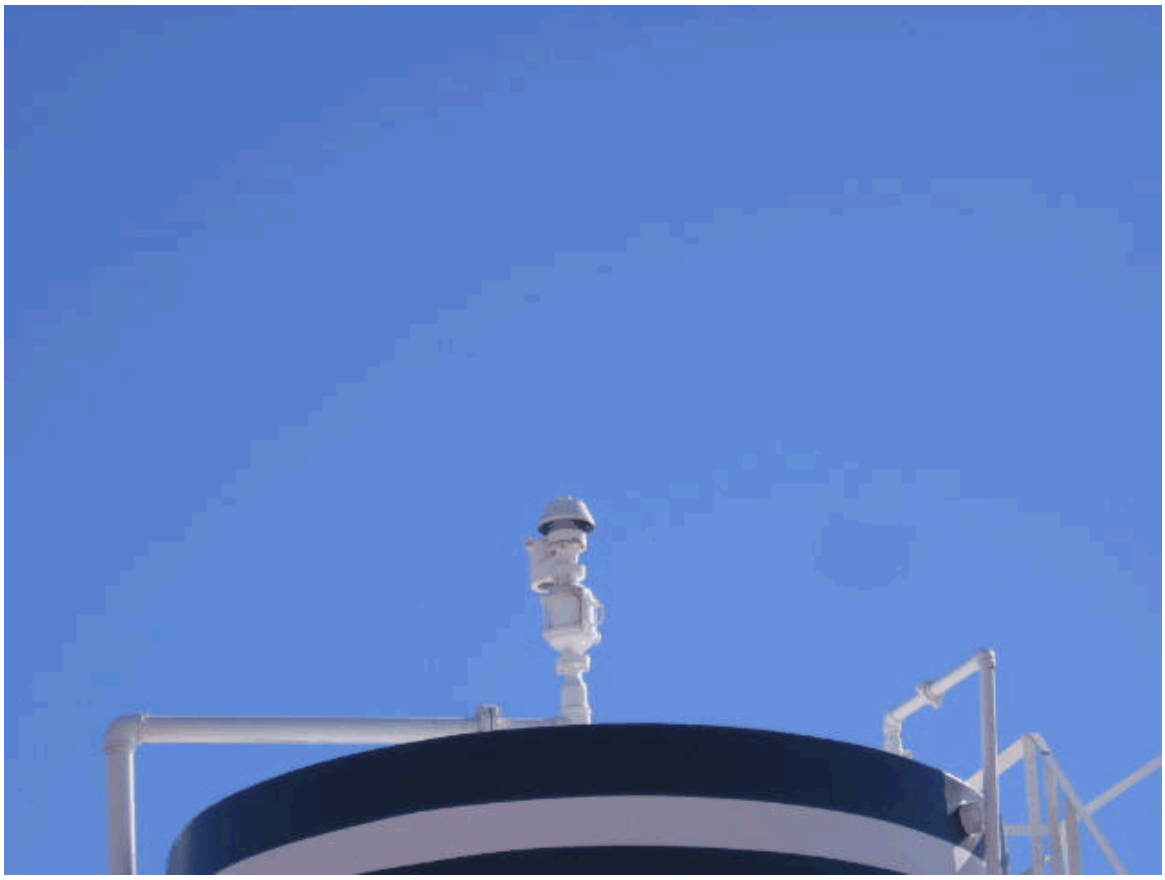
Photo 11

Photographer: Don Smith	Date: 11/4/2010	Time: 11:11:00 AM
City/County: Washita County	Direction (facing): East	State: OK
Location: Kast Trust No. 2-22H Well		
Subject: Five Tanks. (Photo 0788.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 12

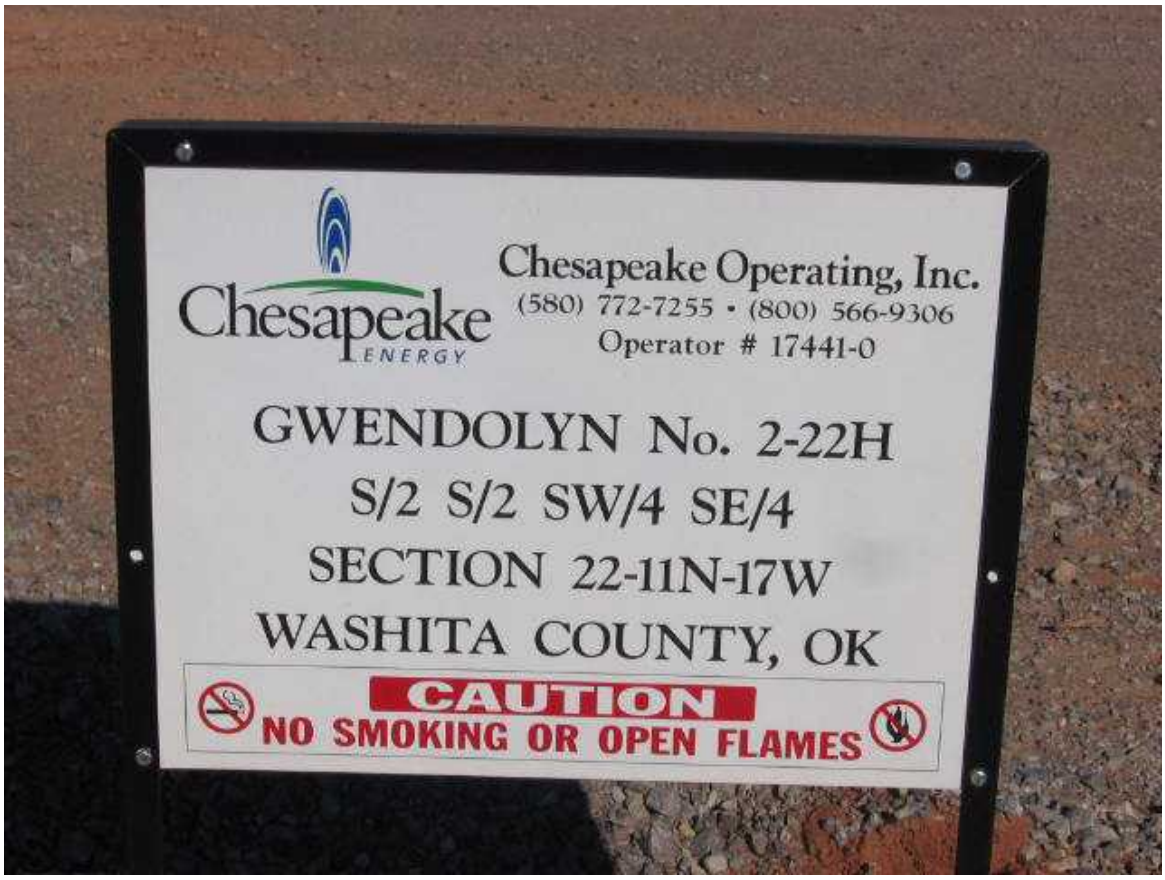


Photographer: Don Smith	Date: 11/4/2010	Time: 11:19:00 AM
City/County: Washita County	Direction (facing): East	State: OK
Location: Kast Trust No. 2-22H Well		
Subject: Vent arrangement, Northern-most tank. (Photo 0789.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 13



Photographer: Don Smith	Date: 11/4/2010	Time: 11:29:00 AM
City/County: Washita County	Direction (facing): North	State: OK
Location: Gwendolyn No. 2-22H Well		
Subject: Well ID sign. (Photo 0790.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 14

Photographer: Don Smith	Date: 11/4/2010	Time: 11:30:00 AM
City/County: Washita County	Direction (facing): Northwest	State: OK
Location: Gwendolyn No. 2-22H Well		
Subject: Site Photo. (Photo 0791.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 15

Photographer: Don Smith	Date: 11/4/2010	Time: 11:30:00 AM
City/County: Washita County	Direction (facing): Northwest	State: OK
Location: Gwendolyn No. 2-22H Well		
Subject: Site Photo (Duplicate of Photo 14.) (Photo 0792.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 16

Photographer: Don Smith	Date: 11/4/2010	Time: 11:46:00 AM
City/County: Washita County	Direction (facing): West	State: OK
Location: Gwendolyn No. 2-22H Well		
Subject: Leaking Hatch, Tank #CR9566. Video 003, TVA>10,000 ppm. (Photo 0793.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 17

Photographer: Don Smith	Date: 11/4/2010	Time: 11:55:00 AM
City/County: Washita County	Direction (facing): Northwest	State: OK
Location: Gwendolyn No. 2-22H Well		
Subject: Leaking Hatch from ground (closeup), Tank #CR9566. Video 004. (Photo 0072.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 18

Photographer: Don Smith	Date: 11/4/2010	Time: 11:55:00 AM
City/County: Washita County	Direction (facing): Northwest	State: OK
Location: Gwendolyn No. 2-22H Well		
Subject: Leaking Hatch from ground, Tank #CR9566. Video 004. (Photo 0073.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 19

Photographer: Don Smith	Date: 11/4/2010	Time: 11:58:00 PM
City/County: Washita County	Direction (facing): West	State: OK
Location: Gwendolyn No. 2-22H Well		
Subject: Five Tanks (Photo 0074.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 20

Photographer: Don Smith	Date: 11/4/2010	Time: 12:03:00 PM
City/County: Washita County	Direction (facing): East	State: OK
Location: Gwendolyn No. 1-22H Well		
Subject: Well ID: (Photo 0075.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 21

Photographer: Don Smith	Date: 11/4/2010	Time: 12:07:00 PM
City/County: Washita County	Direction (facing): East	State: OK
Location: Gwendolyn No. 1-22H Well		
Subject: Five tanks. (Photo 0076.JPG)		

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY

Official Photograph Log

Photo 22

Photographer: Don Smith	Date: 11/4/2010	Time: 12:08:00 PM
City/County: Washita County	Direction (facing): East	State: OK
Location: Gwendolyn No. 1-22H Well		
Subject: Leaking hatch Tank #23364, Video 005. (Photo 0077.JPG)		

Att. C

UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION 6
1445 ROSS AVENUE, SUITE 1200
DALLAS, TEXAS 75202-2733

November 8, 2010

CERTIFIED MAIL - RETURN RECEIPT REQUESTED: 7005 1820 0003 7457 5736

Mr. Levi Poe
Corporate Air Supervisor
Chesapeake Operating, Inc.
6100 North Western Ave.
Oklahoma City, Oklahoma 73118

Re: Administrative Compliance Order Docket Number: CAA-06-2011-3303

Dear Mr. Poe:

Enclosed is an Administrative Compliance Order (Order) issued to Chesapeake Operating, Inc., for violation of the Clean Air Act (42 U.S.C. § 7412(r)(1)). The violation was identified based on our November 4, 2010, inspection of your oil and gas production facilities located in Clinton, Washita County, Oklahoma. The general duty clause violation consists of an unpermitted release of extremely hazardous substances; specifically, methane.

