

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 18 **
☐ 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.: E-30,324
Entire Project: ☒ Yes ☐ No
Number of Injection Wells 43 **
Field Name: Neosho Falls - Leroy

Effective Date of Transfer: 11/24/2004
KS Dept of Revenue Lease No.: 114238
Lease Name: Elmer A. Gleue
_____-_____-_____- S/2 Sec. 36 Twp. 22S R. 16 ☒ E ☐ W
Legal Description of Lease: SW/4 and West 85 acres of the South
115 acres of the SE/4, 36-22S-16E, 245 acres m/l
County: Coffey
Production Zone(s): Squirrel
Injection Zone(s): Squirrel

**** Side Two Must Be Completed.**

Surface Pit Permit No.: _____
(API No. if Drill 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

Past Operator's License No. 7972
Past Operator's Name & Address: John R. Folk (Deceased)
602 Kansas Drive, Iola, KS 66749
Title: President

Contact Person: N/A (Deceased)

Phone: N/A

Date: 6/9/10

Signature: Assignment Attached

RECEIVED

JUN 18 2010

KCC WICHITA

New Operator's License No. 4567
New Operator's Name & Address: D. E. Exploration, Inc.
PO Box 128
4595 K-33 Highway, Wellsville, KS 66092
Title: President

Contact Person: Douglas G. Evans

Phone: 785-8893-4057

Oil / Gas Purchaser: Kelly L. MacIskey

Date: 6/9/10

Signature: Douglas G. Evans

Acknowledgment of Transfer: The above request for transfer of injection authorization, surface pit permit # _____ 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: _____

_____ is acknowledged as the
new operator of the above named lease containing the surface pit
permitted by No.: _____.
Date: _____

Authorized Signature

Authorized Signature

DISTRICT _____ EPR 1/30/12 PRODUCTION 1.31.12 UIC 1-30-12
Mail to: Past Operator _____ New Operator _____ District _____

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

112404_Elmer_A_Gleue_IMJ.pdf

Must Be Filed For All Wells

114238-12

KDOR Lease No.: 114238

* Lease Name: Elmer A. Gleue

* Location: SW/4 and Part SE/4, 36-22S-16E, Coffey County, KS

Well No.	API No. (YR DRLD/PRE '67)	Footage from Section Line (i.e. FSL = Feet from South Line)		Type of Well (Oil/Gas/INJ/WSW)	Well Status (PROD/TA'D/Abandoned)		
1	15-031-21013 ✓	1706	Circle FSL/FNL	4530	Circle FEL/FWL	OIL	PROD
2	15-031-20749 ✓	2154	FSL/FNL	4531	FEL/FWL	OIL	PROD
3	15-031-20764 ✓	1707	FSL/FNL	4023	FEL/FWL	OIL	PROD
029 4	15-031-20848 -00-01	1306	FSL/FNL	4018	FEL/FWL	EOR	ACTIVE
5	15-031-20849 ✓	920	FSL/FNL	4045	FEL/FWL	OIL	PROD
6	15-031-20850 ✓	1700	FSL/FNL	3608	FEL/FWL	OIL	PROD
7	15-031-20851 ✓	1282	FSL/FNL	3609	FEL/FWL	OIL	PROD
8	15-031-20862 ✓	1279	FSL/FNL	3132	FEL/FWL	OIL	PROD
9	15-031-20950 ✓	1087	FSL/FNL	2628	FEL/FWL	OIL	PROD
10	15-031-20952 ✓	1236	FSL/FNL	4511	FEL/FWL	OIL	PROD
11	15-031-21037 ✓	2481	FSL/FNL	4746	FEL/FWL	OIL	PROD
12	15-031-21062 ✓	841	FSL/FNL	3608	FEL/FWL	OIL	PROD
13	15-031-21075 ✓	1712	FSL/FNL	4947	FEL/FWL	OIL	PROD
14	15-031-21076 ✓	816	FSL/FNL	3136	FEL/FWL	OIL	PROD
15	15-031-21209 ✓	709	FSL/FNL	2189	FEL/FWL	OIL	INACTIVE
16	15-031-21210 ✓	246	FSL/FNL	2158	FEL/FWL	OIL	PROD
17	15-031-21313 ✓	1095	FSL/FNL	2124	FEL/FWL	OIL	PROD
18	15-031-21572 ✓	2175	FSL/FNL	4954	FEL/FWL	OIL	PROD
19	15-031-21586 ✓	1479	FSL/FNL	5048	FEL/FWL	OIL	INACTIVE
RI-1	15-031-22340	1939	FSL/FNL	4742	FEL/FWL	EOR	ACTIVE
RI-2	15-031-22341	1106	FSL/FNL	3820	FEL/FWL	EOR	ACTIVE
RI-3	15-031-22342	1045	FSL/FNL	3357	FEL/FWL	EOR	ACTIVE

RECEIVED

RECEIVED

JUN 18 2010

A separate sheet may be attached if necessary

* NO NEED TO TRANSFER
Permits Approved to
DE Exploration

49-09 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.

