



1028752

IN ALL CASES PLOT THE INTENDED WELL ON THE PLAT BELOW

Plat of acreage attributable to a well in a prorated or spaced field

If the intended well is in a prorated or spaced field, please fully complete this side of the form. If the intended well is in a prorated or spaced field complete the plat below showing that the well will be properly located in relationship to other wells producing from the common source of supply. Please show all the wells and within 1 mile of the boundaries of the proposed acreage attribution unit for gas wells and within 1/2 mile of the boundaries of the proposed acreage attribution unit for oil wells.

API No. 15 - _____

Operator: _____

Lease: _____

Well Number: _____

Field: _____

Number of Acres attributable to well: _____

QTR/QTR/QTR/QTR of acreage: _____ - _____ - _____ - _____

Location of Well: County: _____

_____ feet from N / S Line of Section

_____ feet from E / W Line of Section

Sec. _____ Twp. _____ S. R. _____ E W

Is Section: Regular or Irregular

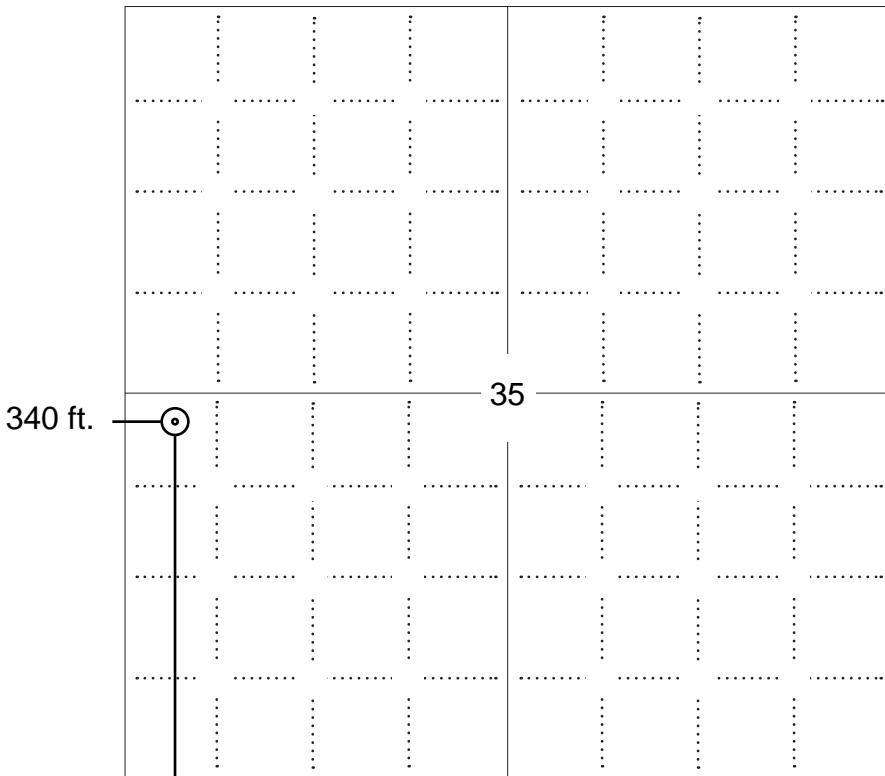
If Section is Irregular, locate well from nearest corner boundary.

Section corner used: NE NW SE SW

PLAT

(Show location of the well and shade attributable acreage for prorated or spaced wells.)

(Show footage to the nearest lease or unit boundary line.)



NOTE: In all cases locate the spot of the proposed drilling location.

2440 ft.

In plotting the proposed location of the well, you must show:

1. The manner in which you are using the depicted plat by identifying section lines, i.e. 1 section, 1 section with 8 surrounding sections, 4 sections, etc.
2. The distance of the proposed drilling location from the south / north and east / west outside section lines.
3. The distance to the nearest lease or unit boundary line (in footage).
4. If proposed location is located within a prorated or spaced field a certificate of acreage attribution plat must be attached: (C0-7 for oil wells; CG-8 for gas wells).



