

WL#3861 Serial#8031 Spud: 7/13/07 73465-E/2

Enter if Assigned: API No.: 42-003-40157	RAILROAD COMMISSION OF TEXAS OIL AND GAS DIVISION	FORM W-1 EFF 10/04
Drilling Permit No.: 639381		APPLICATION FOR PERMIT TO DRILL, RECOMPLETE OR RE-ENTER
Rule 37/38 Case No.:		Drilling Permit Fee Based on Depth: 0-2000' \$200 2001-4000' \$225 4001-9000' \$250 >9000' \$300 Expedited Service Fee ADD \$150 Rule 37/38 Exception Fee ADD \$200

1. RRC Operator No.: 616981	2. Operator Name (as shown on P-5 Organization Report): OK Arena Operating Company	3. Operator Address (include street, city, state, zip): 4920 S. Lewis, Suite 107 Tulsa, OK 74105
4. Lease Name: University Lands 13-46	5. Well No.: 13	

GENERAL INFORMATION

6. Purpose of Filing (Mark ALL appropriate boxes):

New Drill Recompletion Reclass Field Transfer Re-enter
 Amended Amended as Drilled (BHL) (Also File Form W-1D)

7. Wellbore Profile (Mark ALL appropriate boxes):

Vertical Horizontal (Also File Form W-1H) Directional (Also File Form W-1D) Sidetrack

8. Total Vertical Depth: 4900	9. Do you have the right to develop minerals under any right of way? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	10. Is this well subject to Statewide Rule 36 (hydrogen sulfide area)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
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SURFACE LOCATION AND ACREAGE INFORMATION

11. RRC District No.: 08	12. County: Andrews	13. Surface Location: <input checked="" type="checkbox"/> Land <input type="checkbox"/> Bay/estuary <input type="checkbox"/> Inland waterway <input type="checkbox"/> Offshore
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14. This well is to be located 11 miles in a west direction from Andrews, which is the nearest town in the county.

15. Section: 45	16. Block: 13	17. Survey: UL	18. Abstract No.:	19. Distance to nearest lease line: 330	20. Number of contiguous acres in lease, pooled unit or unitized tract: 320
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21. Lease Perpendiculars: 660 ft. from the North line and 334 ft from the West line.

22. Survey Perpendiculars: 2310 ft from the East line and 660 ft from the North line.

23. Is this a pooled unit? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	24. Unitization Docket No.:	25. Are you applying for Substandard Acreage Field? <input type="checkbox"/> Yes (attach Form W-1A) <input checked="" type="checkbox"/> No
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FIELD INFORMATION List all fields of anticipated completion including Wildcat. List one zone per line. Attach an additional Form W-1 if you require more space.

26. RRC District No.	27. Field No:	28. Field Name (exactly as shown in RRC records)	29. Well Type	30. Completion Depth	31. Distance to Nearest Well in this Lease & Reservoir	32. No. of Wells on this Lease in this Reservoir
08	33230500	Fullerton (San Andres)	Oil Well	4600	810	12

BOTTOMHOLE LOCATION INFORMATION is required for DIRECTIONAL, HORIZONTAL, AND AMENDED AS DRILLED PERMIT APPLICATIONS. Attach FORM W-1D/FORM W-1H as appropriate.