COPY

KANSAS CORPORATION COMMISSION
OIL & GAS CONSERVATION DIVISION

REQUEST FOR CHANGE OF OPERATOR
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April 2004
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Check Applicable Boxes:

- ☒ Oil Lease: No. of Oil Wells 18 **
- ☐ 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.: E-24029
- Entire Project: ☒ Yes ☐ No
- Number of Injection Wells 1 / _____ **

Field Name: Neosho Falls - Leroy

**** Side Two Must Be Completed.**

Effective Date of Transfer: 11/24/2004

KS Dept of Revenue Lease No.: 114238

Lease Name: Elmer A. Gleue

_____ S/2 Sec. 36 Twp. 22S R. 16 ☒ E ☐ W

Legal Description of Lease: SW/4 and West 85 acres of the South
115 acres of the SE/4, 36-22S-16E, 245 acres m/l

County: Coffey

Production Zone(s): Squirrel

Injection Zone(s): Squirrel

Surface Pit Permit No.: _____
(API No. if Drill 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 OK

Past Operator's License No. 7972

Contact Person: N/A (Deceased)

Past Operator's Name & Address: John R. Folk (Deceased)

Phone: N/A

602 Kansas Drive, Iola, KS 66749

Date: 6/9/10

Title: President

Signature: Assignment

Attached

RECEIVED
JUN 18 2010
KCC WICHITA

New Operator's License No. 4567

Contact Person: Douglas G. Evans

New Operator's Name & Address: D. E. Exploration, Inc.

Phone: 785-8893-4057

PO Box 128

Oil / Gas Purchaser: Kelly L. MacLaskey

4595 K-33 Highway, Wellsville, KS 66092

Date: 6/9/10

Title: President

Signature: Douglas G. Evans

Acknowledgment of Transfer: The above request for transfer of injection authorization, surface pit permit # _____ 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.

DE Exploration Inc is acknowledged as the
new operator and may continue to inject fluids as authorized by
Permit No.: E-24.029 Recommended action: _____

Date: 1-31-12 Need U3C for 2005-2010
Cheryl J. Boyer
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 1/30/12

PRODUCTION 1-31-12

UIC 1-31-12

Mail to: Past Operator _____

New Operator _____

District 3

1-31-12

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

112404 Elmer A. Gleue, INC.pdf

COPY

Side Two

Must Be Filed For All Wells

114238

KDOR Lease No.: 114238

* Lease Name: Elmer A. Gleue

* Location: SW/4 and Part SE/4, 36-22S-16E, Coffey County, KS

Well No.	API No. (YR DRLD/PRE '67)	Footage from Section Line (i.e. FSL = Feet from South Line)		Type of Well (Oil/Gas/INJ/WSW)	Well Status (PROD/TA'D/Abandoned)		
1	15-031-21013 ✓	1706	Circle FSL/FNL	4530	Circle FEL/FWL	OIL	PROD
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3	15-031-20764 ✓	1707	FSL/FNL	4023	FEL/FWL	OIL	PROD
24029 4	15-031-20848 -00-01	900 1306	FSL FSL/FNL	4180 4018	FEL FEL/FWL	per Docket EOR	ACTIVE
5	15-031-20849 ✓	920	FSL/FNL	4045	FEL/FWL	OIL	PROD
6	15-031-20850 ✓	1700	FSL/FNL	3608	FEL/FWL	OIL	PROD
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9	15-031-20950 ✓	1087	FSL/FNL	2628	FEL/FWL	OIL	PROD
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17	15-031-21313 ✓	1095	FSL/FNL	2124	FEL/FWL	OIL	PROD
18	15-031-21572 ✓	2175	FSL/FNL	4954	FEL/FWL	OIL	PROD
19	15-031-21586 ✓	1479	FSL/FNL	5048	FEL/FWL	OIL	INACTIVE
RI-1	15-031-22340	1939	FSL/FNL	4742	FEL/FWL	EOR	ACTIVE
RI-2	15-031-22341	1106	FSL/FNL	3820	FEL/FWL	EOR	ACTIVE
RI-3	15-031-22342	1045	FSL/FNL	3357	FEL/FWL	EOR	ACTIVE

RECEIVED

JUN 1 2010

RECEIVED

JUN 18 2010

A separate sheet may be attached if necessary

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.

COPY

ASSIGNMENT OF OIL AND GAS LEASE

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, H. DUMPTY ENERGY COMPANY, a partnership, hereafter called "Assignor," for good and valuable consideration, the receipt of which is hereby acknowledged, does hereby sell, assign, transfer and set over unto YOCHAM OIL, 879 W. Virginia Road, Colony, Kansas 66015, hereinafter called "Assignee," all of Assignor's right, title and interest in and to the following oil and gas leases:

SEE EXHIBIT "A"

together with the rights incident thereto and the personal property thereon, appurtenant thereto, or used, or obtained in connection therewith.

This Assignment shall be made without warranty of title, either express or implied. Subject to proportionate share of Overriding Royalty Interest. Assignor grants Power of Attorney to Assignee to execute any Transfer Orders effectuating the purpose herein. This Assignment shall be effective as of May 1, 2002.

EXECUTED this 1 day of October, 2002.

R R I

State of Kansas, Coffey County, ss

This Instrument was filed for record on

the 21 day of October A.D. 2002

at 3:45 o'clock P. M and duly recorded

in Book 37 of O&G at page 151-

152

By Lance E. Ballard Deputy

Fee \$12.00

STATE OF KANSAS

COUNTY OF Woodsor

COFFEE COUNTY

H. DUMPTY ENERGY COMPANY, a partnership
by LANCER INVESTMENTS, INC., a Partner

Lance E. Ballard, President of Lancer Investments, Inc., a Partner of H. Dumpty Energy Company, a partnership

)

)ss:

)

ACKNOWLEDGMENT FOR CORPORATION

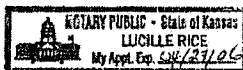
BE IT REMEMBERED that on this 1st day of October, 2002, before me, the undersigned, a Notary Public, duly commissioned, in and for the County and State aforesaid, came LANCE E. BALLARD, PRESIDENT of LANCER INVESTMENTS, INC., a corporation of the State of KANSAS, a partner of H. DUMPTY ENERGY COMPANY, a partnership, personally known to me to be such officer, and to be the same person who executed as such officer the foregoing instrument of writing on behalf of LANCER INVESTMENTS, INC., a partner of H. DUMPTY ENERGY COMPANY, a partnership, and he duly acknowledged the execution of the same for himself and for LANCER INVESTMENTS, INC., a partner of H. DUMPTY ENERGY COMPANY, a partnership, for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year last above written.