KANSAS CORPORATION COMMISSION 1028752
OIL & GAS CONSERVATION DIVISION

Form CDP-1
April 2004
Form must be Typed

APPLICATION FOR SURFACE PIT

Submit in Duplicate

Operator Name: _____		License Number: _____	
Operator Address: _____			
Contact Person: _____		Phone Number: _____	
Lease Name & Well No.: _____		Pit Location (QQQQ): _____ - _____ - _____ - _____	
Type of Pit: <input type="checkbox"/> Emergency Pit <input type="checkbox"/> Burn Pit <input type="checkbox"/> Settling Pit <input type="checkbox"/> Drilling Pit <input type="checkbox"/> Workover Pit <input type="checkbox"/> Haul-Off Pit <i>(If WP Supply API No. or Year Drilled)</i>		Pit is: <input type="checkbox"/> Proposed <input type="checkbox"/> Existing If Existing, date constructed: _____ Pit capacity: _____ (bbls)	
Is the pit located in a Sensitive Ground Water Area? <input type="checkbox"/> Yes <input type="checkbox"/> No		Chloride concentration: _____ mg/l <i>(For Emergency Pits and Settling Pits only)</i>	
Is the bottom below ground level? <input type="checkbox"/> Yes <input type="checkbox"/> No		Artificial Liner? <input type="checkbox"/> Yes <input type="checkbox"/> No	
How is the pit lined if a plastic liner is not used?		_____	
Pit dimensions (all but working pits): _____ Length (feet) _____ Width (feet) _____ N/A: Steel Pits Depth from ground level to deepest point: _____ (feet) _____ No Pit			
If the pit is lined give a brief description of the liner material, thickness and installation procedure.		Describe procedures for periodic maintenance and determining liner integrity, including any special monitoring.	
Distance to nearest water well within one-mile of pit _____ feet Depth of water well _____ feet		Depth to shallowest fresh water _____ feet. Source of information: _____ measured _____ well owner _____ electric log _____ KDWR	
Emergency, Settling and Burn Pits ONLY: Producing Formation: _____ Number of producing wells on lease: _____ Barrels of fluid produced daily: _____ Does the slope from the tank battery allow all spilled fluids to flow into the pit? <input type="checkbox"/> Yes <input type="checkbox"/> No		Drilling, Workover and Haul-Off Pits ONLY: Type of material utilized in drilling/workover: _____ Number of working pits to be utilized: _____ Abandonment procedure: _____ _____ Drill pits must be closed within 365 days of spud date.	
Submitted Electronically			

KCC OFFICE USE ONLY	Steel Pit	RFAC	RFAS
Date Received: _____ Permit Number: _____ Permit Date: _____ Lease Inspection: <input type="checkbox"/> Yes <input type="checkbox"/> No			

FAX TRANSMITTAL SHEET

Central Kansas Oilfield Services, Inc.

2344 Washington
Great Bend, Kansas 67530
(620) 792-1977
(620) 792-2873 fax

DATE: 6-1-09

PAGES INCLUDING COVER SHEET: 2

TO:
NAME: BARRY GABER / SHARON

COMPANY: FLINTIRON'S RESOURCES, LLC

FAX NO. 303-292-2579

MESSAGE: _____

IF YOU HAVE ANY QUESTIONS OR DID NOT RECEIVE THE PROPER NUMBER
OF PAGES, PLEASE CALL DOUGLAS K. REISCH AT (620)792-1977

THANK YOU

CONFIDENTIALITY NOTICE: The documents accompanying this fax transmission are confidential information and intended only for the use of the entity named above. If you have received this fax in error, please immediately notify us by telephone to arrange for the return of these documents.

REGISTER OF DEEDS, LANE COUNTY
P.O. BOX 805
DIGHTON, KANSAS 67839
PHONE # 620-397-2803

REGISTER OF DEEDS, LANE COUNTY
P.O. BOX 805
DIGHTON, KANSAS 67839
PHONE # 620-397-2803
FAX # 620-397-5937

DATE: 6-3-2009

PAGE 1 OF 4 PAGES

TO FAX #: 303-292-2579
NAME: National Resources
ADDRESS: Denver, Co.
ATTENTION: _____

FROM NAME: Lane County Register of Deeds
ADDRESS: PO Box 805 Dighton, Ks 67839
SENDING TIME: _____
PERSON SENDING: Betty Tebume

MESSAGE: fee for faxing 3 pages
3 @ 1.50 = Total 4.50

Thanks

**AMENDED DECLARATION OF POOLING, UNITIZATION AND
CONSOLIDATION**

KNOW ALL MEN BY THESE PRESENTS: That,

WHEREAS, by instrument dated May 21, 2009 and recorded at Book 126, Page 111 of the Lane County, Kansas Records, Flatirons Resources LLC declared the pooling, unitization and consolidation of certain oil and gas leases described in said instrument;

WHEREAS, the location of the of the Ehmke Trust Unit #13-35 Well has been changed and the pooled unit described in the instrument is no longer valid;

WHEREAS, it is the desire of Flatirons Resources, LLC to amend the Declaration of Pooling, Unitization and Consolidation relative to the described Well and Flatirons is the operator and agent for the owners of the following-described Oil and Gas Leases:

Oil and Gas Lease dated October 22, 2006, from the Vance Ehmke Trust #1 by Vance Ehmke and Louise Ehmke, husband and wife, Co-Trustees, as Lessor, to ProTerra Oil and Gas Exploration, Inc., as Lessee, covering the NW/4 of Section 35, Township 18 South, Range 30 West, Lane County, Kansas, recorded in the office of the Register of Deeds, Lane County, Kansas in Book 117 at Page 01;

and

Oil and Gas Lease dated October 22, 2006, from the Vance Ehmke Trust #1 by Vance Ehmke and Louise Ehmke, husband and wife, Co-Trustees, as Lessor, to ProTerra Oil and Gas Exploration, Inc., as Lessee, covering the SW/4 of Section 35, Township 18 South, Range 30 West, Lane County, Kansas, recorded in the office of the Register of Deeds, Lane County, Kansas in Book 117 at Page 02;