Effective upon receipt of this Order, you shall fix, repair or replace the leaking components as noted in the enclosed Order, and comply with the provisions of this Order. The Environmental Protection Agency is committed to ensuring compliance with the requirements of the Clean Air Act, and my staff will assist you in any way possible.

If you have any questions, please contact Tony Robledo, of my staff, at (214) 665-8182.

Sincerely,

John Blevins
Director
Compliance Assurance and
Enforcement Division

Enclosure

cc: Brad Flaming
Oklahoma Department of Environmental Quality

Michael Park
Area District Manager
Chesapeake Operating, Inc.

U.S. ENVIRONMENTAL PROTECTION AGENCY-REGION 6
ADMINISTRATIVE COMPLIANCE ORDER
In the Matter of Chesapeake Operating, Inc., Respondent
Docket No. CAA-06-2011-3303

STATUTORY AUTHORITY

The following findings are made and Administrative Compliance Order (Order) issued under the authority vested in the Administrator of the United States Environmental Protection Agency (EPA), by Section 113(a)(3) of the Clean Air Act (Act), 42 U.S.C. § 7413(a)(3). The Administrator has delegated the authority to issue this Order to the Regional Administrator of EPA Region 6 who has further delegated such authority to the Director of the Compliance Assurance and Enforcement Division.

FINDINGS

1. Respondent, Chesapeake Operating, Inc. is a "person" as defined by Section 302(e) of the Act, 42 U.S.C. § 7602(e).

2. At all times relevant to the violation alleged herein, Respondent operated an oil and gas production facility located in Clinton, Washita County, Oklahoma (the "Facility").

3. The Facility is a "stationary source" as defined by Section 112(r)(2)(C) of the Act, 42 U.S.C. 7412(r)(2)(C).

4. On November 4, 2010, EPA inspectors observed an unpermitted release of pollutants from a number of tank hatches as identified in ATTACHMENT A to this Order.

5. Based on information in the General Permit, the Facility Gas Analysis, and utilizing the FLIR® Gas Finder Infrared Camera, the EPA inspectors determined that the unpermitted releases of pollutants described in paragraph four (4) contained methane.

6. Methane is listed as a flammable in 40 C.F.R. 68.130, Table 3 and also described as highly flammable/explosive in the Material Safety Data Sheet as provided by the Facility.

7. Extremely hazardous substances under Section 112(r) of the Act, 42. U.S.C. § 7412(r) include, but are not limited to methane. Tank hatches are not an appropriate source for fugitive emissions and are potentially subject to explosive levels of methane.

8. Section 112(r)(1) of the Act, 42 U.S.C. § 7412(r)(1) requires owners and operators to design and maintain a safe facility, taking such steps as are necessary to prevent releases of extremely hazardous substances.

9. On November 4, 2010, Respondent released an unpermitted emission containing methane into the ambient air from a stationary source in violation of Section 112(r)(1) of the Clean Air Act (Act), 42 U.S.C. § 7412(r)(1).

ORDER

Based on these findings and pursuant to authority of Section 113(a)(3) of the Act, 42 U.S § 7413(a)(3), EPA orders that Respondent take the follow actions upon receipt of this Order:

1. Fix, repair, or replace the leaking components that lec the unpermitted release of extremely hazardous substan as described in paragraph four (4), upon receipt of Order.

2. Within fifteen (15) days of the effective date of Order, Respondent shall provide written certification to EPA, Region 6, that the activities required in the previ paragraph have been completed and shall include supporting documents such as receipts and invoices. written certification and supporting documentation shall addressed to John Blevins, U.S. EPA Region 6, Direc Compliance Assurance and Enforcement Division, 1 Ross Ave., Dallas, TX 75202. Respondent shall sign certify under penalty of law that the certification supporting documentation are true, accurate, and misleading.

GENERAL PROVISIONS

Issuance of this Order shall not be deemed election by EPA to waive any administrative, judicial, c or criminal action to seek penalties, fines or other re under the Act for the violation alleged herein or o violations which may become known to EPA. EPA rese the right to seek any remedy available under the law whic deems appropriate.

Failure to comply with this Order or the Act result in the initiation of an administrative penalty action EPA or a civil judicial penalty action by the Department of Justice.

Compliance with this Order does not reli Respondent of its obligation to comply with all applic federal, state and local laws.

Nov 8, 2010
Date

John Blevins
Director
Compliance Assurance and
Enforcement Division

ATTACHMENT A: SERIAL NUMBERS OF LEAKING TANKS/HATCHES

Tanks and Well Sites:

Miller No. 1-21 H Site
Tank Serial No. VM 8309
Tank Serial No. VM 8304

Kast Trust No. 1-22H Site
Tank Serial No. T-0624

Gwendolyn No. 2-22H Site
Tank Serial No. CR 9566

Gwendolyn No. 1-22H Site
Tank Serial No. 23364

Att D

Chesapeake ENERGY

Regulatory Department

November 23, 2010

VIA CERTIFIED MAIL # 7010 1060 0000 0256 5021

John Blevins, Director
Compliance Assurance and Enforcement Division
United States Environmental Protection Agency
1445 Ross Avenue, Suite 1200
Dallas, TX 75202-2733

Re: Administrative Compliance Order Docket Number: CAA-06-2011-3303
Chesapeake Operating, Inc.

Dear Mr. Blevins:

Chesapeake Operating, Inc. ("Chesapeake") wishes to respond to the Findings and Order set forth in Administrative Compliance Order CAA-06-2011-3303 ("Order"), which the Environmental Protection Agency ("EPA") issued to Chesapeake on November 8, 2010, pursuant to the authority of Clean Air Act Section 113(a)(3), 42 U.S.C. § 7413(a)(3). While Chesapeake appreciates the EPA's effort to inspect our operations to ensure compliance, Chesapeake respectfully disagrees with the following findings contained in the Order.

4. On November 4, 2010, EPA inspectors observed an **unpermitted release of pollutants** from a number of tank hatches.

Chesapeake: The emissions observed during EPA's inspection are authorized by the state of Oklahoma. The sites inspected by EPA, Miller No. 1-21H, Kast Trust No. 1-22H, Gwyndolyn No. 2-22H, and Gwyndolyn No. 1-22H, are minor sources and operate either under a state issued General Permit or are permit exempt. Therefore these emissions were *not* an "unpermitted" release.

5. Based on information in the General Permit, the Facility Gas Analysis, and utilizing the FLIR Gas Finder Infrared Camera, the EPA inspectors determined that the **unpermitted releases of pollutants** described in paragraph four (4) contained **methane.**

Chesapeake Energy Corporation
P.O. Box 18496 • Oklahoma City, OK 73154-0496 • 6100 N. Western Avenue • Oklahoma City, OK 73118
405.848.8000 • fax 405.935.7908

Chesapeake: The emissions observed during EPA's inspection were authorized emissions under state rules. Additionally, methane is *not* subject to permitting requirements under the CAA or under Oklahoma regulation.

7. Extremely hazardous substances under Section 112(r) of the Act, 42 U.S.C. § 7412(r) include, but are not limited to methane. **Tank hatches are not an appropriate source for fugitive emissions** and are potentially subject to **explosive levels of methane.**

Chesapeake: The General Duty Clause of 112(r) imposes three broad requirements: (1) identify hazards which may result from the "accidental release" of certain substances, (2) design and maintain a safe facility while taking steps *as necessary* to prevent the "accidental release" of those substances, and (3) minimize the consequences of any "accidental release" of those substances. Chesapeake has met all three requirements of the General Duty Clause. The operational design of the well sites identified in the Order specifically includes venting through tank hatches. Oil and gas production tanks are designed and permitted to release emissions through either the tank vent or tank hatch. The purpose of that operational design is to facilitate the quick dispersion of and *prevent* the accumulation of emissions. The Findings in the Order demonstrate that the tank hatches were operating as designed, and therefore show that Chesapeake has (1) identified a potential hazard – *i.e.*, the "accidental release" of accumulated emissions, (2) designed its well sites to vent emissions *as necessary* to prevent the "accidental release" of accumulated emissions, and (3) done so in order to minimize the consequences of any "accidental release" of accumulated emissions. The design allows the facility to operate safely by having controlled, permitted emissions that disperse in accordance with the requirements of 112(r) of the Act.

8. Section 112(r)(1) of the Act, 42 U.S.C. § 7412(r)(1) requires **owners and operators to design and maintain a safe facility, taking such steps as are necessary to prevent releases of extremely hazardous substances.**

Chesapeake: As stated above, the facilities are designed and permitted to vent emissions from the tank hatches. The purpose of the General Duty Clause is to prevent the "accidental release" of extremely hazardous pollutants. Since the facilities are designed and permitted to vent from the tank hatch, the release of emissions from the hatch is *not* accidental. Furthermore, the tank hatches are located atop the tank with the designed purpose of dispersing the emissions. This purpose of the dispersion is to ensure safe operations by preventing the accumulation of emissions.

Chesapeake appreciates EPA's inspection of our facilities. Chesapeake will continue to monitor and inspect our operations at the facilities included in the Order and will make any repairs or modifications as necessary to ensure safe operations as well as compliance with authorized emission limits.

If there are any further questions please feel free to contact Levi Poe at (405)-935-7866.

Respectfully,

Lewis Craig Manaugh
Vice President – Operations, Northern Division
Chesapeake Operating, Inc.

cc: Levi Poe, Corporate Air Supervisor

Chesapeake ENERGY

Regulatory Department

December 10, 2010

VIA CERTIFIED MAIL # 7010 1060 0000 0256 7599

John Blevins, Director
Compliance Assurance and Enforcement Division
United States Environmental Protection Agency
1445 Ross Avenue, Suite 1200
Dallas, TX 75202-2733

Re: Administrative Compliance Order Docket Number: CAA-06-2011-3303
Chesapeake Operating, Inc.

