

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

**FILED**

APPLICANT: NORTHWEST OIL COMPANY )  
 RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION ) MAY - 6 1999  
 AND FURTHER DEVELOPMENT ) COURT CLERK'S OFFICE - OKC  
 PURSUANT TO 52 O.S. §§ 287.1-287.15, CORPORATION COMMISSION  
 BOTH INCLUSIVE ) OF OKLAHOMA )  
 LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN ) CAUSE CD NO.  
 UNCONFORMITY AND BARTLESVILLE )  
 SAND UNIT COVERING THE E/2 SE/4 ) 990 001507  
 OF SECTION 7, SW/4 AND S/2 SE/4 OF )  
 SECTION 8, SW/4 AND W/2 SE/4 AND )  
 SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND )  
 SW/4 SE/4 OF SECTION 10, SW/4 AND )  
 S/2 NW/4 AND NW/4 SE/4 OF SECTION )  
 14, N/2 AND SE/4 AND N/2 SW/4 OF )  
 SECTION 15, N/2 AND N/2 S/2 AND SW/4 )  
 SW/4 OF SECTION 16, N/2 AND SE/4 )  
 AND NE/4 SW/4 OF SECTION 17, AND )  
 NE/4 NE/4 OF SECTION 18, ALL IN )  
 TOWNSHIP 9 NORTH, RANGE 3 WEST, )  
 CLEVELAND COUNTY, OKLAHOMA )

**APPLICATION**

1. Parties: Applicant is Northwest Oil Company, 3232 McKinney Avenue, Suite 770, Dallas, Texas 75204. The attorney for Applicant is Karl F. Hirsch, Musser & Bunch, 100 Park Avenue Building, Suite 400, Oklahoma City, Oklahoma 73102, telephone, (405) 235-1768. Applicant is the owner of the right to drill a well into and production of hydrocarbons from the hereinafter named common source of supply. The name and address of each party being named as a respondent to this Application is shown on Exhibit "A" attached hereto and made a part hereof.

2. Allegations of Facts:

2.1 Applicant proposes the creation of the West Norman Pennsylvanian Unconformity and Bartlesville Sand Unit underlying the captioned property and as outlined on Exhibit "B", attached hereto.

2.2 The location of the wells existing in the unit and offsetting the unit, the operators of those wells and the common sources of supply in which the wells are currently completed is set forth in Exhibit "C", attached hereto.

2.3 The location of the proposed injection wells and producing wells, including abandoned and drilling wells and dryholes within the unit are set forth on Exhibit "D", attached hereto.

2.4 The Pennsylvanian Unconformity and Bartlesville Sands occur at a depth of approximately 8,000 feet to 8,300 feet across the unit area and are aerially limited by the absence of porosity. A log of a representative well completed in this common source of supply is attached hereto as Exhibit "E". Attached hereto as Exhibit "F" is a description of the existing casing program for injection and producing wells. The integrity of the tubing/casing annulus will be tested by applying 1,000 PSI of pressure to the annulus and holding that pressure for 30 minutes. The schematics of the proposed injection wells are attached hereto as Exhibit "G". The injection medium will be salt water from a series Pennsylvanian aged salt water bearing sands found in the interval from approximately 4,300 feet to 6,200 feet. The salt water will be produced from wells located within the unit area with estimated injection rates of approximately 6,000 barrels of water per day.

2.5 Development plans include approximately 18 producing wells, 13 injection wells and three source wells. Exhibit "D", attached hereto shows the plan distribution of producers and injectors.

2.6 The unitized management, operation and further development of the common source of supply described herein is reasonably necessary in order to effectively carry on the secondary recovery operations described herein and in the plan of unitization and the joint effort is calculated to substantially increase the ultimate recovery of oil and gas from the common source of supply.

2.7 The methods of operation described in the plan are feasible, will prevent waste and will with reasonable probability result in the increased recovery of substantially more oil and gas from the common source of supply than would otherwise be recovered.

2.8 The estimated additional cost of conducting such operations will not exceed the value of the additional oil and gas recovered.

2.9 Such unitization and adoption of the methods of operation described in the plan is for the common good and will result in the general advantage of the owners of the oil and gas rights within the common source of supply or portion thereof directly affected.

