

KANSAS CORPORATION COMMISSION
OIL & GAS CONSERVATION DIVISION

ORIGINAL

Form ACO-1
June 2009

Form Must Be Typed
Form must be Signed
All blanks must be Filled

WELL COMPLETION FORM
WELL HISTORY - DESCRIPTION OF WELL & LEASE

OPERATOR: License # 34357
Name: Atlas Operating LLC
Address 1: 15603 Kuykendahl Ste 200
Address 2: _____
City: Houston State: TX Zip: 77090 + 3655
Contact Person: Debbie Watson
Phone: (281) 893-9400
CONTRACTOR: License # 5822
Name: Val Energy
Wellsite Geologist: Pat Deenihan
Purchaser: Pioneer/NCRA

API No. 15 - 077-217³⁰93-00-00
Spot Description: _____
S2 NW NW Sec. 8 Twp. 31 S. R. 8 East West
1,700 Feet from North / South Line of Section
1,650 Feet from East / West Line of Section
Footages Calculated from Nearest Outside Section Corner:
 NE NW SE SW
County: Harper
Lease Name: Smith, BA Well #: 5-8
Field Name: Spivey Grabs-Basil
Producing Formation: Mississippi

Designate Type of Completion:
 New Well Re-Entry Workover
 Oil WSW SWD SIOW
 Gas D&A ENHR SIGW
 OG GSW Temp. Abd.
 CM (Coal Bed Methane)
 Cathodic Other (Core, Expl., etc.): _____

Elevation: Ground: 1645 Kelly Bushing: 1655
Total Depth: 4549 Plug Back Total Depth: 4448
Amount of Surface Pipe Set and Cemented at: 237' Feet
Multiple Stage Cementing Collar Used? Yes No
If yes, show depth set: _____ Feet
If Alternate II completion, cement circulated from: _____
feet depth to: _____ w/ _____ sx cmt.

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
 Conv. to GSW
 Plug Back: _____ Plug Back Total Depth
 Commingled Permit #: _____
 Dual Completion Permit #: _____
 SWD Permit #: _____
 ENHR Permit #: _____
 GSW Permit #: _____
01/20/2011 01/25/2011 02/22/2011
Spud Date or Date Reached TD Completion Date or
Recompletion Date Recompletion Date

Drilling Fluid Management Plan
(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 #: _____
Quarter _____ Sec. _____ Twp. _____ S. R. _____ East West
County: _____ Permit #: _____

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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.

AFFIDAVIT

I am the affiant and I hereby certify that 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: Debbie Watson
Title: Regulatory Coordinator Date: 09/08/2011

KCC Office Use ONLY

Letter of Confidentiality Received
Date: _____
 Confidential Release Date: _____
 Wireline Log Received
 Geologist Report Received
 UIC Distribution
ALT I II III Approved by: DJ Date: 9/11/11

Operator Name: Atlas Operating LLC Lease Name: Smith Well #: 5-8
 Sec. 8 Twp. 31 S. R. 8 East West County: Harper

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 complete 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 Electric Log Submitted Electronically <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <i>(If no, Submit Copy)</i> List All E. Logs Run: CNL/CDL MEL,DIL,CBL	<input checked="" type="checkbox"/> Log Formation (Top), Depth and Datum <input type="checkbox"/> Sample <table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th style="width:60%;">Name</th> <th style="width:20%;">Top</th> <th style="width:20%;">Datum</th> </tr> </thead> <tbody> <tr> <td>Lansing</td> <td>3619</td> <td>-1962</td> </tr> <tr> <td>Stake Shale</td> <td>4058</td> <td>-2403</td> </tr> <tr> <td>Cherokee Shale</td> <td>4298</td> <td>-2643</td> </tr> <tr> <td>Mississippi</td> <td>4394</td> <td>-2739</td> </tr> </tbody> </table>	Name	Top	Datum	Lansing	3619	-1962	Stake Shale	4058	-2403	Cherokee Shale	4298	-2643	Mississippi	4394	-2739
Name	Top	Datum														
Lansing	3619	-1962														
Stake Shale	4058	-2403														
Cherokee Shale	4298	-2643														
Mississippi	4394	-2739														

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	12-1/4	8-5/8"	23	237	60/40 poz	200	2%cc W/ 1/4 # cello flake
Production	7-7/8	4-1/2"	10.5	4509	AA2	270	5%, Gilsonite

