

For KCC Use:
Effective Date: 2-21-2000
District # 1
SGA? Yes No

KANSAS CORPORATION COMMISSION
OIL & GAS CONSERVATION DIVISION
NOTICE OF INTENT TO DRILL

Form C-1
September 1999
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 Feb 22, 2000
month day year

OPERATOR: License# 30550
Name: Belport Oil, Inc.
Address: PO Box 14123
City/State/Zip: Tulsa OK 74159
Contact Person: George Davenport
Phone: (918) 584 8989

CONTRACTOR: License# 5184
Name: Shields Drilling Company Inc.

Well Drilled For:	Well Class:	Type Equipment:
<input checked="" type="checkbox"/> Oil	<input type="checkbox"/> Enh Rec	<input type="checkbox"/> Infield
<input type="checkbox"/> Gas	<input type="checkbox"/> Storage	<input type="checkbox"/> Pool Ext.
<input type="checkbox"/> OWWO	<input type="checkbox"/> Disposal	<input checked="" 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 well bore? Yes No
If Yes, true vertical depth: _____

Bottom Hole Location: _____
KCC DKT #: FEB 16 2000
2-16-00

CONSERVATION DIVISION
WICHITA, KS

AFFIDAVIT

The undersigned hereby affirms that the drilling, completion and eventual plugging of this well will comply with K.S.A. 55-101, 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. **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: Feb 15, 2000 Signature of Operator or Agent: [Signature] Title: President

For KCC Use ONLY
API # 15 - 101-21778-0000
Conductor pipe required NONE feet
Minimum surface pipe required 200 feet per Alt. X (2)
Approved by: JK 2-16-2000
This authorization expires: 8-16-2000
(This authorization void if drilling not started within 6 months of effective date.)
Spud date: _____ Agent: _____

Spot East West
W/2-W/2 E/2 Sec. 18 Twp. 19 S. R. 27
2640 feet from S / N (circle one) Line of Section
2310 feet from E / W (circle one) Line of Section
Is SECTION _____ Regular Irregular?

(Note: Locate well on the Section Plat on reverse side)

County: Lane
Lease Name: Sleeper-DeWerff Unit Well #: 1 "A"
Field Name: Wildcat

Is this a Prorated / Spaced Field? Yes No
Target Information(s): KS City-Miss

Nearest Lease or unit boundary: 330 feet MSL
Ground Surface Elevation: _____ 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: 180
Depth to bottom of usable water: 1120 1,160

Surface Pipe by Alternate: 1 2
Length of Surface Pipe Planned to be set: 200-300

Length of Conductor Pipe required: 0
Projected Total Depth: 4900

Producing Formation Target: Miss
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: _____

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.

18
19
27W

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 - _____
 Operator: Belport Oil, Inc.
 Lease: Sleeper-DeWerff Unit
 Well Number: 1 "A"
 Field: Wildcat
 Number of Acres attributable to well: 80
 QTR / QTR / QTR of acreage: W/2 - W/2 - E/2