Dear Mr. Blevins:

Chesapeake Operating, Inc.'s ("Chesapeake") initial response regarding Administrative Compliance Order CAA-06-2011-3303 ("Order") was submitted on November 23, 2010. Chesapeake still respectfully disagrees with the finding "that an unpermitted release of pollutants from a number of tank hatches occurred on November 4, 2010". However, in response to Item #2 of the Order, Chesapeake has provided the attached receipts for replacement of the tank hatches, which was completed the week of November 22nd.

If there are any further questions please feel free to contact Levi Poe at (405)-935-7866.

Respectfully,

Michael W. Park
District Manager – Anadarko, Northern Division
Chesapeake Operating, Inc.

cc: Levi Poe, Corporate Air Supervisor

Enclosure

Chesapeake Energy Corporation
P.O. Box 18496 • Oklahoma City, OK 73154-0496 • 6100 N. Western Avenue • Oklahoma City, OK 73118
405.848.8000 • fax 405.935.7908

NATIONAL OILWELL VARCO

Invoice 902692258
Repeat Printout

Customer PO	Sales Order	Shipment	Packing Slip	Thank you for your prompt payment	Date: 11/22/2010
	8198849	Refer to Item	300919301		

Bill to	Ship To	Interim Ship To
Cust Num: 128063 CHESAPEAKE OPERATING - EDI PO Box 548806 OKLAHOMA CITY OK 73154	CHESAPEAKE OPERATING - EDI OSCL WEATHERFORD OK 73096	

PROPERTY NUMBER:622200 MISC:REPLUMB VENT LINE	LEASE WELL NAME:GWENDOLYN #1-22 INVOICE DESCRIPTION:PRODUCT OR SERVICE	ORDERED BY:DUSTIN W/ CANYON

Sort Seq: Order Confirmation

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
10	387758	FLANGE THREADED 4 IN 150 ANSI GLOBALLY SOURCED RAISED FACE CARBON STEEL ASTM A105	10	EA	146.99 /EA	90.15%	14.48	144.80
	/Shipment 804068789 / ORDERED BY:TOMMY W/ BELTERS							
20	3553	NIPPLE 4 IN X 4 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	6	EA	265.69 /EA	93.30%	17.80	106.80
	/Shipment 804105540 / ORDERED BY:TOMMY W/ BELTERS							
30	3463	NIPPLE 4 IN X 6 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	6	EA	49.82 /EA	66.66%	16.61	99.66
	/Shipment 804105540 / ORDERED BY:TOMMY W/ BELTERS							
40	4022	TEE 4 IN THREADED 150 PSI MALLEABLE IRON BLACK	6	EA	325.37 /EA	81.25%	61.01	366.06
	/Shipment 804105540 / ORDERED BY:TOMMY W/ BELTERS							
50	387784	FLANGE WELDNECK 4 IN 150 ANSI GLOBALLY SOURCED RAISED FACE STD CARBON STEEL ASTM A105	6	EA	146.63 /EA	86.48%	19.82	118.92
	/Shipment 804105540 / ORDERED BY:TOMMY W/ BELTERS							
60	3466	NIPPLE 4 IN X 12 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	12	EA	76.74 /EA	66.67%	25.58	306.96

NATIONAL OILWELL VARCO

Invoice 902692258
Repeat Printout

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
	/Shipment 804105540 / ORDERED BY:TOMMY W/ BELTERS							
70	166815	VLV BL 4 IN TED 750 RP DI BD CS TRM / BALON 4RS32UNI	4	EA	315.00 /EA	30.00%	220.50	882.00
	/Shipment 804105540 / ORDERED BY:TOMMY W/ BELTERS							
80	74698	PIPE 4 S40 SMW GLOBALLY SOURCED APISL THREADED & COUPLED W/API CPLGS MILL VARNISH 25 FT CARBON STEEL STD 0.237 WALL TEN 11.00 WT/FT	200.000	FT	36.82 /FT	55.89%	16.24	3,248.00
	/Shipment 804105540 / ORDERED BY:TOMMY W/ BELTERS							
90	65012	SWAGE 4 IN X 1 IN THREADED-BOTH-ENDS STD CARBON STEEL	1	EA	335.13 /EA	85.63%	48.16	48.16
	/Shipment 804105540 / ORDERED BY:TOMMY W/ BELTERS							
100	4368	SWAGE 4 IN X 3 IN THREADED-BOTH-ENDS STD CARBON STEEL ASTM A234 WPB	2	EA	215.89 /EA	85.63%	31.02	62.04
	/Shipment 804105540 / ORDERED BY:TOMMY W/ BELTERS							
110	4378	SWAGE 4 IN X 2 IN THREADED-BOTH-ENDS STD CARBON STEEL ASTM A234 WPB	4	EA	235.16 /EA	85.63%	33.79	135.16
	/Shipment 804105540 / ORDERED BY:TOMMY W/ BELTERS							
120	3928	ELBOW 4 IN 45 DEG THREADED 150 LB MALLEABLE IRON BLACK	4	EA	235.72 /EA	81.25%	44.20	176.80
	/Shipment 804105540 / ORDERED BY:TOMMY W/ BELTERS							
130	387758	FLANGE THREADED 4 IN 150 ANSI GLOBALLY SOURCED RAISED FACE CARBON STEEL ASTM A105	3	EA	146.99 /EA	90.15%	14.48	43.44
	/Shipment 804105540 / ORDERED BY:TOMMY W/ BELTERS							
140	554123	VLV VENT 950 16 OZ ALUM / ENARDO 950	3	EA	1,749.82 /EA	34.00%	1,154.88	3,464.64
	/Shipment 804082001 / ORDERED BY:TOMMY W/ BELTERS							
150	298848	ARRESTOR FLAME 2 IN FF MDL ENR 70802-AAF / ENARDO 70802AAF	3	EA	1,204.50 /EA	10.00%	1,084.05	3,252.15

Invoice 902692258
Repeat Printout

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
	/Shipment 804082001 /							
	ORDERED BY:TOMMY W/ BELTERS							
160	554125	KT BLT / GSKT ARRESTOR / ENARDO 26104600	3	EA	67.48 /EA	10.00%	60.73	182.19
	/Shipment 804082001 /							
	ORDERED BY:TOMMY W/ BELTERS							
170	387755	FLANGE THREADED 2 IN 150 ANSI GLOBALLY SOURCED RAISED FACE CARBON STEEL ASTM A105	3	EA	133.00 /EA	90.15%	13.10	39.30
	/Shipment 804105540 /							
	ORDERED BY:TOMMY W/ BELTERS							
180	85830	GASKET SPIRAL WOUND 4 IN 150 ANSI 304 STAINLESS STEEL WINDING GRAPHITE FILLER	10	EA	6.10 /EA	73.28%	1.63	16.30
	/Shipment 804105540 /							
	ORDERED BY:TOMMY W/ BELTERS							
190	72035	GASKET DIE CUT RAISED FACE 2 IN 150 ANSI 1/16 IN THICK NON-ASBESTOS	3	EA	0.96 /EA	55.21%	0.43	1.29
	/Shipment 804105540 /							
	ORDERED BY:TOMMY W/ BELTERS							
200	65183	STUD 5/8 IN X 4 IN B7 W/TWO 2H NUTS ALLOY STEEL ASTM A193/A194	70	EA	2.63 /EA	67.68%	0.85	59.50
	/Shipment 804105540 /							
	ORDERED BY:TOMMY W/ BELTERS							
210	3490	NIPPLE 1/2 IN X 1-1/2 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	1	EA	14.60 /EA	93.29%	0.98	0.98
	/Shipment 804105540 /							
220	106611	TAPE THREAD SEALER TEFLON 1 X 1296 IN ROLL	6	EA	11.33 /EA	78.02%	2.49	14.94
	/Shipment 804105540 /							
230	67987	CMPD THD KOPR KOTE BRUSH TOP 1 CAN / JETLUBE 10004	1	EA	22.18 /EA	46.53%	11.86	11.86
	/Shipment 804105540 /							
240	3309	UNION WING 4 IN FIG 200 2000 LB CWP THREADED	2	EA	196.04 /EA	66.03%	66.59	133.18
	/Shipment 804105540 /							
250	ZNIP250	UBOLT 4IN RG 1/2 W/ 2 NUTS	4	EA			9.07	36.28
	/Shipment 804099135 /							

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Repeat Printout

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
260	63646	CROSS 4 IN THREADED 150 LB MALLEABLE IRON BLACK	1	EA	522.69 /EA	74.91%	131.13	131.13
	/Shipment 804105540 /							
270	387784	FLANGE WELDNECK 4 IN 150 ANSI GLOBALLY SOURCED RAISED FACE STD CARBON STEEL ASTM A105	4	EA	146.63 /EA	86.48%	19.82	79.28
	/Shipment 804105540 /							
280	3667	ELBOW 4 IN 90 DEG LONG RADIUS STD BUTTWELD CARBON STEEL ASTM A234 WPB	2	EA	173.00 /EA	85.24%	25.53	51.06
	/Shipment 804105540 /							
290	3490	NIPPLE 1/2 IN X 1-1/2 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	3	EA	14.60 /EA	93.29%	0.98	2.94
	/Shipment 804105540 /							
300	4368	SWAGE 4 IN X 3 IN THREADED-BOTH-ENDS STD CARBON STEEL ASTM A234 WPB	2	EA	215.89 /EA	85.63%	31.02	62.04
	/Shipment 804105540 /							
310	71391	BOLT U 4 IN WITH 4 NUTS GALVANIZED FIG 137	1	EA	22.61 /EA	80.01%	4.52	4.52
	/Shipment 804105538 /							
320	19075	LUB OIL CUTTG DR 1 GAL / RIDGID 70830	1	EA	19.30 /EA	15.03%	16.40	16.40
	/Shipment 804105540 /							
330	65013	SWAGE 4 IN X 1 IN THREADED-BOTH-ENDS STD CARBON STEEL	1	EA	335.13 /EA	85.63%	48.16	48.16
	/Shipment 804105563 /							
340	70647	VLV BL 1 IN THD 3000 RP CS BD 316 SS / ZALON LM10361	1	EA	86.00 /EA	42.00%	49.88	49.88
	/Shipment 804105563 /							
350	84479	GGE 2-1/2 IN 30 OZ 1/4 IN LM DRY CS / WIKA 9851747	1	EA	58.05 /EA	47.10%	30.71	30.71
	/Shipment 804105563 /							
360	74695	PIPE 1 S40 ERW GLOBALLY SOURCED APISL THREADED & COUPLED W/API CPLGS MILL VARNISH 25 FT CARBON STEEL STD 0.133 WALL THK 1.70 WT/FT	25.000	FT	5.73 /FT	55.35%	2.53	63.25
	/Shipment 804105563 /							
370	74417	CAP EXHAUST 1-1/4 IN - 1-7/16 IN OD PIPE 12 GTN 11002 MODEL NO 1	1	EA	7.19 /EA	10.01%	6.47	6.47
	/Shipment 804105563 /							