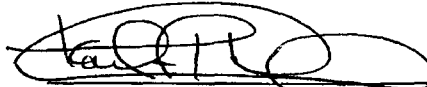
2.10 An order creating the West Norman Pennsylvanian Unconformity and Bartlesville Sand Unit providing for unitization and unitized operation of the common source of supply named herein is fair, reasonably, equitable and necessary or proper to protect, safeguard and adjust the respective rights and obligations of the several persons affected, including royalty owners, owners of overriding royalties, oil and gas payments, carried interests, mortgages, lien claimants, and others, as well as lessees. A copy of the recommended plan of unitization is attached hereto as Exhibit "H".

3. Legal Authority: Title 52, Sections 287.1 through 287.15.

4. Relief Sought: Applicant requests the Corporation Commission issue an order creating the West Norman Pennsylvanian Unconformity and Bartlesville Sand Unit providing for the unitization and unitized operation of the common source of supply named herein, possibly providing the order be made effective on a date prior to the signing thereof, that any spacing pertaining to this common source of supply within the unit area be suspended by the unitization order, that Northwest Oil Company be approved as unit operator, and for such other and further relief as the Commission deems fair and reasonable.

DATED THIS 6th DAY OF MAY, 1999.

NORTHWEST OIL COMPANY



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Eloise Boeskin, Personal Rep.  
2236 Rogers  
Norman, OK 73071

Barbara Jean Fry  
4290 Mulford  
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Barbara J. Lea Living Trust  
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Barbara J. Lea, Trustees  
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Barbara W. Walker, Trustee  
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1990 Revocable Living Trust  
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Beatrice Soetaert  
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Raymore, MO 64083

Ben T. Benedum  
200 City National Bank &  
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Norman, OK 73069

Benton Gifford and/or  
Wanda Jo Gifford  
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Noble, OK 73068

Bernita J. Coffey, Trustee of the  
Bernita J. Coffey Living Trust  
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Beverly B. Disney, Trustee of the  
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Beverly R. Reeve and Liberty  
National Bank & Trust of OKC,  
Successor Co-Trustees of the  
Leonard B. Reeve Living Trust  
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APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990 \_\_\_\_\_  
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Bobby L. Mason 1514 Elk Circle Norman, OK 73071	Charlene Janeway, Successor Trustee of the Aline May Buxton Janeway Revocable Trust dated 7/21/88 75 Canongate Lane Highland Ranch, CO 80126	Clayton Oliver Rt. 4, Box 414 McAlester, OK 74501
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Alamo National Bank of San  
Antonio, Trustees, U/W/O  
Thomas J. Goad, deceased  
c/o Chase Bank of Texas  
Attention: John Flannery  
PO Box 47531  
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John A. Stevens, Trustee of the  
John A. Stevens Trust Agreement  
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Oklahoma City, OK 73112

J. V. Tully Estate  
Ira France Tully  
c/o Ann Remply  
4427 Wildwood Circle  
Granbury, TX 76049

Kaiser-Francis Oil Company  
PO Box 21468  
Tulsa, OK 74121-1468

Katherine T. Hartman  
318 South 8th Street  
Broken Arrow, OK 74012

Kathy Bailey  
1805 West Hot Springs  
Broken Arrow, OK 74011

Kenneth Charles Calvert  
38922 200th Avenue SE  
Auburn, WA 98002

KOG, Inc.  
PO Box 1195  
Garden City, KS 67846

Larry E. Heister  
2016 Sunflower Street  
Norman, OK 73072

Larry L. Taylor  
PO Box 780115  
Oklahoma City, OK 73178

Laura Doussett  
PO Box 1396  
Noble, OK 73068

Laura Meyer Holman  
809 Woods Avenue  
Norman, OK 73070

Laurie B. Werner  
PO Box 11739  
Fort Worth, TX 76110

APPLICANT: NORTHWEST OIL COMPANY

CAUSE CD NO.: 990 \_\_\_\_\_

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Lavea Brachman Trust  
Merom Brachman, Trustee  
311 North Drexel Ave.  
Columbus, OH 43209

LaVerne Dewees  
Route 2, Box 30  
Tecumseh, OK 74873

Lavern A. Yarbrough  
3906 Briarcrest Drive  
Norman, OK 73072

LaVona B. Price a/k/a  
LaVona Price Rushton a/k/a  
LaVona Bernice Rushton a/k/a  
LaVona Bernice Price Rushton  
a/k/a LaVona B. Rushton  
2900 Cherokee Road  
Birmingham, AL 35223