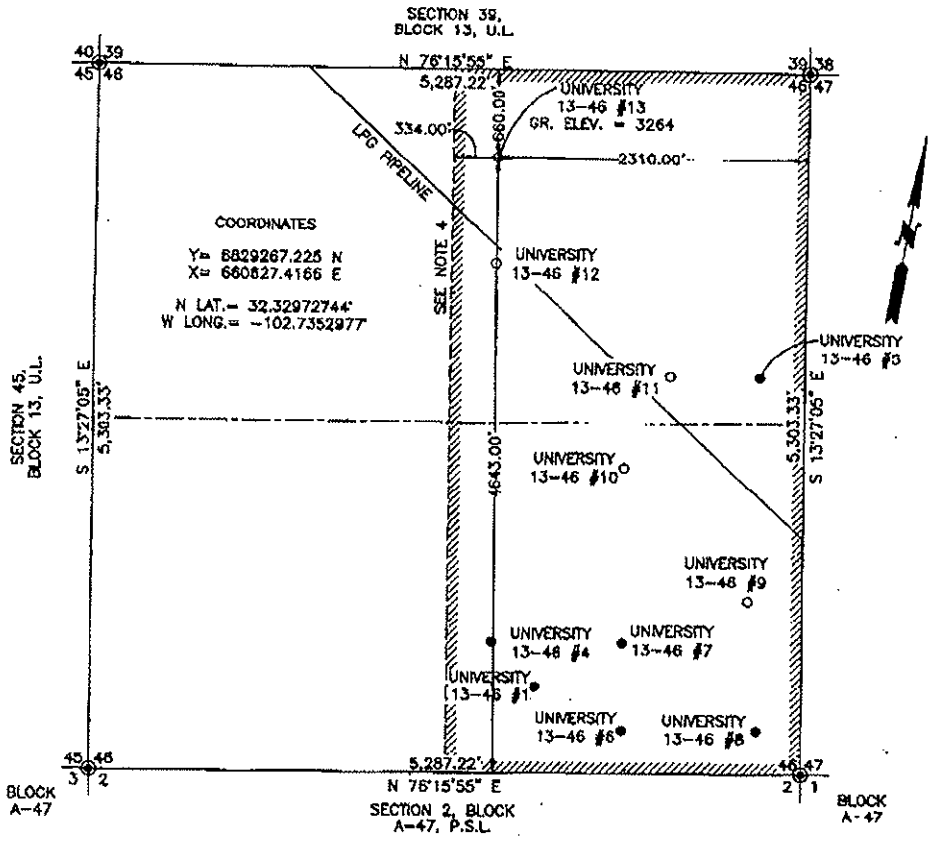
Remarks:
To correct field name & lease name.
Pd. 10-21-07

CERTIFICATE:
I declare under penalties in Sec. 91.143, Texas Natural Resources Code, that I am authorized to file this application, that this application was prepared by me or under my supervision and direction, and that the data and facts stated therein are true, correct, and complete to be the best of my knowledge.

Edward O. Holloway Edward O. Holloway 8-8-07
 Name of Representative (Print) Signature Date (mm/dd/yy)

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SECTION 46, BLOCK 13, UNIVERSITY LAND ANDREWS COUNTY, TEXAS



COORDINATES
 Y = 6829267.225 N
 X = 680827.4166 E
 N LAT. = 32.32972744°
 W LONG. = -102.7352977

NAME:	DISTANCE:
UNIVERSITY 13-46 #1	3987.00'
UNIVERSITY 13-46 #4	3849.00'
UNIVERSITY 13-46 #5	2171.00'
UNIVERSITY 13-46 #6	4421.00'
UNIVERSITY 13-46 #7	3781.00'
UNIVERSITY 13-46 #8	4737.00'
UNIVERSITY 13-46 #9	3834.00'
UNIVERSITY 13-46 #10	2530.00'
UNIVERSITY 13-46 #11	2108.00'
UNIVERSITY 13-46 #12	810.00'

- LEGEND
- DENOTES PROPOSED WELL LOCATION
 - DENOTES EXISTING WELL
 - ⊙ DENOTES FOUND MONUMENT AS NOTED
 - ⊛ DENOTES CALCULATED CORNER
 - DENOTES LEASE LINE
 - DENOTES 1/2 SECTION LINE
 - DENOTES TANK BATTERY

- NOTES:
- THIS LOCATION IS APPROXIMATELY 11.0 MILES WEST/NORTHWEST OF ANDREWS, TEXAS.
 - SEE DOCUMENTS FILED FOR RECORD IN THIS OFFICE, WHICH DESCRIBE THE RECONSTRUCTION OF THIS SECTION.
 - BEARING DISTANCES AND COORDINATES ARE RELATIVE TO THE TEXAS STATE PLANE COORDINATE SYSTEM, NORTH CENTRAL ZONE, 1983 NORTH AMERICAN DATUM.
 - LEASE = E/2 OF SECTION 46.



OK ARENA OPERATING COMPANY

UNIVERSITY 13-46 #13
 LOCATED 2,310 FEET FROM THE EAST LINE AND 680 FEET
 FROM THE NORTH LINE OF SECTION 46, BLOCK 13, U.L.,
 ANDREWS COUNTY, TEXAS.

