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CHESAPEAKE ENERGY CORP
Form 8-A12B
July 22, 2004

FORM 8-A

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(B) OF THE
SECURITIES EXCHANGE ACT OF 1934

AND

LISTING OF SUCH SECURITIES ON THE
NEW YORK STOCK EXCHANGE, INC.

CHESAPEAKE ENERGY CORPORATION*
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

OKLAHOMA
(STATE OF INCORPORATION)

73-1395733
(I.R.S. EMPLOYER IDENTIFICATION NO.)

6100 NORTH WESTERN AVENUE
OKLAHOMA CITY, OKLAHOMA
(ADDRESS OF PRINCIPAL OFFICES)

73118
(ZIP CODE)

SECURITIES TO BE REGISTERED PURSUANT TO SECTION 12(B)
OF THE SECURITIES EXCHANGE ACT OF 1934 (THE "ACT")

TITLE OF EACH CLASS
TO BE SO REGISTERED
6.875% Senior Notes due 2016 and
guarantees thereof

NAME OF EXCHANGE ON WHICH
EACH CLASS IS TO BE REGISTERED
New York Stock Exchange

This form relates to the registration of a class of "debt securities", as defined in Rule 3a12-11(c) under the Act, pursuant to Section 12(b) of the Act and is effective pursuant to General Instruction A.(c). The issuer of these securities is subject to and in compliance with the reporting requirements under Section 12 or Section 15(d) of the Act.

The offer and sale of these securities were registered with the Commission under the Securities Act of 1933.

Securities Act registration statement file number to which this form relates (for any registration statement that the issuer is filing concurrently with this form): N/A

*Includes certain subsidiaries of Chesapeake Energy Corporation identified on the following pages:

CARMEN ACQUISITION, L.L.C.
(Exact name of registrant as specified in its charter)

OKLAHOMA
(State of incorporation or organization)

73-1604860
(I.R.S. Employer Identification No.)

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CHESAPEAKE ACQUISITION, L.L.C.
(Exact name of registrant as specified in its charter)

OKLAHOMA 73-1528271
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE EP, L.L.C.
(Exact name of registrant as specified in its charter)

OKLAHOMA 48-1270813
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE SOUTH TEXAS CORP.
(Exact name of registrant as specified in its charter)

OKLAHOMA 41-2050649
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE ENERGY LOUISIANA CORPORATION
(Exact name of registrant as specified in its charter)

OKLAHOMA 73-1524569
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE ENO ACQUISITION, L.L.C.
(Exact name of registrant as specified in its charter)

OKLAHOMA 82-0553595
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE FOCUS, L.L.C.
(Exact name of registrant as specified in its charter)

OKLAHOMA 33-1021135
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE KNAN ACQUISITION, L.L.C.
(Exact name of registrant as specified in its charter)

OKLAHOMA 73-1300132
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE EXPLORATION LIMITED PARTNERSHIP
(Exact name of registrant as specified in its charter)

OKLAHOMA 73-1384282
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE LOUISIANA, L.P.

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(Exact name of registrant as specified in its charter)

OKLAHOMA 73-1519126
(State of incorporation or organization) (I.R.S. Employer Identification No.)

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CHESAPEAKE MOUNTAIN FRONT, L.L.C.
(Exact name of registrant as specified in its charter)

OKLAHOMA 73-1238619
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE OPERATING, INC.
(Exact name of registrant as specified in its charter)

OKLAHOMA 73-1343196
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE PANHANDLE LIMITED PARTNERSHIP
(Exact name of registrant as specified in its charter)

OKLAHOMA 73-1565350
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE ROYALTY, L.L.C.
(Exact name of registrant as specified in its charter)

OKLAHOMA 73-1549744
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE SIGMA, L.P.
(Exact name of registrant as specified in its charter)

OKLAHOMA 27-0029884
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE-STAGHORN ACQUISITION L.P.
(Exact name of registrant as specified in its charter)

OKLAHOMA 73-1612854
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE PERMIAN, L.P.
(Exact name of registrant as specified in its charter)

OKLAHOMA 20-0701951

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(State of incorporation or organization) (I.R.S. Employer Identification No.)

GOTHIC PRODUCTION, L.L.C.
(Exact name of registrant as specified in its charter)

OKLAHOMA 73-1539475
(State of incorporation or organization) (I.R.S. Employer Identification No.)

NOMAC DRILLING CORPORATION
(Exact name of registrant as specified in its charter)

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OKLAHOMA 73-1606317
(State of incorporation or organization) (I.R.S. Employer Identification No.)

