

CONFIDENTIAL

KANSAS CORPORATION COMMISSION
OIL & GAS CONSERVATION DIVISION
WELL COMPLETION FORM
WELL HISTORY - DESCRIPTION OF WELL & LEASE

ORIGINAL

12/17/09
Form ACO-1
September 1999
Form Must Be Typed

Operator: License # 3882
Name: SAMUEL GARY JR. & ASSOCIATES, INC.
Address: 1560 BROADWAY, SUITE 2100
City/State/Zip: DENVER, CO 80202-4838
Purchaser: GARY-WILLIAMS ENERGY CORPORATION
Operator Contact Person: TOM FERTAL
Phone: (303) 831-4673
Contractor: Name: SOUTHWIND DRILLING
License: 33350
Wellsite Geologist: JUSTIN CARTER

Designate Type of Completion:
 New Well Re-Entry Workover
 Oil SWD SLOW Temp Abd.
 Gas ENHR SIGW
 Dry Other (Core, WSW, Expl., Cathodic, etc)

If Workover/Re-entry: Old Well Info as follows:
Operator: _____
Well Name: _____

Original Comp. Date: _____ Original Total Depth: _____
 Deepening Re-perf. Conv. to Enhr./SWD
 Plug Back Plug Back Total Depth
 Commingled Docket No. _____
 Dual Completion Docket No. _____
 Other (SWD or Enhr.?) Docket No. _____

8/31/2007 9/6/2007 9/21/2007
Spud Date or Date Reached TD Completion Date or
Recompletion Date Recompletion Date

API No. 15 - ²²⁵⁴⁶ ~~15-159-2246-0000~~
County: RICE
NW NE SW Sec. 24 Twp. 18 S. R. 10 East West
2310 feet from SOUTH of Section
1210 feet from WEST Line of Section

Footages Calculated from Nearest Outside Section Corner:
(circle one) NE SE NW **SW**
Lease Name: BEHNKE TRUSTS Well #: 2-24
Field Name: WILDCAT
Producing Formation: ARBUCKLE
Elevation: Ground: 1738' Kelly Bushing: 1746'
Total Depth: 3340' Plug Back Total Depth: 3344'
Amount of Surface Pipe Set and Cemented at 332 Feet
Multiple State Cementing Collar Used? Yes No
If yes, show depth set _____ Feet
If Alternate II completion, cement circulated from _____
feet depth to _____ w/ _____ sx cmt.

Drilling Fluid Management Plan ATI NY43-09
(Data must be collected from the Reserve Pit)
Chloride content _____ ppm Fluid volume _____ bbls
Dewatering method used _____
Location of fluid disposal if hauled offsite: _____
Operator Name: _____
Lease Name: _____ License No.: _____
Quarter _____ Sec. _____ Twp. _____ S. R. _____ East West
County: _____ Docket No.: _____

INSTRUCTIONS: An original and two copies of this information shall be filed with the Kansas Corporation Commission, 130 South Market-Room 2078, Wichita, Kansas 67202, within 120 days of the spud date, recompletion, workover or conversion of a well. Rule 82-3-130, 82-3-106 and 82-3-107 apply. Information on side two of this form will be held confidential for a period of 12 months if requested in writing and submitted with the form (see rule 82-3-107 for confidentiality in excess of 12 months). One copy of all wireline logs and geologist well report shall be attached with this form. ALL CEMENTING TICKETS MUST BE ATTACHED. Submit CP-4 form with all plugged wells. Submit CP-111 form with all temporarily abandoned wells.

All requirements of the statutes, rules and regulations promulgated to regulate the oil and gas industry have been fully complied with and the statements herein are complete and correct to the best of my knowledge.

Signature: Thomas H Fertal

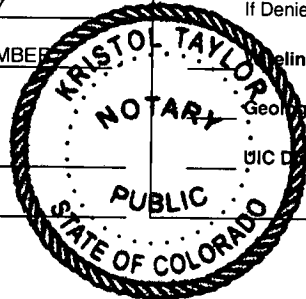
Title: SR. GEOLOGIST Date: 12/17/2007

Subscribed and sworn to before me this 17 TH day of DECEMBER

2007
Notary Public: Justin Carter

Date Commission Expires: _____

KCC Office Use ONLY
 Letter of Confidentiality Attached
If Denied, Yes Date: _____
Wireline Log Received
Geologist Report Received
UIC Distribution _____
RECEIVED
KANSAS CORPORATION COMMISSION
DEC 18 2007