My Commission Expires: 04/23/06

Lucille Rice

Notary Public



COPY

EXHIBIT "A"
COFFEY COUNTY, KANSAS

See pg 9
X

JERRY MURRAY
DATE: OCTOBER 20, 1976
LESSOR: JERRY E. MURRAY AND HIS WIFE DELMA L. MURRAY
LESSEE: D. J. SCHMIDT
BOOK: 20 OIL & GAS PAGE: 535-536
LEGAL: THE SOUTH 53 1/3 ACRES OF THE NW/4 OF SECTION 13-23S-16E COFFEY COUNTY, KANSAS


L. E. STROUD B
DATE: JUNE 26, 1992
LESSOR: L. E. STROUD, A SINGLE MAN
LESSEE: J. R. ENTERPRISES
BOOK: 31 OIL & GAS PAGE: 509-510
LEGAL: E/2 SW/4 OF SECTION 27-23-16 COFFEY COUNTY, KANSAS

L. E. STROUD A
DATE: NOVEMBER 22, 1976
LESSOR: L. E. STROUD AND KATHERINE E. STROUD, HUSBAND AND WIFE
LESSEE: BETTY L. WINN
BOOK: 25 OIL & GAS PAGE: 537-538
LEGAL: NW/4 AND NW/4 SW/4 OF SECTION 27-22-16 COFFEY COUNTY, KANSAS

X **L. MYERS**
DATE: DECEMBER 27, 1977
LESSOR: LAWRENCE F. MYERS AND HIS WIFE, KATE W. MYERS
LESSEE: D. J. SCHMIDT
BOOK: 22 OIL & GAS PAGE: 97-98
LEGAL: ALL THAT TRACT OF LAND LYING EAST OF THE NEOSHO RIVER IN THE S/2 SE/4 OF SECTION 14; A TRACT OF LAND COMMENCING AT THE SOUTHEAST CORNER OF THE N/2 SE/4 OF SECTION 14, THENCE NORTH 40 RODS, THENCE WEST TO THE CENTER OF THE NEOSHO RIVER, THENCE DOWN THE CENTER OF THE SAID RIVER TO A POINT WHERE IT CROSSES THE SOUTH LINE OF THE N/2 SE/4, THENCE EAST TO THE PLACE OF BEGINNING OF SECTION 14-23S-16E COFFEY COUNTY, KANSAS

NELSON MOTERS
DATE: OCTOBER 18, 1982
LESSOR: NELSON MOTORS, INC.
LESSEE: LINCOLN 77, A PARTNERSHIP COMPOSED OF JACK E. BOCK & ROLAND L. MEYER
BOOK: 27 OIL & GAS PAGE: 565-566
LEGAL: NE/4 LESS THE SOUTH 2 RODS THEREOF OF SECTION 33-22-16E COFFEY COUNTY, KANSAS

REMER #1 & #2
DATE: APRIL 25, 1975
LESSOR: REMER RIVERSIDE FARMS, INC.
LESSEE: GEORGE J. ABLAH D/B/A LITTLE GEORGE OIL CO.
BOOK: 19 OIL & GAS PAGE: 385-386
LEGAL: N/2 SE/4 OF SECTION 28-22S-16E COFFEY COUNTY, KANSAS

 **H. GLEUE SOUTH**
DATE: NOVEMBER 11, 1980
LESSOR: HELMUTH A. GLEUE AND HIS WIFE, LOUISE R. GLEUE
LESSEE: LINCOLN 77
BOOK: 25 OIL & GAS PAGE: 183-181
LEGAL: SE/4 SE/4 OF SECTION 28-22S-16E COFFEY COUNTY, KANSAS

X **SIMS BEARD**
DATE: NOVEMBER 14, 1977
LESSOR: ANNALIE D. SIMS, A WIDOW AND NOW NOT MARRIED; NANCY KAY SPENCER, AKA NANCY SIMS SPENCER AND HER HUSBAND, JAMES LEE SPENCER; STEVEN D. SIMS, AKA STEVEN DANNER SIMS AND HIS WIFE, JOETTA MAY FRAME SIMS
LESSEE: D. J. SCHMIDT
BOOK: 21 OIL & GAS PAGE: 598-599
LEGAL: A TRACT COVERING ALL THAT PART OF THE SW/4 OF SECTION 14 LYING EAST AND NORTH OF THE NEOSHO RIVER, SECTION 14-23S-16E COFFEY COUNTY, KANSAS

POHLENZ LEASE

Dated:	May 17, 1982
Filed:	May 17, 1982
Recorded:	Book 27 O&G, pages 386-387
Lessors:	Dale F. Pohlenz and Laina E. Pohlenz, his wife
Lessee:	Dale L. Reinker and Kenneth R. Winn
Description:	The Southeast Quarter (SE 1/4) of Section Twenty-seven (27), Range Twenty-two (22), Range Sixteen (16), Coffey County, Kansas

ASSIGNMENT OF OIL AND GAS LEASE

KNOW ALL MEN BY THESE PRESENTS:
That the undersigned,

Yocham Oil

hereinafter called Assignor (whether one or more), for and in consideration of One Dollar (\$1.00) the receipt whereof is hereby acknowledged, does hereby sell, assign, transfer and set over unto Alpine Resources, Inc.
PO Box 128 Wellsville, Kansas 66092

(hereinafter called Assignee), All their rights, title, and interest in and to the oil and gas lease
dated , 19 , from
See attached Exhibit A

to _____, lessor
_____ lessor
recorded in book _____, page _____ insofar as said lease covers the following described land in
Coffey County, State of Kansas

See attached Exhibit A

of Section _____ Township _____ Range _____ and containing _____ acres, more or less
together with the rights incident thereto and the personal property thereon, appurtenant thereto, or used or obtained in con-
nection therewith.