SAP ACQUISITION, L.L.C.
(Exact name of registrant as specified in its charter)

OKLAHOMA 73-1622555
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE ORC, L.L.C.
(Exact name of registrant as specified in its charter)

OKLAHOMA 71-0934234
(State of incorporation or organization) (I.R.S. Employer Identification No.)

MC MINERAL COMPANY, L.L.C.
(Exact name of registrant as specified in its charter)

OKLAHOMA 61-1448831
(State of incorporation or organization) (I.R.S. Employer Identification No.)

OXLEY PETROLEUM CO.
(Exact name of registrant as specified in its charter)

OKLAHOMA 73-1508537
(State of incorporation or organization) (I.R.S. Employer Identification No.)

JOHN C. OXLEY, L.L.C.
(Exact name of registrant as specified in its charter)

OKLAHOMA 73-1508539
(State of incorporation or organization) (I.R.S. Employer Identification No.)

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CHESAPEAKE ZAPATA, L.P.
(Exact name of registrant as specified in its charter)

OKLAHOMA 20-0322339
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE PRH CORP.
(Exact name of registrant as specified in its charter)

OKLAHOMA 20-0877783
(State of incorporation or organization) (I.R.S. Employer Identification No.)

CHESAPEAKE PERMIAN ACQUISITION, L.L.C.
(Exact name of registrant as specified in its charter)

OKLAHOMA 73-1592437
(State of incorporation or organization) (I.R.S. Employer Identification No.)

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All requisite approvals and authorizations have been received, and required supporting documents relating to this transaction have been filed with the New York Stock Exchange. Pursuant to the requirements of Section 12 of the Act, the registrants have duly caused the registration statement to be signed on their behalf by the undersigned, thereto duly authorized.

In connection with the issuance of these securities, the issuer has received opinion(s) of counsel covering: the valid existence of the issuer; the due authorization of the debt securities subject to this application (the "Debt Securities"); the validity of the Debt Securities; the qualification of the indenture under the Trust Indenture Act of 1939, if applicable; and the effectiveness of the securities under the Securities Act of 1933, or, if not registered, the reasons why not.

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REGISTRANTS:

CHESAPEAKE ENERGY CORPORATION

By: /S/ MARCUS C. ROWLAND

Marcus C. Rowland
Executive Vice President and
Chief Financial Officer

CARMEN ACQUISITION, L.L.C.
CHESAPEAKE ACQUISITION, L.L.C.
CHESAPEAKE ENO ACQUISITION, L.L.C.

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CHESAPEAKE MOUNTAIN FRONT, L.L.C.
CHESAPEAKE ORC, L.L.C.
CHESAPEAKE PERMIAN ACQUISITION, L.L.C.
CHESAPEAKE ROYALTY, L.L.C.
GOTHIC PRODUCTION, L.L.C.
SAP ACQUISITION, L.L.C.
MC MINERAL COMPANY, L.L.C.
JOHN C. OXLEY, L.L.C.

For each of the above:

By: /S/ MARCUS C. ROWLAND

Marcus C. Rowland
Vice President

CHESAPEAKE SOUTH TEXAS CORP.
CHESAPEAKE ENERGY LOUISIANA CORPORATION
CHESAPEAKE PRH CORP.
CHESAPEAKE OPERATING, INC.
NOMAC DRILLING CORPORATION
OXLEY PETROLEUM CO.

For each of the above:

By: /S/ MARCUS C. ROWLAND

Marcus C. Rowland
Vice President

CHESAPEAKE EXPLORATION LIMITED PARTNERSHIP
CHESAPEAKE LOUISIANA, L.P.
CHESAPEAKE PANHANDLE LIMITED PARTNERSHIP
CHESAPEAKE SIGMA, L.P.
CHESAPEAKE-STAGHORN ACQUISITION L.P.
CHESAPEAKE ZAPATA, L.P.
CHESAPEAKE PERMIAN, L.P.

For each of the above

By: Chesapeake Operating, Inc.
General Partner

By: /S/ MARCUS C. ROWLAND

Marcus C. Rowland
Executive Vice President and
Chief Financial Officer

Date: July 22, 2004

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(165167)
1st 6 digits of Cusip#

The New York Stock Exchange, Inc. hereby authorizes the above referenced debt securities of CHESAPEAKE ENERGY CORPORATION and certifies to the Securities and Exchange Commission its approval for the listing and registration of such securities under the Act:

By:

Janice O'Neill
Vice President
Listing Compliance & Operations