

For KCC Use:
 Effective Date: 10-6-04
 District # 1
 SGA? Yes No

KANSAS CORPORATION COMMISSION
 OIL & GAS CONSERVATION DIVISION
NOTICE OF INTENT TO DRILL

Form C-1
 December 2002
Form must be Typed
Form must be Signed
All blanks must be Filled

Must be approved by KCC five (5) days prior to commencing well

Expected Spud Date 10 05 2004
 month day year

OPERATOR: License# 4894
 Name: HORSESHOE OPERATING, INC.
 Address: 500 W. TEXAS, SUITE 1190
 City/State/Zip: MIDLAND, TX 79701
 Contact Person: S. L. BURNS
 Phone: (432) 683-1448

CONTRACTOR: License# ADVISE ON ACO-1 MUST BE LICENSED WITH REGISTRATION
 Name: _____

Well Drilled For:	Well Class:	Type Equipment:
<input type="checkbox"/> Oil	<input type="checkbox"/> Enh Rec	<input checked="" type="checkbox"/> Infield
<input checked="" type="checkbox"/> Gas	<input type="checkbox"/> Storage	<input type="checkbox"/> Pool Ext.
<input type="checkbox"/> OWWO	<input type="checkbox"/> Disposal	<input type="checkbox"/> Wildcat
<input type="checkbox"/> Seismic; # of Holes	<input type="checkbox"/> Other	<input type="checkbox"/> Cable
<input type="checkbox"/> Other		

If OWWO: old well information as follows:
 Operator: _____
 Well Name: _____
 Original Completion Date: _____ Original Total Depth: _____

Directional, Deviated or Horizontal wellbore? Yes No
 If Yes, true vertical depth: _____
 Bottom Hole Location: _____
 KCC DKT #: _____

Spot East
C SW/4 Sec. 7 Twp. 20 S. R. 39 West
1320 feet from N / S Line of Section
1320 feet from E / W Line of Section

(Note: Locate well on the Section Plat on reverse side)

County: GREELEY
 Lease Name: FOSTER Well #: 3-7

Field Name: BRADSHAW
 Is this a Prorated / Spaced Field? Yes No

Target Formation(s): WINFIELD
 Nearest Lease or unit boundary: 1320
 Ground Surface Elevation: 3533 feet MSL

Water well within one-quarter mile: Yes No
 Public water supply well within one mile: Yes No

Depth to bottom of fresh water: 200 240' ✓
 Depth to bottom of usable water: 4200 1400' ✓

Surface Pipe by Alternate: 1 2
 Length of Surface Pipe Planned to be set: 200 260' ✓

Length of Conductor Pipe required: _____
 Projected Total Depth: 3005
 Formation at Total Depth: WINFIELD

Water Source for Drilling Operations:
 Well Farm Pond Other _____

DWR Permit #: _____
 (Note: Apply for Permit with DWR) Yes No

Will Cores be taken? Yes No
 If Yes, proposed zone: _____

* NOTE: Minimum 260' Required

AFFIDAVIT

The undersigned hereby affirms that the drilling, completion and eventual plugging of this well will comply with K.S.A. 55 et. seq.
 It is agreed that the following minimum requirements will be met:

1. Notify the appropriate district office **prior** to spudding of well;
2. A copy of the approved notice of intent to drill **shall be** posted on each drilling rig;
3. The minimum amount of surface pipe as specified below **shall be set** by circulating cement to the top; in all cases surface pipe **shall be set** through all unconsolidated materials plus a minimum of 20 feet into the underlying formation.
4. If the well is dry hole, an agreement between the operator and the district office on plug length and placement is necessary **prior to plugging**;
5. The appropriate district office will be notified before well is either plugged or production casing is cemented in;
6. If an ALTERNATE II COMPLETION, production pipe shall be cemented from below any usable water to surface within **120 days** of spud date.
 Or pursuant to Appendix "B" - Eastern Kansas surface casing order #133,891-C, which applies to the KCC District 3 area, alternate II cementing must be completed within 30 days of the spud date or the well shall be plugged. **In all cases, NOTIFY district office** prior to any cementing.