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	4394-4402	1000 Gals 15% HCL	4394-4402
		12,000 # Sand, 311 BF	4394-4402

TUBING RECORD:	Size: <u>2-3/8"</u>	Set At: <u>4420</u>	Packer At:	Liner Run: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	KCC WICHITA
Date of First, Resumed Production, SWD or ENHR. <u>03/11/2011</u>		Producing Method: <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. <u>10.02</u>	Gas Mcf <u>50</u>	Water Bbls. <u>70</u>	Gas-Oil Ratio <u>4,990</u>	Gravity <u>34.5</u>

DISPOSITION OF GAS: <input type="checkbox"/> Vented <input checked="" 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 <i>(Submit ACO-5)</i> <i>(Submit ACO-4)</i> <input type="checkbox"/> Other (Specify) _____	PRODUCTION INTERVAL: <u>4394-4402</u> <u>Mississippi</u>
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000074

PAGE 1 of 1	CUST NO 1003241	INVOICE DATE 01/21/2011
INVOICE NUMBER 1718 - 90506656		

Pratt (620) 672-1201
 B ATLAS OPERATING LLC
 I 15603 KUYKENDAHL, STE 200
 L HOUSTON
 L TX US 77090
 T
 O ATTN:

J LEASE NAME B & A Smith 5-8
 O LOCATION
 B COUNTY Harper
 S STATE KS
 I JOB DESCRIPTION Cement-New Well Casing/Pi
 T JOB CONTACT
 E

JOB #	EQUIPMENT #	PURCHASE ORDER NO.		TERMS	DUE DATE
40276439	19905			Net - 30 days	02/20/2011
		QTY	U of M	UNIT PRICE	INVOICE AMOUNT
<i>For Service Dates: 01/20/2011 to 01/20/2011</i>					
0040276439					
171803462A Cement-New Well Casing/Pi 01/20/2011 CNW-8 5/8" Surface					
60/40 POZ		200.00	EA	8.88	1,776.00 T
Cello-flake		50.00	EA	2.74	136.90 T
Calcium Chloride		516.00	EA	0.78	400.93 T
Wooden Cement Plug		1.00	EA	118.40	118.40
Heavy Equipment Mileage		100.00	MI	5.18	518.00
Proppant & Bulk Delivery Charges		430.00	MI	1.18	509.12
Blending & Mixing Service Charge		200.00	MI	1.04	207.20
Unit Mileage Charge-Pickups, Vans & Cars		50.00	HR	3.15	157.25
Depth Charge; 0-500'		1.00	HR	740.00	740.00
Plug Container Utilization Charge		1.00	EA	185.00	185.00
Service Supervisor		1.00	HR	129.50	129.50
DESCRIPTION _____					
ACCOUNT # _____					
WELL NAME _____					
AFE # _____					
DATE _____	APPROVED _____				
PLEASE REMIT TO:		SEND OTHER CORRESPONDENCE TO:		SUB TOTAL	4,878.30
BASIC ENERGY SERVICES, LP		BASIC ENERGY SERVICES, LP		TAX	145.77
PO BOX 841903		PO BOX 10460		INVOICE TOTAL	5,024.07
DALLAS, TX 75284-1903		MIDLAND, TX 79702			

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0310270439



BASIC
ENERGY SERVICES
PRESSURE PUMPING & WIRELINE

10744 NE Hwy. 61
P.O. Box 8613
Bratt, Kansas 67124
Phone 620-672-1201

FIELD SERVICE TICKET

1718 03462 A

DATE _____ TICKET NO. _____

DATE OF JOB: 1-20-11 DISTRICT: Platt		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: Atlas Operating		LEASE: B+A Smith WELL NO. 5-8						
ADDRESS:		COUNTY: Harper STATE: KS						
CITY: STATE:		SERVICE CREW: Orlando, Lesley, Wisor						
AUTHORIZED BY:		JOB TYPE: CNW-8 5/8 Surface						
EQUIPMENT#	HRS	EQUIPMENT#	HRS	EQUIPMENT#	HRS	TRUCK CALLED	DATE	TIME
19503-19905	1/2						1-20-11	3:02
19832-19862	1/2							6:00
								7:30
								8:00
								8:30
								50

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: Brian Davidson
(WELL OWNER, OPERATOR, CONTRACTOR OR AGENT)