This Assignment shall be made without warranty of title, either
express or implied. Subject to its proportionate share of Overriding Royalty Interest.
Assignor grants Power of Attorney to Assignee to execute any Transfer Orders effectuating
the purpose herein.

EXECUTED, This 26 day of August, 192002

by Yocham Oil
owner
Darrell Yocham

STATE OF KANSAS
COUNTY OF FRANKLIN } ss. ACKNOWLEDGMENT FOR INDIVIDUAL (Kans. Okla. and Colo.)
Before me, the undersigned, a Notary Public, within and for said County and State, on this 26
day of August 2002 XX, personally appeared
xxx Darrell Yocham, owner of Yocham Oil

to me personally known to be the identical person who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year last above written.

RONDA ROSEMAN 3/25/06

Ronda Rossman Notary Public

STATE OF KANSAS
COUNTY OF FRANKLIN } ss. ACKNOWLEDGMENT FOR CORPORATION

Be it remembered that on this _____ day of _____, 2002, before me, the undersigned, a Notary Public, duly commissioned, in and for the county and state aforesaid, came _____, president of _____

a corporation of the State of _____ personally known to me to be such officer, and to be the same person who executed as such officer the foregoing instrument of writing in behalf of said corporation, and he duly acknowledged the execution of the same for himself and for said corporation for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on the day and year last above written.

My commission expires

Notary Public

COPY

EXHIBIT A COFFEY COUNTY, KANSAS

STROUD B LEASE

Dated: June 26, 1992
Filed: June 30, 1992
Recorded: Book 31 O&G, pages 509-510
Lessors: L. E. Stroud
Lessee: J. R. Enterprises
Description: East Half of the Southwest Quarter (E½ SW¼) in Section 27, Township 22, Range 16, Coffey County, Kansas

STROUD A LEASE

Dated: November 22, 1976
Filed: February 26, 1981
Recorded: Book 25 O&G, pages 537-538
Lessors: L. E. Stroud and Katherine E. Stroud, his wife
Lessee: Betty L. Winn
Description: The Northwest Quarter (NW¼) and the Northwest Quarter of the Southwest Quarter (NW¼ SW¼), Section 27, Township 22, Range 16, Coffey County, Kansas

NELSON MOTORS LEASE

Dated: October 18, 1982
Filed: November 8, 1982
Recorded: Book 27 O&G, pages 565-566
Lessors: Nelson Motors, Inc., Howard L. Nelson, President; Florence E. Nelson, Sec-Treas.
Lessee: Lincoln 77, a partnership composed of Jack E. Bock and Roland L. Meyer
Description: Northeast Quarter (NE¼) less the South two (2) rods thereof of Section 33, Township 22, Range 16, Coffey County, Kansas


POHLENZ LEASE

Dated: May 17, 1982
Filed: May 17, 1982
Recorded: Book 27 O&G, pages 386-387
Lessors: Dale F. Pohlenz and Laina E. Pohlenz, his wife
Lessee: Dale L. Reinker and Kenneth R. Winn
Description: The Southeast Quarter (SE¼) of Section Twenty-seven (27), Range Twenty-two (22), Range Sixteen (16), Coffey County, Kansas

REMER NOS. 1 and 2 LEASE

Dated: April 25, 1975
Filed: May 27, 1975
Recorded: Book 19 Oil & Gas, page 385
Lessors: Remer Riverside Farms, Inc.
Lessee: George J. Ablah, d/b/a Little George Oil Company, Wichita, Kansas
Description: North Half of Southeast Quarter (N½ SE¼) of Section 28, Township 22 South, Range 16 East, Coffey County, Kansas

HELMUTH GLEUE LEASE



Dated: November 11, 1980
Filed: November 19, 1980
Recorded: Book 25 O&G, pages 180-181
Lessors: Helmuth A. Gleue and his wife, Louise R. Gleue
Lessee: Lincoln 77
Description: The Southeast Quarter (SE¼) of the Southeast Quarter (SE¼), Section Twenty-eight (28), Township Twenty-two (22) South, Range Sixteen (16) East, Coffey County, Kansas

(This Space Reserved for Filing Stamp)

ASSIGNMENT OF OIL AND GAS LEASE

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned,

Southwind Exploration LLC

hereinafter called Assignor (whether one or more), for and in consideration of One

Dollar (\$1.00) the receipt whereof is hereby acknowledged, does hereby sell, assign,

transfer and set over unto H. Dumpty Energy Co.

(hereinafter called Assignee), all right title and

dated _____ 19____, from _____

State of Kansas, Coffey County, ss

State of Kansas, Coffey County, ss
This instrument was filed for record on
the 27 day of March A.D. 2000
at 2:50 o'clock P.M and duly recorded
in Book 32 of O&G at page 584-592

Fee \$22.00

By _____ Deputy

to _____, lessor _____
to _____, lessee _____
recorded in book _____, page _____ insofar as said lease covers the following described land in _____
County, State of _____.

See Exhibit A

of Section _____ Township _____ Range _____ and containing _____ acres, more or less together with the rights incident thereto and the personal property thereon, appurtenant thereto, or used or obtained in connection therewith.

