

WELL COMPLETION FORM
WELL HISTORY - DESCRIPTION OF WELL & LEASE

OPERATOR: License # 32325
Name: POPP OPERATING, INC.
Address 1: PO BOX 187
Address 2: _____
City: HOISINGTON State: KS Zip: 67544 + 0187
Contact Person: RICKEY POPP
Phone: (620) 786-5514
CONTRACTOR: License # 31548
Name: DISCOVERY DRILLING CO., INC.
Wellsite Geologist: JASON ALM
Purchaser: NCRA

Designate Type of Completion:
 New Well _____ Re-Entry _____ Workover _____
 Oil _____ SWD _____ SLOW _____
_____ Gas _____ ENHR _____ SIGW _____
_____ CM (Coal Bed Methane) _____ Temp. Abd. _____
_____ 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. _____ Conv. to SWD _____
_____ Plug Back: _____ Plug Back Total Depth _____
_____ Commingled _____ Docket No.: _____
_____ Dual Completion _____ Docket No.: _____
_____ Other (SWD or Enhr.?) _____ Docket No.: _____
11/30/09 12/04/09 12/29/09
Spud Date or Date Reached TD Completion Date or
Recompletion Date Recompletion Date

API No. 15 - 167-23,601-00-00
Spot Description: 295' N & 210' E of
NW SW SE Sec. 35 Twp. 15 S. R. 14 East West
1285 Feet from North / South Line of Section
2100 Feet from East / West Line of Section
Footages Calculated from Nearest Outside Section Corner:
 NE NW SE SW
County: RUSSELL
Lease Name: BATT Well #: 3
Field Name: TRAPP
Producing Formation: ARBUCKLE
Elevation: Ground: 1887' Kelly Bushing: 1895'
Total Depth: 3390' Plug Back Total Depth: 3339'
Amount of Surface Pipe Set and Cemented at: 890 Feet
Multiple Stage Cementing Collar Used? Yes No
If yes, show depth set: _____ Feet
If Alternate II completion, cement circulated from: _____
feet depth to: 30 SX RAT HOLE w/ 15 SX MOUSE HOLE sx cmt.

Drilling Fluid Management Plan Air I net 2-11-10
(Data must be collected from the Reserve Pit)
Chloride content: 16,000 ppm Fluid volume: 240 bbls
Dewatering method used: HAUL FREE FLUIDS
Location of fluid disposal if hauled offsite: _____
Operator Name: POPP OPERATING, INC
Lease Name: MICHAELIS "A" License No.: 32325
Quarter SE Sec. 36 Twp. 15 S. R. 14 East West
County: RUSSELL Docket No.: D-28,748

INSTRUCTIONS: An original and two copies of this form shall be filed with the Kansas Corporation Commission, 130 S. 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 of 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: Rickey Popp
Title: PRESIDENT Date: 02/08/10
Subscribed and sworn to before me this 8th day of February
20 10
Notary Public: Jane M. Steinert
Date Commission Expires: 5/20/11

KCC Office Use ONLY
 Letter of Confidentiality Received
 If Denied, Yes Date: _____
 Wireline Log Received
 Geologist Report Received
_____ UIC Distribution
RECEIVED
FEB 10 2010

NOTARY PUBLIC - State of Kansas
JANE M. STEINERT
My Appt. Exp. 5/20/11

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Operator Name: **POPP OPERATING, INC.** Lease Name: **BATT** Well #: **3**
 Sec. **35** Twp. **15** S. R. **14** East West County: **RUSSELL**

INSTRUCTIONS: Show important tops and base of formations penetrated. Detail all cores. Report all final copies of drill stems 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 geological well site report.