WHEREAS, said Oil and Gas Leases each grant to the Lessee the right and power to pool or combine the acreage covered by said lease or any portion thereof with other land, lease or leases when in the Lessee's judgment it is necessary or advisable to do so in order to properly develop and operate said lease premises so as to promote the conservation of oil, gas or other minerals in and under and that may be produced from said land, such pooling to be of tracts contiguous to one another and to be into a unit or units not exceeding 40 acres each in the event of an oil well, or into a

unit or units not exceeding 640 acres each in the event of a gas well;

WHEREAS, each of the above-described Oil and Gas Leases is presently effective with respect to the acreage covered thereby;

WHEREAS, in the judgment of Flatirons Resources, LLC it is necessary and advisable to pool, unitize, and consolidate the oil rights associated with the above-described Oil and Gas Leases in order to properly develop and operate the same and promote the conservation of oil and other minerals in and under the land covered thereby, upon the terms and conditions hereinafter provided, and as provided by the terms of the Oil and Gas Leases hereinbefore set forth; and

WHEREAS, Flatirons Resources, LLC desires to record this declaration of the pooling, unitization and consolidation of said Oil and Gas Leases (as amended), insofar as they cover the lands hereinafter described, to form an oil operating unit as herein set forth.

NOW, THEREFORE, in consideration of the premises, and pursuant to the authority granted by each of the above-described Oil and Gas Leases, Flatirons Resources, LLC does hereby execute this Amended Declaration of Pooling, Unitization and Consolidation to form a 40 acre operating unit, as to oil rights only, including Lessors' royalty interests therein, consisting of the following-described lands:

The N/2NW/4SW/4 and the S/2SW/4NW/4 of Section 35 in Township 18 South, Range 30 West, Lane County, Kansas.

to the same extent as if said oil leasehold estates had originally been included in one oil and gas lease, which pooled, unitized and consolidated area is hereby designated the Ehmke Trust Oil Unit.

IT IS HEREBY AGREED, that the entire acreage so pooled, unitized, and consolidated shall be treated for all purposes, except the payment of royalties on production from said unit, as if it were included in each of the above-described Oil and Gas Leases, and that if oil production is found on the oil operating unit herein described, it shall be treated as if production is had from each of said leases, regardless of where the oil well or wells may be located upon the oil operating unit. In lieu of oil royalty, Lessors shall receive on oil produced from the oil operating unit only such portion of the royalty stipulated in each of the above-described Oil and Gas Leases as the amount of their net royalty interest therein on an acreage basis bears to the total acreage so pooled and consolidated in the oil operating unit. The Lessee or operator of said unit shall be under no obligation to drill more than one oil well on said unit.

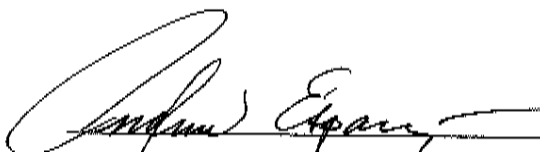
IT IS FURTHER HEREBY AGREED, and it is the intention of Flatirons Resources, LLC, that this Declaration of Pooling, Unitization and Consolidation shall supplement each and all of the above-

described Oil and Gas Leases and, except to the extent so supplemented and modified, said leases shall remain in full force and effect as written, executed, delivered, and recorded.

THIS DECLARATION, and the terms and conditions hereof, shall extend to and be binding upon Flatirons Resources, LLC, the Lessors of the above-described Oil and Gas Leases, and their respective heirs, successors, representatives, and assigns.

IN WITNESS WHEREOF, the undersigned has caused this Declaration of Pooling, Unitization and Consolidation to be executed this 1st day of June, 2009 and effective as of the date oil is first produced from the Ehmke Trust Unit #13-35 Well.

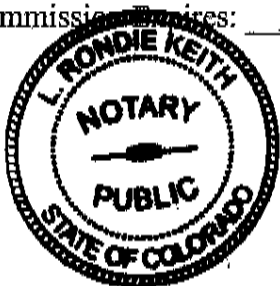
FLATIRONS RESOURCES LLC

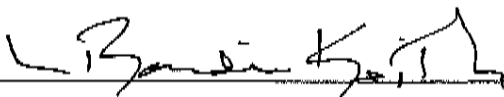

Andrew Esparza, Managing Director

STATE OF COLORADO)
) SS.
COUNTY OF DENVER)


The foregoing instrument was acknowledged before me this 1st day of June, 2009, by Andrew Esparza, as Managing Director of Flatirons Resources LLC, a Colorado limited liability company, on behalf of said company.

My Commission Expires: 3-28-10




Notary Public

- NUMERICAL
- DIRECT
- INDIRECT
- COMP. ORIG.
- COMPUTER

STATE OF KANSAS, LANE COUNTY, SS
This instrument was filed for record on the 2 day of June, A.D. 2009 at 1:45 o'clock PM and duly recorded in Book 26 on page 133 Fee 16.00

Register of Deeds