And for the same consideration the Assignor covenants with the Assignee, its or his heirs, successors or assigns: That the Assignor is the lawful owner of and has good title to the interest above assigned in and to said lease, estate, rights and property, free and clear from all liens, encumbrances or adverse claims; That said lease is a valid and subsisting lease on the land above described, and all rentals and royalties due thereunder have been paid and all conditions necessary to keep the same in full force have been duly performed, and that the Assignor will warrant and forever defend the same against all persons whomsoever, lawfully claiming or to claim the same.

EXECUTED, This 24 day of March 2000

Lance E. Ballard

Lance E. Ballard
Managing Member, Southwind Exploration LLC

STATE OF Kansas } ss. ACKNOWLEDGMENT FOR INDIVIDUAL (Kans. Okla. and Colo.)
COUNTY OF _____

Before me, the undersigned, a Notary Public, within and for said County and State, on this 24
day of March, 2000, personally appeared Lance E. Ballard
and _____

to me personally known to be the identical person who executed the within and foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year last above written.

My commission expires William M. Lacy
NOTARY PUBLIC
 State of Kansas
 MY APPT. EXPIRES July 6.

STATE OF _____ } 33. ACKNOWLEDGMENT FOR INDIVIDUAL (Kans. Okla. and Colo.)
COUNTY OF _____

Before me, the undersigned, a Notary Public, within and for said County and State, on this _____ day of _____, 10_____, personally appeared _____ and _____

to me personally known to be the identical person who executed the within and foregoing instrument and acknowledged to me that _____ executed the same as _____ free and voluntary act and deed for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year last above written.

My commission expires _____

Notary Public

COPY

EXHIBIT A:

COFFEY COUNTY, KANSAS

1. Oil and gas lease dated November 14, 1977, by and between Annalee D. Sims, a widow and now not married; Nancy Kay Spencer, a/k/a Nancy Sims Spencer and her husband, James Lee Spencer; Steven D. Sims, a/k/a Steven Danner Sims and his wife, Joetta May Frame Sims, lessors, to D.J. Schmidt, lessee, and recorded on January 3, 1978 in Book 21, Oil and Gas, Page 598-599 of the Register of Deeds Office, Coffey County, Kansas, to wit:

covering all that part of the Southwest Quarter (SW/4) of Section 14 lying East and North of the Neosho River, Section 14, Township 23 South, Range 16 East

2. Oil and gas lease dated May 25, 1983, by and between Gene D. Sauder and his wife, Patricia J. Sauder, lessors, to D.J. Schmidt and James W. Schmidt, lessee, and recorded on July 7, 1983 in Book 28, Oil and Gas, Page 96-98 of the Register of Deeds, Coffey County, Kansas, to wit:

covering a tract of 18.4 acres off of the South end of the East Half of the Southwest Quarter of Section 3; also a 109.7 acre tract of land in the Northeast Quarter of Section 9 and the Northwest Quarter of Section 10; also a 38.9 acre tract of land in the East Half of the Northwest Quarter of Section 10, all as more fully described on page two of two and is a part of this lease, all in Township 23 South, Range 16 East

A tract off of the South end of the East Half of the Southwest Quarter (E/2 SW/4) of Section Three (3), Township Twenty-three (23) South, of Range Sixteen (16), East of the Sixth Principal meridian, more particularly described as follows:

Beginning at a point on the Southwest corner of the E/2 Sw/4 Section 3, thence north along the West line of the E/2 SW/4 Section 3 to a point at the Northwest corner of the South 30 acres of the E/2 SW/4 Section 3, thence East along the North line of the South 30 acres of the E/2 SW/4 Section 3 to a point which is on the Westerly right of way line of the Coffey County Road, FAS 1473, thence Southwesterly along the Westerly right-of-way line of the Coffey County road, FAS 1473 to a point of intersection with the South line of the E/2 SW/4 Section 3, thence West along the South line to the point of beginning, containing 18.4 acres, more or less.

A tract commencing at a point 19 9/16 rods South of the Northwest corner of the NE/4 of Section 9, thence East 240 rods to the East line of the W/2NW/4 of Section 10, thence South 72 7/16 rods, thence West 240 rods, thence North 72 7/16 rods, to place of beginning. All in Township 23 South, Range 16 East of the Sixth Principal Meridian, containing 109 acres, more or less.

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A tract in the East Half of the Northwest Quarter (E/2 NW/4) of Section Ten (10), in Township Twenty-three (23) South, of Range Sixteen (16), East of the Sixth Principal Meridian, more particularly described as follows:

Beginning at a point on the Southwest corner of the East Half of the Northwest Quarter (E/2 NW/4) of Section Ten (10), thence North along the West line of the E/2 NW/4 section 10 to a point at the Northwest corner of the E/2 NW/4 Section 10, thence East along the North line of the E/2 NW/4 Section 10, to a point which is on the Westerly right-of-way line of the Coffey County road, FAS 1473, thence Southwesterly along the Westerly right-of-way line of the Coffey County road, FAS 1473 to a point of intersection with the South line of the E/2 NW/4 of Section 10, thence West along the South line to the point of beginning, containing 38.9 acres, more or less.