Drill Stem Tests Taken <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>(Attach Additional Sheets)</i> Samples Sent to Geological Survey <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Cores Taken <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Electric Log Run <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <i>(Submit Copy)</i> List All E. Logs Run: COMPENSATED NEUTRON/DENSITY, DUAL INDUCTION, MIRCO & CEMENT BOND LOGS	<input checked="" type="checkbox"/> Log Formation (Top), Depth and Datum <input type="checkbox"/> Sample <table style="width:100%; border-collapse: collapse;"> <tr> <td style="width:70%;">Name</td> <td style="width:15%;">Top</td> <td style="width:15%;">Datum</td> </tr> <tr> <td>Anhydrite</td> <td>876'</td> <td>+1021'</td> </tr> <tr> <td>Tariko</td> <td>2578'</td> <td>-681'</td> </tr> <tr> <td>Topeka</td> <td>2787'</td> <td>-885'</td> </tr> <tr> <td>Heebner</td> <td>3013'</td> <td>-1116'</td> </tr> <tr> <td>Toronto</td> <td>3028'</td> <td>-1131'</td> </tr> <tr> <td>L-KC</td> <td>3078'</td> <td>-1181'</td> </tr> <tr> <td>Arbuckle</td> <td>3310'</td> <td>-1413'</td> </tr> </table>	Name	Top	Datum	Anhydrite	876'	+1021'	Tariko	2578'	-681'	Topeka	2787'	-885'	Heebner	3013'	-1116'	Toronto	3028'	-1131'	L-KC	3078'	-1181'	Arbuckle	3310'	-1413'
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CASING RECORD <input checked="" type="checkbox"/> New <input 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 CSG	12-1/4"	8-5/8"	24#	890'	COMMON	320	2%GEL&3%CC
PRODUCTION CSG	7-7/8"	5-1/2"	14#	3387'	ECONOBOND	150	

ADDITIONAL CEMENTING / SQUEEZE RECORD				
Purpose:	Depth Top Bottom	Type of Cement	#Sacks Used	Type and Percent Additives
<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)	Depth
4	3310-11'	650 7-1/2% MCA, 1500 15% MCA	
	CIBP		3300'
4	3264-70', 3246-52' / 3162-66', 3148-52'	2500 15% MCA, 1000# SALT / 1500 15% MCA	
4	3106-12', 3096'-3100' / 2958-62', 2936-40'	2500 15% MCA, 1000# SALT / 2500 15% MCA 500#SALT	
	CIBP		3240'

TUBING RECORD: Size: **2-7/8"** Set At: **3235'** Packer At: _____ Liner Run: Yes No

Date of First, Resumed Production, SWD or Enhr. **01/04/10** Producing Method: Flowing Pumping Gas Lift Other (Explain)

Estimated Production Per 24 Hours	Oil Bbls. 25	Gas Mcf	Water Bbls. 95	Gas-Oil Ratio	Gravity 39
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DISPOSITION OF GAS: <input type="checkbox"/> Vented <input type="checkbox"/> Sold <input type="checkbox"/> Used on Lease <i>(If vented, Submit ACO-18.)</i>	METHOD OF COMPLETION: <input type="checkbox"/> Open Hole <input checked="" type="checkbox"/> Perf. <input type="checkbox"/> Dually Comp. <input type="checkbox"/> Commingled <input type="checkbox"/> Other (Specify) _____	PRODUCTION INTERVAL: AS ABOVE
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QUALITY OILWELL CEMENTING, INC.

