KANSAS CORPORATION COMMISSION
OIL & GAS CONSERVATION DIVISION
NOTICE OF INTENT TO DRILL

Must be approved by KCC five (5) days prior to commencing well

Expected Spud Date: December 27, 2003

OPERATOR: License# 33168
Name: WOOLSEY OPERATING COMPANY, LLC
Address: 125 N. Market, Suite 1000
City/State/Zip: Wichita, Kansas 67202
Contact Person: Dean Pattisson
Phone: 316-267-4379 ext 107

CONTRACTOR: License# 5929
Name: Duke Drilling Co., Inc.

Well Drilled For: [ ] Oil [ ] Gas [ ] Water [ ] Storage [ ] Pool Ext. [ ] Wildcat [ ] Other
Well Class: [ ] Mud Rotary [ ] Air Rotary [ ] Cable
Type Equipment: [ ] Wildcat

If OWWO: old well information as follows:
Operator:
Well Name:
Original Completion Date: __________ Original Total Depth: ______

Directional, Deviated or Horizontal wellbore? [ ] Yes [ ] No
If Yes, true vertical depth:
Bottom Hole Location:

KCC DKT #:

Spot
30° E of N2 NE SE
Sec.: 32
Town: 31
Range: 17

3210' FSL [ ] East
630' FEL [ ] West

Is SECTION [ ] Regular [ ] Irregular?

(Note: Locate well on the Section Plat on reverse side)

County: Comanche
Lease Name: WILLIAMS A
Well #: 1
Field Name: Arbuttle

Is this a Prorated / Spaced Field? [ ] Yes [ ] No
Target Information(s): Arbuttle

Nearest Lease or unit boundary: 630'
Ground Surface Elevation: 2108' feet MSL
Water well within one-quarter mile: [ ] Yes [ ] No
Public water supply well within one mile: [ ] Yes [ ] No
Public water use: [ ] No
Depth to bottom of fresh water: [ ] Yes [ ] No
Water Source for Drilling Operations:
[ ] Well [ ] Farm Pond [ ] Other

DWR Permit #: [ ] to be hauled

Will Cores be taken? [ ] Yes [ ] No

AFIDAVIT
The undersigned hereby affirms that the drilling, completion and eventual plugging of this well will comply with K.S.A. 55 et. seq.

It is agreed that the following minimum requirements will be met:
1. Notify the appropriate district office prior to spudding of well;
2. A copy of the approved notice of intent to drill shall be posted on each drilling rig;
3. The minimum amount of surface pipe as specified below shall be set by circulating cement to the top; in all cases surface pipe shall be set through all unconsolidated materials plus a minimum of 20 feet into the underlying formation;
4. If the well is dry hole, an agreement between the operator and the district office on plug length and placement is necessary prior to plugging;
5. The appropriate district office will be notified before well is either plugged or production casing is cemented in;
6. If an ALTERNATE II COMPLETION, production pipe shall be cemented from below any usable water to surface within 120 days of spud date.

Or pursuant to Appendix "B" - Eastern Kansas surface casing order #133,891-C, which applies to the KCC District 3 area, alternate II cementing must be completed within 30 days of the spud date or the well shall be plugged. In all cases, NOTIFY district office prior to any cementing.

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

Date: 12/15/03
Signature of Operator or Agent:

For KCC Use ONLY
API # 15-033-21388-00-00
Conductor pipe required [ ] None [ ] Other
Minimum surface pipe required 240 feet per Alt 1
Approved by: 03/12/03
This authorization expires: 06/17/04
(THIS AUTHORIZATION VOID IF DRILLING NOT STARTED WITHIN 6 MONTHS OF EFFECTIVE DATE)

Spud date: __________ Agent:

Mail to: KCC - Conservation Division, 130 S. Market - Room 2076, Wichita, Kansas 67202
IN ALL CASES PLOT THE INTENDED WELL ON THE PLAT BELOW

Plat of acreage attributable to a well in a prorated or spaced field

If the intended well is in a prorated or spaced field, please fully complete this side of the form. If the intended well is in a prorated or spaced field complete the plat below showing that the well will be properly located in relationship to other wells producing from the common source of supply. Please show all the wells and within 1 mile of the boundaries of the proposed acreage attribution unit for gas wells and within 1/2 mile of the boundaries of the proposed acreage attribution unit for oil wells.

API No. 15: ____________________________
Operator: _______________________________
Woolsey Operating Company, LLC
Lease: _________________________________
Williams A
Well Number: 1
Field: _________________________________
Number of Acres attributable to well: _______________________
QTR / QTR / QTR of acreage: __________ - __________ - __________

Location of Well: County: _______________________
______________________
2310' FSL feet from ______ N / ______ S Line of Section
630' FEL feet from ______ E / ______ W Line of Section
Sec. 32 Twp. 31 S. R. 17 ______ East ______ West

Is Section: ______ Regular or ______ Irregular

If Section is Irregular, locate well from nearest corner boundary.
Section corner used: ______ NE ______ NW ______ SE ______ SW

PLAT

(Show location of the well and shade attributable acreage for prorated or spaced wells.)
(Show footage to the nearest lease or unit boundary line.)

NOTE: In all cases locate the spot of the proposed drilling location.

EXAMPLE

SEWARD CO.

In plotting the proposed location of the well, you must show:
1. The manner in which you are using the depicted plat by identifying section lines, i.e. 1 section, 1 section with 8 surrounding sections, 4 sections, etc.
2. The distance of the proposed drilling location from the section's south / north and east / west.
3. The distance to the nearest lease or unit boundary line.
4. If proposed location is located within a prorated or spaced field a certificate of acreage attribution plat must be attached: (CG-7 for oil wells; CG-8 for gas wells).
December 17, 2003

Mr. Dean Pattisson
Woolsey Operating Company, LLC
125 N. Market Ste 1000
Wichita, KS 67202

RE: Drilling Pit Application
  Williams A Lease Well No. 1
  SE/4 Sec. 32-31S-17W
  Comanche County, Kansas

Dear Mr. Pattisson:

District staff has inspected the above referenced location and has determined that the reserve pit shall be constructed without slots, the bottom shall be flat and reasonably level, and the free fluids must be removed. The fluids are to be removed from the reserve pit as soon as the Hutchinson Salt section has been drilled through and displacement of the fluids into the reserve pit has occurred. The fluids should be removed again as soon as practical after drilling operations have ceased. Please keep the pits away from the draw.

If production casing is set all completion fluids shall be removed on a daily basis.

The fluids should be taken to an authorized disposal well. Please call the District Office at (620) 225-8888 when the fluids have been removed. Also please file the enclosed CDP-5 form, Surface Pond Waste Transfer, within 30 days of fluid removal.

A copy of this letter should be posted in the doghouse along with the approved Intent to Drill. If you have any questions or concerns please feel free to contact the undersigned at the above address.

Sincerely,

Kathleen Haynes
Environmental Protection and Remediation Department

cc: S Durrant