

GEOLOGICAL REPORT

For

EMPIRE EXPLORATION, LLC

KLN 33485

3108 East 13th Street

Hays City, KS 67601

Lease: Benoit-1

Kenyon Northwest Oil Field

Section 3, Township 8 South, Range 21 West

1280'FNL, 400'FEL or SW-SE-NE-NE

GRAHAM COUNTY, KANSAS

API # 15-065-23598

Commenced: November 12, 2009

Completed: November 21, 2009

RECEIVED

APR 14 2010

KCC WICHITA

Geologist Report

Location Sec. 3, T8S, R21W, SW-SE-NE-NE
1280' From North Line, 400' From East Line Longitude:-99.64088 Latitude: 39.390666

Benoit-1 lease is located in Section 3, Township 8 South, Range 21 West,
Graham County, Kansas. Approximately 1 miles west of Nicodemus, Kansas

G.L. = 1982 ft. K.B. = 1987 ft. D.F. = 1983 ft. +/- Top of Kelly Bushing = 5 ft.

Spud - 11/12/09 Surface casing - New 8 5/8" set @ 210 ft. on 11/12/09

A & A Discovery. - Rig Daryl Anderson, Hill City, KS; TP - Donald Anderson, DD - Jack
Coleman, ED - Gary Chard, MD -Rick Roy with four-person crews

ANDY'S MUD, Inc. Hays Cit, KS - Mud supplier & Drilling fluids daily mud monitoring - Jason
Werth/ Mud Engineer; Mud Type - Chemical in dug pit; water source from creek near
location

Superior Well Services, Inc of Hays City, KS - Electrical Logs/Down Hole (open) Dual
Induction,(Micro) Microporosity , Dual Compensation Density Neutron, and Sonic by Logging
Engineer, Mitch Rupp

RTD - 3685 ft. LTD - 3686 ft.

Sample collected wet-dry - reviewed from 2400 ft. to 3685 ft. 11/14/2009 through
11/20/2009

Trilobite Testing Inc. Hays City, KS office; Tester - Tyson Flax; Five (5) Drill Stem
Tests(straddle)

DST #1 3540'-3615' (packer failure)

DST #2 3505'-3615'

DST #3 3645'-3650'

DST #4 3375'-3380'

DST #5 3397'-3402'

See attached Trilobite Testing DST reports

RECEIVED

APR 14 2010

KCC WICHITA

The Benoit-1, based on the sample review, the DST results and the electrical log interpolation, it was deemed condemned and plugged on 11/21/09. By Swift Services and A & A Discovery Drillings, TP- Donald Andersen by KCC order on 11/19/09.

KB=1987'

<u>FORMATION Top(s)</u>	<u>Sample Top(s)</u>	<u>E-Log Top(s)</u>	<u>Datum</u>
*Stone Corral (Anhydrate)	1583'	1579'	(408')
*Base of Anhydrate	1614'	1610'	(377')
Tarkio	2865'	2867'	(-880')
Topeka	2980'	2981'	(-994')
Heebner	3210'	3209'	(-1222')
Toronto	3225'	3226'	(-1239')
Lansing	3250'	3248'	(-1261')
Base of Kansas City	3445'	3444'	(-1457')
W. Arb	3534'	3534'	(-1547')
Arbuckle	3585'	3587'	(-1600')

*Drillers top

See attachment: Mainlog (strip log /geoplotted) for sample review and Hydrocarbon Detector continuous readings

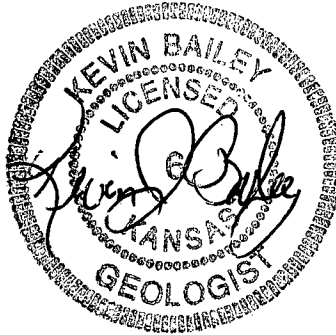
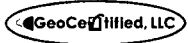
Note: The odor present in some samples could be the result of injection/disposal wells within the area of the Kenyon field(s). SWD by Black Diamond Exploration in section 2 east of the Benoit-1 location.

RECEIVED
APR 14 2010
KCC WICHITA

GeoCertified, LLC guarantees and/or warrants that the information contained herein has been prepared based upon the most up-to-date data available at the time of the prognostic research, drilling evaluation and documentation. GeoCertified, LLC explicitly disclaims any liability incurred as a result from the utility of said information, samples, drilling contractor performance and documentation.

Prepared by:

Kevin J. Bailey/ Kansas Geologist #6



12/06/09

RECEIVED

APR 14 2010

KCC WICHITA