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Repeat Printout

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
380	89534	BUSHING HEX 1 IN X 1/4 IN THREADED FORGED-STEEL ASTM A105	1	EA	10.85 /EA	85.99%	1.52	1.52
	/Shipment 804105563 /							
390	72871	TUBING METAL 3/8 IN 0.035 WELD T304 STAINLESS STEEL 300 FT COIL	300.000	FT	2.61 /FT	70.11%	0.78	234.00
	/Shipment 804105563 /							
400	145311	TUBING METAL 1/2 IN 0.035 WELD 304 STAINLESS STEEL COIL	300	EA	3.07 /FT	70.36%	0.91	273.00
	/Shipment 804105563 /							
410	390628	EL 3/8 IN TB X 1/4 IN MNPT 90D CS ZINC P / SSP ISU6ME4	1	EA	14.76 /EA	46.21%	7.94	7.94
	/Shipment 804105563 /							
420	390623	CONN 3/8 IN TB X 1/4 IN MNPT CS ZINC PL / SSP ISU6MC4	1	EA	8.84 /EA	46.27%	4.75	4.75
	/Shipment 804105563 /							
430	390624	EL 1/2 IN TB X 1/2 IN MNPT 90D CS ZINC P / SSP ISU8ME8	2	EA	20.08 /EA	46.22%	10.80	21.60
	/Shipment 804105563 /							
440	390568	CONN 1/2 IN TB X 1/2 IN MNPT CS ZINC PL / SSP ISU8MC8	6	EA	9.08 /EA	46.26%	4.88	29.28
	/Shipment 804105563 /							
450	89527	BUSHING HEX 1/2 IN X 1/4 IN THREADED FORGED-STEEL ASTM A105	3	EA	5.42 /EA	85.98%	0.76	2.28
	/Shipment 804105563 /							
460	3940	ELBOW 4 IN 90 DEG THREADED 150 LB MALLEABLE IRON BLACK	2	EA	206.29 /EA	81.25%	38.68	77.36
	/Shipment 804105563 /							
470	89536	BUSHING HEX 1 IN X 1/2 IN THREADED FORGED-STEEL ASTM A105	4	EA	10.85 /EA	85.99%	1.52	6.08
	/Shipment 804105563 /							
480	69423	EM GGE 2-1/2 IN 200 PSI 1/4 IN LM LF BRS / WIKA 9310720	2	EA	64.65 /EA	57.00%	27.80	55.60
	/Shipment 804105563 /							
490	3493	NIPPLE 1/2 IN X 3 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	4	EA	19.55 /EA	93.30%	1.31	5.24
	/Shipment 804105563 /							
500	74698	PIPE 4 S40 ERW GLOBALLY SOURCED API5L THREADED & COUPLED W/API CPLGS MILL VARNISH 25 FT CARBON STEEL STD 0.237 WALL THK 11.00 WT/FT	25.000	FT	36.82 /FT	55.89%	16.24	406.00
	/Shipment 804105563 /							

Invoice 902692258
Repeat Printout

Item Subtotal	14,621.90
Subtotal for Discounts	875.14-
Subtotal for Taxes	756.07
Invoice Amount	14,502.83

Pricing Include
CONTRACT ADJUSTMENT 875.14-

Subject to Terms on Back Payment Terms:Net 60 Days Delivery Terms:FOB SHIPPING POINT Currency: USD
Please Mail Checks To: NATIONAL OILWELL VARCO, L.P., P.O. BOX 200838, DALLAS TX 75320-0838
Wire Transfer Funds to Wells Fargo Bank, Houston ABA No: 121000248 Account No: 4159795772

No Electronic Signature Available

Packing Slip 300939213

Customer PO	Sales Order	Shipment	Packing Slip	**** THIS IS NOT AN INVOICE DO NOT PAY FROM THIS DOCUMENT ****	Date: 12/02/2010
	8236534	804137163			

Bill to	Ship To	Interim Ship To
Cust Num: 128063 CHESAPEAKE OPERATING - EDI PO Box 548806 OKLAHOMA CITY OK 73154	CHESAPEAKE OPERATING - EDI OCL WEATHERFORD OK 73096	

PROPERTY NUMBER:622200 MISC:REPLACING HATCHES	LEASE WELL NAME:GWENDOLYN 1-22H INVOICE DESCRIPTION:PRODUCT OR SERVICE	ORDERED BY:DUSTIN W/CANYON/JAY JARVIS

Sort Seq: Order Confirmation

Item	Material	Description		Qty	UM	Unit Price	Disc%	Net Price	Net Total
10	555930	HATCH THISF ES660 / ENARDO	4530225	2	EA			495.12	990.24
20	555929	KT RETRO FIT ES660 / ENARDO	E4539303	2	EA			414.74	829.48

Item Subtotal	1,819.72
Subtotal for Taxes	100.08
Packing Slip Amount	1,919.80

Subject to Terms on Back Payment Terms:Net 60 Days Delivery Terms:FOB SHIPPING POINT Currency: USD

Questions: National Oilwell Varco LP WEATHERFORD OK Phone: (580) 774-1111

** HAZARDOUS MATERIAL D.O.T. 24 HOUR EMERGENCY RESPONSE NUMBER: 1-800-451-8346 **

PSKAHVR NOP

12/02/2010 09:29:31

NATIONAL OILWELL VARCO

Invoice 902692696

Customer PO	Sales Order	Shipment	Packing Slip	Thank you for your prompt payment	Date: 11/23/2010
gwendolyn 2-22h	8210273	Refer to Item	300919703		

Bill to	Ship To	Interim Ship To
Cust Num: 128063 CHESAPEAKE OPERATING - EDI PO Box 548506 OKLAHOMA CITY OK 73154	CHESAPEAKE OPERATING - EDI ocl weatherford OK 73096	

PROPERTY NUMBER:629063 MISC:SEPARATOR TO INCENTATOR	LEASE WELL NAME:GWENDOLYN 2-22H INVOICE DESCRIPTION:PRODUCT OR SERVICE	ORDERED BY:DUSTIN W/CANYON

Sort Seq: Order Confirmation

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
10	74698	PIPE 4 S40 ERW GLOBALLY SOURCED APISL THREADED & COUPLED W/API CPLGS MILL VARNISH 25 FT CARBON STEEL STD 0.237 WALL TEX 11.00 WT/FT	200.000	FT	36.82 /FT	55.89%	16.24	3,248.00
	/Shipment 804105193 /							
21	3940	ELBOW 4 IN 90 DEG THREADED 150 LB MALLEABLE IRON BLACK	2	EA	206.29 /EA	81.25%	38.68	77.36
	Netosa jordan will pick up todcy thanks							
	/Shipment 804093023 /							
		jordan will pick up today thanks						
22	3940	ELBOW 4 IN 90 DEG THREADED 150 LB MALLEABLE IRON BLACK	3	EA	206.29 /EA	81.25%	38.68	116.04
	/Shipment 804105193 /							
40	166815	VLV BL 4 IN THD 750 RP DI BD CS TRM / BALON 4RS32UNI	2	EA	214.45 /EA		214.45	428.90
	/Shipment 804105193 /							
50	387784	FLANGE WELDNECK 4 IN 150 ANSI GLOBALLY SOURCED RAISED FACE STD CARBON STEEL ASTM A105	1	EA	146.63 /EA	86.48%	19.82	19.82
	/Shipment 804105193 /							
60	387758	FLANGE THREADED 4 IN 150 ANSI GLOBALLY SOURCED RAISED FACE CARBON STEEL ASTM A105	4	EA	146.99 /EA	90.15%	14.48	57.92
	/Shipment 804105193 /							
70	85830	GASKET SPIRAL WOUND 4 IN 150 ANSI 304 STAINLESS STEEL WINDING	3	EA	6.10 /EA	73.28%	1.63	4.89

Questions: National Oilwell Varco LP WEATHERFORD OK Phone: (580) 774-1111

** HAZARDOUS MATERIAL D.O.T. 24 HOUR EMERGENCY RESPONSE NUMBER: 1-800-451-8346 **

NATIONAL OILWELL VARCO

Invoice 902692696

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
		GRAPHITE FILLER						
	/Shipment	804105193 /						
80	4378	SWAGE 4 IN X 2 IN THREADED-BOTH-ENDS STD CARBON STEEL ASTM A234 WPB	2	EA	235.16 /EA	85.63%	33.79	67.58
	/Shipment	804105193 /						
100	3533	NIPPLE 2 IN X CLOSE THREADED-BOTH-ENDS XH CARBON STEEL ASTM A106 B BLACK	2	EA	39.32 /EA	93.31%	2.63	5.26
	/Shipment	804105193 /						
110	46012	NIPPLE 4 IN X 6 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A1062 BLACK	2	EA	332.10 /EA	92.35%	25.42	50.84
	/Shipment	804105193 /						
120	3464	NIPPLE 4 IN X 8 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	2	EA	57.46 /EA	66.67%	19.15	38.30
	/Shipment	804105193 /						
130	3465	NIPPLE 4 IN X 10 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	2	EA	65.47 /EA	66.67%	21.82	43.64
	/Shipment	804105193 /						
140	3556	NIPPLE 4 IN X 12 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	2	EA	535.93 /EA	93.30%	35.91	71.82
	/Shipment	804105193 /						
160	70647	VLV BL 1 IN THD 3000 RP CS BD 316 SS / BALON IM10361	2	EA	47.87 /EA		47.87	95.74
	/Shipment	804105193 /						
170	3667	ELBOW 4 IN 90 DEG LONG RADIUS STD BUTTWELD CARBON STEEL ASTM A234 WPB	1	EA	173.00 /EA	85.24%	25.53	25.53
	/Shipment	804105193 /						
180	3463	NIPPLE 4 IN X 6 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	8	EA	49.82 /EA	66.66%	16.61	132.88
	/Shipment	804105193 /						
190	4022	TEE 4 IN THREADED 150 PSI MALLEABLE IRON BLACK	8	EA	325.37 /EA	81.25%	61.01	488.08
	Notes: we picked up on sat 11.20.10							
	/Shipment	804105194 /						

