

For KCC Use: 7-3-2010  
 Effective Date: 4  
 District #: 4  
 SGA?  Yes  No

KANSAS CORPORATION COMMISSION  
 OIL & GAS CONSERVATION DIVISION

Form C-1  
 October 2007  
 Form must be Typed  
 Form must be Signed  
 All blanks must be Filled

**NOTICE OF INTENT TO DRILL**

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

Expected Spud Date: 7 month 5 day 10 year

Spot Description: ~~NW-SE-SE~~  
 NW - SE - SE Sec. 21 Twp. 17 S. R. 14  E  W  
 (2000) 990 feet from  N /  S Line of Section  
990 feet from  E /  W Line of Section  
 Is SECTION:  Regular  Irregular?

OPERATOR: License# 30380  
 Name: Hupfer Operating, Inc.  
 Address 1: P.O. Box 3912  
 Address 2:  
 City: Shawnee State: KS Zip: 67601 + 0912  
 Contact Person: Dennis D. Hupfer  
 Phone: (913) 400-3777

(Note: Locate well on the Section Plat on reverse side)  
 County: Barton  
 Lease Name: Morgenstern Well #: B-2  
 Field Name: Carroll  
 Is this a Prorated / Spaced Field?  Yes  No

CONTRACTOR: License# 31548  
 Name: Discovery Drilling, Inc.

Target Formation(s): Arbuckle  
 Nearest Lease or unit boundary line (in footage): 330'  
 Ground Surface Elevation: 1880' feet MSL  
 Water well within one-quarter mile:  Yes  No  
 Public water supply well within one mile:  Yes  No

Well Drilled For:  Oil  Gas  Seismic; # of Holes  Other:  
 Enh Rec  Storage  Disposal  
 Well Class:  Infield  Pool Ext.  Wildcat  Other  
 Type Equipment:  Mud Rotary  Air Rotary  Cable

Depth to bottom of fresh water: 180'  
 Depth to bottom of usable water: 320'  
 Surface Pipe by Alternate:  I  II  
 Length of Surface Pipe Planned to be set: 835' Anhydrite  
 Length of Conductor Pipe (if any): none  
 Projected Total Depth: 3370'  
 Formation at Total Depth: Arbuckle

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

Water Source for Drilling Operations:  
 Well  Farm Pond  Other:  
 DWR Permit #: \_\_\_\_\_  
 (Note: Apply for Permit with DWR   
 Will Cores be taken?  Yes  No  
 If Yes, proposed zone: \_\_\_\_\_

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

**AFFIDAVIT**

RECEIVED  
 KANSAS CORPORATION COMMISSION

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:

JUN 25 2010

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.

CONSERVATION DIVISION  
 WICHITA, KS

I hereby certify that the statements made herein are true and correct to the best of my knowledge and belief.

Date: June 22 10 Signature of Operator or Agent: Dennis D. Hupfer Title: President

**For KCC Use ONLY**  
 API # 15 - 009-254480000  
 Conductor pipe required None feet  
 Minimum surface pipe required 210 feet per ALT.  I  II  
 Approved by: KWA 6-28-2010  
 This authorization expires: 6-28-2011  
 (This authorization void if drilling not started within 12 months of approval 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 (within 60 days);
- 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 Date: \_\_\_\_\_  
 Signature of Operator or Agent: \_\_\_\_\_

21-17-14  
 E  
 F

**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 - 009-25448-000  
 Operator: Hupfer Operating, Inc.  
 Lease: Morgenstern  
 Well Number: B-2  
 Field: Carroll

Location of Well: County: Barton  
 990 feet from  N /  S Line of Section  
 990 feet from  E /  W Line of Section  
 Sec. 21 Twp. 17 S. R. 14  E  W

Number of Acres attributable to well: \_\_\_\_\_  
 QTR/QTR/QTR/QTR of acreage: \_\_\_\_\_