3. Oil and gas lease dated December 16, 1980, by and between Marjorie M. Sutherland and her husband, Theodore Norvin Sutherland, lessors, to D.J. Schmidt, lessee, and recorded on January 23, 1981, in Book 25, Oil and Gas, Page 500-501 of the Register of Deeds in Coffey County, Kansas, to wit:

The two tracts of land containing 35 acres more or less situated in the East Half of Section 14 as more fully described at the bottom part of this lease and is a part thereof

A tract of land commencing at a point 85 1/4 rods South of the center of Section 14, thence North 44 rods, thence East 81 1/2 rods, thence South 44 rods, thence West 81 1/2 rods to the point of beginning containing 22.33 acres more or less; that tract of land beginning at the southwest corner of Lot one (1), Section 14, thence North to the middle of the Neosho River, thence down the center of the Neosho River to the South line of said Lot one, thence West to the place of the center of the Neosho River to the South line of said Lot one, thence West to the place of beginning containing 12 acres more or less, Township 23 South, Range 16 East, Coffey County, Kansas

4. Oil and gas lease dated October 6, 1978, by and between L.R. Hannen, Attorney-in-fact for Carmean Wood, lessor, to Mark Haas, lessee, and recorded on October 6, 1978, in Book 22, Oil and Gas, Page 241-243 of the Register of Deeds in Coffey County, Kansas, to wit:

The Southwest Quarter (SW/4) of Section Ten (10), and the West Half (W/2) of the Southeast Quarter (SE/4) of Section Ten (10), Township Twenty-three (23), Range Sixteen (16), excepting a tract of land beg. at the Southeast corner of the West Half of the Southeast Quarter of Section Ten (10), Township Twenty-three (23), Range Sixteen (16), thence North about 107 rods to the center of the Neosho River, thence Southwest down said center of said Neosho River to South line of Section, thence East of Section line about Thirty-six (36) rods to place of beg. containing 20 acres more or less, also except tract deeded to Coffey County, Kansas

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5. Oil and gas lease dated December 27, 1977, by and between Lawrence F. Myers and his wife, Kate W. Myers, lessors, to D.J. Schmidt, lessee, and recorded on May 30, 1978, in Book 22, Oil and Gas, Page 97-98 of the Register of Deeds, Coffey County, Kansas, to wit:

All that tract of land lying East of the Neosho River in the South Half (S/2) of the Southeast Quarter of Section 14; A tract of land commencing at the southeast corner of the North Half of the Southeast Quarter of Section 14, thence North 40 rods, thence West to the center of the Neosho River, thence down the center of said river to a point where it crosses the South line of the North Half of the Southeast Quarter, thence East to the place of beginning of Section 14, Township 23 South, Range 16 East

6. Oil and gas lease dated May 7, 1977, by and between Bill L. Freeman and Joan Freeman, husband and wife, lessors, to D.J. Schmidt, lessee, and recorded on May 12, 1977, in Book 21, Oil and Gas, Page 129-131 of the Register of Deeds, Coffey County, Kansas, to wit:

A tract beginning at the southwest corner of the Northwest Quarter of Section 14, thence north 120 rods, thence East 40 rods, thence South 2 rods, thence in a southeasterly direction in a straight line to a point on the East line of the West Half of said Quarter Section which is 72 rods South of the North line of said Quarter Section, thence South 88 rods, thence West 80 rods to the place of beginning containing 56 acres more or less; A tract commencing at the Southwest corner of the East Half of the Northwest Quarter of Section 14 thence North 60 rods to the center of the Neosho River, thence down the center of the Neosho River to the South line of said tract, thence West to the place of beginning containing 3 acres more or less, all in Township 23 South, Range 16 East

7. Oil and gas lease dated April 20, 1977, by and between Dorothy A. Ellis, a widow and now not married, lessor, to D.J. Schmidt, lessee, and recorded on April 20, 1977, in Book 21, Oil and Gas, Page 104-105 of the Register of Deeds, Coffey County, to wit:

The Northeast Quarter (NE/4) excepting therefrom all that part lying northeast of the center of the Neosho River of Section 15, Township 23 South, Range 16 East

8. Oil and gas lease dated January 3, 1977, by and between Charles M. Jones and his wife, Hazel W. Jones, lessors, to D.J. Schmidt, lessee, and recorded February 17, 1977, in Book 21, Oil and Gas, Page 19-20 of the Register of Deeds, Coffey County, to wit:

All that part of the Southwest Quarter (SW/4) of Section 14 lying South and West of the Center of the Neosho River, and all that part of the fractional South one Half (S/2) of the Southeast fraction Quarter (SE/4) lying South and West of

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the center of the Neosho River of Section 14, Township 23 South, Range 16 East

9. Oil and gas lease dated April 7, 1977, by and between Venice Crotts and his wife, Maude Crotts, lessors, to D.J. Schmidt, lessee, and recorded on May 23, 1977, in Book 21, Oil and Gas, Page 125-126 of the Register of Deeds, Coffey County, to wit:

A tract commencing at a point 72 rods South of the Northeast corner of the Northwest Quarter (NW/4) of the Northwest Quarter (NW/4) of Section 14, thence North 72 rods to the Northeast corner of said Northwest Quarter (NW/4) of the Northwest Quarter (NW/4) of said section, thence West to the Northwest corner of said Section 14, thence South 40 rods, thence East 40 rods, thence South 2 rods, thence in a straight line southeasterly to the place of beginning of Section 14, Township 23 South, Range 16 East

10. Oil and gas lease dated October 20, 1976, by and between Jerry E. Murray and his wife, Delma L. Murray, lessors, to D.J. Schmidt, lessee, and recorded on October 29, 1976, in Book 20, Oil and Gas, Page 535-536 of the Register of Deeds, Coffey County, Kansas, to wit:

The South Fifty Three and one-third ($53 \frac{1}{3}$) acres of the Northwest Quarter (NW/4) of Section 13, Township 23 South, Range 16 East

11. Oil and gas lease dated October 24, 1979, by and between Sharon L. Meats and his wife, Marian T. Meats, lessors, to D.J. Schmidt, lessee, and recorded on October 30, 1979, in Book 22, Oil and Gas, Page 556-557 of the Register of Deeds, Coffey County, Kansas, to wit:

