

For KCC Use:
 Effective Date: 11-12-05
 District # _____
 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 12/01/05
 month day year

Approx
 Spot _____
 SW NE SW Sec. 24 Twp. 6 S. R. 40
 East
 West
1488.0' feet from N / S Line of Section
1265.2' feet from E / W Line of Section
 Is SECTION Regular Irregular?

OPERATOR: License# 33116
 Name: Berry Petroleum Company
 Address: P. O. Box 250
Wray, Co 80758
 City/State/Zip:
 Contact Person: Loni Davis
 Phone: 970-332-3585 x827

(Note: Locate well on the Section Plat on reverse side)
 County: Sherman
 Lease Name: P. Helman Well #: 23-24 6S40W
 Field Name: Wildcat

CONTRACTOR: License# 8273
 Name: Excell Services, Inc.

Is this a Prorated / Spaced Field? Yes No
 Target Formation(s): Niobrara
 Nearest Lease or unit boundary: 1265.2' (Pooling Agreement Attached)

| | | |
|--|--------------------------------------|---|
| Well Drilled For: | Well Class: | Type Equipment: |
| <input type="checkbox"/> Oil | <input type="checkbox"/> Enh Rec | <input 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 checked="" type="checkbox"/> Wildcat |
| <input type="checkbox"/> Seismic; # of Holes _____ | <input type="checkbox"/> Other _____ | <input type="checkbox"/> Cable |
| <input type="checkbox"/> Other _____ | | |

Ground Surface Elevation: 3676' feet MSL
 Water well within one-quarter mile: Yes No
 Public water supply well within one mile: Yes No

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

Depth to bottom of fresh water: ~~950~~ 375
 Depth to bottom of usable water: ~~950~~ 375
 Surface Pipe by Alternate: 1 2
 Length of Surface Pipe Planned to be set: ~~400' min~~ 425'

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

Length of Conductor Pipe required: None
 Projected Total Depth: 1480'
 Formation at Total Depth: Smokey Hill - Niobrara

Water Source for Drilling Operations:
 Well Farm Pond Other City of Goodland
 DWR Permit #: N/A

(Note: Apply for Permit with DWR)
 Will Cores be taken? Yes No
 If Yes, proposed zone: _____

AFFIDAVIT

The undersigned hereby affirms that the drilling, completion and eventual plugging of this well will comply with K.S.A. 55 et. seq. **RECEIVED KANSAS CORPORATION COMMISSION NOV 07 2005**

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: 11/02/05 Signature of Operator or Agent: Loni Davis Title: Operations Accounting and Regulatory

For KCC Use ONLY
 API # 15 - 181-20388-0000
 Conductor pipe required NONE feet
 Minimum surface pipe required 425 feet per Alt. ①
 Approved by: RJPII-7.05
 This authorization expires: 5-7-06
 (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

24 6 402

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: Berry Petroleum Company
Lease: P. Helman
Well Number: 23-24 6S40W
Field: Wildcat

Location of Well: County: Sherman
1488.0' feet from N / S Line of Section
1265.2' feet from E / W Line of Section
Sec. 24 Twp. 6 S. R. 40 East West

Number of Acres attributable to well: 10
QTR / QTR / QTR of acreage: SW - NE - SW

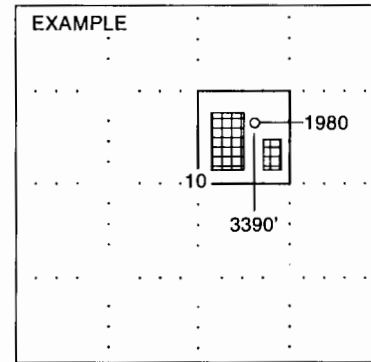
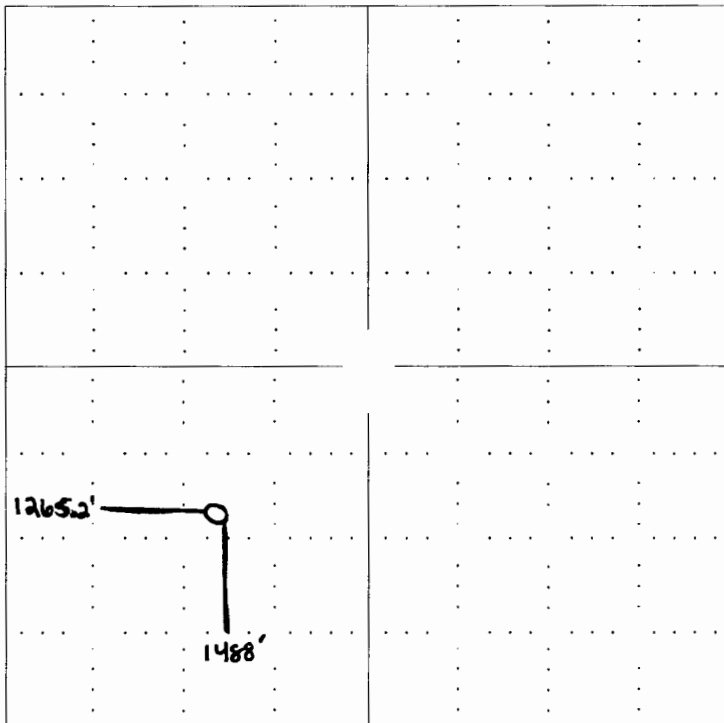
Is Section: Regular or Irregular

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 acreage for prorated or spaced wells.)
(Show footage to the nearest lease or unit boundary line.)*



RECEIVED
KANSAS CORPORATION COMMISSION
NOV 07 2005
CONSERVATION DIVISION
WICHITA, KS

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).