

RECEIVED

AUG 21 2009

KCC WICHITA

Form T-1  
April 2004Form must be Typed  
Form must be Signed  
All blanks must be FilledKANSAS CORPORATION COMMISSION  
OIL & GAS CONSERVATION DIVISIONREQUEST FOR CHANGE OF OPERATOR  
TRANSFER OF INJECTION OR SURFACE PIT PERMIT

Check Applicable Boxes:

- ☒ Oil Lease: No. of Oil Wells 9 \*\*
- ☐ Gas Lease: No. of Gas Wells    \*\*
- ☐ Gas Gathering System:
- ☐ Saltwater Disposal Well - Permit No.:
- Spot Location:    feet from ☐ N / ☐ S Line
- feet from ☐ E / ☐ W Line
- ☐ Enhanced Recovery Project Permit No.:
- Entire Project: ☐ Yes ☐ No
- Number of Injection Wells    \*\*

Field Name: Altoona

\*\* Side Two Must Be Completed.

Effective Date of Transfer: February 7, 2007 4/20/07KS Dept of Revenue Lease No.: 118603 118603 MBLease Name: BarnettSec. 1 Twp. 29 R 16 ☒ E ☐ WLegal Description of Lease: NW1/4 of S1 T29S R16ECounty: WilsonProduction Zone(s): Squirrel SandInjection Zone(s):   Surface Pit Permit No.: Not Available

(API No. if Drill Pit, WC or Haul)

Type of Pit: ☐ Emergency ☐ Burn ☐ Settling☐ Haul-Off☐ Workover☐ Drilling ORPast Operator's License No. 32596 Exp. 3/30/07Past Operator's Name & Address: New Donna Lee Oil Company221 Fern Meadow Drive, Bakersfield, CA 93308Title: Attorney In FactContact Person:   Phone:   Date:   Signature: AttachmentsNew Operator's License No. 33946 ✓New Operator's Name & Address: Core Energy, LLC4520 California Ave., Suite 200, Bakersfield, CA 93309Title: ManagerContact Person: Steven GregoryPhone: (661) 399-3494Date:   Signature: William Blunt

**Acknowledgment of Transfer:** The above request for transfer of injection authorization, surface pit permit # Not Available has been noted, approved and duly recorded in the records of the Kansas Corporation Commission. This acknowledgment of transfer pertains to Kansas Corporation Commission records only and does not convey any ownership interest in the above injection well(s) or pit permit.

\_\_\_\_\_ is acknowledged as the  
new operator and may continue to inject fluids as authorized by

Permit No.:    Recommended action:   Date:   

Authorized Signature

\_\_\_\_\_ is acknowledged as the  
new operator of the above named lease containing the surface pit

permitted by No.:   Date:   

Authorized Signature

DISTRICT   EPR 9-4-09PRODUCTION 9/4/09UIC 9-4-09Mail to: Past Operator   New Operator   District   

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

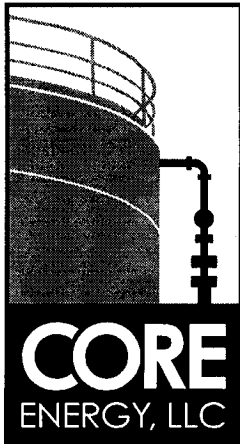
042007\_Barnett.pdf

KCC WICHITA

**Must Be Filed For All Wells**

\* Location: NW/4 S1 T29S R16E

\* When transferring a unit which consists of more than one lease please file a separate side two for each lease. If a lease covers more than one section please indicate which section each well is located.



Core Energy, LLC  
PO BOX 81207  
Bakersfield, CA 93380-1207  
(661) 399-3494 Office  
(661) 399-3653 Fax

RECEIVED  
AUG 21 2009  
KCC WICHITA

To:  
Kansas Corporate Commission  
Conservation Division  
130 S. Market RM 2078  
Wichita, Kansas 67202

To Whom It May Concern:

Please note on our "Change of Operator" or "T-1's", we can not provide a past operator status or contact, the company NEW DONNA LEE OIL is no longer in business and/or has a operating permit in effect, Core Energy is taking responsibility for the leases and/or wells listed on the attached Change of Operator forms.

Thank You,

  
Dave Kilpatrick

ENCL.: Change of Operator forms for BARNETT LEASE.

KANSAS CORPORATION COMMISSION

SEP 02 2009

RECEIVED

## CORE ENERGY, LLC

WRITTEN CONSENT  
of the  
SOLE MEMBER

March 11, 2009

This Written Consent of the Sole Member (the "*Sole Member*") of Core Energy, LLC, a Nevada limited liability company (the "*LLC*"), is made as of the date set forth above in accordance with the Second Amended and Restated Operating Agreement of the LLC. The Sole Member of the LLC hereby consents to the adoption of the following Resolutions, which are to be filed with the Minutes of the Members:

1. **Election of Manager to Fill Vacancy for the LLC.**

WHEREAS, pursuant to the powers of Core Energy Resources, Inc., a California corporation (the "*Corporation*"), as the single-member of the LLC and Section 5.01 of that certain Second Amended and Restated Limited Liability Company Operating Agreement dated effective as of June 8, 2006, it is deemed to be in the best interests of the Corporation to elect an individual to fill a current vacancy for a manager of the LLC.

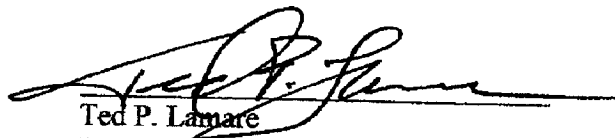
NOW, THEREFORE, BE IT HEREBY RESOLVED, that pursuant to the powers of this Corporation as the single-member of the LLC and Section 5.01 of that certain Second Amended and Restated Limited Liability Company Operating Agreement dated effective as of June 8, 2006, the Sole Member hereby elects Mr. David Kilpatrick ("*Mr. Kilpatrick*") to serve as a Manager of the LLC and to fill such vacancy for a Manager of the LLC.

RESOLVED, FURTHER, that as of the date hereof, Mr. Ted Lamare ("*Mr. Lamare*") shall continue to serve as a Manager of the LLC and jointly, Mr. Lamare and Mr. Kilpatrick will serve as the Managers of the LLC until successors are duly elected and qualified.

2. **Authorization of Actions of Managers.**

RESOLVED, that in addition to the specific authorizations set forth in the foregoing Resolutions, the Managers of the Company shall be, and they hereby are, authorized to take from time to time any and all such actions and to execute and deliver from time to time any and all such instruments, requests, receipts, notes, financing statements, termination statements, filings, applications, reports, certificates and other documents and agreements as may be necessary or advisable in their opinion, or in the opinion of either of them, to effectuate, consummate and comply with the purpose and intent of any of the foregoing Resolutions, the execution of same to be conclusive evidence of such fact.

APPROVED:

A handwritten signature in black ink, appearing to read "Ted P. Lamare", is written over a horizontal line.

Ted P. Lamare  
President,  
Core Energy Resources, Inc.  
Sole Member