ITEM PRICE REF. NO.	MATERIAL, EQUIPMENT AND SERVICES USED	UNIT	QUANTITY	UNIT PRICE	\$ AMOUNT
CP103	60/40 PVC	SK	200		240000
CE102	Cellflank	Lb	50		18500
CE109	Calcium Chloride	Lb	516		54180
CS-153	Wooden Cement plug 8 5/2"	ea	1		110000
E100	Pickup mileage	m.	50		21250
E101	Heavy Equipment mileage	m.	100		70000
E113	Bulk Deliver	Tm	430		68800
CE200	Depth Charge 0.5 CU	ea	1		100000
CE240	Cement Service Charge	SK	200		220000
CE504	Plug Container	ea	1		25000
SO03	Service Supervisor	ea	1		17500

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SUB TOTAL 487830
DLS

CHEMICAL / ACID DATA:			

SERVICE & EQUIPMENT	%TAX ON \$
MATERIALS	%TAX ON \$
TOTAL	

SERVICE REPRESENTATIVE: Steve Orlando THE ABOVE MATERIAL AND SERVICE ORDERED BY CUSTOMER AND RECEIVED BY: Brian Davidson
(WELL OWNER OPERATOR CONTRACTOR OR AGENT)

FIELD SERVICE ORDER NO. _____

BASIC

energy services, L.P.

TREATMENT REPORT

Customer <u>A+hs Upstream</u>		Lease No. <u>5-3</u>		Date <u>1-20-11</u>	
Lease <u>BTA Smith</u>		Well # <u>5-3</u>			
Field Order # <u>3463</u>	Station <u>Pratt</u>	Casing <u>2 7/8</u>	Depth <u>37</u>	County <u>Hemp</u>	State <u>KS</u>
Type Job <u>CNW-3 1/4 Smith</u>			Formation	Legal Description <u>2-31-5</u>	

PIPE DATA		PERFORATING DATA		FLUID USED		TREATMENT RESUME		
Casing Size	Tubing Size	Shots/Ft		Acid	RATE	PRESS	ISIP	
<u>2 7/8</u>	<u>2 1/2</u>			<u>200</u>			Max	5 Min.
Depth <u>37</u>	Depth	From	To	Pre Pad			Min	10 Min.
Volume <u>15</u>	Volume	From	To	Pad			Avg	15 Min.
Max Press <u>150</u>	Max Press	From	To	Frac			HHP Used	Annulus Pressure
Well Connection	Annulus Vol.	From	To				Gas Volume	Total Load
Plug Depth <u>37</u>	Packer Depth	From	To	Flush <u>14.1</u>				

Customer Representative <u>[Signature]</u>	Station Manager <u>[Signature]</u>	Treater <u>[Signature]</u>
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Service Units <u>9733</u>	<u>1705</u>	<u>1700</u>	<u>1139</u>	<u>1135</u>					
Driver Names <u>[Signature]</u>	<u>[Signature]</u>	<u>[Signature]</u>	<u>[Signature]</u>	<u>[Signature]</u>					

Time	Casing Pressure	Tubing Pressure	Bbls. Pumped	Rate	Service Log
<u>6:00 PM</u>					<u>On location Safety Meeting</u>
					<u>Run 6 3/4 3 1/2" pipe</u>
					<u>Case cement</u>
					<u>Run 2 1/2" pipe</u>
<u>7:30</u>	<u>200</u>		<u>3</u>	<u>5</u>	<u>H2O Acid</u>
<u>7:31</u>	<u>150</u>		<u>43</u>	<u>5</u>	<u>Mix 200 gal 6 3/4" pipe w/ 4 1/2" acid</u>
<u>7:40</u>					<u>Start Down - 10 min - 100</u>
<u>7:45</u>	<u>0</u>		<u>0</u>	<u>5</u>	<u>Start 11" Displacement</u>
<u>7:49</u>	<u>250</u>		<u>14.1</u>	<u>4</u>	<u>100 Down</u>
					<u>Run 10 min</u>
<u>8:00</u>					<u>Circulation Time 10 min</u>
					<u>Circulation 7 bbl cement to pit</u>

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PAGE 1 of 1	CUST NO 1003241	INVOICE DATE 01/27/2011
INVOICE NUMBER 1718 - 90511123		