NATIONAL OILWELL VARCO

Invoice 902692696

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
		we picked up on sat 11.20.10						
200	3940	ELBOW 4 IN 90 DEG THREADED 150 LB MALLEABLE IRON BLACK	3	EA	206.29 /EA	81.25%	38.68	116.04
	/Shipment 804105193 /							
210	63646	CROSS 4 IN THREADED 150 LB MALLEABLE IRON BLACK	1	EA	522.69 /EA	74.91%	131.13	131.13
	Notes: we picked up sat 11.20.10							
	/Shipment 804105194 /							
		we picked up sat 11.20.10						
220	74698	PIPE 4 S40 ERW GLOBALLY SOURCED APISL THREADED & COUPLED W/API CPLGS MILL VARNISH 25 FT CARBON STEEL STD 0.237 WALL THK 11.00 WT/FT	75.000	FT	36.82 /FT	55.89%	16.24	1,218.00
	/Shipment 804105193 /							
230	67987	CMPD THD ROPR ROTE BRUSH TOP 1 CAN / JETLUBE 10004	1	EA	22.18 /EA	46.53%	11.86	11.86
	/Shipment 804105193 /							
240	106611	TAPE THREAD SEALER TEFLON 1 X 1296 IN ROLL	9	EA	11.33 /EA	78.02%	2.49	22.41
	/Shipment 804105193 /							
250	89642	FLANGE THREADED 2 IN 150 ANSI US MANUFACTURER RAISED FACE CARBON STEEL ASTM A105	1	EA	133.00 /EA	87.80%	16.23	16.23
	/Shipment 804105193 /							
260	85825	GASKET SPIRAL WOUND 2 IN 150 ANSI 304 STAINLESS STEEL WINDING GRAPHITE FILLER	2	EA	4.45 /EA	73.26%	1.19	2.38
	/Shipment 804105193 /							
270	89645	FLANGE THREADED 4 IN 150 ANSI US MANUFACTURER RAISED FACE CARBON STEEL ASTM A105	10	EA	191.00 /EA	87.80%	23.30	233.00
	/Shipment 804105193 /							
280	74698	PIPE 4 S40 ERW GLOBALLY SOURCED APISL THREADED & COUPLED W/API CPLGS MILL VARNISH 25 FT CARBON STEEL STD 0.237 WALL THK 11.00 WT/FT	75.000	FT	36.82 /FT	55.89%	16.24	1,218.00
	/Shipment 804105193 /							
290	89578	ELBOW 2 IN 90 DEGREE CLASS 2000 THREADED FORGED-STEEL ASTM A105	1	EA	78.34 /EA	86.00%	10.97	10.97
	/Shipment 804105193 /							

NATIONAL OILWELL VARCO

Invoice 902692696

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
300	89671	STUD 5/8 IN X 4-1/2 IN B7 W/TWO 2H NUTS ALLOY STEEL ASTM A193/A194	19	EA	2.75 /EA	67.64%	0.89	16.91
	/Shipment 804105193 /							
310	3809	UNION WING 4 IN FIG 200 2000 LB CWP THREADED	1	EA	196.04 /EA	66.03%	66.59	66.59
	/Shipment 804105193 /							
320	89565	COUPLING 2 IN CLASS 3000 THREADED FORGED-STEEL ASTM A105	1	EA	44.89 /EA	86.01%	6.28	6.28
	/Shipment 804105193 /							
330	121553	LNR GLV POLY/COTTON / LIBERTYGLV 4517	48	PR	1.78 /PR	66.85%	0.59	28.32
	/Shipment 804105193 /							
340	46012	NIPPLE 4 IN X 6 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	4	EA	332.10 /EA	92.35%	25.42	101.68
	/Shipment 804105193 /							
350	387784	FLANGE WELDNECK 4 IN 150 ANSI GLOBALLY SOURCED RAISED FACE STD CARBON STEEL ASTM A105	1	EA	146.63 /EA	86.48%	19.82	19.82
	/Shipment 804105193 /							
360	3466	NIPPLE 4 IN X 12 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	4	EA	76.74 /EA	66.67%	25.58	102.32
	/Shipment 804105193 /							
370	166815	VLV BL 4 IN TED 750 RP DI BD CS TRM / BALON 4RS22UNI	2	EA	315.00 /EA	36.37%	200.45	400.90
	/Shipment 804105193 /							
380	65013	SWAGE 4 IN X 1 IN THREADED-BOTH-ENDS STD CARBON STEEL	1	EA	335.12 /EA	85.62%	48.16	48.16
	/Shipment 804105193 /							
390	4378	SWAGE 4 IN X 2 IN THREADED-BOTH-ENDS STD CARBON STEEL ASTM A234 WPB	2	EA	235.16 /EA	85.63%	33.79	67.58
	/Shipment 804105193 /							
400	3940	ELBOW 4 IN 90 DEG THREADED 150 LB MALLEABLE IRON BLACK	2	EA	206.29 /EA	81.25%	38.68	77.36
	/Shipment 804105193 /							
410	554123	VLV VENT 950 16 OZ ALUM / ENARDO 950	2	EA	1,749.82 /EA	34.00%	1,154.88	2,309.76
	/Shipment 804105193 /							
420	298848	ARRESTOR FLAME 2 IN FF MDL ENR 70802-AAF / ENARDO 70802AAF	2	EA	1,204.50 /EA	10.00%	1,084.05	2,168.10
	/Shipment 804105193 /							

Invoice 902692696

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
430	554124	SPR GLV STL / ENARDO E4503100	2	EA	53.98 /EA	10.00%	48.58	97.16
	/Shipment 804105193 /							
450	85830	GASKET SPIRAL WOUND 4 IN 150 ANSI 304 STAINLESS STEEL WINDING GRAPHITE FILLER	7	EA	6.10 /EA	73.28%	1.63	11.41
	/Shipment 804105193 /							
460	63646	CROSS 4 IN THREADED 150 LB MALLEABLE IRON BLACK	1	EA	522.69 /EA	74.91%	131.13	131.13
	/Shipment 804105193 /							
470	74695	PIPE 1 S40 ERW GLOBALLY SOURCED APISL THREADED & COUPLED W/API CPLGS MILL VARNISH 25 FT CARBON STEEL STD 0.133 WALL THK 1.70 WT/FT	25.000	FT	5.73 /FT	55.85%	2.53	63.25
	/Shipment 804105193 /							
480	74417	CAP EXHAUST 1-1/4 IN - 1-7/16 IN OD PIPE 12 CTN 11002 MODEL NO 1	1	EA	7.19 /EA	10.01%	6.47	6.47
	/Shipment 804105193 /							
490	72871	TUBING METAL 3/8 IN 0.035 WELD T304 STAINLESS STEEL 300 FT COIL	300.000	FT	2.61 /FT	70.11%	0.78	234.00
	/Shipment 804105193 /							
500	145311	TUBING METAL 1/2 IN 0.035 WELD 304 STAINLESS STEEL COIL	300	EA	3.07 /FT	70.36%	0.91	273.00
	/Shipment 804105193 /							
510	390628	EL 3/8 IN TB X 1/4 IN MNPT 90D CS ZINC P / SSP ISU6ME4	2	EA	14.76 /EA	46.21%	7.94	15.88
	/Shipment 804105193 /							
520	390623	CONN 3/8 IN TB X 1/4 IN MNPT CS ZINC PL / SSP ISU6MC4	1	EA	8.84 /EA	46.27%	4.75	4.75
	/Shipment 804105193 /							
530	390624	EL 1/2 IN TB X 1/2 IN MNPT 90D CS ZINC P / SSP ISU8ME8	2	EA	20.08 /EA	46.22%	10.80	21.60
	/Shipment 804105193 /							
540	390568	CONN 1/2 IN TB X 1/2 IN MNPT CS ZINC PL / SSP ISU8MC8	6	EA	9.08 /EA	46.26%	4.88	29.28
	/Shipment 804105193 /							
550	89527	BUSHING HEX 1/2 IN X 1/4 IN THREADED FORGED-STEEL ASTM A105	1	EA	5.42 /EA	85.98%	0.76	0.76
	/Shipment 804105193 /							
560	3940	ELBOW 4 IN 90 DEG THREADED 150 LB MALLEABLE IRON BLACK	2	EA	206.29 /EA	81.25%	38.68	77.36
	/Shipment 804105193 /							
570	89575	ELBOW 1 IN 90D CLASS 2000 THREADED FORGED STEEL ASTM A105	2	EA	23.42 /EA	85.99%	3.28	6.56

Invoice 902692696

Item	Material Description	Qty UM	Unit Price	Disc%	Net Price	Net Total
	/Shipment 804105193 /					

Item Subtotal	14,339.01
Subtotal for Discounts	860.34-
Subtotal for Taxes	741.33
Invoice Amount	14,220.00

Pricing Include
CONTRACT ADJUSTMENT 860.34-

Subject to Terms on Back Payment Terms:Net 60 Days Delivery Terms:FOB SHIPPING POINT Currency: USD
Please Mail Checks To: NATIONAL OILWELL VARCO, L.P., P.O. BOX 200838, DALLAS TX 75320-0838
Wire Transfer Funds to Wells Fargo Bank, Houston ABA No: 121000248 Account No: 4159795772

No Electronic Signature Available

Invoice 902692197

Customer PO	Sales Order	Shipment	Packing Slip	Thank you for your prompt payment	Date: 11/22/2010
kast trust 1-22h	8210411	Refer to Item	300919180		