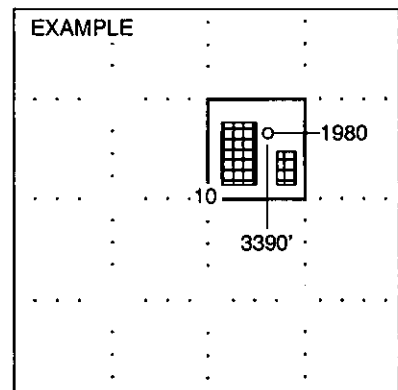
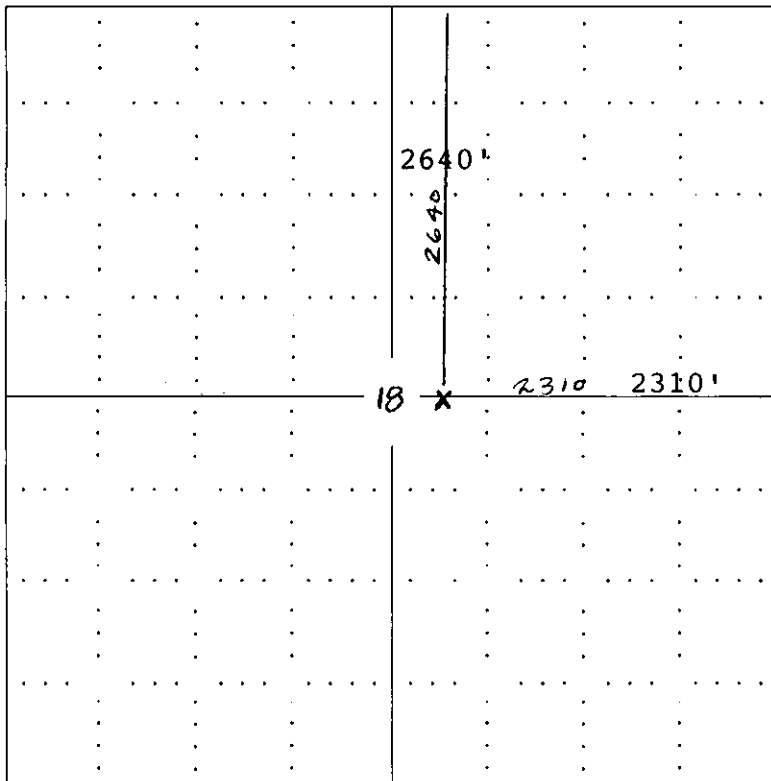
Location of Well: County: Lane
 _____ 2640 feet from S N (circle one) Line of Section
 _____ 2310 feet from E / W (circle one) Line of Section
 Sec. 18 Twp. 19 S. R. 27W East West

Is Section _____ Regular or X Irregular

If Section is Irregular, locate well from nearest corner boundary.
 Section corner used: X 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 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; CG-8 for gas wells).

July #1

DECLARATION OF UNITIZATION

RECEIVED
KANSAS CORPORATION COMMISSION

This Declaration of Unitization is made and entered into the 3rd day of December, 1999, by
Belport Oil, Inc. and Castle-Rock Petroleum, Inc., Lessees:

FEB 16 2000
2-16-00

KNOW ALL MEN BY THESE PRESENTS: That

CONSERVATION DIVISION
WICHITA, KS

WHEREAS, the following described Oil and Gas Leases have been assigned to Belport Oil, Inc. and
Castle-Rock Petroleum, Inc., to wit:

Lease date: March 21, 1998
Lessor: James Alan Sleeper
Lessee: Thomas Energy, Inc.
Recorded: Book 99, Page 3
Description: Township 19 South, Range 27 West
Section 18: NE/4

STATE OF KANSAS, LANE COUNTY, SS
This instrument was filed for record on the
9 day of February
A.D. 2000 at 11:28 o'clock AM and
duly recorded in Book 101 on page 150
Betty L. Lushme Fee 8.00
Register of Deeds

Lease date: May 20, 1998
Lessor: Doris DeWerff Living Trust, dated June 10, 1991
Lessee: Thomas Energy, Inc.
Recorded: Book 99, Page 102
Description: Township 19 South, Range 27 West
Section 18: SE/4

NUMERICAL
DIRECT
INDIRECT
✓ COMP. ORIG.

WHEREAS, the above Oil and Gas Leases provide in Paragraph 14 as follows:

"Lessee, at its option, is hereby given the right and power to pool or combine into one or more units the land covered by this lease, or any portion thereof, with other land covered by another lease, or leases when, in lessee's judgment, it is necessary or advisable to do so in order to properly develop and operate said lease premises so as to promote the conservation of such minerals in and under said land, such pooling to be in a unit or units not exceeding 80 acres each in the event of an oil well, or into a unit or units not exceeding 640 acres each in the event of a gas and/or condensate or distillate well, plus a tolerance of ten percent (10%) to conform to Governmental Survey quarter sections. Lessee shall execute in writing and file for record in the county in which the land is situated an instrument identifying and describing the pooled acreage. The entire acreage so pooled into a unit or units shall be treated for all purposes, except the payment of royalties on production from the pooled unit, as if it were included in this lease. If production is found on any part of the pooled acreage it shall be treated as if production is had from this lease whether any well is located on the land covered by this lease or not. Any well drilled on any such unit shall be and constitute a well hereunder. In lieu of the royalties elsewhere herein specified lessor shall receive on production from the unit so pooled only such portion of the royalty stipulated herein as the amount of his net royalty interest therein on an acreage basis bears to the total mineral acreage so pooled in the particular unit involved."