Phone 785-483-2025
Cell 785-324-1041

Home Office P.O. Box 32 Russell, KS 67665

No. 3689

Date	12-1-09	Sec.	35	Twp.	15	Range	14	County	Russell	State	Kansas	On Location		Finish	9:45AM
Lease	Butt	Well No.	3			Location						Russell S. to Co. line 1/4 E Minn			
Contractor	Discovery Drilling Rig?						Owner						To Quality Oilwell Cementing, Inc. You are hereby requested to rent cementing equipment and furnish cementer and helper to assist owner or contractor to do work as listed.		
Type Job	Surface						Charge To						Papp Operating, Inc.		
Hole Size	12 1/4		T.D.		890'		Depth						890'		
Csg.	8 5/8 24lb		Depth		Street										
Tbg. Size			Depth		City						State				
Tool			Depth		City						State				
Cement Left in Csg.	40'		Shoe Joint		40'		The above was done to satisfaction and supervision of owner agent or contractor.								
Meas Line			Displace		54 Bbl		CEMENT								
EQUIPMENT						Amount Ordered						320 Can 38 CC 28lb			
Pumptrk	1	No.	Cementer	Steve		Common						320 @ 10			3200.00
Bulktrk	11	No.	Driver	Blake		Poz. Mix									
Bulktrk		No.	Driver	Doug		Gel.						6 @ 17.00			102.00
JOB SERVICES & REMARKS						Calcium						11 @ 42.00			462.00
Remarks:						Hulls									
Cement did Circulate						Salt									
						Flowseal									
						Handling						337 @ 2.00			674.00
						Mileage						300			300.00
						FLOAT EQUIPMENT									
						Guide Shoe									
						Centralizer									
						Baskets									
						AFU Inserts						1 8 5/8 Rubber Plug			102.00
												1 8 5/8 Baffle Plate			140.00
						Pumptrk Charge						Long Surface			600.00
						Mileage						13 @ 7.00			91.00
												Tax			233.97
												Discount			(1134.00)
												Total Charge			4770.97
Signature															

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Quality Oilwell
Cementing

[Handwritten Signature]

Customer Popp Operating, Incorporated	Lease No. Well # 3	Date 12-5-09
Lease Batt		
Field Order # 2063	Station Pratt, Kansas	Casing 5/2"
		Depth 14 LB. 3,387 FT.
Type Job C.N.W. - Longstring	Formation	County Russell
		State Kansas
		Legal Description 35-155-14W

PIPE DATA		PERFORATING DATA		CEMENT FLOID USED		TREATMENT RESUME		
Casing Size 5/2" 14 LB./FT.	Tubing Size 4 1/2" 11.75 LB./FT.	Shots/Ft 150	From Chloride, 38%	50/50 Poz	Rate 4.258	Press 2800	ISP 5 Min.	Calcium FLA-322
Depth 3,387 Feet	Depth 3,387 Feet	From 5 LB./ft. Gilsontite	To 60/40 Poz to plug rat	Friction Reducer	Max 2.58	Defoamer	10 Min.	
Volume 22.6 Bbl.	Volume 5 LB./ft. Gilsontite	From 13.8	To 7.01 Gal./sh.		Min		15 Min.	
Max-Press 1,500 P.S.I.	Max-Press 1,500 P.S.I.	From 50	To 60/40 Poz to plug rat		Avg 1.53	CU.FT./SH.		Annulus Pressure
Plug Connection Pug container	Annulus Vol. Pug container	From 50	To 60/40 Poz to plug rat		HTP Used			Total Load
Plug Depth 3,344 Feet	Packer Depth 3,344 Feet	From	To	Flush 81.7 Bbl. 2 1/2" NL	Gas Volume			

Customer Representative Rich Popp	Station Manager David Scott	Treater Clarence R. Messich
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Service Units	19,870	19,903	19,905	19,960	19,918				
Driver Names	Messich	Mattal	Phye						

Time (A.M.)	Casing Pressure	Tubing Pressure	Bbls. Pumped	Rate	Service Log
12:30					Trucks on location and hold safety meeting.
1:40					Discovery Drilling start to run Auto-Fill Float Shoe, Shoe Joint with Latch Down Baffle screwed into collar and a total of 79 Joints new 14 LB/FT 5 1/2" casing. Ran Turbolizers on collars # 1, 2, 3, 5 and # 6.
3:15					Casing in well. Circulate for 60 minutes.
4:15	300			6	Start 28 HCL Pre-Flush.
			20	6	Start Mud Flush.
			32	5	Start Fresh Water Spacer.
	300		37	5	Start mixing 150 sacks 50/50 Poz cement.
	-0-		78		Stop pumping. Shut in well. Wash pump and lines. Release Latch Down Plug. Open Well.
	200			6.5	Start 28 HCL Displacement.
				5	Start to lift cement.
5:00	500		81.7		Plug down.
	1,500				Pressure up.
					Release pressure. Float Shoe
	-0-		7.5	3	Plug Rat and Mouse holes
					Wash up pump truck.
5:30					Job Complete.
					Thank You.
					Clarence, Mike, Dale

