

For KCC Use:
 Effective Date: 9-20-2009
 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 September 24 2009
 month day year

OPERATOR: License# 32920
 Name: W.R. Williams, Inc.
 Address: P.O. Box 15163
 City/State/Zip: Amarillo, Texas 79105
 Contact Person: Rob Williams
 Phone: 806 374-4555

CONTRACTOR: License# 33784
 Name: Trinidad Drilling, LP

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
 E2W2 - W2 - SW Sec. 3 Twp. 22S S. R. 40 West
1320 feet from N / S Line of Section
495 feet from E / W Line of Section
 Is SECTION Regular Irregular?

(Note: Locate well on the Section Plat on reverse side)
 County: Hamilton
 Lease Name: Heinz Well #: 2
 Field Name: Bradshaw
 Is this a Prorated / Spaced Field? Yes No
 Target Formation(s): Upper Winfield
 Nearest Lease or unit boundary: 1320'
 Ground Surface Elevation: 3543 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: 220 280
 Depth to bottom of usable water: 1150
 Surface Pipe by Alternate: 1 2
 Length of Surface Pipe Planned to be set: 250'
 Length of Conductor Pipe required: None
 Projected Total Depth: 2780'
 Formation at Total Depth: Winfield
 Water Source for Drilling Operations:
 Well Farm Pond Other Hauling
 DWR Permit #: _____

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

PRORATED & SPACED: HULOTON-PANOMA

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: September 10, 2009 Signature of Operator or Agent: Rob Williams Title: President

For KCC Use ONLY
 API # 15 - 075-20849-00-00
 Conductor pipe required None feet
 Minimum surface pipe required 240 feet per Alt. X2
 Approved by: RWA 9-15-2009
 This authorization expires: 9-15-2010
 (This authorization void if drilling not started within 12 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: _____

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 KCC WICHITA

3 - 22 - 40W

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 - 075-20849-00-00
 Operator: W.R. Williams, Inc.
 Lease: Heinz
 Well Number: 2
 Field: Bradshaw
 Number of Acres attributable to well: 480
 QTR / QTR / QTR of acreage: E2W2 - W2 - SW

Location of Well: County: Hamilton
1320 feet from N / S Line of Section
495 feet from E / W Line of Section
 Sec. 3 Twp. 22S S. R. 40 East West

Is Section: Regular or Irregular

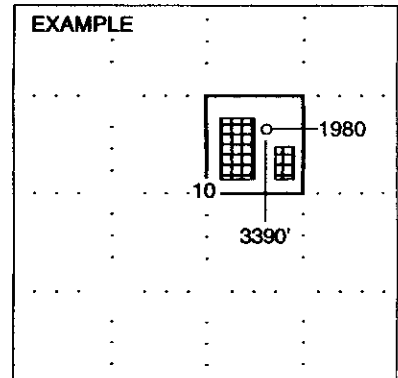
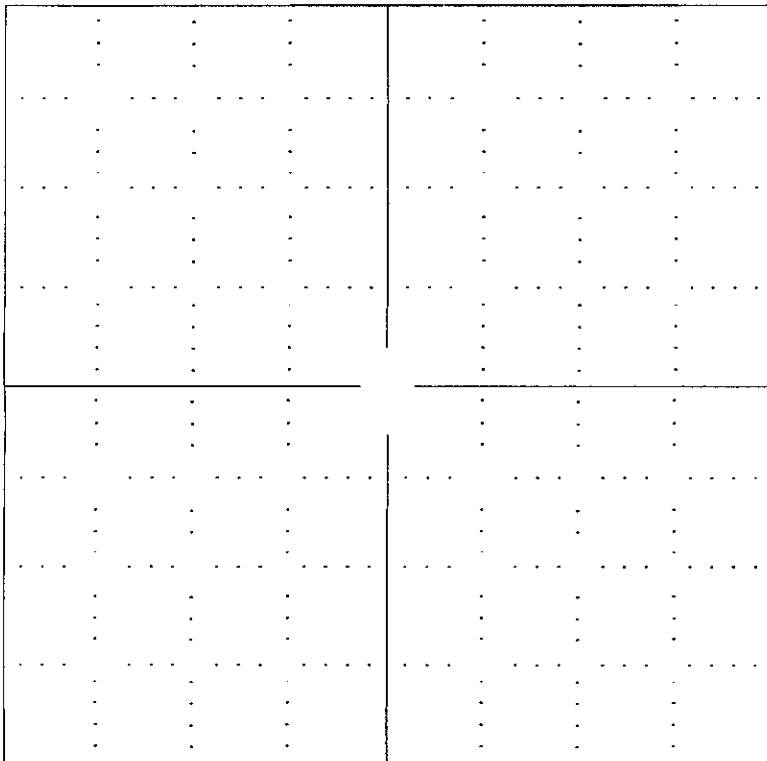
If Section is Irregular, locate well from nearest corner boundary.

