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JUL 24 2012

Form T-1

March 2010

Form must be Typed

Form must be Signed

All blanks must be Filled

KANSAS CORPORATION COMMISSION
OIL & GAS CONSERVATION DIVISIONREQUEST FOR CHANGE OF OPERATOR
TRANSFER OF INJECTION OR SURFACE PIT PERMITForm KSONA-1, Certification of Compliance with the Kansas Surface Owner Notification Act,
MUST be submitted with this form.

Check Applicable Boxes:

☒ Oil Lease: No. of Oil Wells 33 **

☐ 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-28238

Entire Project: ☐ Yes ☐ No

Number of Injection Wells 20 **

Field Name: Chetopa

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

Effective Date of Transfer: March 1 2012

KS Dept of Revenue Lease No.: 136963

Lease Name: Barr

Sec. 10 Twp. 35S R. 21 ☒ E ☐ W

Legal Description of Lease: NE 1/4 and SE 1/4, Section 10, Township 35S, Range 21E,

County: Labette

Production Zone(s): Bartlesville

Injection Zone(s): Bartlesville

Surface Pit Permit No.: _____
(API No. if Drill Pit, WO or Haul)Type of Pit: ☐ Emergency ☐ Burn ☐ Settling☐ Haul-Off ☐ Workover ☐ Drilling OR

Past Operator's License No. 33927 Exp. 2/28/12

Past Operator's Name & Address: MegaWest Energy Kansas Corp.
Suite 800, 926 5th Ave SW, Calgary, AB, Canada T2P 0N7

Title: Chief Financial Officer

Contact Person: Jeffrey Freedman

Phone: 832.538.0625

Date: _____

Signature: _____

New Operator's License No. 34553 ✓

New Operator's Name & Address: ADR-Operating, Inc.
201 N Penn Ave, Suite 401, Independence, Kansas 67301

Title: President

Contact Person: Charlie A. Adams

Phone: 620.331.0404

Oil / Gas Purchaser: _____

Date: 7-18-12

Signature: _____

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.

ADR Operating Inc is acknowledged as
the new operator and may continue to inject fluids as authorized by
Permit No.: E-28,238 Recommended action: Violation
MIT'S ARE OVERDUE Aug 2009
Date: 7-25-12 Cheryl Bayers
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 <u>07/25/12</u>	PRODUCTION <u>7-25-12</u>	UIC <u>7-25-12</u>
Mail to: Past Operator <u>7-25-12</u>	New Operator <u>7-25-12</u>	District <u>(3) 7-25-12</u>	

