

CHESAPEAKE ENERGY CORP

Form 8-K/A

July 22, 2005

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K/A**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d)

of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported)

July 22, 2005 (July 22, 2005)

**CHESAPEAKE ENERGY CORPORATION**

(Exact name of Registrant as specified in its Charter)

**Oklahoma**

(State or other jurisdiction of incorporation)

**1-13726**

(Commission File No.)

**73-1395733**

(IRS Employer Identification No.)

**6100 North Western Avenue, Oklahoma City, Oklahoma**

(Address of principal executive offices)

**73118**

(Zip Code)

**(405) 848-8000**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act

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(17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act  
(17 CFR 240.13e-4(c))

**Section 5 Corporate Governance and Management**

**Item 5.03 Amendments to Articles of Incorporation**

Effective July 22, 2005, Chesapeake Energy Corporation (the Company ) filed a Certificate of Elimination with the Oklahoma Secretary of State retiring 34,452 shares of our 4.125% Cumulative Convertible Preferred Stock, par value \$0.01 per share. Such shares of 4.125% Preferred Stock were acquired by the Company as the result of a privately negotiated exchange offer to exchange its common stock for the 34,452 shares of 4.125% Preferred Stock. The Certificate of Elimination is attached hereto as exhibit 3.1.

**Section 9 Financial Statements and Exhibits**

**Item 9.01 Final Statements and Exhibits**

(c) Exhibits

| <b>Exhibit No.</b> | <b>Document Description</b> |
|--------------------|-----------------------------|
| 3.1                | Certificate of Elimination  |

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CHESAPEAKE ENERGY CORPORATION**

By: /s/ Aubrey K. McClendon  
Aubrey K. McClendon

Chairman of the Board and

Chief Executive Officer

Date: July 22, 2005



**EXHIBIT INDEX**

| <b>Exhibit No.</b> | <b>Document Description</b> |
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