Section corner used: NE NW SE SW

PLAT SEE CG-8

(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)

PLAT AND CERTIFICATION OF ACREAGE ATTRIBUTABLE TO A GAS WELL

Kansas Corporation Commission, Conservation Division
 Finney State Office Building, 130 South Market, Room 2078
 Wichita, Kansas 67202

API NUMBER 15- 075-20849-0000

LOCATION OF WELL: COUNTY Hamilton

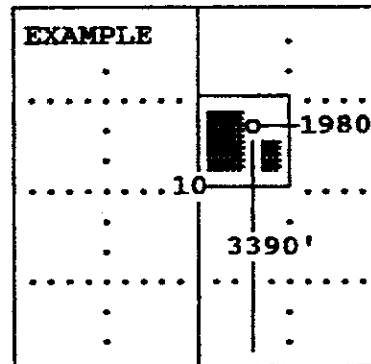
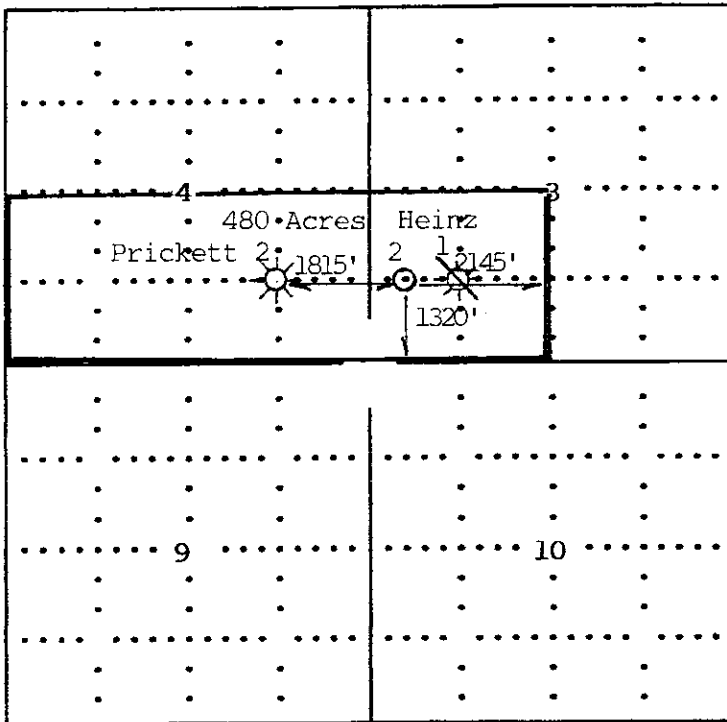
OPERATOR W.R. Williams, Inc.
 LEASE Heinz
 WELL NUMBER 2
 FIELD Bradshaw

1320 feet from south/north line of section
495 feet from east / west line of section

NUMBER OF ACRES ATTRIBUTABLE TO WELL 480
 QTR/QTR/QTR OF ACREAGE E2W2 - W2 - SW4

SECTION 3 TWP 22 (S) RG 40 E/W
 IS SECTION X REGULAR or IRREGULAR
 IF SECTION IS IRREGULAR, LOCATE WELL FROM
 NEAREST CORNER BOUNDARY. (check line below)
 Section corner used: NE NW SE X SW

(Show the location of the well and shade attributable acreage for prorated or spaced wells).
 (Show the footage to the nearest lease or unit boundary line; and show footage to the nearest common source supply well).



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The undersigned hereby certifies as President (title) for

W.R. Williams, Inc. (Co.), a duly authorized agent, that all information shown hereon is true and correct to the best of my knowledge and belief, that all acreage claimed attributable to the well named herein is held by production from that well and hereby make application for an allowable to be assigned to the well upon the filing of this form and the State test, whichever is later.

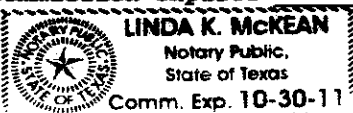
Signature W.R. Williams

Subscribed and sworn to before me on this 10th day of September, 15 2009

Linda K. McKean
 Notary Public

My Commission expires _____

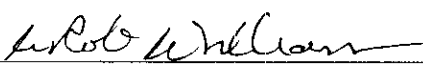
FORM CG-8 (12/94)