Bill to	Ship To	Interim Ship To
Cust Num: 128063 CHESAPEAKE OPERATING - EDI PO Box 54806 OKLAHOMA CITY OK 73154	CHESAPEAKE OPERATING - EDI ocl weatherford OK 73096	

PROPERTY NUMBER:622201 MISC:RE-PLUMB VENT LINES	LEASE WELL NAME:KAST TRUST 1-22E INVOICE DESCRIPTION:PRODUCT OR SERVICE	ORDERED BY:KEVEN W/CDL

Sort Seq: Order Confirmation

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
10	74698	PIPE 4 S40 ERW GLOBALLY SOURCED APISL TEREADED & COUPLED W/API CPLGS MILL VARNISH 25 FT CARBON STEEL STD 0.237 WALL THK 11.00 WT/FT	75.000	FT	36.82 /FT	55.89%	16.24	1,218.00
	/Shipment 804105296 /							
11	3940	ELBOW 4 IN 90 DEG THREADED 150 LB MALLEABLE IRON BLACK	2	EA	206.29 /EA	81.25%	38.68	77.36
	Notes: jordan will pick up today thanks							
	/Shipment 804093028 /							
		jordan will pick up today thanks						
12	3940	ELBOW 4 IN 90 DEG TEREADED 150 LB MALLEABLE IRON BLACK	3	EA	206.29 /EA	81.25%	38.68	116.04
	/Shipment 804105296 /							
20	4022	TEE 4 IN TEREADED 150 PSI MALLEABLE IRON BLACK	1	EA	325.37 /EA	81.25%	61.01	61.01
	/Shipment 804105296 /							
40	166815	VLV BL 4 IN THD 750 RP DI BD CS TRM / BALON 4RS32UNI	2	EA	214.45 /EA		214.45	428.90
	/Shipment 804105296 /							
60	387758	FLANGE TEREADED 4 IN 150 ANSI GLOBALLY SOURCED RAISED FACE CARBON STEEL ASTM A105	3	EA	146.99 /EA	90.15%	14.48	43.44
	/Shipment 804105296 /							
70	85830	GASKET SPIRAL WOUND 4 IN 150 ANSI 304 STAINLESS STEEL WINDING GRAPHITE FILLER	3	EA	6.10 /EA	73.28%	1.63	4.89

Invoice 902692197

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
	/Shipment 804105296 /							
90	4368	SWAGE 4 IN X 3 IN THREADED-BOTH-ENDS STD CARBON STEEL ASTM A234 WPB	1	EA	215.89 /EA	85.63%	31.02	31.02
	/Shipment 804105296 /							
120	3464	NIPPLE 4 IN X 8 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	1	EA	57.46 /EA	66.67%	19.15	19.15
	/Shipment 804105296 /							
130	3465	NIPPLE 4 IN X 10 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	2	EA	65.47 /EA	66.67%	21.82	43.64
	/Shipment 804105296 /							
141	3466	NIPPLE 4 IN X 12 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	2	EA	76.74 /EA	66.67%	25.58	51.16
	/Shipment 804105356 /							
150	65013	SWAGE 4 IN X 1 IN THREADED-BOTH-ENDS STD CARBON STEEL	1	EA	335.13 /EA	85.63%	48.16	48.16
	/Shipment 804105296 /							
160	70647	VLV BL 1 IN TED 3000 RP CS BD 316 SS / BALON LM10361	1	EA	86.00 /EA	47.40%	45.24	45.24
	/Shipment 804105296 /							
180	89615	PLUG HEX 1-1/4 IN THREADED FORGED-STEEL ASTM A105	1	EA	15.12 /EA	85.98%	2.12	2.12
	/Shipment 804105296 /							
190	74698	PIPE 4 S40 ERW GLOBALLY SOURCED API5L THREADED & COUPLED W/API CPLGS MILL VARNISH 25 FT CARBON STEEL STD 0.237 WALL THK 11.00 WT/FT	125.000	FT	36.82 /FT	55.89%	16.24	2,030.00
	/Shipment 804105296 /							
200	554123	VLV VENT 950 16 OZ ALUM / ENARDO 950	2	EA	1,749.82 /EA	34.00%	1,154.88	2,309.76
	/Shipment 804105296 /							
210	298348	ARRESTOR FLAME 2 IN FF MDL ENR 70802-AAF / ENARDO 70S02AAF	2	EA	1,204.50 /EA	10.00%	1,084.05	2,168.10
	/Shipment 804105296 /							
241	89671	STUD 5/8 IN X 4-1/2 IN B7 W/TWO 2H NUTS ALLOY STEEL ASTM A193/A194	8	EA	2.75 /EA	67.64%	0.89	7.12
	/Shipment 804105356 /							
250	89534	BUSHING HEX 1 IN X 1/4 IN THREADED FORGED-STEEL ASTM A105	2	EA	10.85 /EA	85.99%	1.52	3.04

Invoice 902692197

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
	/Shipment 804105295 /							
260	72066	BM GGE 2-1/2 IN 30 PSI 1/4 IN LM LF BRSS / WIKA 9310681	2	EA	64.65 /EA	67.30%	21.14	42.28
	/Shipment 804105295 /							
270	63646	CROSS 4 IN THREADED 150 LB MALLEABLE IRON BLACK	1	EA	522.69 /EA	74.91%	131.13	131.13
	/Shipment 804105296 /							
280	4022	TEE 4 IN THREADED 150 PSI MALLEABLE IRON BLACK	8	EA	325.37 /EA	81.25%	61.01	488.08
	/Shipment 804105356 /							
290	65013	SWAGE 4 IN X 1 IN THREADED-BOTH-ENDS STD CARBON STEEL	2	EA	335.13 /EA	85.63%	48.16	96.32
	/Shipment 804105356 /							
300	90517	VALVE RELIEF VAPOR 2 IN 8 OZ PSI W1392-V-STD	1	EA	342.05 /EA	10.00%	307.84	307.84
	/Shipment 804105296 /							
310	387758	FLANGE THREADED 4 IN 150 ANSI GLOBALLY SOURCED RAISED FACE CARBON STEEL ASTM A105	6	EA	146.99 /EA	90.15%	14.48	86.88
	/Shipment 804105295 /							
320	387784	FLANGE WELDNECK 4 IN 150 ANSI GLOBALLY SOURCED RAISED FACE STD CARBON STEEL ASTM A105	5	EA	146.63 /EA	86.43%	19.82	99.10
	/Shipment 804105296 /							
340	85830	GASKET SPIRAL WOUND 4 IN 150 ANSI 304 STAINLESS STEEL WINDING GRAPHITE FILLER	12	EA	6.10 /EA	73.28%	1.63	19.56
	/Shipment 804105296 /							
350	89645	FLANGE THREADED 4 IN 150 ANSI US MANUFACTURER RAISED FACE CARBON STEEL ASTM A105	7	EA	191.00 /EA	87.30%	23.30	163.10
	/Shipment 804105296 /							
360	89536	BUSHING REX 1 IN X 1/2 IN THREADED FORGED-STEEL ASTM A105	1	EA	10.35 /EA	85.99%	1.52	1.52
	/Shipment 804105295 /							
390	89617	TEE 1/4 IN CLASS 2000 THREADED FORGED STEEL ASTM A105 WPB	2	EA	21.03 /EA	86.02%	2.94	5.88
	/Shipment 804105296 /							
400	89625	TEE 2 IN CLASS 2000 THREADED FORGED STEEL ASTM A105 WPB	1	EA	101.73 /EA	86.00%	14.24	14.24
	/Shipment 804105296 /							
410	76826	TIE CABLE ULTRAVIOLET 15 IN BLACK PIG 100 HEAVY DUTY DOUBLE	1	EA	16.64 /EA	38.28%	10.27	10.27

Invoice 902692197

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
	/Shipment 804105296 /							
420	74695	PIPE 1 S40 ERW GLOBALLY SOURCED APISL THREADED & COUPLED W/API CPLGS MILL VARNISH 25 FT CARBON STEEL STD 0.133 WALL THK 1.70 WT/FT	25.000	FT	5.73 /FT	55.85%	2.53	63.25
	/Shipment 804105296 /							
440	3463	NIPPLE 4 IN X 6 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	1	EA	49.82 /EA	66.66%	16.61	16.61
	/Shipment 804105296 /							
450	3464	NIPPLE 4 IN X 8 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	4	EA	57.46 /EA	66.67%	19.15	76.60
	/Shipment 804105296 /							
460	3465	NIPPLE 4 IN X 10 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	3	EA	65.47 /EA	66.67%	21.82	65.46
	/Shipment 804105296 /							
471	3466	NIPPLE 4 IN X 12 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	4	EA	76.74 /EA	66.67%	25.58	102.32
	/Shipment 804105356 /							
480	3472	NIPPLE 1/4 IN X 2 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	1	EA	28.18 /EA	93.29%	1.89	1.89
	/Shipment 804105296 /							
490	3474	NIPPLE 1/4 IN X 3 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	1	EA	34.15 /EA	93.29%	2.29	2.29
	/Shipment 804105296 /							
500	3475	NIPPLE 1/4 IN X 4 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	1	EA	42.01 /EA	93.31%	2.81	2.81
	/Shipment 804105296 /							
520	3478	NIPPLE 1/4 IN X 8 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	1	EA	83.13 /EA	93.30%	5.57	5.57
	/Shipment 804105296 /							
530	19075	LUB OIL CUTTG DR 1 GAL / RIDGID 70830	1	EA	19.30 /EA	15.03%	16.40	16.40
	/Shipment 804105296 /							

Invoice 902692197

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
540	89671	STUD 5/8 IN X 4-1/2 IN B7 W/TWO 2H NUTS ALLOY STEEL ASTM A193/A194	115	EA	2.75 /EA	67.64%	0.89	102.35
	/Shipment 804105296 /							
550	543981	HATCH THIEF & ACC / ENARDO 560A16	1	EA	467.85 /EA	10.00%	421.06	421.06
	/Shipment 804105296 /							

Item Subtotal	11,050.96
Subtotal for Discounts	663.06-
Subtotal for Taxes	571.33
Invoice Amount	10,959.23

Pricing Include
CONTRACT ADJUSTMENT 663.06-

Subject to Terms on Back Payment Terms: Net 60 Days Delivery Terms: FOB SHIPPING POINT Currency: USD
Please Mail Checks To: NATIONAL OILWELL VARCO, L.P., P.O. BOX 200838, DALLAS TX 75320-0838
Wire Transfer Funds to Wells Fargo Bank, Houston ABA No: 121000248 Account No: 4159795772