Is Section:  Regular or  Irregular

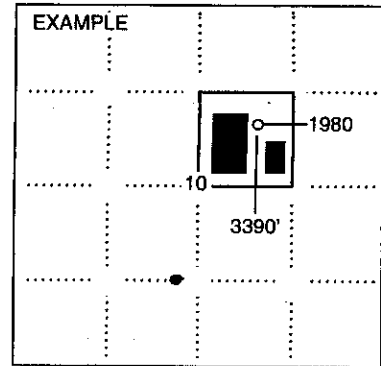
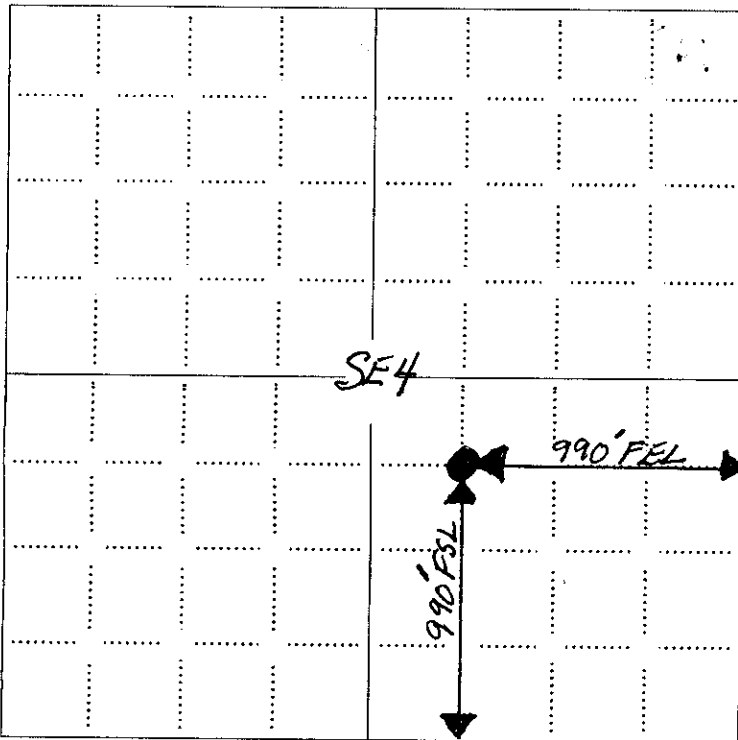
**If Section is Irregular, locate well from nearest corner boundary.**

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 locator.**

**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 south / north and east / west outside section lines.
3. The distance to the nearest lease or unit boundary line (in footage).
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).

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

Form GDP-1  
April 2004  
Form must be Typed

*Submit in Duplicate*

Operator Name: <u>Hupfer Operating, Inc.</u>		License Number: <u>30380</u>
Operator Address: <u>P.O. Box 3912 Shawnee, KS 66203</u>		
Contact Person: <u>Dennis D. Hupfer</u>		Phone Number: <u>(785) 623-8813 - Cell</u> <u>(913) 400-3777 - Office</u>
Lease Name & Well No.: <u>MORBENSTERN #B-2</u>		Pit Location (QQQQ): <u>    </u> - NW - SE - <u>    </u> Sec <u>21</u> Twp. <u>17</u> R. <u>14</u> <input type="checkbox"/> East <input checked="" type="checkbox"/> West <u>990</u> Feet from <input type="checkbox"/> North / <input checked="" type="checkbox"/> South Line of Section <u>990</u> Feet from <input checked="" type="checkbox"/> East / <input type="checkbox"/> West Line of Section <u>Barton</u> County
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: <u>    </u> Pit capacity: <u>800</u> (bbls)	
Is the pit located in a Sensitive Ground Water Area? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Chloride concentration: <u>    </u> 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? <u>Clay Bottom &amp; sides</u>
Pit dimensions (all but working pits): <u>60</u> Length (feet) <u>60</u> Width (feet) <input type="checkbox"/> N/A: Steel Pits Depth from ground level to deepest point: <u>4</u> (feet) <input checked="" type="checkbox"/> No Pit		
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. <u>Let dry natural &amp; backfill</u>
Distance to nearest water well within one-mile of pit <u>2800</u> feet    Depth of water well <u>108</u> feet		Depth to shallowest fresh water <u>88</u> feet. Source of information: <input type="checkbox"/> measured <input checked="" type="checkbox"/> well owner <input type="checkbox"/> electric log <input type="checkbox"/> KDWR
<b>Emergency, Settling and Burn Pits ONLY:</b> Producing Formation: <u>    </u> Number of producing wells on lease: <u>    </u> Barrels of fluid produced daily: <u>    </u> Does the slope from the tank battery allow all spilled fluids to flow into the pit? <input type="checkbox"/> Yes <input type="checkbox"/> No		<b>Drilling, Workover and Haul-Off Pits ONLY:</b> Type of material utilized in drilling/workover: <u>Fresh water mud</u> Number of working pits to be utilized: <u>2</u> Abandonment procedure: <u>Let dry natural &amp; backfill</u> 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.		
<u>June 22, 10</u> Date	<u>Dennis D. Hupfer</u> Signature of Applicant or Agent	
<b>KCC OFFICE USE ONLY</b>		
Steel Pit <input type="checkbox"/> RFAC <input type="checkbox"/> RFAS <input type="checkbox"/>		
Date Received: <u>6-25-10</u> Permit Number: <u>    </u> Permit Date: <u>6-25-10</u> Lease Inspection: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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KANSAS CORPORATION COMMISSION  
JUN 25 2010  
CONSERVATION DIVISION  
WICHITA, KS

15-009-257418-00-00

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