My Commission Expires 5/05/2009

CONSERVATION DIVISION
WICHITA, KS

Operator Name: SAMUEL GARY JR & ASSOCIATES, INC. Lease Name: BEHNKE TRUSTS Well #: 2-24
 Sec. 24 Twp. 18 S. R. 10 East West County: RICE

INSTRUCTIONS: Show important tops and base of formation penetrated. Detail all cores. Report all final copes of drill stem tests giving interval tested, time tool open and closed, flowing and shut-in pressures, whether shut-in pressure reached static level, hydrostatic pressures, bottom hole temperature, fluid recovery, and flow rates if gas to surface test, along with final chart(s). Attach extra sheet if more space is needed. Attach copy of all Electric Wireline Logs surveyed. Attach final geologist well site report.

Drill Stem Tests Taken (Attach Additional Sheets)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	<input checked="" type="checkbox"/> Log	Formation (Top), Depth and Datum	<input type="checkbox"/> Sample
Sample Sent to Geological Survey	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	Name	Top	Datum
Cores Taken	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	TOPEKA	2494'	-748'
Electric Log Run (Submit Copy)	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	HEEBNER	2751'	-1005'
List All E. Logs Run:	DUAL INDUCTION	DOUGLAS	2791'	-1045'
	DENSITY - NEUTRON	BRN LIME	2885'	-1139'
	SONIC LOG	LANSING	2908'	-1162'
	MICROLOG	ARBUCKLE	3244'	-1498'
		TD	3340'	

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CONSERVATION DIVISION
WICHITA, KS

CASING RECORD <input checked="" type="checkbox"/> New <input checked="" type="checkbox"/> Used							
Report all strings set - conductor, surface, intermediate, production, etc.							
Purpose of string	Size Hole Drilled	Size Casing Set (in O.D.)	Weight Lbs./Ft.	Setting Depth	Type of Cement	# Sacks Used	Type and Percent Additives
SURFACE	12-1/4"	8-5/8"	28	332'	CLASS A	175	2% GEL & 3% CC
PRODUCTION	7-7/8"	5-1/2"	15.5	3352'	60/40 POZ ECON-O-BOND	25 125	5#/SK GILSONITE, 1/4#/SK CELLFLAKE

ADDITIONAL CEMENTING/SQUEEZE RECORD					
Purpose:	Depth		Type of Cement	# Sacks Used	Type and Percent Additives
	Top	Bottom			
<input type="checkbox"/> Perforate					
<input type="checkbox"/> Protect Casing					
<input type="checkbox"/> Plug Back TD					
<input type="checkbox"/> Plug Off Zone					

Shots per Foot	PERFORATION RECORD - Bridge Plugs Set/Type Specify Footage of Each Interval Perforated	Acid, Fracture, Shot, Cement, Squeeze Record (Amount and Kind of Material Used)	
		Amount and Kind of Material Used	Depth
4 JSPF	3250-3270'	500 GALS 15% ACETIC	3250 - 3270"

TUBING RECORD		Size	Set At	Packer At	Liner Run
		2-3/8"	3341"		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
Date of First, Resumed Production, SWD or Enhr.			Producing Method		
9/21/07			<input type="checkbox"/> Flowing <input checked="" type="checkbox"/> Pumping <input type="checkbox"/> Gas Lift <input type="checkbox"/> Other (Explain)		
Estimated Production Per 24 Hours	Oil Bbls.	Gas Mcf	Water Bbls.	Gas-Oil Ratio	Gravity
	10	0	20		

Disposition of Gas: Vented Sold Used on Lease Open Hole Perf. Dually Comp. Commingled Other (Specify) _____

Production Interval: 3250 - 3270'



INVOICE

24 S. Lincoln Street
 P.O. Box 31
 Russell, KS 67665-2906
 Voice: (785) 483-3887
 Fax: (785) 483-5566

Invoice Number: 109949
 Invoice Date: Aug 31, 2007
 Page: 1

✓ 64774

Bill To:
Samuel Gary, Jr. & Assoc. c/o Kelly Branum P O Box 448 Russell, KS 67665

Customer ID	Well Name/# or Customer P.O	Payment Terms	
Gary	Behenke Trust #2-24	Net 30 Days	
Sales Rep ID	Camp Location	Service Date	Due Date
	Great Bend	Aug 31, 2007	9/30/07