Pratt (620) 672-1201
 B ATLAS OPERATING LLC
 I 15603 KUYKENDAHL, STE 200
 L HOUSTON TX US 77090
 T
 O ATTN: **000081**

J LEASE NAME B.A. Smith 5-8
 O LOCATION
 B COUNTY Harper
 S STATE KS
 I JOB DESCRIPTION Cement-New Well Casing/Pi
 T
 E JOB CONTACT

JOB #	EQUIPMENT #	PURCHASE ORDER NO.	TERMS	DUE DATE
40278405	19842		Net - 30 days	02/26/2011

	QTY	U of M	UNIT PRICE	INVOICE AMOUNT
<i>For Service Dates: 01/25/2011 to 01/25/2011</i>				
0040278405				
171803557A Cement-New Well Casing/Pi 01/26/2011 4 1/2" Longstring				
AA2 Cement	320.00	EA	12.58	4,025.41 T
C-41P	76.00	EA	2.96	224.95 T
Salt	1,998.00	EA	0.37	739.23 T
Cement Friction Reducer	91.00	EA	4.44	404.02 T
C-44	228.00	EA	3.81	861.25 T
Gilsonite	1,600.00	EA	0.50	793.24 T
Top Rubber Cement Plug 4 1/2"	1.00	EA	59.20	59.20
Guide Shoe-Regular 4 1/2" (Blue)	1.00	EA	166.49	166.49
Flapper Type Insert Float Valves 4 1/2"	1.00	EA	147.99	147.99
Turbolizer 4 1/2" (Blue)	10.00	EA	62.90	628.97
Claymax KCL Substitute	3.00	EA	25.90	77.70 T
Mud Flush	500.00	EA	0.64	318.19 T
Heavy Equipment Mileage	100.00	MI	5.18	517.98
Blending & Mixing Service Charge	320.00	MI	1.04	331.50
Proppant and Bulk Delivery Charges	753.00	MI	1.18	891.51
Depth Charge; 4001-5000'	1.00	HR	1,864.71	1,864.71
Plug Container Utilization Charge	1.00	EA	184.99	184.99
Supervisor	1.00	HR	129.49	129.49
Unit Mileage Charge-Pickups, Vans & Cars	50.96	HR	3.14	157.24

DESCRIPTION _____
 ACCOUNT # _____
 WELL NAME _____
 AFE # _____
 DATE _____
 APPROVED _____

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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	SUB TOTAL 12,524.06 TAX 468.97 INVOICE TOTAL 12,993.03
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BASIC
ENERGY SERVICES
PRESSURE PUMPING & WIRELINE

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

FIELD SERVICE TICKET

1718 03557 A

DATE _____ TICKET NO. _____

DATE OF JOB <u>01-25-11</u> DISTRICT <u>PRATT KS</u>		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 <u>Atlas Operating</u>		LEASE <u>B.A. Smith</u> <u>5-8</u> WELL NO.							
ADDRESS		COUNTY <u>HARPER</u> STATE <u>KS</u>							
CITY STATE		SERVICE CREW <u>Sullivan, Orlando, Whitfield</u>							
AUTHORIZED BY		JOB TYPE: <u>CNW 4 1/2 Long string</u>							
EQUIPMENT#	HRS	EQUIPMENT#	HRS	EQUIPMENT#	HRS	TRUCK CALLED	DATE	AM	TIME
<u>33708-19842</u>							<u>01-25-11</u>		<u>0730</u>
<u>19960-19918</u>						ARRIVED AT JOB			<u>0845</u>
<u>19866</u>						START OPERATION			<u>1150</u>
						FINISH OPERATION			<u>1230</u>
						RELEASED	<u>01-25-1</u>		<u>1315</u>
						MILES FROM STATION TO WELL			<u>50</u>

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: [Signature]
(WELL OWNER, OPERATOR, CONTRACTOR OR AGENT)

ITEM PRICE REF. NO.	MATERIAL, EQUIPMENT AND SERVICES USED	UNIT	QUANTITY	UNIT PRICE	\$ AMOUNT
CP 105	AA-2 cmt	SK	270		4,590.00
CP 105	AA-2 cmt	SK	80		850.00
CC 105	C-41P	lb	26		304.00
CC 111	SALT	lb	1599		799.00
CC 112	cmt friction Redene	lb	91		546.00
CC 115	C-44	lb	226		1,163.00
CC 201	g/gal/oz	lb	1,600		1,072.00
CF 102	TOP Rubber Plug 4 1/2	SA	1		80.00
CF 250	guide shoe	SA	1		225.00
CF 1450	Flow-on INSOL Flare	SA	1		200.00
CF 1650	Turbolon	SA	10		850.00
C 204	clay mat KCC	gal	7		105.00
CC 111	SALT	lb	400		200.00
CC 151	mud flush	gal	500		430.00
C 101	Heavy Spent milgr	mi	100		700.00
CE 240	Blending-mixing	SK	320		448.00
E 113	Bulk Delivery	TON	253		1,204.00