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

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KCC WICHITA

Side Two

Must Be Filed For All Wells

KDOR Lease No.: 136963

* Lease Name: Barr

* Location: 10-35-21S

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)
B10	15-099-23310 ✓	3336.5 ^{Circle} FSL/FNL	1898.7 ^{Circle} FEL/FWL	Oil	Producing
B11	15-099-23311 ✓	3383.0 ^{Circle} FSL/FNL	1710.0 ^{Circle} FEL/FWL	Oil	Producing
B12	15-099-23312 ✓	3520.0 ^{Circle} FSL/FNL	1637.0 ^{Circle} FEL/FWL	Oil	Producing
B13	15-099-23313 ✓	3520.0 ^{Circle} FSL/FNL	1472.0 ^{Circle} FEL/FWL	Oil	Producing
B14	15-099-23314 ✓	3520.0 ^{Circle} FSL/FNL	1947.0 ^{Circle} FEL/FWL	Oil	Producing
B15	15-099-23315 ✓	3520.0 ^{Circle} FSL/FNL	2106.0 ^{Circle} FEL/FWL	Oil	Producing
B16	15-099-23316 ✓	3658.0 ^{Circle} FSL/FNL	2185.0 ^{Circle} FEL/FWL	Oil	Producing
B17	15-099-23317 ✓	3658.0 ^{Circle} FSL/FNL	1868.0 ^{Circle} FEL/FWL	Oil	Producing
B18	15-099-23318 ✓	3658.0 ^{Circle} FSL/FNL	1710.0 ^{Circle} FEL/FWL	Oil	Producing
B19	15-099-23319 ✓	3658.0 ^{Circle} FSL/FNL	1393.0 ^{Circle} FEL/FWL	Oil	Producing
B20	15-099-23320 ✓	3795.0 ^{Circle} FSL/FNL	2106.0 ^{Circle} FEL/FWL	Oil	Producing
B21	15-099-23321 ✓	3795.0 ^{Circle} FSL/FNL	1947.0 ^{Circle} FEL/FWL	Oil	Producing
B22	15-099-23322 ✓	3795.0 ^{Circle} FSL/FNL	1631.0 ^{Circle} FEL/FWL	Oil	Producing
B23	15-099-23323 ✓	3795.0 ^{Circle} FSL/FNL	1472.0 ^{Circle} FEL/FWL	Oil	Producing
B24	15-099-23324 ✓	3932.0 ^{Circle} FSL/FNL	2185.0 ^{Circle} FEL/FWL	Oil	Producing
B25	15-099-23325 ✓	3932.0 ^{Circle} FSL/FNL	1868.0 ^{Circle} FEL/FWL	Oil	Producing
B26	15-099-23326 ✓	3932.0 ^{Circle} FSL/FNL	1710.0 ^{Circle} FEL/FWL	Oil	Producing
B27	15-099-23327 ✓	3932.0 ^{Circle} FSL/FNL	1393.0 ^{Circle} FEL/FWL	Oil	Producing
B28	15-099-23328 ✓	4070.0 ^{Circle} FSL/FNL	2106.0 ^{Circle} FEL/FWL	Oil	Producing
B29	15-099-23329 ✓	4070.0 ^{Circle} FSL/FNL	1947.0 ^{Circle} FEL/FWL	Oil	Producing
B30	15-099-23330 ✓	4070.0 ^{Circle} FSL/FNL	1631.0 ^{Circle} FEL/FWL	Oil	Producing
B31	15-099-23331 ✓	4070.0 ^{Circle} FSL/FNL	1472.0 ^{Circle} FEL/FWL	Oil	Producing
B32	15-099-23332 ✓	4207.0 ^{Circle} FSL/FNL	2185.0 ^{Circle} FEL/FWL	Oil	Producing
B33	15-099-23333 ✓	4207.0 ^{Circle} FSL/FNL	1868.0 ^{Circle} FEL/FWL	Oil	Producing

A separate sheet may be attached if necessary

* 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.

Must Be Filed For All Wells

KDOR Lease No.: 136963

* Lease Name: Barr

* Location: 10-35-21S

A separate sheet may be attached if necessary

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E 28238

Side Two

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KCC WICHITA

KDOR Lease No.: 136963

* Lease Name: Barr

* Location: 10-35-21S

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)
N-11L	15-099-23365	4070.0 ^{Circle} FSL/FNL	2262.5 ^{Circle} FEL/FWL	INJ	Producing
N-11U	15-099-23364	4070.0 ^{Circle} FSL/FNL	2267.5 ^{Circle} FEL/FWL	INJ	Producing
N-12L	15-099-23367	3795.0 ^{Circle} FSL/FNL	2262.5 ^{Circle} FEL/FWL	INJ	Producing
N-12U	15-099-23366	3795.0 ^{Circle} FSL/FNL	2267.5 ^{Circle} FEL/FWL	INJ	Producing
N-13L	15-099-23369	3520.0 ^{Circle} FSL/FNL	2262.5 ^{Circle} FEL/FWL	INJ	Producing
N-13U	15-099-23368	3520.0 ^{Circle} FSL/FNL	2267.5 ^{Circle} FEL/FWL	INJ	Producing
N-1L	15-099-23345	3520.0 ^{Circle} FSL/FNL	1786.5 ^{Circle} FEL/FWL	INJ	Producing
N-1U	15-099-23344	3520.0 ^{Circle} FSL/FNL	1791.5 ^{Circle} FEL/FWL	INJ	Producing
N-2L	15-099-23347	3658.0 ^{Circle} FSL/FNL	1548.5 ^{Circle} FEL/FWL	INJ	Producing
N-2U	15-099-23346	3658.0 ^{Circle} FSL/FNL	1553.5 ^{Circle} FEL/FWL	INJ	Producing
N-3L	15-099-23349	3658.0 ^{Circle} FSL/FNL	2024.5 ^{Circle} FEL/FWL	INJ	Producing
N-3U	15-099-23348	3658.0 ^{Circle} FSL/FNL	2029.5 ^{Circle} FEL/FWL	INJ	Producing
N-4L	15-099-23351	3795.0 ^{Circle} FSL/FNL	1786.5 ^{Circle} FEL/FWL	INJ	Producing
N-4U	15-099-23350	3795.0 ^{Circle} FSL/FNL	1786.5 ^{Circle} FEL/FWL	INJ	Producing
N-5L	15-099-23353	3932.0 ^{Circle} FSL/FNL	1548.5 ^{Circle} FEL/FWL	INJ	Producing
N-5U	15-099-23352	3932.0 ^{Circle} FSL/FNL	1553.5 ^{Circle} FEL/FWL	INJ	Producing
N-6L	15-099-23355	3932.0 ^{Circle} FSL/FNL	2024.5 ^{Circle} FEL/FWL	INJ	Producing
N-6U	15-099-23354	3939.0 ^{Circle} FSL/FNL	2029.5 ^{Circle} FEL/FWL	INJ	Producing
N-7L	15-099-23357	4070.0 ^{Circle} FSL/FNL	1786.5 ^{Circle} FEL/FWL	INJ	Producing
N-7U	15-099-23356	4070.0 ^{Circle} FSL/FNL	1791.5 ^{Circle} FEL/FWL	INJ	Producing
		FSL/FNL	FEL/FWL		
		FSL/FNL	FEL/FWL		
		FSL/FNL	FEL/FWL		
		FSL/FNL	FEL/FWL		