Leah Ruth Ginsburg, Trustee of  
the Residuary Trust U/L/W/T of  
Nathan Ginsburg, deceased,  
dated 5/5/95  
333 Throckmorton, Suite #907  
Forth Worth, TX 76102

LeAnn Guglielmino  
7160 North Woodland  
Kansas City, MO 64118

Leo Calvert  
3926 48th Avenue, NW  
Norman, OK 73072

Leon H. Brachman  
2108 West Freeway  
Ft. Worth, TX 76102

Leroy Bell  
123 Tucker  
Watsonville, CA 95076

Leroy J. Tullius  
Route 3, Box 990  
Norman, OK 73071

Leslie Ann Gerolde  
2707 Greer Road  
Palo Alto, CA 94303

Leslie Berry McLeod  
2920 Redmont Park Circle, #101E  
Birmingham, AL 35205

Lester Brassfield  
701 North Sunland  
Ridgecrest, CA 93555

Linda Kay Murnan and  
Eldon G. Murnan  
1020 72nd Avenue, SE  
Noble, OK 73068

Linda Stacy  
27305 E. Rupert Road  
Benton City, WA 99320

Lisa Brachman  
3232 McKinney Avenue,  
Suite 770  
Dallas, TX 75204

Llano Production Co.  
Jim Dawson  
PO Box 403  
Midland, TX 79702

L. O. Ward  
PO Box 1187  
Enid, OK 73702

The L. O. Ward Revocable Trust  
L. O. Ward, Trustee  
PO Box 1187  
Enid, OK 73702

Loren L. Barton  
469 Camellia Way  
Vacaville, CA 95688

Lori Stephens  
2115 134th Avenue, S.E.  
Norman, OK 73072

Lorraine Taylor  
6981 Gertrude Avenue  
Winton, CA 95388

Lottie Lina Davis and  
Wanda Lee Mattocks  
130 Kelly Drive  
Moore, OK 73160

Lou Kathryn Freeman, Mary  
Allene Reinauer and Johanna  
George Chamberlin, Co-Trustees  
of the John G. Reinauer Trust  
3110 Rockridge Place  
Oklahoma City, OK 73120

Louis Belinsky, Anita Nordan  
Lindsay and Leroy G. Denman,  
Jr., Trustees of the Nordan Trust,  
established by Agreement  
dated 12/16/86  
112 East Pecan Street, Suite 500  
San Antonio, TX 78205

Lucille E. Shefler  
101 East Hines  
Norman, OK 73069

Lydia Webb, Life Estate  
4100 48th Avenue, NW  
Norman, OK 73072

Lydia Webb  
4100 48th Avenue, NW  
Norman, OK 73072

Lynn Berry Bunn  
18708 Capella Lane  
Gaithersburg, MD 20877

Lynn B. Gryll  
1914 North Dayton  
Chicago, IL 60614

Madlyn Barnett  
PO Box 11739  
Fort Worth, TX 76110

Madlyn B. Barnett, Individually  
and as Trustee of the Madlyn B.  
Living Trust created by  
T/A dated 5/4/93  
PO Box 11739  
Ft. Worth, TX 76110

Malcolm K. Brachman, Jr.  
3232 McKinney Avenue,  
Suite 770  
Dallas, TX 75204

Malcolm K. Brachman, Trustee of  
the Brachman Revocable Trust  
3232 McKinney Avenue,  
Suite 770  
Dallas, TX 75204

Manna Oil Company  
Drawer K  
Madill, OK 73446

Marcee Henos  
1603 East 19<sup>th</sup> Street, #101  
Edmond, OK 73013

Marcus Ginsburg  
777 Main Street, Suite 1300  
Ft. Worth, TX 76102

Marcus Ginsburg Estate  
Mr. Robert L. Ginsburg,  
Independent Executor  
1300 Continental Plaza  
777 Main Street  
Fort Worth, TX 76102

Margaret Kocher, Trustee  
5430 Dry Creek Road  
Sacramento, CA 95838

Margaret Kocher  
5430 Dry Creek Road  
Sacramento, CA 95838

Margaret G. Tarbet  
8717 Ray Nash Court, NW  
Gig Harbor, WA 98335

Marian Nordan Harwell  
112 East Pecan Street, Suite 500  
San Antonio, TX 78205

Marie Louise Summers  
1710 Elmhurst  
Nichols Hills, OK 73120

Marion Kent Ricks  
12121 Maryland Place  
Sherwood, AR 72120

Marilyn B. Hoffman  
200 Main Street  
Fort Worth, TX 76102

Marilyn B. Hoffman and Malcolm  
K. Brachman, Co-Trustees of  
Marilyn B. Hoffman  
Children's Trust  
200 Main Street  
Fort Worth, TX 76102