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BASICSM
ENERGY SERVICES
PRESSURE PUMPING & WIRELINE

10244 NE Hwy. 61
P.O. Box 8613
Pratt, Kansas 67124
Phone 620-672-1201

FIELD SERVICE TICKET
1718 1063 A

35-155-14W

DATE _____ TICKET NO. _____

DATE OF JOB: 12-5-09		DISTRICT: Pratt, Kansas		NEW WELL <input checked="" type="checkbox"/> OLD WELL <input type="checkbox"/>		PROD <input type="checkbox"/> INJ <input type="checkbox"/> WDW <input type="checkbox"/>		CUSTOMER ORDER NO.:			
CUSTOMER: Popp Operating, Incorporated				LEASE: Batt				WELL NO. 3			
ADDRESS:				COUNTY: Russell				STATE: Kansas			
CITY:				STATE:				SERVICE CREW: C. Messich, M. Mattal, D. Phye			
AUTHORIZED BY:				JOB TYPE: C.N.W. - Longstring							
EQUIPMENT#	HRS	EQUIPMENT#	HRS	EQUIPMENT#	HRS	TRUCK CALLED	DATE	AM	TIME		
19,870	1						12-4-09	PM	7:00		
						ARRIVED AT JOB	12-5-09	AM	12:30		
19,903-19,905	1					START OPERATION		AM	4:15		
						FINISH OPERATION		AM	5:15		
19,960-19,918	1					RELEASED	12-5-09	AM	5:30		
						MILES FROM STATION TO WELL					

CONTRACT CONDITIONS: (This contract must be signed before the job is commenced or merchandise is delivered).

The undersigned is authorized to execute this contract as an agent of the customer. As such, the undersigned agrees and acknowledges that this contract for services, materials, products, and/or supplies includes all of and only those terms and conditions appearing on the front and back of this document. No additional or substitute terms and/or conditions shall become a part of this contract without the written consent of an officer of Basic Energy Services LP.

SIGNED: _____
(WELL OWNER, OPERATOR, CONTRACTOR OR AGENT)

ITEM/PRICE REF. NO.	MATERIAL, EQUIPMENT AND SERVICES USED	UNIT	QUANTITY	UNIT PRICE	\$ AMOUNT
CP107	Econobond		150sk		
CP103	60/40 Poz		50sk		
CC105	Defoamer		32Lb		
CC112	Friction Reducer		39Lb		
CC129	FLA-322		39Lb		
CT04	CS-1L		5Gal		
CC151	Mud Flush		500Gal		
CF607	Latch Down Plug and Baffle, 5 1/2"		1ea		
CF1251	Auto Fill Float Shoe, 5 1/2"		1ea		
CF1651	Turbolizer, 5 1/2"		5ea		
E101	Heavy Equipment Mileage		140mi		
E113	Bulk Delivery		613tm		
E100	Pickup Mileage		70mi		
CE240	Blending and Mixing Service		200sk		
5003	Service Supervisor		1ea		
CE204	Cement Pump: 3,000 Feet To 4,000 Feet		1ea		
CE504	Plug Container		1ea		
CE501	Casing Swivel		1ea		

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CHEMICAL / ACID DATA:				SUB TOTAL	
				SERVICE & EQUIPMENT	%TAX ON \$
				MATERIALS	%TAX ON \$
				TOTAL	

SERVICE REPRESENTATIVE: <i>Ernest R. M. ...</i>	THE ABOVE MATERIAL AND SERVICE ORDERED BY CUSTOMER AND RECEIVED BY: <i>[Signature]</i>
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(WELL OWNER OPERATOR CONTRACTOR OR AGENT)

FIELD SERVICE ORDER NO.