The Southwest Quarter (SW/4) of Section 12, Township 23 South, Range 16 East, excepting a two acre tract commencing at a point 96 rods due North of the southeast corner of said Southwest Quarter of Section 12, and on the quarter section line, thence due West to the center of the bayou, thence meandering in a northeasterly direction along the center of bayou to the East line of said Southwest Quarter, thence South on said line to the beginning;

A six acre tract beginning at the northeast corner of the Northeast Quarter (NE/4) of Section 14, Township 23 South, Range 16 East, thence West 24 rods, thence South 40 rods, thence East 24 rods, thence North 40 rods to the place of beginning

12. Oil and gas lease dated December 11, 1974, by and between Wesley G. Fundis and Hazel M. Fundis, his wife, lessors to George J. Ablah d/b/a Little George Oil Co., Wichita, KS, lessee, and recorded on May 5, 1975, in Book 19, Oil and Gas, Page 341-342 of the Register of Deeds, Coffey County, Kansas, to wit:


The Northeast Quarter of the Southeast Quarter (NE/4 SE/4) of Section 18; the South Half of the Northwest Quarter (S/2 NW/4) and North Half of Southwest

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Quarter (N/2 SW/4), Section 17, Township 22 South, Range 17 East; and eighty acres in the East Half of the East Half (80A in E/2 E/2) of Section 14, Township 23 South, Range 16 East

13. Oil and gas lease dated June 3, 1976, by and between Helmuth A. Gleue and his wife, Louise R. Gleue, lessors to D.J. Schmidt, lessee, and recorded on June 8, 1976, in Book 20, Oil and Gas, Page 196-197 of the Register of Deeds, Coffey County, Kansas, to wit:

The Southeast Quarter (SE/4) of Section 21, Township 22 South, Range 16 East

 14. Oil and gas lease dated November 11, 1980, by and between Helmuth A. Gleue and his wife, Louise R. Gleue, lessors to Lincoln 77, lessee, and recorded on November 19, 1980, in Book 25, Oil and Gas, Page 180-181 of the Register of Deeds, Coffey County, Kansas, to wit:

The Southeast Quarter (SE/4) of the Southeast Quarter (SE/4) of Section 28, Township 22 South, Range 16 East

15. Oil and gas lease dated May 1, 1977, by and between L.F. Bedwell and his wife, Laverne Bedwell, lessors to D.J. Schmidt, lessee, and recorded on May 12, 1977, in Book 21, Oil and Gas, Page 127-128 of the Register of Deeds, Coffey County, Kansas, to wit:

A tract commencing at the southeast corner of the Southwest Quarter of Section 11, thence West 100 rods, thence North 84 rods, thence East 100 rods, thence South 84 rods to the place of beginning of Section 11, Township 23 South, Range 16 East

16. Oil and gas lease dated May 10, 1977, by and between Alice Crofts, a widow and now not married, lessor to D.J. Schmidt, lessee, and recorded on May 12, 1977, in Book 21, Oil and Gas, Page 132-133 of the Register of Deeds, Coffey County, Kansas, to wit:

A tract commencing at the Southwest corner of the Southwest Quarter of Section 11, thence running East 60 rods, thence North to the Neosho River, thence down said river to the West line of said Section 11, thence South to the place of beginning, except the south 20 feet of said tract which has been sold off for road purposes of Section 11, Township 23 South, Range 16 East

17. Oil and gas lease dated November 22 1976, by and between L.E. Stroud and Katherine E. Stroud, husband and wife, lessors to Betty L. Winn, lessee, and recorded on February 26, 1981, in Book 25, Oil and Gas, Page 537-538 of the Register of Deeds, Coffey County, Kansas, covering:

The Northwest Quarter (NW/4) and the Northwest Quarter of Southwest Quarter (NW/4 SW/4) of Section 27, Township 22, Range 16

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18. Oil and gas lease dated April 25, 1975, by and between Remer Riverside Farms, Inc., lessors to George J. Ablah d/b/a Little George Oil Co., Wichita, KS, lessee, and recorded May 27, 1975, in Book 19, Oil and Gas, Pages 385-386 of the Register of Deeds, Coffey County, Kansas, covering:

N/2 of the SE/4 of Section 28, Township 22 South, Range 16 East

19. Oil and gas lease dated October 18, 1982, by and between Nelson Motors, Inc., lessors to Lincoln 77, a partnership composed of Jack E. Bock & Roland L. Meyer, lessees, and recorded November 8, 1982, in Book 27, Oil and Gas, Pages 565-566 of the Register of Deeds, Coffey County, Kansas, to wit:

Northeast Quarter (NE/4) less the South two (2) rods thereof of Section 33, Township 22, Range 16 East

20. Oil and gas lease dated November 19, 1980, by and between Gene D. Sauder and Patricia J. Sauder, his wife, lessors to Lincoln 77 - a partnership composed of Jack E. Bock and Roland L. Meyer, lessees, and recorded on December 9, 1980, in Book 25, Oil and Gas, Page 351-353 of the Register of Deeds, Coffey County, Kansas, to wit:

21. Oil and gas dated November 14, 1980, by and between Venice Crotts and Maude Crotts, his wife, lessors, to D.E.K. Oil Co., lessee, and recorded on January 30, 1981, in Book 25 Oil and Gas, Page 525-526 of the Register of Deeds, Coffey County, Kansas, to wit:

The Northeast corner of the Southwest Quarter (SW/4) of Section Eleven (11), Township Twenty-three (23), Range Sixteen (16), thence running South Seventy-six (76) rods, thence West one hundred (100) rods, thence North seventy-six (76) rods, thence East one hundred (100) rods to the place of beginning, containing forty-seven and one-half (47 1/2) acres, more or less