Approved
TA
Status
8/2011

A separate sheet may be attached if necessary

* 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.

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KANSAS CORPORATION COMMISSION
OIL & GAS CONSERVATION DIVISION

KCC WICHITA

Form KSONA-1

July 2010

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All blanks must be Filled

CERTIFICATION OF COMPLIANCE WITH THE
KANSAS SURFACE OWNER NOTIFICATION ACT

This form must be submitted with all Forms C-1 (Notice of Intent to Drill); CB-1 (Cathodic Protection Borehole Intent); T-1 (Request for Change of Operator Transfer of Injection or Surface Pit Permit); and CP-1 (Well Plugging Application). Any such form submitted without an accompanying Form KSONA-1 will be returned.

Select the corresponding form being filed: ☐ C-1 (Intent) ☐ CB-1 (Cathodic Protection Borehole Intent) ☒ T-1 (Transfer) ☐ CP-1 (Plugging Application)

OPERATOR: License # 34553
Name: ADR Operating, Inc.
Address 1: 201 N Penn Ave, Suite 401
Address 2:
City: Independence State: KS Zip: 67301
Contact Person: Charles A. Adams
Phone: (620) 331-0404 Fax: (866) 929-2382
Email Address: adrseks@hotmail.com

Well Location:
Sec. 10 Twp. 35 S. R. 21 ☒ East ☐ West
County: Labette
Lease Name: Barr Well #:

If filing a Form T-1 for multiple wells on a lease, enter the legal description of the lease below:

NE/4 and SE/4, section 10, Township 35S, Range 21E

Surface Owner Information:

Name: Barr Cattle Co., LLC
Address 1: 1079 Xray Road
Address 2:
City: Chetopa State: KS Zip: 67336

When filing a Form T-1 involving multiple surface owners, attach an additional sheet listing all of the information to the left for each surface owner. Surface owner information can be found in the records of the register of deeds for the county, and in the real estate property tax records of the county treasurer.

If this form is being submitted with a Form C-1 (Intent) or CB-1 (Cathodic Protection Borehole Intent), you must supply the surface owners and the KCC with a plat showing the predicted locations of lease roads, tank batteries, pipelines, and electrical lines. The locations shown on the plat are preliminary non-binding estimates. The locations may be entered on the Form C-1 plat, Form CB-1 plat, or a separate plat may be submitted.

Select one of the following:

- ☒ I certify that, pursuant to the Kansas Surface Owner Notice Act (House Bill 2032), I have provided the following to the surface owner(s) of the land upon which the subject well is or will be located: 1) a copy of the Form C-1, Form CB-1, Form T-1, or Form CP-1 that I am filing in connection with this form; 2) if the form being filed is a Form C-1 or Form CB-1, the plat(s) required by this form; and 3) my operator name, address, phone number, fax, and email address.
- ☐ I have not provided this information to the surface owner(s). I acknowledge that, because I have not provided this information, the KCC will be required to send this information to the surface owner(s). To mitigate the additional cost of the KCC performing this task, I acknowledge that I am being charged a \$30.00 handling fee, payable to the KCC, which is enclosed with this form.

If choosing the second option, submit payment of the \$30.00 handling fee with this form. If the fee is not received with this form, the KSONA-1 form and the associated Form C-1, Form CB-1, Form T-1, or Form CP-1 will be returned.

I hereby certify that the statements made herein are true and correct to the best of my knowledge and belief.

Date: 7-18-12 Signature of Operator or Agent: [Signature] Title: President