

KANSAS CORPORATION COMMISSION
OIL & GAS CONSERVATION DIVISION
**REQUEST FOR CHANGE OF OPERATOR
TRANSFER OF INJECTION OR SURFACE PIT PERMIT**

Form T-1
April 2004
Form must be Typed
Form must be Signed
All blanks must be Filled

Check Applicable Boxes:

☒ Oil Lease: No. of Oil Wells 6 **
☐ 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 4/20/07
KS Dept of Revenue Lease No.: 100879 100879 UB
Lease Name: Estes
N 2 Sec 24 Twp 28 R. 16 ☒ E ☐ W
Legal Description of Lease: N1/2 NW/4 of S24 T29S R16E
County: Wilson
Production Zone(s): Squirrel Sand
Injection Zone(s): _____

Surface Pit Permit No.: Not Available
(API No. if Drift Pit, WO or Haul) _____
feet from ☐ N / ☐ S Line of Section
_____ feet from ☐ E / ☐ W Line of Section
Type of Pit: ☐ Emergency ☐ Burn ☐ Settling ☐ Haul-Off ☐ Workover ☒ Drilling OR

Past Operator's License No. 32596 Exp. 3/30/07 Contact Person: _____
Past Operator's Name & Address: New Donna Lee Oil Company Phone: _____
221 Fern Meadow Drive, Bakersfield, CA 93308 Date: _____
Title: Attorney In Fact Signature: Attachments

New Operator's License No. 33946 / KCC WICHITA Contact Person: Steven Gregory
New Operator's Name & Address: Core Energy, LLC Phone: (661) 399-3494
4520 California Ave., Suite 200, Bakersfield, CA 93309 Oil / Gas Purchaser: Coffeyville
Date: _____
Title: Manager Signature: Wanda B. Gifford

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

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

042007_Estes.pdf

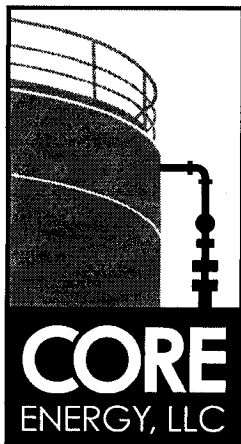
Lease Name: Estes

* Location: N1/2 NW/4 of S24 T29S R16E

GPS all Fe. Pages

RECEIVED
AUG 21 2009
KCC WICHITA

* 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

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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 ESTES LEASE,

KANSAS CORPORATION COMMISSION

SEP 02 2009

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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.

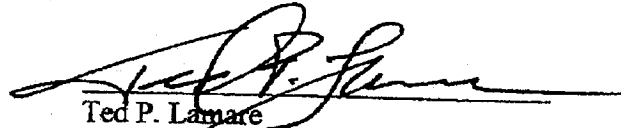
NOW, THEREFORE, BE IT HEREBY RESOLVED, that pursuant to the powers of this Corporation as the single-member of the LLC and Section 5.01 of that certain Second Amended and Restated Limited Liability Company Operating Agreement dated effective as of June 8, 2006, the Sole Member hereby elects Mr. David 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