For KCC Use:

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: March 15, 2001

OPERATOR: License# 31609
Name: Priority Oil & Gas LLC
Address: 633 17th St., Ste. 1520
City/State/Zip: Denver, CO 80202
Contact Person: Robbie Gries
Phone: (303) 296-3435

CONTRACTOR: License# 32765
Name: Stewart Brothers Drilling Company

Well Drilled For: Oil
Well Class: Enh Rec
Type Equipment: Infield

Spot: APPROX. NE SE NE
Sec. 22, Twp. 3 S, R. 42 W

East
foot from S / N (circle one) Line of Section
1714

West

North
foot from E / W (circle one) Line of Section
561

Is SECTION ______ Regular X Irregular?

County: Cheyenne
Lease Name: Briggs-Vincent
Well #: 1-22
Field Name: Cherry Creek
Target Formation(s): Niobrara

Nearest Lease or unit boundary: 561 ft

Ground Surface Elevation: 3813.8

Water well within one-quarter mile: X
Yes X No

Public water supply well within one mile: X
Yes X No

Depth to bottom of fresh water: 150'

Depth to bottom of usable water: 250'

Surface Pipe by Alternate: X 1 2

Length of Surface Pipe Planned to be set: 300'

Length of Conductor Pipe required: None

Projected Total Depth: 1685'

Formation at Total Depth: Niobrara

Water Source for Drilling Operations:

DWR Permit #:

(Note: Apply or Permit with DWR)

Will Cores be taken?

If Yes, proposed zone:

AFFIDAVIT

The undersigned hereby affirms that the drilling, completion and eventual plugging of this well will comply with K.S.A. 55-70a, et seq.

It is agreed that the following minimum requirements will be met:

1. Notify the appropriate district office prior to spudding 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 drill path length and placement is necessary prior to plugging;
5. The appropriate district office will be notified before well is either plugged or production cased, 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. 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: 3/19/01
Signature of Operator or Agent: [Signature]
Title: [Title]

For KCC Use ONLY

API # 15 - 023 - 2041 2 - 0000

Conductor pipe required: NONE

Minimum surface pipe required: 300 feet per Acre

Approved by: [Signature]

This authorization expires: 9-19-2001

This authorization expires if drilling not started within 9 months of effective date.

Spud date: _____________________________

Agent: ________________________________

Remember to:

- File Drill Pit Application (form CDP-1) with Intent to Drill;
- File Completion Form ACO-1 within 120 days of spud date;
- File acreage attribution plat according to field proration orders;
- Notify appropriate district office 48 hours prior to workover or re-entry;
- Submit plugging report (CP-4) after plugging is completed;
- Obtain written approval before disposing or injecting salt water.

Mail to: KCC - Conservation Division, 130 S. Market - Room 2075, 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: _______________________________
Lease: __________________________________
Well Number: ____________________________
Field: __________________________________

Number of Acres attributable to well: ____________________________
QTR / QTR / QTR of acreage: ____________________________

Location of Well: County: ____________________________
________________________ feet from S / N (circle one) Line of Section
________________________ feet from E / W (circle one) Line of Section
Sec. _______ Twp. _______ S. R. _______ □ 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.

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: (CO-7 for oil wells; CG-8 for gas wells).