Quantity	Item	Description	Unit Price	Amount
175.00	MAT	Common Class A	11.10	1,942.50
3.00	MAT	Gel	16.65	49.95
5.00	MAT	Chloride	46.60	233.00
183.00	SER	Handling	1.90	347.70
28.00	SER	Mileage 183 sx @ .09 per sk per mi	16.47	461.16
1.00	SER	Surfce	815.00	815.00
32.00	SER	Extra Footage	0.65	20.80
28.00	SER	Mileage Pump Truck	6.00	168.00
1.00	SER	Head Rental	100.00	100.00
1.00	EQP	Wooden Plug	60.00	60.00

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ALL PRICES ARE NET, PAYABLE
 30 DAYS FOLLOWING DATE OF
 INVOICE. 1 1/2% CHARGED
 THEREAFTER. IF ACCOUNT IS
 CURRENT, TAKE DISCOUNT OF

\$ 419.81

ONLY IF PAID ON OR BEFORE

Sep 30, 2007

Subtotal	4,198.11
Sales Tax	143.98
Total Invoice Amount	4,342.09
Payment/Credit Applied	
TOTAL	4,342.09

DRLG COMP W/O LOE
 AFE # 96027 3922-28
 ACCT. # 135-60
 APPROVED BY 7/BB

ALLIED CEMENTING CO., INC. 30275

REMIT TO P.O. BOX 31
RUSSELL, KANSAS 67665

SERVICE POINT: A.B.

DATE <u>8-31-07</u>	SEC. <u>24</u>	TWP. <u>18</u>	RANGE <u>10</u>	CALLED <u>3:30 PM</u>	ON LOCATION <u>9:30 PM</u>	JOB START <u>10:00 AM</u>	JOB FINISH <u>10:30 PM</u>
LEASE <u>Behenke Trust</u>		WELL # <u>2-24</u>		LOCATION <u>Bushton 1/2 on H Hwy</u>		COUNTY <u>Price</u>	STATE <u>KS</u>
OLD OR NEW (Circle one) <u>NEW</u>				<u>3 1/2 5 E/S</u>			

CONTRACTOR Southwind Rig 3

TYPE OF JOB Surface

HOLE SIZE 12 1/4 D. 332

CASING SIZE 68 DEPTH 332

TUBING SIZE _____ DEPTH _____

DRILL PIPE _____ DEPTH _____

TOOL _____ DEPTH _____

PRES. MAX _____ MINIMUM _____

MEAS. LINE _____ SHOE JOINT _____

CEMENT LEFT IN CSG. 15 ft

PERFS. _____

DISPLACEMENT 20 wbbh

OWNER _____

CEMENT AMOUNT ORDERED 175 sh common
3 Dec 28 gal

COMMON <u>175</u>	@ <u>11.10</u>	<u>1942.50</u>
POZMIX _____	@ _____	_____
GEL <u>3</u>	@ <u>16.65</u>	<u>49.95</u>
CHLORIDE <u>5</u>	@ <u>46.60</u>	<u>233.00</u>
ASC _____	@ _____	_____

EQUIPMENT

PUMP TRUCK # 120 CEMENTER Mike M. HELPER Randy P.

BULK TRUCK # 341 DRIVER Kevin R.

BULK TRUCK # _____ DRIVER _____

HANDLING 183 @ 1.96 342.70

MILEAGE 193 x 2.5 x .09 461.16

TOTAL 3034.31

REMARKS:

Circulate with Rig mud pump
Mix Cement + Release Plug
Displace Plug Down with
Water

Cement Did Circulate
To Surface

SERVICE

DEPTH OF JOB 332 ft

PUMP TRUCK CHARGE 815.00

EXTRA FOOTAGE 32' @ .65 20.80

MILEAGE 28 @ 6.00 168.00

MANIFOLD _____ @ _____ _____

Head Rental @ 100.00 100.00

TOTAL 1103.80

CHARGE TO: Samuel Mary

STREET _____

CITY _____ STATE _____ ZIP _____

PLUG & FLOAT EQUIPMENT

1 1/8 Wooden Plug @ 60.00 60.00

_____ @ _____ _____

_____ @ _____ _____

_____ @ _____ _____

TOTAL 60.00

To Allied Cementing Co., Inc.

You are hereby requested to rent cementing equipment and furnish cementer and helper to assist owner or contractor to do work as is listed. The above work was done to satisfaction and supervision of owner agent or contractor. I have read & understand the "TERMS AND CONDITIONS" listed on the reverse side.

