

**AFFIDAVIT OF EFFORTS TO LEASE
MICHAEL W. AND SANDRA J. FLEMING**

STATE OF OHIO)
) SS
COUNTY OF CARROLL)

Tax Parcels # 28000369000

Township of Perry

Section 18, Township 13N, Range 6W

The undersigned, being first duly sworn according to the law, makes this Affidavit and deposes and says that:

1. Affiant, Eric Hensley, is employed by Chesapeake Energy Corporation ("Chesapeake") as a Landman. Affiant's job responsibilities include the acquisition of leases, and facilitation of same, in certain areas of Ohio, including Carroll County, Ohio. Affiant has personal knowledge of the matters set forth in this affidavit, and the following information is true to the best of Affiant's knowledge and belief.
2. The oil and gas interest in the above-referenced parcel of land is owned by Michael W. and Sandra J. Fleming ("Mineral Owner"), and is currently unleased. Affiant has personal knowledge of the efforts by Chesapeake and independent contractors acquiring leases on behalf of Chesapeake to lease the above referenced parcel of land from Mineral Owner. Those efforts are described as follows.
3. On January 5, 2015, an independent contractor of Chesapeake Energy attempted to contact Mineral Owner via telephone.
4. On January 6, 2015, an independent contractor of Chesapeake Energy attempted to contact a relative of Mineral Owner via telephone and left a voice message.
5. On January 7, 2015, an independent contractor of Chesapeake Energy spoke with Mineral Owner via telephone about an oil and gas lease, made an offer to lease, and confirmed Mineral Owner's mailing address. Independent contractor subsequently mailed a printed lease to Mineral Owner.
6. On January 14, 2015, an independent contractor of Chesapeake Energy spoke with Mineral Owner via telephone regarding the oil and gas lease and offer discussed on January 7, 2015.
7. On January 19, 2015, an independent contractor of Chesapeake Energy spoke with Mineral Owner via telephone. Mineral Owner stated that the proposed oil and gas lease was being reviewed by an attorney.
8. On January 30, 2015, an independent contractor of Chesapeake Energy mailed an updated copy of the aforementioned oil and gas lease to Mineral Owner.

9. On February 3, 2015, an independent contractor of Chesapeake Energy attempted to contact Mineral Owner via telephone and left a voicemail message.
10. On February 16, 2015, an independent contractor of Chesapeake Energy attempted to contact Mineral Owner via telephone and left a voicemail message.
11. On February 19, 2015, an independent contractor of Chesapeake Energy spoke with Mineral Owner via telephone. Mineral Owner stated that they would not sign an oil and gas lease for their own reasons.
12. On June 15, 2015, Affiant confirmed that Sandra J. Fleming is deceased and that an independent contractor of Chesapeake Energy was not able to obtain a will, probate, or affidavit of heirship for Sandra J. Fleming.

Further Affiant sayeth naught.

Dated this 15 day of June, 2015.



Eric Hensley, Affiant
Landman
Chesapeake Energy Corporation

ACKNOWLEDGEMENT

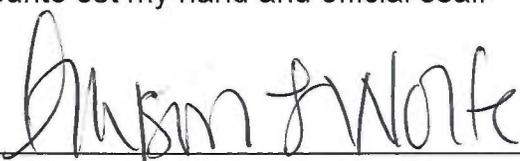
STATE OF OKLAHOMA)
) SS
COUNTY OF OKLAHOMA)

The foregoing instrument was sworn to before me, a Notary Public in and for the State of Oklahoma, and subscribed in my presence this 15th day of June, 2015, by Eric Hensley, known to me or satisfactorily proven to be the Affiant in the foregoing instrument, who acknowledged the above statements to be true as Affiant verily believes.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires:

10/23/18



Notary Public

Alyson L Wolfe

Printed Name of Notary

(S E A L)