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CHEMICAL / ACID DATA:			

SUB TOTAL	DLS
SERVICE & EQUIPMENT	%TAX ON \$
MATERIALS	%TAX ON \$
TOTAL	

SERVICE REPRESENTATIVE Robert Johnson

THE ABOVE MATERIAL AND SERVICE ORDERED BY CUSTOMER AND RECEIVED BY [Signature]
(WELL OWNER OPERATOR CONTRACTOR OR AGENT)

FIELD SERVICE ORDER NO. _____



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ENERGY SERVICES
PRESSURE PUMPING & WIRELINE

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

FIELD SERVICE TICKET
1718 **03558** A

DATE _____ TICKET NO. _____

DATE OF JOB: 01-25-11 DISTRICT: PRATT KC		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: Atlas Operating		LEASE: B.A. Smith 5-8 WELL NO.:				
ADDRESS:		COUNTY: HARPER STATE: KS				
CITY: STATE:		SERVICE CREW: Sullivan, Orlando, Whitfield				
AUTHORIZED BY:		JOB TYPE: CWL Logging 4"				
EQUIPMENT#	HRS	EQUIPMENT#	HRS	EQUIPMENT#	HRS	TRUCK CALLED DATE: 01-25-11 TIME: 0900
33708-19842						ARRIVED AT JOB 01-25-11 0825
19960-1908						START OPERATION 1150 AM
19866						FINISH OPERATION 1230 AM
						RELEASED 01-25-11 1315 AM
						MILES FROM STATION TO WELL: 50

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

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SIGNED: *[Signature]*
(WELL OWNER, OPERATOR, CONTRACTOR OR AGENT)

ITEM PRICE REF. NO.	MATERIAL, EQUIPMENT AND SERVICES USED	UNIT	QUANTITY	UNIT PRICE	\$ AMOUNT
CE 205	Depth Charge 400' - 500'	FR	1		3,500.00
CE 504	Ply Containers Rental	SA	15		200.00
G 003	Loggie Separator	SA	1		195.00
C 400	Setup/rolling	MI	50		312.00

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CHEMICAL / ACID DATA:	

SERVICE & EQUIPMENT	%TAX ON \$	
MATERIALS	%TAX ON \$	
TOTAL		12,524.00

Thank you DLS

SERVICE REPRESENTATIVE: <i>Robert Sullivan</i>	THE ABOVE MATERIAL AND SERVICE ORDERED BY CUSTOMER AND RECEIVED BY: <i>[Signature]</i> (WELL OWNER OPERATOR CONTRACTOR OR AGENT)
--	---

BASIC

energy services, L.P.

TREATMENT REPORT

Customer Atlas OPERATING	Lease No.	Date
Lease B.A. Smith	Well # 5-8	01-25-11
Field Order # 3557	Station PRATT KS	Casing 4 1/2
		Depth 4509
Type Job CNW 4 1/2 LWS/SLIP	Formation	County HARPER
		State KS
		Legal Description 8-31-8

PIPE DATA		PERFORATING DATA		FLUID USED		TREATMENT RESUME		
Casing Size 4 1/2	Tubing Size	Shots/Ft		Acid		RATE	PRESS	ISIP
Depth 4509	Depth	From	To	Pre Pad	Max			5 Min.
Volume 71	Volume	From	To	Pad	Min			10 Min.
Max Press 1500	Max Press	From	To	Frac	Avg			15 Min.
Well Connection P.C.	Annulus Vol.	From	To		HHP Used			Annulus Pressure
Plug Depth 4765'	Packer Depth	From	To	Flush	Gas Volume			Total Load

Customer Representative _____ Station Manager **DAVE SCOTT** Treater **Robert Johnson**

Service Units	19866	33208	19842	19960	19918				
Driver Names	Sally	Orlando	Whitfield						