TAX _____

TOTAL CHARGE _____

DISCOUNT _____ IF PAID IN 30 DAYS

SIGNATURE Jay Klein

JAY KLEIN
PRINTED NAME

Thank you

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Pratt

B I L L T O
 SAMUEL GARY JR. & ASSOCIATES
 P. O. BOX 448
 RUSSELL KS 67668
 ATTN: C/O KELLY BRANUM

J O B S I T E
LEASE NAME Behnke Trust
WELL NO. 2-24
COUNTY Rice
STATE KS
JOB DESCRIPTION Cement-New Well Casing/Pipe
JOB CONTACT C/O KELLY BRANUM

V/L 4935

PAGE 1 of 2	CUST NO 1970-SAM013	INVOICE DATE 09/07/2007
INVOICE NUMBER 1970000821		

JOB #	EQUIPMENT #	PURCHASE ORDER NO.		TERMS	DUE DATE		
1970-00825	301			Net 30 DAYS	10/07/2007		
For Service Dates: 09/06/2007 to 09/06/2007				QTY	U of M	UNIT PRICE	INVOICE AMOUNT
1970-00825							
1970-16557 Cement-New Well Casing 9/6/07							
Pump Charge-Hourly Casing Cement Pumper				1.00	Hour	1680.000	1,680.00
Cementing Head w/Manifold Cement Head Rental				1.00	EA	250.000	250.00
Cement Float Equipment Auto Fill float Shoe				1.00	EA	320.000	320.00
Cement Float Equipment I.R. Latch Down Plug & Baffle				1.00	EA	250.000	250.00
Cement Float Equipment Turbolizer				8.00	EA	74.200	593.60
Extra Equipment Casing Swivel Rental				1.00	EA	150.000	150.00
Mileage Cement Service Charge				165.00	DH	1.500	247.50
Mileage Heavy Vehicle Mileage				100.00	DH	5.000	500.00
Mileage Proppant and Bulk Deliver				355.00	DH	1.600	568.00
Pickup Car, Pickup or Van Mileage				50.00	Hour	3.000	150.00
Additives Cal Set				625.00	EA	0.540	337.50 T
Additives Cellflake				31.00	EA	3.700	114.70 T
Additives Cement Friction Reducer				43.00	EA	6.000	258.00 T
Additives Cement Gel				214.00	EA	0.250	53.50 T
Additives FLA-322				97.00	EA	8.250	800.25 T
Additives Gilsonite				825.00	EA	0.670	552.75 T
Additives Salt				400.00	EA	0.250	100.00 T
Additives Super flush II				1,000.00	EA	1.530	1,530.00 T
Calcium Chloride				214.00	EA	1.000	214.00 T

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PAGE 2 of 2	CUST NO 1970-SAM013	INVOICE DATE 09/07/2007
INVOICE NUMBER 1970000821		

B I L L
T O
 SAMUEL GARY JR. & ASSOCIATES
 P. O. BOX 448
 RUSSELL KS 67668
 ATTN: C/O KELLY BRANUM

J O B
S I T E
LEASE NAME Behnke Trust
WELL NO. 2-24
COUNTY Rice
STATE KS
JOB DESCRIPTION Cement-New Well Casing/Pipe
JOB CONTACT C/O KELLY BRANUM

JOB #	EQUIPMENT #	PURCHASE ORDER NO.		TERMS	DUE DATE
1970-00825	301			Net 30 DAYS	10/07/2007
		QTY	U of M	UNIT PRICE	INVOICE AMOUNT
Cement 50/50 POZ		125.00	EA	9.910	1,238.75 T
Cement 60/40 POZ		40.00	EA	10.710	428.40 T
Supervisor Service Supervisor		1.00	Hour	150.000	150.00

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DRLG COMP W/O LOE
 AFE # 96027
 ACCT.# 135-60
 APPROVED BY [Signature]

PLEASE REMIT TO: BASIC ENERGY SERVICES, LP PO BOX 841903 DALLAS, TX 75284-1903	SEND OTHER CORRESPONDENCE TO: BASIC ENERGY SERVICES, LP PO BOX 10460 MIDLAND, TX 79702	BID DISCOUNT SUBTOTAL TAX INVOICE TOTAL	-1,677.91 8,809.04 297.81 9,106.85
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Subject to Correction

Date 9-6-07	Customer ID	Lease Beluoke Trust	Well # 2-24	Legal 24 185-10-w
		County Rice	State KS	Station PRA-H
		Depth 3334'	Formation	Shoe Joint 21.48
SAM BERRY JR. ASSOC.		Casing 5 1/2	Casing Depth	TD
		Customer Representative	Treater Robert Sullivan	Job Type CNW long string

AFE Number	PO Number	Materials Received by X <i>[Signature]</i>	DL5
------------	-----------	---	------------

