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

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

May 07, 2005

OPERATOR: Licensee: 32912
Name: Carroll Energy, LLC
Address: 2198 Valley High Dr
City/Zip: Independence, KS 67301
Contact Person: Terry Carroll
Phone: (913) 331-7788

CONTRACTOR: Licensee: 33374
Name: L & S Well Service, LLC
Phone: (913) 331-7788

Expected Spud Date: 5-8-05

Well Drilled For:
- Oil
- Gas
- Storage
- GW/or Disposal
- W/O/Other: "Neck" of Hole

Type Equipment:
- Dril, Enc Rec
- Mud Rotary
- Air Rotary
- Air

Seldom: N/A

If Yes, true vertical depth: N/A

Bottom Hole Location: KCC OKT: N/A

Well Name: N/A

Original Completion Date: N/A

Directional, Deviated or horizontal well?: N/A

Well: N/A

Proj. Total Depth: 1350 ft

Length of Conductor Pipe required: N/A

Ground Surface Elevation: 1092

Water well within one-quarter mile: No

Public water supply well within one mile: No

Depth to bottom of fresh water: 1024

Surface Pipe by Alternate: 1

Length of Surface Pipe Planned to be 20 ft.

Water Source for Drilling Operations:
- Well, Farm Pond, Other: N/A

DWR Permit #: N/A

Will Cores be taken?: N/A

If Yes, proposed zone of N/A

RECEIVED
MAY 2, 2005

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 Division 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 mineral owner on location and drainage is necessary prior to plugging;
5. The appropriate district office will be notified well is either plugged or production cementing is completed;
6. If an ALTERATIVE 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 relates 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: 5-30-05
Signature of Operator or Agent: Operating Manager

For KCC Use ONLY
API # 15 - 205-26-071-00-00
Conductor pipe required: NONE feet
Minimum surface pipe required: 60 feet per 100 ft.
Approved by: 11-3-05
This authorization expires 11-3-05
(If drilling is not started within 6 months of effective date)

Spud date: 5-8-05
Agent:

Mail to: KCC - Conservation Division, 130 S. Market - Room 207B, Wichita, Kansas 67202
IN ALL CASES PLOT THE INTENDED WELL ON THE PLAT BELOW
Plat of acreage attributable to a well is 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 this 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: 4455
Location of Well: Wilson
4290 ft. from
Lease: South Speaks, LLC
N Ref. Sec. 29
Well Number: C-1
E 5 ft. from
Field: Fredonia
S E 15

Number of Acres attributable to well: 1
S E
QTR / QTR / QTR / acreage: SE NW NW

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