Time	Casing Pressure	Tubing Pressure	Bbls. Pumped	Rate	Service Log
0845					in loc safety meeting
					Run ITS 4 1/2 #10.5 CSP
					cont
1050					CASING ON BOTTOM
1100					Hook Rig to Circ.
1150	200		24	5.5	at salt flush
			12		at mud flush
			5		APACOR
			68	6	mix cont 370 sk AA 2 cont
					cont mixed shut down wash, pump, lines
					Release Plug
1213	150			6.5	At Disp w/ 2% KCL sub.
	200		37		left P.C.
				4.5	Slow Rate
1230	1600		21		plug down
			5		plug 2 AT 4. w/ 30 sk
			4		plug 10. 4. w/ 20 sk
					SOB Complete
					Thank you

RECEIVED
SEP 12 2011
KCC WICHITA

PATRICK J DEENIHAN

Licensed Geologist No. 234

4802 Spigglass Creek

7810 S.W. 60th

Wenatche, WA 97226

GEOLOGIST'S REPORT DRILLING TIME AND SAMPLE LOG

OPERATOR ATLAS OPERATING, LLC
 LEASE B&A SMITH # 5-8
 FIELD SPIVEY GRABS - BASIL
 LOCATION 1700' FNL & 1650' FEL
 SEC. 8 TWP. 31^S RGE 8^W
 COUNTY HARPER STATE KANSAS

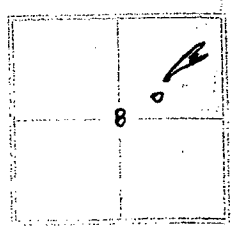
ELEVATION
 KB. 1655'
 DF
 CL 1645'
 Measurements Are All
 From K.B.

CONTRACTOR VAL ENERGY, INC. Rig #3
 COMM. 1-18-11 COMP. 1-25-11
 RTD 4549' LOG TO 4549'
 SAMPLES SAVED FROM N/A TO N/A
 DRILLING TIME KEPT FROM 3600' TO RTD
 SAMPLES EXAMINED FROM 3900' TO RTD
 GEOLOGICAL SUPERVISION FROM 3580' TO RTD
 MUD UP 3235' TYPE MUD CHEMICAL
 API # 15-077-21730-00-00

CASING RECORD
 SURFACE 8 5/8" @
237' - W) 200 SXS
 PRODUCTION 4 1/2" @
4549'

FORMATION	LOG		SAMPLE		STRUCT. CORR.
	TOP	BOTTOM	TOP	BOTTOM	
LANSING	3619	(-1962)	3616	(-1961)	-6
STARK SHALE	4058	(-2403)	4056	(-2401)	-13
CHEROKEE SH.	4298	(-2643)	4297	(-2642)	-11
MISSISSIPPIAN	4394	(-2739)	4392	(-2737)	-29

WELL LOG SURVEYS
 SUPERIOR
 DUAL COMP POROSITY
 DUAL INDUCTION
 MICRO



REFERENCE WELL FOR STRUCTURAL COMPARISON: PIONEER EXPLORATION'S B&A SMITH # 4-8; 100'S OF NE-NW-NE; SEC 08-31-08N

REMARKS IT WAS RECOMMENDED THAT A 1/2" CSG. BE SET ON THE B&A SMITH # 5-8 TO FURTHER EVALUATE THIS WELL. THIS WAS RECOMMENDED AS A RESULT OF STRONG SAMPLE SHOWS.

GAS DETECTOR MEASUREMENTS & E-LOG ANALYSIS.

PATRICK J DEENIHAN
PETROLEUM GEOLOGIST

LEGEND

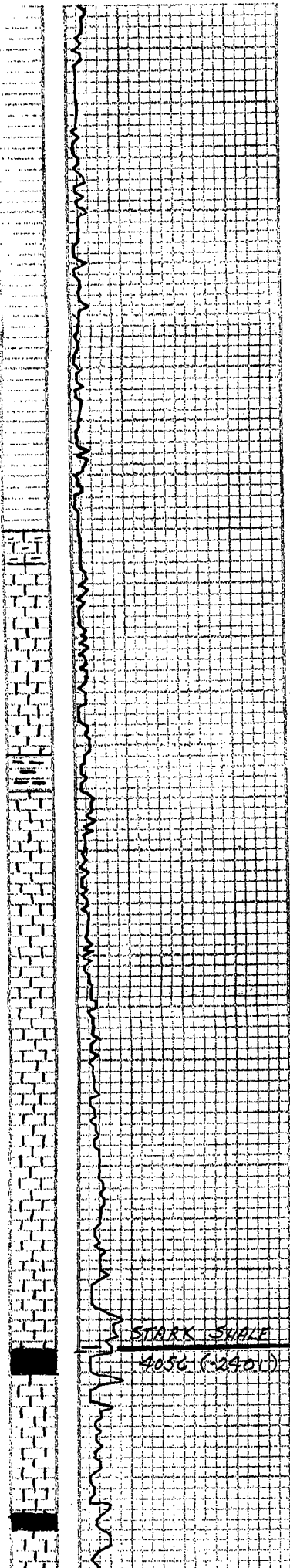
- Anhydrite
- Salt
- Sandstone
- Shale
- Core of Limestone
- Dolomite