No Electronic Signature Available

Questions: National Oilwell Varco LP WEATHERFORD OK Phone: (580) 774-1111
** HAZARDOUS MATERIAL D.O.T. 24 HOUR EMERGENCY RESPONSE NUMBER: 1-800-451-8346 **

Invoice 902692220

Customer PO	Sales Order	Shipment	Packing Slip	Thank you for your prompt payment	Date: 11/22/2010
kast trust 2-22h	8210260	Refer to Item	300919232		

Bill to	Ship To	Interim Ship To
Cust Num: 126063 CHESAPEAKE OPERATING - EDI PO Box 54SS06 OKLAHOMA CITY OK 73154	CHESAPEAKE OPERATING - EDI oci weatherford OK 73096	

PROPERTY NUMBER:629062 MISC:RE-PLUMB VENT LINES	LEASE WELL NAME:KAST TRUST 2-22H INVOICE DESCRIPTION:PRODUCT OR SERVICE	ORDERED BY:KEVEN W/CDL

Sort Seq: Order Confirmation

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
10	74698	PIPE 4 S40 ERW GLOBALLY SOURCED API5L THREADED & COUPLED W/API CPLGS MILL VARNISH 25 FT CARBON STEEL STD 0.237 WALL THK 11.00 WT/FT	125.000	FT	36.82 /FT	55.89%	16.24	2,030.00
	/Shipment 804105270 /							
20	70321	BM CMPD TED SLNT W/PTFE 30561 / PERMATEX 30561	4	EA	20.62 /EA	41.80%	12.00	48.00
	/Shipment 804105270 /							
30	4022	TEE 4 IN THREADED 150 PSI MALLEABLE IRON BLACK	8	EA	325.37 /EA	81.25%	61.01	488.08
	/Shipment 804105270 /							
40	3940	ELBOW 4 IN 90 DEG THREADED 150 LB MALLEABLE IRON BLACK	2	EA	206.29 /EA	81.25%	38.68	77.36
	Notes: jordan will pick up thanks							
	/Shipment 804093018 /							
		jordan will pick up thanks						
41	3940	ELBOW 4 IN 90 DEG THREADED 150 LB MALLEABLE IRON BLACK	4	EA	206.29 /EA	81.25%	38.68	154.72
	/Shipment 804105270 /							
50	4278	SWAGE 4 IN X 2 IN THREADED-BOTH-ENDS STD CARBON STEEL ASTM A234 WPB	4	EA	235.16 /EA	85.63%	33.79	135.16
	/Shipment 804105270 /							
60	4368	SWAGE 4 IN X 3 IN THREADED-BOTH-ENDS STD CARBON STEEL ASTM A234 WPB	2	EA	215.89 /EA	85.63%	31.02	62.04

Questions: National Oilwell Varco LP WEATHERFORD OK Phone: (580) 774-1111

** HAZARDOUS MATERIAL D.O.T. 24 HOUR EMERGENCY RESPONSE NUMBER: 1-800-451-8346 **

Invoice 902692220

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
	/Shipment 804105270 /							
70	166815	VLV BL 4 IN TRD 750 RP DI BD CS TRM / BALON 4RS220NI	2	EA	214.45 /EA		214.45	428.90
	/Shipment 804105270 /							
80	387758	FLANGE THREADED 4 IN 150 ANSI GLOBALLY SOURCED RAISED FACE CARBON STEEL ASTM A105	4	EA	146.99 /EA	90.15%	14.48	57.92
	/Shipment 804105270 /							
90	387784	FLANGE WELDNECK 4 IN 150 ANSI GLOBALLY SOURCED RAISED FACE STD CARBON STEEL ASTM A105	6	EA	146.63 /EA	86.48%	19.82	118.92
	/Shipment 804105270 /							
110	65183	STUD 5/8 IN X 4 IN B7 W/TWO 2E NUTS ALLOY STEEL ASTM A193/A194	60	EA	2.53 /EA	67.68%	0.85	51.00
	/Shipment 804105404 /							
111	89671	STUD 5/8 IN X 4-1/2 IN B7 W/TWO 2E NUTS ALLOY STEEL ASTM A193/A194	24	EA	2.75 /EA	67.64%	0.89	21.36
	/Shipment 804105404 /							
120	554123	VLV VENT 950 16 OZ ALUM / ENARDO 950	2	EA	1,748.82 /EA	34.00%	1,154.88	2,309.76
	/Shipment 804105270 /							
130	298848	ARRESTOR FLAME 2 IN FF MDL ENR 70802-AAF / ENARDO 70802AAF	2	EA	1,204.50 /EA	10.00%	1,084.05	2,168.10
	/Shipment 804105270 /							
150	3462	NIPPLE 4 IN X 4 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	3	EA	40.81 /EA	66.67%	13.60	40.80
	/Shipment 804105270 /							
170	3464	NIPPLE 4 IN X 8 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	4	EA	57.46 /EA	66.67%	19.15	76.60
	/Shipment 804105270 /							
180	3465	NIPPLE 4 IN X 10 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	4	EA	65.47 /EA	66.67%	21.82	87.28
	/Shipment 804105270 /							
190	3466	NIPPLE 4 IN X 12 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	2	EA	76.74 /EA	66.67%	25.58	51.16
	/Shipment 804105270 /							
230	106611	TAPE THREAD SEALER TEFLON 1 X 1296 IN ROLL	6	EA	11.33 /EA	78.02%	2.49	14.94

Invoice 902692220

Item	Material	Description	Qty	UM	Unit Price	Disc%	Ext Price	Net Total
	/Shipment 804105270 /							
240	70321	EM CMPD TED SLNT W/PTFE 30561 / PERMATEX 30561	4	EA	20.62 /EA	41.80%	12.00	48.00
	/Shipment 804105270 /							
250	89642	FLANGE TEREADED 2 IN 150 ANSI US MANUFACTURER RAISED FACE CARBON STEEL ASTM A105	2	EA	133.00 /EA	87.80%	16.23	32.46
	/Shipment 804098980 /							
260	85825	GASKET SPIRAL WOUND 2 IN 150 ANSI 304 STAINLESS STEEL WINDING GRAPHITE FILLER	4	EA	4.45 /EA	73.26%	1.19	4.76
	/Shipment 804105270 /							
271	89671	STUD 5/8 IN X 4-1/2 IN 37 W/TWO 2E NUTS ALLOY STEEL ASTM A193/A194	12	EA	2.75 /EA	67.64%	0.89	10.68
	/Shipment 804105411 /							
280	555930	HATCH THIEF ES660 / ENARDO 4520225	4	EA	1,049.67 /EA	10.00%	944.70	3,778.80
	/Shipment 804105420 /							
290	555929	KT RETRO FIT ES660 / ENARDO E4539303	4	EA	792.88 /EA	10.00%	713.59	2,854.36
	/Shipment 804105270 /							
300	554126	GSKT ES660 B-N / ENARDO E4509100	4	EA	291.85 /EA	10.00%	262.66	1,050.64
	/Shipment 804105270 /							
320	71391	BOLT U 4 IN WITH 4 NUTS GALVANIZED FIG 137	4	EA	22.61 /EA	80.01%	4.52	18.08
	/Shipment 804104769 /							
330	89534	BUSHING HEX 1 IN X 1/4 IN TEREADED FORGED-STEEL ASTM A105	1	EA	10.85 /EA	85.89%	1.52	1.52
	/Shipment 804105270 /							
340	72066	EM GGE 2-1/2 IN 30 PSI 1/4 IN LM LF BRSS / WIKA 9310681	2	EA	64.65 /EA	67.30%	21.14	42.28
	/Shipment 804105270 /							
360	65013	SWAGE 4 IN X 1 IN THREADED-BOTH-ENDS STD CARBON STEEL	2	EA	335.13 /EA	85.62%	48.16	96.32
	/Shipment 804105270 /							
370	70647	VLV BL 1 IN THD 3000 RP CS BD 316 SS / BALON LM10361	2	EA	86.00 /EA	47.40%	45.24	90.48
	/Shipment 804105270 /							
380	166815	VLV BL 4 IN THD 750 RP DI BD CS TRM / BALON 4RS22UNI	1	EA	315.00 /EA	36.37%	200.45	200.45
	/Shipment 804105270 /							
390	89645	FLANGE TEREADED 4 IN 150 ANSI US MANUFACTURER RAISED FACE CARBON	11	EA	191.00 /EA	87.80%	23.30	256.30

Invoice 902692220

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
		STEEL ASTM A105						
	/Shipment	804105270 /						
400	387784	FLANGE WELDNECK 4 IN 150 ANSI GLOBALLY SOURCED RAISED FACE STD CARBON STEEL ASTM A105	12	EA	146.63 /EA	86.48%	19.82	237.84
	/Shipment	804105270 /						
410	65181	STUD 5/8 IN X 3-1/2 IN B7 W/TWO 2H NUTS ALLOY STEEL ASTM A193/A194	80	EA	2.42 /EA	67.77%	0.78	62.40
	/Shipment	804105270 /						
420	74698	PIPE 4 S40 ERW GLOBALLY SOURCED API5L THREADED & COUPLED W/API CPLGS MILL VARNISH 25 FT CARBON STEEL STD 0.237 WALL THK 11.00 WT/FT	200.000	FT	36.82 /FT	55.89%	16.24	3,248.00
	/Shipment	804105270 /						
431	4022	TEE 4 IN THREADED 150 PSI MALLEABLE IRON BLACK	4	EA	325.37 /EA	81.25%	61.01	244.04
	/Shipment	804098980 /						
440	3553	NIPPLE 4 IN X 4 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	4	EA	265.69 /EA	92.30%	17.80	71.20
	/Shipment	804105270 /						
450	3463	NIPPLE 4 IN X 6 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	4	EA	49.82 /EA	66.66%	16.61	66.44
	/Shipment	804105270 /						
460	3554	NIPPLE 4 IN X 8 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	2	EA	404.67 /EA	93.30%	27.11	54.22
	/Shipment	804105270 /						
470	3465	NIPPLE 4 IN X 10 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	4	EA	65.47 /EA	66.67%	21.82	87.28
	/Shipment	804105270 /						
500	4368	SWAGE 4 IN X 3 IN THREADED-BOTH-ENDS STD CARBON STEEL ASTM A234 WPB	1	EA	215.89 /EA	85.63%	31.02	31.02
	/Shipment	804105270 /						
510	68925	REG PRSR 1/4 IN 0-35PSI CELL FLTR / FISHER 67CFR224	1	EA	64.66 /EA	19.61%	51.98	51.98
	/Shipment	804105270 /						
520	76826	TIE CABLE ULTRAVIOLET 15 IN BLACK PIG 100 HEAVY DUTY DOUBLE	1	EA	16.64 /EA	38.28%	10.27	10.27

