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

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

For KCC Use:

Effective Date: 1

District #: 1

SGRT: 2

□ Yes □ No

Expected Spud Date: April 7 2005

OPERATOR: Licensed: 8045
Name: G & B Operating, Inc.
Address: PO Box 65
City/State/Zip: St. John, KS 67576
Contact Person: Carl Dudley
Phone: 520-549-3234

CONTRACTOR: Licensed: 33300
Name: Southwest Drilling, Inc.

Well Drilled For:

Type: Mud Rotary
Oil: Oilfield
Storage: Yes
Supply: Other

tof Holes: Other

If OWWO: old well information as follows:

Operator:
Well Name:
Original Completion Date:
Original Total Depth:

Directional, Deviated or Horizontal well?

If Yes, true vertical depth:

Bottom Hole Location:

NOTES: 150 M IN ALT +

AFFIDAVIT

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 cementing to the toy 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 a 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: 09-30-05
Signature of Operator or Agent:

Form 012
December 2000
Form must be Typed
All blanks must be Filled

Driver #: 130 S. Market - Room 207A, 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 miles of the boundaries of the proposed acreage attribution unit for oil wells.

API No. 15
Operator: C & B Operating, Inc.
Lease: Huntmen 'S'
Well Number: 2-3
Field: Max

Number of Acres attributable to well:
QTR / QTR / QTR of acreage: NE - NW - SE

Location of Well: County: Stafford
2180
Location from: N / S Line of Section
1920
Location from: E / W Line of Section
Sec. 2
Twp. 22
R. 12

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.)

RECEIVED
MAR 31 2005
KCC WICHITA

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 (C0-7 for oil wells, CG-8 for gas wells).
April 4, 2005

Mr. Carl Dudrey
C & B Operating, Inc.
P.O. Box 65
St. John, KS 67576

Re: Drilling Pit Application
Helmers B Lease Well No. 2-5
SE/4 Sec. 02-22S-12W
Stafford County, Kansas

Dear Mr. Dudrey:

District staff has inspected the location and has determined that an unsealed condition will present a pollution threat to water resources.

District staff has instructed that no earthen pits are to be used at the location. Steel pits are to be used. Please inform the Commission in writing as to which disposal well you will utilize to dispose of the contents in the steel pits and the amount of fluid which will be disposed.

Should a haul-off pit be necessary, please complete the enclosed CDP-1. This location will have to be inspected prior to approval of the haul-off pit application.

Sincerely,

Kathy Haynes
Environmental Protection and Remediation Department

Cc: S Durrant