SCALE 1" = 100'

Depth	Drilling time in minutes	Sample Description	Remarks, drill stem tests, etc.
01-18-11 - 21730			
01-20-11 - 3200			
01-21-11 - 365'			
01-22-11 - 1704'			
01-23-11 - 3327'			
01-24-11 - 4920'			
01-25-11 - 4549'			
3600			
4425-106			
3616 (-1961)			

Depth	Drilling time in minutes	CEPRA	Sample Description	Remarks, drill stem logs, etc.
			01-19-11 - 2174	
			01-20-11 - 3200	
		3600	01-21-11 - 3651	
			01-22-11 - 1984	
			01-23-11 - 3327	
			01-24-11 - 4240	
			01-25-11 - 4547	
	3616 (-1961)			
		50		
		3700		
		50		
		3800		
		50		

LAN 5106
3616 (-1961)



50

3900

LS, WHY TO LY GRAY - OOL TO
CHALKY - ABOVE GRAY SHALE

LS, WHY TO GRAY TO GRAY - DEAR
CRYPTO-XLN TO P. FN-XLN

LS, A7A.

SH, GRAY'S

50

LS, GRAY-TAN - F33L, OOL, OOL
CHALKY

LS, GRAY-TAN - F33L & CHALKY

4000

LS, GRAY-TAN - F33L, OOL, OOL
CRYPTO-XLN & SCI. CHARTY

LS, GRAY-TAN SUB-CHALKY SU -
F33L - V. DEAR IN PT.

LS, GRAY-TAN - F33L - SUB-CHALKY
SU - F33L - NO SHAW

50

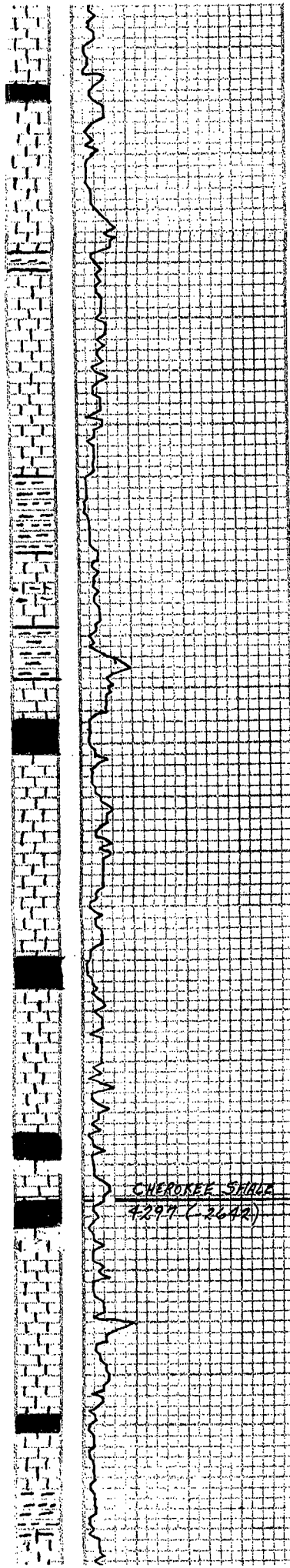
STARK SHALE

4056 (P-2401)

SH, BLACK CARB

LS, GRAY-TAN - F33L TO OOL - SCI. DOL
TO CHALKY - NO SHAW

SH, BLACK CARB



4100

SH, BLACK CARB
 LS, WHY. GRN - CHALKY TO SLT-FSSL
 & EDGE STN - NO FREE OIL NO
 OOR.
 LS, (A) (W) A BURD WHY. OOR LS
 NO SHOW
 SH, BRN & GRAY
 LS, GRN - FSSL TO OOR.