**KANSAS CORPORATION COMMISSION
OIL & GAS CONSERVATION DIVISION
APPLICATION FOR SURFACE PIT**

Form CDP-1
April 2004
Form must be Typed

Submit in Duplicate

Operator Name: W.R. Williams, Inc.		License Number: 32920
Operator Address: P.O. Box 15163, Amarillo, Texas 79105		
Contact Person: Rob Williams		Phone Number: (806) 374 - 4555
Lease Name & Well No.: Heinz #2		Pit Location (QQQQ): E2 . W2 . W2 . SW4
Type of Pit: <input type="checkbox"/> Emergency Pit <input type="checkbox"/> Burn Pit <input type="checkbox"/> Settling Pit <input checked="" type="checkbox"/> Drilling Pit <input type="checkbox"/> Workover Pit <input type="checkbox"/> Haul-Off Pit <small>(If WP Supply API No. or Year Drilled)</small>	Pit is: <input checked="" type="checkbox"/> Proposed <input type="checkbox"/> Existing If Existing, date constructed: _____ Pit capacity: 2670 (bbbls)	Sec. 3 Twp. 22S R. 40 <input type="checkbox"/> East <input checked="" type="checkbox"/> West 1320 Feet from <input type="checkbox"/> North / <input checked="" type="checkbox"/> South Line of Section 495 Feet from <input type="checkbox"/> East / <input checked="" type="checkbox"/> West Line of Section Hamilton County
Is the pit located in a Sensitive Ground Water Area? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Chloride concentration: _____ mg/l <small>(For Emergency Pits and Settling Pits only)</small>
Is the bottom below ground level? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	Artificial Liner? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	How is the pit lined if a plastic liner is not used? Bentonite from drilling fluids
Pit dimensions (all but working pits): 50 Length (feet) 75 Width (feet) _____ N/A: Steel Pits Depth from ground level to deepest point: 4 (feet)		
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 N/A feet		Depth to shallowest fresh water 40 feet. Source of information: _____ measured _____ well owner _____ electric log <input checked="" type="checkbox"/> 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: Fresh Water Mud Number of working pits to be utilized: 0 Abandonment procedure: Evaporation & Backfilling Drill pits must be closed within 365 days of spud date.
I hereby certify that the above statements are true and correct to the best of my knowledge and belief.		
September 10, 2009 Date		 Signature of Applicant or Agent

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KCC WICHITA

15-075-20849-00-00

KCC OFFICE USE ONLY

Date Received: **9/14/09** Permit Number: _____ Permit Date: **9/14/09** Lease Inspection: Yes No

KCC -- Conservation Division Forms -- 06/01/2009

Internet KCC Home Page -- <http://kcc.ks.gov>

Conservation Division Home Page -- <http://kcc.ks.gov/conservation/index.htm>

Conservation Division Forms -- <http://kcc.ks.gov/conservation/forms/index.htm>

ADOBE FILL-IN FORM ON INTERNET

FORM DATE

Electronic Filing of KCC forms

- 04/2008 ■ Master Electronic Filing Certificate MEFC

General Administrative

- 09/2005 ■ License Application OPL-1
- 04/2004 ■ Request for Change of Operator; Transfer of Injection or Surface Pit Permit T-1
- 06/2009 ■ Well Inventory OWI-1

Well Permitting

- 10/2007 ■ Notice of Intent to Drill C-1 *Please use updated form on future filings.*
- 04/2004 ■ Application for Surface Pit CDP-1
- 12/2008 ■ Cathodic Protection Borehole Intent to Drill CB-1

Well Completion Reports and Other Well Application

- 10/2008 ■ Well Completion Form ACO-1
- 03/2009 ■ Commingling Application ACO-4
- 03/2009 ■ Dual Completion Report ACO-5
- 09/2005 ■ Well Location Exception Application Check List ACO-17
- 05/2009 ■ Venting-Flaring of Gas ACO-18
- 09/2005 ■ Extended Gas Venting Affidavit CG-3
- 09/2005 ■ Coalbed Natural Gas Venting Affidavit CG-4
- 03/2009 ■ Temporary Abandonment Application CP-111
- 09/2003 ■ Verified Affidavit For Vacuum Operations V-1

Surface Pits and Waste Transfer

- 04/2004 ■ Application for Surface Pit CDP-1
- 04/2004 ■ Closure of Surface Pit CDP-4
- 08/2008 ■ Exploration and Production Waste Transfer CDP-5

Well Plugging Report

- 03/2009 ■ Well Plugging Application CP-1
- 03/2009 ■ Well Plugging Record CP-4
- 08/2003 ■ Seismic Hole Affidavit

Oil & Gas Well Testing Report

- 10/1996 ■ Oil Productivity Test & GOR Report C-5
- 10/1996 ■ Multi-Point Back Pressure Test CG-1
- 07/2003 ■ One Point Stabilized Open Flow or Deliverability Test G-2

Gas Gathering Report

- 06/2008 ■ Gas Gathering Report GG-1
- 06/2007 ■ Gas Gathering Segment Report GG-1a

Oil and Gas Producer's Report

- 06/1989 ■ Summary of Oil Producers Report CO-8, CO-8A
- 08/2000 ■ Gas Producer/Purchaser Monthly Report CG-7, CG-7A

Acreege Attribution and Well Spacing Report

- 12/1994 ■ Oil Acreege Attribution Plat CO-7
- 12/1994 ■ Gas Acreege Attribution Plat CG-8

New Pool and Certificate of Enhancement Projects (Severance Tax Exemptions) Request

- 07/2006 ■ New Pool Determination-Discovery Allowable ACO-16
- 10/1999 ■ Application for Enhanced Recovery Project Certification CER-1, and Calculation Sheet Base Production Calculation and Certification CER 1-A

Underground Injection Control Report

- 07/2006 ■ UIC Application U-1
- 11/2008 ■ Annual Report U3-C. This form is required on an annual basis due each March 1.
- 07/2003 ■ Notice of Injection (of commencement or termination of injection) U-5
- 07/2003 ■ Application to Amend Injection Order U-8
- 07/2003 ■ Notice to Modify Injection Order U-9

Wireline Service

- 08/2003 ■ Monthly Wireline Service Company Report MWSC-1