22. Oil and gas lease dated May 17, 1982, by and between Dale F. Pohlenz and Laina E. Pohlenz, his wife, lessors, to Dale L. Reinker and Kenneth R. Winn, Lessees, and recorded on May 17, 1982, in Book 27, Oil and Gas, Page 386-387 of the Register of Deeds, Coffey County, Kansas, to wit:

SE/4 of Section 27, Township 22, Range 16

23. Oil and gas lease dated October 15, 1986, by and between Bill Freeman and Joan Freeman, husband and wife, lessors, to Petro 85 - Bill Freeman LTD, lessee, and recorded on October 17, 1986, in Book 29, Oil and Gas, Page 639-641 of the Register of Deeds, Coffey County, Kansas, to wit:

A tract commencing fifty (50) rods South of the Northwest corner of the Northwest Quarter of Section Eleven (11), Township Twenty-three (23), Range Sixteen (16), thence running East 160 rods, thence South 36 rods, thence West

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to the center of the Neosho River, thence up the center of the Neosho River to a point 50 rods South of the North line of the Northeast Quarter of Section 10, Township 23, Range 16, thence East to the place of beginning, containing 40 acres more or less.

A tract of land beginning at a stake in the center of Crooked Creek at a point where the line between the Northwest Quarter (NW/4) and the Northeast Quarter (NE/4) of Section eleven (11) Township Twenty-three (23), Range Sixteen (16), crosses said creek; thence North twenty and sixteen twenty-fifths (20 and 16/25) rods, thence West one hundred forty-three (143) rods to the center of the Neosho River, thence Southeasterly along the center of said river fifty-two (52) rods to a point in line with the center of crooked creek where it empties into the Neosho River, thence in an Easterly direction along the center of said Crooked Creek to the place of beginning, containing twenty-nine and one-tenth (29 and 1/10) acres, more or less.

24. Oil and Gas lease dated June 26, 1992, by and between L.E. Stroud, a single man, lessor, to J.R. Enterprises, P.O. Box 30538, Lincoln, Nebraska 68503, lessee, and recorded on June 30, 1992, in Book 31, Oil and Gas, Page 509-510 of the Register of Deeds, Coffey County, Kansas, to wit:

East half of the Southwest Quarter (E/2 SW/4) in Section 27, Township 22, Range 16

25. Oil and Gas lease dated October 28, 1996, by and between Clarice M. Bartlett, a single person, Donald S. Meats and wife, Catherine A. Meats, lessors, to Roland L. Meyer and Jack E. Bock, lessees, and recorded on October 28, 1996, in Book 32, Oil and Gas, Page 310-312 of the Register of Deeds, Coffey County, Kansas, to wit:

South Half (S/2) of Section 9, less a tract of land containing 17 1/2 acres described as follows:

A tract of land in the Southwest Quarter of the Southeast Quarter of Section 9, Township 23 South, Range 16 East Coffey County, Kansas more fully described as follows;

The North half of the Southwest Quarter of the Southwest Quarter of the Southeast Quarter, and the Northwest quarter of the Southeast quarter of the Southwest quarter of the Southeast quarter, and the South half of the South half of the Southwest quarter of the Southeast quarter, all in Section 9, Township 23 South, Range 16 East

26. Oil and Gas lease dated January 10, 1980, by and between Nelson Webb, lessor, to Lincoln 77, a partnership composed of Jack E. Bock & Roland L. Meyer, lessees, and recorded January 31, 1980, in Book 22, Oil and Gas, Pages 612-613 of the Register of Deeds, Coffey County, Kansas, to wit:

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Covering a tract commencing at the Northwest corner of the Northwest Quarter (NW/4) of Section 11, Township 23, Range 16, thence South 3 1/2 Rods, thence East 160 rods, thence South 46 1/2 Rods, thence West to Center of the Neosho River, thence up Center of the Channel of said River to the North Section line of Section 10, Township 23 Range 16, thence East to place of beginning

27. Oil and Gas lease dated November 7, 1977, by and between Joan Freeman and her husband, Bill L. Freeman, lessor, to D.J. Schmidt, lessee, and recorded November 8, 1977, in Book 21, Oil and Gas, Pages 571-572 of the Register of Deeds, Coffey County, Kansas, to wit:

That part lying South of the center of the Neosho River of the East Half (E/2) of the Southeast Quarter (SE/4) of Section 10; that tract of land beginning at the southeast corner of the West Half (W/2) of the Southeast Quarter (SE/4) of Section 10, thence North about 107 rods to the center of the Neosho River, thence southwest down the center of said Neosho River to the South line of said Section, thence East on Section line about 36 rods to the place of beginning, Township 23 South, Range 16 East

28. Hazen lease:

Oil and gas lease dated September 5, 1980, filed November 18, 1980, in Book 5, Page 178-179, Coffey County, Kansas covering:

All of the N. 50 acres of E/2 SW/4 of Section 3 West of Missouri Pacific Railroad right of way except tract taken for road purposes, Township 23 South, Range 16 East

29. Martz lease:

Oil and gas lease dated March 10, 1980, filed March 27, 1980 in Book 23, Page 20-22, Coffey County, Kansas, covering the following:

The Northeast Quarter (NE/4) of Section 13, Township 23, Range 16

30. Flake lease:

Oil and gas lease dated February 27, 1976, filed May 7, 1976 in Book 20, Page 155-157, Coffey County, Kansas, covering:

The Northeast Quarter (NE/4) of Section 28, Township 22, Range 16