WHEREAS, Belport Oil, Inc. and Castle-Rock Petroleum, Inc. are the owners of the two above described Oil and Gas Leases, and

WHEREAS, Lessees have determined in their judgment that it is necessary, advisable and advantageous to pool, unitize and consolidate the oil rights in and under a portion of the acreage and lands covered by the above described Oil and Gas Leases to promote conservation of oil, gas and other minerals in and under and that may be produced from said premises, to properly develop and operate the land and interests being pooled as one oil operating unit, upon the terms and conditions hereinafter provided, and as provided in said Oil and Gas Leases, and

WHEREAS, said Oil and Gas Leases, and the portions thereof to be pooled, unitized, combined and consolidated, are in the immediate vicinity of each other and are contiguous to one another as to form a compact unit, and the unit being formed hereunder does not exceed 80 acres for oil, and

WHEREAS, at the present time there is no governmental regulation or order prescribing a spacing pattern for the development of a field wherein the pooled lands or a portion thereof, are located, and

WHEREAS, the pooling hereunder shall be effective the 1st day of December, 1999, and

WHEREAS, Lessees do now desire to declare their purpose to pool, unitize, combine and consolidate the oil rights only, to the extent set out herein, in and to certain lands covered by the above described Oil and Gas Leases into a single oil unit, as hereinafter described.

NOW THEREFORE, in consideration of the premises, the execution of this Declaration and the mutual covenants herein to be performed, and other good and valuable consideration, Lessees, pursuant to the above and foregoing recitals and the terms and conditions of the above described Oil and Gas Leases, do hereby execute this Declaration of Unitization and do hereby create and form an oil unit of said leases and land, including Lessors' royalty interest, as to oil rights only, insofar and only insofar as said leases and land included within the pool and oil unit described as follows, to wit:

Township 19 South, Range 27 West
Section 18: SW/4NE/4, NW/4SE/4

FEB 16 2000
2-16-00

CONSERVATION DIVISION
WICHITA, KS

containing 80 acres, more or less,

to the same extent as if said oil leasehold estates had originally been included in one Oil and Gas Lease, which pooled, unitized and consolidated area shall include within the same all lands covered by the above described Oil and Gas Leases insofar and only insofar as the same are included within the above described oil unit.

THIS Declaration and the terms and conditions hereof shall extend to and be binding upon all persons having any right, title or interests of any kind or character in and to the above described Oil and Gas Leases, including Lessors' rights thereunder, their respective heirs, successors and assigns.

IN WITNESS WHEREOF, Lessees have hereunto caused this Declaration of Unitization to be executed as of the day and year first above written, with same to be effective the 1st day of December, 1999.

BELPORT OIL, INC.

CASTLE-ROCK PETROLEUM, INC.

By: [Signature]
George L. Davenport
Title: President
President

By: [Signature]
Richard Saenz
Title: President
President

STATE OF OKLAHOMA }
 }ss.
COUNTY OF TULSA }

ACKNOWLEDGMENT FOR CORPORATION

This instrument was acknowledged to me on December 3, 1999, by George L. Davenport as President of Belport Oil, Inc., a corporation.

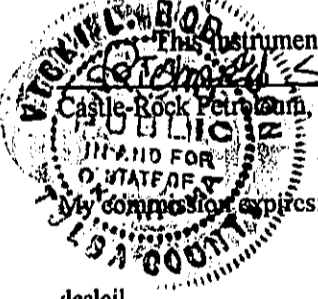


[Signature]
Vicki L. Robinson Notary Public

STATE OF OKLAHOMA }
 }ss.
COUNTY OF TULSA }

ACKNOWLEDGMENT FOR CORPORATION

This instrument was acknowledged to me on December 3, 1999, by Richard Saenz as President of Castle-Rock Petroleum, Inc., a corporation.



[Signature]
Vicki L. Robinson Notary Public

decloil