SURVEY DATE: 05-18-07	SHEET 1 OF 1 SHEETS
W.O. NUMBER:	DRAWN BY: J.T.A.
DATE: 05-21-07	WTC47480
	SCALE: 1" = 1000'

JAMES E. TOMPKINS
 REGISTERED PROFESSIONAL SURVEYOR
 NO. 1985

WEST TEXAS CONSULTANTS, INC.
 ENGINEERS - PLANNERS - SURVEYORS
 1100 N. UNIVERSITY
 ANDREWS, TEXAS 79714
 (817) 962-4747

PLEASE DO NOT STAPLE

DEPTH OF USABLE-QUALITY GROUND WATER TO BE PROTECTED

COPY 5

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PLEASE READ ALL INSTRUCTIONS

The information requested is essential in order for this agency to provide an appropriate response. Please allow for receipt of this form in our offices at least two weeks before your operation begins. Due to the volume of these requests, at times, it may be difficult for us to handle telephone inquiries. Complete, keep the bottom sheet (goldenrod) for your files, and mail the top 3 sheets of the 4-sheet set of carbon-backed forms with a map to the address below. One sheet bearing our response will be returned to you. Another will be sent to the appropriate district office of the Railroad Commission. Individuals are entitled to request and review their personal information that the agency gathers on its forms. They may also have any errors in their information corrected. To review such information, contact us at 512/239-3282. If you have questions on how to fill out this form or about the Surface Casing program, please contact us at 512/239-0515.

Surface Casing - MC 151
TCEQ
P.O. Box 13087
Austin, TX 78741-3087

Date 10-17-06

TCEQ File No.: SC-

12085

Ed Holloway
Name of person preparing this request & phone No. (with area code)

OK Arena operating company
Company (operator's name as on RRC form W-1)

4970 S. Lewis, Ste. 107
Mailing Address

Tulsa, OK 74105
City and State ZIP Code



ALWAYS INCLUDE A MAP SHOWING YOUR WELL SITE AND ALL SURROUNDING SURVEYS

COUNTY Andrews Survey Name ULS
Block No. 13 Township _____ Section or Survey No. 4-6 (or) Lot No. _____
Abstract No. A- _____ LEASE Name Section 46 Well No. A 11
Distances, in feet, and directions measured at right angles from each of two intersecting Section or Survey lines
(NOT LEASE LINES) _____ feet from _____ line and _____ feet from _____ line.
Distance (in miles) and direction from a nearby town in this County (name the town) 9 miles west of Andrews

THE ABOVE INFORMATION IN THIS BLOCK MUST BE COMPLETE AND CORRECT

API # _____ RRC Lease No. _____ RRC Dist. No. _____
GPS Coord. (long/lat or X-Y state plane) 49.92 56.03 NAD _____

Elevation Variable Total Depth 1600 Geologic Fm. at T.D. _____
Purpose of the Request: New Drill Re-entry Plug & Abandon Other (specify) _____
Is this an amended request? Yes No Previous File No. for this well: SC- _____
 Log included of same or nearby well (The applicable type of well log that shows the aquifers.) Please provide a location map or API# for attached log.

ALWAYS attach the electric log of any well that is to be reentered.

Additional remarks:

To protect usable-quality ground water at this location, the TEXAS COMMISSION ON ENVIRONMENTAL QUALITY recommends:

CO-ANDREWS, SUR-UL, BLK-13, SEC-46, LSE-SECTION 46, #11, 39/275, ZONE, 1200, 1600; SECTION...

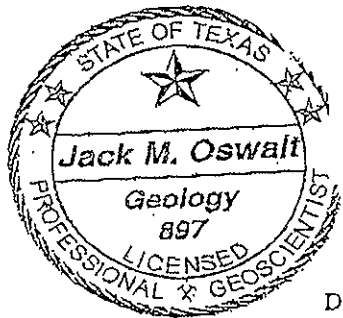
The interval from the land surface to a depth of 275 feet, and the ZONE from 1200 to 1600 feet must be protected.

This recommendation is applicable for all wells drilled in this SECTION 46.

DO NOT WRITE HERE FOR TCEQ USE ONLY

Very truly yours,

Jack M. Oswalt, P.G.



Date November 3, 2006

Geologist, Surface Casing, TCEQ

typed by TCEQ

NOTE: Unless stated otherwise, this recommendation is intended to apply only to the subject well and not for area-wide use. Approval of the well-completion methods for protection of this ground water falls under the jurisdiction of the Railroad Commission of Texas. This recommendation is intended for normal drilling, production, and plugging operations only. It does not apply to saltwater disposal operations into a nonproductive zone (RRC Form W-14).