I hereby certify that the statements made herein are true and to the best of my knowledge and belief.
 Date: 9-28-04 Signature of Operator or Agent: Shirley A. Burns Title: VP

For KCC Use ONLY
 API # 15 - 071-20805-00-00
 Conductor pipe required NONE feet
 Minimum surface pipe required 260' feet per Alt. X (2)
 Approved by: DPW 10-1-04
 This authorization expires: 4-1-05
 (This authorization void if drilling not started within 6 months of effective date.)
 Spud date: _____ Agent: _____

Remember to:

- File Drill Pit Application (form CDP-1) with Intent to Drill;
- File Completion Form ACO-1 within 120 days of spud date;
- File acreage attribution plat according to field proration orders;
- Notify appropriate district office 48 hours prior to workover or re-entry;
- Submit plugging report (CP-4) after plugging is completed;
- Obtain written approval before disposing or injecting salt water.

If this permit has expired (See: authorized expiration date) please check the box below and return to the address below.
 Well Not Drilled - Permit Expired
 Signature of Operator or Agent: _____
 Date: _____

Mail to: KCC - Conservation Division, 130 S. Market - Room 2078, Wichita, Kansas 67202

7
20
39w

IN ALL CASES PLOT THE INTENDED WELL ON THE PLAT BELOW

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

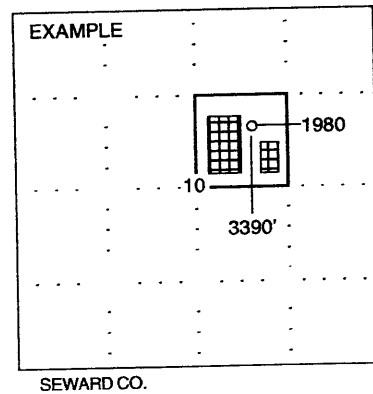
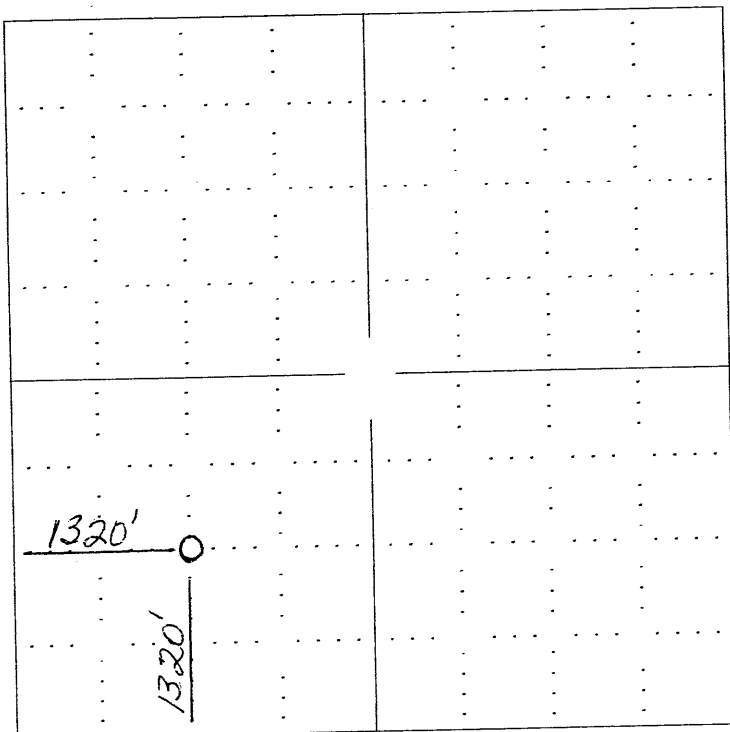
If the intended well is in a prorated or spaced field, please fully complete this side of the form. If the intended well is in a prorated or spaced field complete the plat below showing that the well will be properly located in relationship to other wells producing from the common source of supply. Please 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: HORSESHOE OPERATING, INC.
 Lease: FOSTER
 Well Number: 3-7
 Field: BRADSHAW
 Number of Acres attributable to well: _____
 QTR / QTR / QTR of acreage: C - SW/4 - _____

Location of Well: County: GREELEY
 _____ 1320 feet from N / S Line of Section
 _____ 1320 feet from E / W Line of Section
 Sec. 7 Twp. 20 S. R. 39 East West
 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.

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 section's south / north and east / west.
3. The distance to the nearest lease or unit boundary line.
4. If proposed location is located within a prorated or spaced field a certificate of acreage attribution plat must be attached: (CO-7 for oil wells; CG-8 for gas wells).