50

LS, GRN - TAN - SING - DENSE FN -
 XLN, SLT - FSSL & SUB - CHALKY
 SH, BLACK & DK GRAY - ARGIL
 LS, GRN - GRAY - FN - XLN - SUB - CHALKY
 SH, DK GRAY - ARGIL
 SH, GRAY & BRN - ARGIL

4200

SH, BLACK CARB
 SH, GRAY & GRN - SILTY TO ARGIL
 LS, WHY. GRAY & LT GRAY - FN - XLN TO
 SLT - FSSL

VIS: 46
 WT: 9.3
 WL: 9.6
 CHL: 5.000
 LCM: 3"

50

SH, BLACK CARB & GRAY - ARGIL TO
 SLT - SILTY
 LS, WHY. GRN - TAN - DENSE FN - XLN
 NO SHOW
 SH, BLACK & GRN
 LS, TAN - GRAY - DENSE FN - XLN

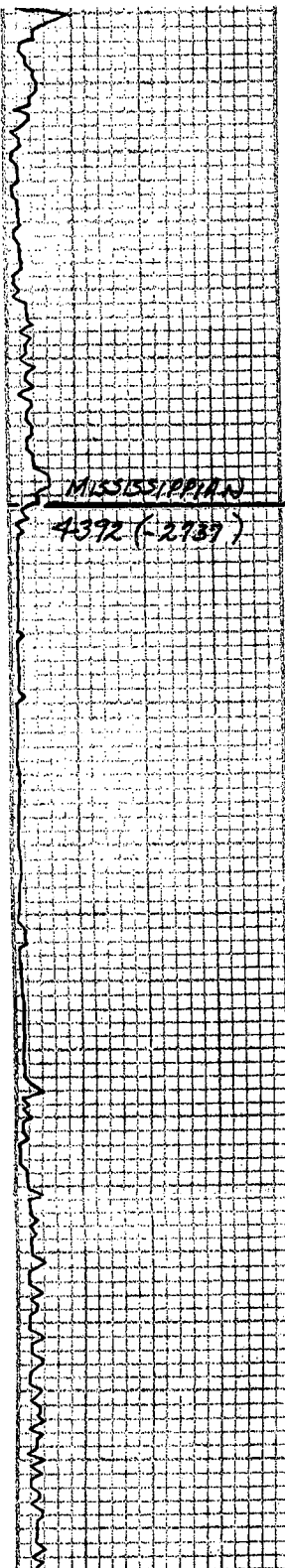
CHEROKEE SHALE
 4297 (2642)

4300

BLACK CARB SHALE
 SH, GRAY & GRN
 LS, TAN - FN - XLN - NO SHOW - STILL
 CARVING A LOT OF SHALE

50

SH, BLACK CARB TO GRAY - ARGIL
 SH, VARI. COLOR



MISSISSIPPIAN

4392 (-2737)

50

SH, BLACK ZABO TO GRY-ARGIL

SH, VARI-COLOR

SH, ABUND. VARI-COLOR

4400

CH, FRESH WHT TO SHL WHT TAC OF GRN EDGE ON A FEW ACS

CH, FRESH WHT TO LT GRY TRIP & V-G-OIL SAT - STRONG ODOOR
V-SLEGO - 9000 FLUA

522 UNIT GAS RICH - CHROM

312 RECYCLE

CH, AS ABOVE - WITH INCREASE IEO
V-G-O INTER - XLN OF - VUG IN FT.

360 UNIT GAS RICH - CHROM

300 UNIT RECYCLE

CH, V. SAT & TRIP - SHOWS COOR & G-FLUOR. INTER GRANULAR TO VUG &

50

CH AS ABOVE

CH, WHT WHT TO LT GRY - PPT - VUG & ESTLEGO - FAIR ODOOR - INCREASE IN AIR GAS BUBBLES

CH, A/R WITH WHT FRESH IS.

4500

CH, V. TRIP - V. GOOD PPT - VUG & INTER XLN - SHOW IS SLIGHTLY DIMINISHING
V - STRONG GRASSY ODOOR

CH, FRESH WHT - P-G SCATT. SPOTTY EDGE STRAIN - FAIR ODOOR

CH, A/R WITH ABUND. VARI-COLOR
SH IS -

50

RTD REACHED @ 2:00 PM
ON 1-24-11

RTD = 4547 (-2892)

LTD = 4549 (-2894)

4600