Invoice 902692220

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
	/Shipment 804105270 /							
530	74695	PIPE 1 S40 ERW GLOBALLY SOURCED API5L THREADED & COUPLED W/API CPLGS MILL VARNISH 25 FT CARBON STEEL STD 0.133 WALL THK 1.70 WT/FT	25.000	FT	5.73 /FT	55.85%	2.53	63.25
	/Shipment 804105270 /							
540	3472	NIPPLE 1/4 IN X 2 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	1	EA	28.18 /EA	93.29%	1.89	1.89
	/Shipment 804105270 /							
550	3474	NIPPLE 1/4 IN X 3 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	1	EA	34.15 /EA	93.29%	2.29	2.29
	/Shipment 804105270 /							
560	3475	NIPPLE 1/4 IN X 4 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	1	EA	42.01 /EA	93.31%	2.81	2.81
	/Shipment 804105270 /							
570	3477	NIPPLE 1/4 IN X 6 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	1	EA	73.02 /EA	93.30%	4.89	4.89
	/Shipment 804105270 /							
580	89617	TEE 1/4 IN CLASS 2000 THREADED FORGED STEEL ASTM A105 WPB	2	EA	21.03 /EA	86.02%	2.94	5.88
	/Shipment 804105270 /							
590	19075	LUB OIL CUTTG DR 1 GAL / RIDGID 70830	1	EA	19.30 /EA	15.03%	16.40	16.40
	/Shipment 804105270 /							

Item Subtotal	21,169.33
Subtotal for Discounts	1,270.16-
Subtotal for Taxes	1,094.45
Invoice Amount	20,993.62

Pricing Include
CONTRACT ADJUSTMENT 1,270.16-

Subject to Terms on Back Payment Terms:Net 60 Days Delivery Terms:FOB SHIPPING POINT Currency: USD

Invoice 902692220

Please Mail Checks To: NATIONAL OILWELL VARCO, L.P., P.O. BOX 200838, DALLAS TX 75320-0838
Wire Transfer Funds to Wells Fargo Bank, Houston ABA No: 121000248 Account No: 4159795772

No Electronic Signature Available

Invoice 902692184

Customer PO	Sales Order	Shipment	Packing Slip	Thank you for your prompt payment	Date: 11/22/2010
MILLER 1-21H	8215809	804105805	800919146		

Bill to	Ship To	Interim Ship To
Cust Num: 128063 CHESAPEAKE OPERATING - EDI PO Box 548806 OKLAHOMA CITY OK 73154	CHESAPEAKE OPERATING - EDI OSCL WEATHERFORD OK 73096	

PROPERTY NUMBER:625143 MISC:REPLUMB VENT LINES/PLUMB SEP	LEASE WELL NAME:MILLER 1-21E INVOICE DESCRIPTION:PRODUCT OR SERVICE	ORDERED BY:TOMMY W/ BELTERS//JAY JARVIS

Sort Seq: Order Confirmation

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
10	6102	PIPE 4 S40 SML GLOBALLY SOURCED A106B BEVELED ENDS MILL VARNISH SRL CARBON STEEL STD 0.237 WALL TEK 10.8 WT/FT	175.000	FT	33.21 /FT	55.89%	14.65	2,563.75
20	3940	ELBOW 4 IN 90 DEG THREADED 150 LB MALLEABLE IRON BLACK	3	EA	206.29 /EA	81.25%	38.68	116.04
30	4022	TEE 4 IN THREADED 150 PSI MALLEABLE IRON BLACK	6	EA	325.37 /EA	81.25%	61.01	366.06
40	166815	VLV BL 4 IN THD 750 RP DI 2D CS TRM / BALON 4RS32UNI	2	EA	315.00 /EA	36.37%	200.45	400.90
50	387734	FLANGE WELDNECK 4 IN 150 ANSI GLOBALLY SOURCED RAISED FACE STD CARBON STEEL ASTM A105	3	EA	146.63 /EA	86.48%	19.82	59.46
60	387758	FLANGE THREADED 4 IN 150 ANSI GLOBALLY SOURCED RAISED FACE CARBON STEEL ASTM A105	10	EA	146.99 /EA	90.15%	14.48	144.80
70	4378	SWAGE 4 IN X 2 IN THREADED-BOTH-ENDS STD CARBON STEEL ASTM A234 WPB	1	EA	235.16 /EA	85.63%	33.79	33.79
80	4368	SWAGE 4 IN X 3 IN THREADED-BOTH-ENDS STD CARBON STEEL ASTM A234 WPB	1	EA	215.89 /EA	85.63%	31.02	31.02
90	3553	NIPPLE 4 IN X 4 IN TEREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	2	EA	265.69 /EA	93.30%	17.80	35.60
100	3463	NIPPLE 4 IN X 6 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	5	EA	49.82 /EA	66.66%	16.61	83.05
110	3464	NIPPLE 4 IN X 8 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	1	EA	57.46 /EA	66.67%	19.15	19.15
120	3465	NIPPLE 4 IN X 10 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	4	EA	65.47 /EA	66.67%	21.82	87.28

Questions: National Oilwell Varco LP WEATHERFORD OK Phone: (580) 774-1111

** HAZARDOUS MATERIAL D.O.T. 24 HOUR EMERGENCY RESPONSE NUMBER: 1-800-451-8346 **

Invoice 902692184

Item	Material	Description	Qty	UM	Unit Price	Disc%	Net Price	Net Total
121	3466	NIPPLE 4 IN X 12 IN THREADED-BOTH-ENDS WELDED STANDARD CARBON STEEL ASTM A53 BLACK	1	EA	76.74 /EA	66.67%	25.58	25.58
141	65003	SWAGE 4 IN X 1 IN THREADED-BOTH-ENDS XH CARBON STEEL	1	EA	410.53 /EA	85.63%	58.99	58.99
150	70647	VLV BL 1 IN TED 3000 RP CS BD 316 SS / BALON IM10361	1	EA	86.00 /EA	47.40%	45.24	45.24
160	74695	PIPE 1 S40 ERW GLOBALLY SOURCED API5L THREADED & COUPLED W/API CPLGS MILL VARNISH 25 FT CARBON STEEL STD 0.133 WALL THK 1.70 WT/FT	25.000	FT	5.73 /FT	55.85%	2.52	63.25
170	89671	STUD 5/8 IN X 4-1/2 IN B7 W/TWO 2H NUTS ALLOY STEEL ASTM A193/A194	70	EA	2.75 /EA	67.64%	0.89	62.30
180	554123	VLV VENT 950 16 OZ ALUM / ENARDO 950	2	EA	1,749.82 /EA	34.00%	1,154.88	2,309.76
190	298848	ARRESTOR FLAME 2 IN FF MDL ENR 70802-AAF / ENARDO 70802AAF	2	EA	1,204.50 /EA	10.00%	1,084.05	2,168.10
210	72035	GASKET DIE CUT RAISED FACE 2 IN 150 ANSI 1/16 IN THICK NON-ASBESTOS	4	EA	0.96 /EA	55.21%	0.43	1.72
220	89671	STUD 5/8 IN X 4-1/2 IN B7 W/TWO 2H NUTS ALLOY STEEL ASTM A193/A194	12	EA	2.75 /EA	67.64%	0.89	10.68
230	89534	BUSHING HEX 1 IN X 1/4 IN THREADED FORGED-STEEL ASTM A105	1	EA	10.85 /EA	85.99%	1.52	1.52
240	84479	GGE 2-1/2 IN 30 OZ 1/4 IN LM DRY CS / WIKA 9851747	2	EA	58.05 /EA	47.10%	30.71	61.42
250	63646	CROSS 4 IN THREADED 150 LB MALLEABLE IRON BLACK	1	EA	522.69 /EA	74.91%	131.13	131.13
310	76826	TIE CABLE ULTRAVIOLET 15 IN BLACK PIG 100 HEAVY DUTY DOUBLE	1	EA	16.64 /EA	38.28%	10.27	10.27
330	3474	NIPPLE 1/4 IN X 3 IN THREADED BOTH ENDS SEAMLESS XH CARBON STEEL ASTM A106B BLACK	1	EA	34.15 /EA	93.29%	2.29	2.29
360	543981	HATCH THIEF & ACC / ENARDO 660A16	4	EA	467.85 /EA	10.00%	421.06	1,684.24
370	555929	KT RETRO FIT ES660 / ENARDO E4539303	4	EA	792.88 /EA	10.00%	713.59	2,854.36
400	3667	ELBOW 4 IN 90 DEG LONG RADIUS STD BUTTWELD CARBON STEEL ASTM A234 WPB	2	EA	173.00 /EA	85.24%	25.53	51.06
410	74698	PIPE 4 S40 ERW GLOBALLY SOURCED API5L THREADED & COUPLED W/API CPLGS MILL VARNISH 25 FT CARBON STEEL STD 0.237 WALL THK 11.00 WT/FT	25.000	FT	36.82 /FT	55.89%	16.24	406.00

Item Subtotal	13,888.81
Subtotal for Discounts	833.33-
Subtotal for Taxes	718.05
Invoice Amount	13,773.53

Invoice 902692184

Pricing Include
CONTRACT ADJUSTMENT 833.33-

Subject to Terms on Back Payment Terms:Net 60 Days Delivery Terms:FOB SHIPPING POINT Currency: USD
Please Mail Checks To: NATIONAL OILWELL VARCO, L.P., P.O. BOX 200838, DALLAS TX 75320-0838
Wire Transfer Funds to Wells Fargo Bank, Houston ABA No: 121000248 Account No: 4159795772

No Electronic Signature Available