Station Code	Product Code	QUANTITY	MATERIALS, EQUIPMENT, and SERVICES USED	UNIT PRICE	AMOUNT
P	0204	125 sk	50/50 po2	-	1,238.75
P	0203	40 sk	60/40 po2	-	428.40
P	c194	31 lb	Collfate	-	114.70
P	c195	97 lb	FLA-322	-	800.25
P	c244	43 lb	Cement Friction Reducer	-	258.00
P	c210	214 lb	Calcium chloride	-	214.00
P	c311	625 lb	cal-set	-	337.50
P	c320	214 lb	Cement gel	-	53.50
P	c321	825 lb	gilsonite	-	552.75
P	c221	400 lb	Salt (Fino)	-	100.00
P	c304	1000 gal	Sup-a-Hach II	-	1530.00
P	2101	89A	Turbolizer 5 1/2	-	593.60
P	2171	1 9d	J.R. Latch Down Plug & Baffle 5 1/2	-	250.00
P	2211	1 5d	Auto Fill Float shoe 5 1/2	-	320.00
P	E100	100 mi	Heavy Vehicle Mileage	-	500.00
P	E101	30 mi	Pickup Mileage	-	150.00
P	E104	355 tm	Bulk Delivery	-	568.00
P	E107	165 sk	Cement Service Charge	-	247.50
P	E991	1 FD	Service Supervisor	-	150.00
P	R208	1 5d	Casing Cement Pumpin 3501' - 4000'	-	1680.00
P	R701	1 9A	Cement Head Rental	-	250.00
P	R702	1 9d	Casing Head Service Rental	-	150.00
Discounted Price					8,809.04
Thank you					

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TREATMENT REPORT

Customer: *SAM GARY JR. ASSOC.* Lease No.: _____ Date: *9-6-07*
 Lease: *Behrke Tract* Well #: *2-24*
 Field Order #: *16557* Station: *PRATT* Casing: *5 1/2* Depth: *3334.79* County: *Rice* State: *Ks.*
 Type Job: *CNW 5 1/2 Long string* Formation: _____ Legal Description: *24-185-10W*

PIPE DATA		PERFORATING DATA		FLUID USED		TREATMENT RESUME		
Casing Size: <i>5 1/2</i>	Tubing Size: <i>4 1/2</i>	Shots/Ft		Acid		RATE	PRESS	ISIP
Depth: <i>3334.79</i>	Depth	From	To	Pre Pad				5 Min.
Volume: <i>79</i>	Volume	From	To	Pad				10 Min.
Max Press	Max Press	From	To	Frac				15 Min.
Well Connection: <i>P.C.</i>	Annulus Vol.	From	To			HHP Used		Annulus Pressure
Plug Depth: <i>3319.79</i>	Packer Depth	From	To	Flush		Gas Volume		Total Load

Customer Representative: _____ Station Manager: *DAVE SCOTT* Treater: *Robert Sullivan*

Service Units: <i>19800</i>									
Driver Names: <i>Melson</i>	<i>Bojac</i>	<i>Sullivan</i>							

Time	Casing Pressure	Tubing Pressure	Bbbs. Pumped	Rate	Service Log
<i>1030 AM</i>					<i>CNW Loc Safety meeting</i>
					<i>Run 80 JTC 5 1/2 casing</i>
					<i>Conds. 1, 3, 5, 7, 9, 11, 13, 15</i>
					<i>Insert @ 3319.79 stop at 31.48'</i>
<i>1240</i>					<i>CASING ON BOTTOM</i>
<i>1250</i>					<i>Hook Ruy up to Break circ.</i>
					<i>Hook up to pump truck</i>
<i>0205</i>	<i>200</i>		<i>20</i>	<i>5</i>	<i>START salt flush</i>
			<i>24</i>		<i>START Super flush II</i>
			<i>7</i>		<i>H²⁰ SPACER</i>
<i>0220</i>	<i>200</i>		<i>9</i>	<i>5</i>	<i>mix 25ck Schaeffered cont 12 gal</i>
			<i>34</i>		<i>mix 125 cl 5/8" per cont 13.8 gal</i>
<i>0220</i>	<i>0</i>			<i>0</i>	<i>STOP wash Lidoc e Pump</i>
<i>0223</i>				<i>5</i>	<i>Release Plug @ START DISP.</i>
<i>0245</i>			<i>70</i>	<i>5</i>	<i>Lift Psi</i>
				<i>3</i>	<i>slow Rate</i>
<i>0250</i>	<i>1500</i>		<i>77</i>	<i>3</i>	<i>Plug down Heat Held</i>
					<i>Plug R.II.</i>
<i>0330</i>					<i>Job complete</i>

Thank you