Marilyn H. Hunt  
42 Tecumseh Street  
Dayton, OH 45402

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PO Box 1187  
Enid, OK 73702

Mark T. and Jeanette M. Koss  
10401 Ski Drive  
Oklahoma City, OK 73162

Marsha LaRain Calloway  
1135 McKelvy  
Clovis, CA 93611

Marshall A. Brachman  
2108 West Freeway  
Fort Worth, TX 76110

Marshall Gary Calvert  
42909 228<sup>th</sup> Avenue, SE  
Auburn, WA 98022

Mary Bernice Meyer and  
Gerald Meyer  
312 Barbour Avenue  
Norman, OK 73069

Mary Catherine Shead, Life Estate  
2158 Savoy Street  
Corpus Christi, TX 78414-2728

Mary Love Stromberg, Trustee of  
the Mary Love Stromberg Trust  
PO Box 1412  
Ardmore, OK 73402

Matlin Petroleum Corporation  
5120 Ambergate Lane  
Dallas, TX 75287

Mattie Lou Vaught  
4515 36th Avenue, NE  
Norman, OK 73071

McClymond Brothers, Inc.  
PO Box 548  
Breckenridge, TX 76024

The Melaina Rene Rapp  
Living Trust  
Melaina Rene Swink, Trustee  
11321 Eagle Lane  
Oklahoma City, OK 73162

Melinda Rae Pritchard  
3040 Finchley Lane  
Oklahoma City, OK 73120-4360

Melvin Boswell  
Box 213  
Maysville, OK 73057

Merom Brachman  
311 North Drexel Avenue  
Columbus, OH 43209

Meyer Operating Company  
Clarabelle W. Meyer,  
Managing Partner  
19851 Moffatt Road  
Lexington, OK 73051

Michael C. Coffey and  
Susan K. Coffey  
1410 Country Lane  
Allen, TX 75002

Michael T. Holland  
17 Longlea Drive  
Little Rock, AR 72212

Michael Todd Holland, Trustee of  
the Harry C. Holland Revocable  
Trust dated 10/18/73  
PO Box 891631  
Oklahoma City, OK 73189

Michelle Rincon  
10158 Longmont Drive  
Houston, TX 77042

Mildred Meyer  
677 North Bivins  
Amarillo, TX 79107

Mildred A. Mitchell  
410 North 2<sup>nd</sup> Street  
Marshall, IL 62441

Mildred Marie Wilson  
PO Box 144  
Woodenville, WA 98072

M. J. Ledbetter  
c/o Patricia Ledbetter  
6325 Harold Way  
Norman, OK 73026

Modelle T. Tarter and First  
National Bank of Lubbock,  
Trustees  
PO Box 1241  
Lubbock, TX 79408

Myra B. Ward  
PO Box 1187  
Enid, OK 73702

Nancy Helen McKittrick Murray  
1744 Dahlia Street  
Baton Rouge, LA 70808

APPLICANT: NORTHWEST OIL COMPANY

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PAGE 9

Nancy S. Landis-Saylors  
6307 West Rock Creek Road  
Norman, OK 73072

Nancy Lee Northcutt  
200 Virginia, #4  
El Segundo, CA 90245

Nathan Ginsburg Estate  
Leah Ruth Ginsburg,  
Independent Executor  
333 Throckmorton  
Fort Worth, TX 76102

Nelson Berry, Successor Trustee  
of the Charles N. Berry, Jr.  
Trust U/W/O Charles N. Berry,  
deceased  
PO Box 60950  
Oklahoma City, OK 73146

Nicholas L. Gill  
7714 Veteran Way  
Micanopy, FL 32667

Noble C. Hood, Trustee of the  
Noble C. Hood Trust U/T/A dated  
April 30, 1979  
5079 East Calle Brillante  
Tucson, AZ 85718

Nona J. Sipes Boswell  
417 Eel River, Lot #5  
Purcell, OK 73080

Norden And Company  
Anita Norden Lindsay, Partner  
112 East Pecan, Suite 500  
San Antonio, TX 78205

Norman Mark Garrison  
10321 Ski Drive  
Oklahoma City, OK 73162

Northwest Oil Company  
One McKinney Plaza  
3232 McKinney Avenue,  
Suite 770  
Dallas, TX 75204

Norville Oil Company, Inc.  
101 Park Avenue, Suite 600  
Oklahoma City, OK 73102

The Oklahoma Division of the  
American Cancer Society  
4323 NW 63rd  
Oklahoma City, OK 73116

Ollie Marie Garnett  
PO Box 111  
Buena Vista, CO 81211

Olon B. Gaddis and  
Lucinda B. Gaddis  
PO Box 194  
Jet, OK 73749

Oscar Calvert  
13635 Oliver Street  
Moreno Valley, CA 92555

O. T. McCall and Kenneth  
McCall, Trustees  
(Oscar McCall Trust)  
301 West Main  
Norman, OK 73069

Otylie A. Griffin  
1905 Texas  
Norman, OK 73071

Parks & Parks  
James L. Parks  
1603 East 19th Street, Suite 101  
Edmond, OK 73013-6625

Patricia Lynn Fuller Gregg  
29401 Taylor Avenue  
Hayward, CA 94544

Patricia A. Gustafson  
9936 Rio Cosumnes Circle  
Elk Grove, CA 95624

Patricia Vaught  
5126 South Greenbriar  
Springfield, MO 65804

Pattie Ann Filbert  
c/o Margaret G. Tarbet  
8717 Ray Nash Court, NW  
Gig Harbor, WA 98335

Patti Myers  
3001 South Aspen Court  
Broken Arrow, OK 74012

Paul G. Griffin and  
Calvin C. Griffin  
c/o Otylie A. Griffin  
1905 Texas  
Norman, OK 73071

Paul Eugene Vaught and  
Marjorie O. Vaught  
605 North Stewart  
Norman, OK 73071

Pauline Buxton Walker  
PO Box 721508  
Norman, OK 73070

Peter L. Wilson  
PO Box 2353  
Norman, OK 73070

Phil Boeskin  
3300 Classen Blvd.  
Norman, OK 73071

Phillip C. Kidd, Jr., Trustee of the  
Phillip C. Kidd, Jr. Revocable  
Intervivos Trust of Phillip C.  
Kidd, Jr. dated 10/7/94  
PO Box 2180  
Noble, OK 73068

Phyllis Murray, Sole Trustee of  
the Phyllis Holmes Murray 1992  
Revocable Trust  
801 College  
Norman, OK 73069

PRJ Trust #1  
PO Box 94033  
Oklahoma City, OK 73143

Quest Properties, Inc.  
1215 Crossroads Blvd.  
Norman, OK 73072

Quitman Winter  
1101 East 11<sup>th</sup> Street  
Edmond, OK 73034

Ralph J. Lofquist Estate  
c/o Dale R. Lofquist  
3501 W. 97<sup>th</sup> Street  
Evergreen Park, IL 60642

Ramla, LLC  
PO Box 10102  
Enid, OK 73706

Ramona R. Neundorf  
3106 Redbird Lane  
Enid, OK 73703

Ramona W. Vogt  
Route 1, Box 1640  
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APPLICANT: NORTHWEST OIL COMPANY  
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PAGE 10

Ran Ricks Production L.L.C.  
3000 Oklahoma Tower  
210 Park Avenue  
Oklahoma City, OK 73102

Raymond Boswell  
908 South Park, Space #10  
Broken Bow, OK 74728

Reinauer Royalty Corporation  
Route 1, Box 65  
Elk City, OK 73120

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Fort Worth, TX 76110

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Noble, OK 73068

Richard Berry Hamm  
16434 FM 344 West, Suite 2  
Bullard, TX 75757

Richard Hartman  
7010 Tree Top  
Corpus Christi, OK 78413

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625 North Berry Road  
Norman, OK 73069

Richard J. Porter and  
Elizabeth A. Porter  
2400 Tee Circle  
Norman, OK 73069

Richard D. Tarbet  
c/o Margaret G. Tarbet  
8717 Ray Nash Court, NW  
Gig Harbor, WA 98335

Richmond Oil Co.  
PO Box 22439  
Houston, TX 77227

Ricks Drilling Program 79  
3000 Oklahoma Tower  
210 Park Avenue  
Oklahoma City, OK 73102

Ricks Drilling Program 80  
3000 Oklahoma Tower  
210 Park Avenue  
Oklahoma City, OK 73102

Ricks Exploration Corporation  
3000 Oklahoma Tower  
210 Park Avenue  
Oklahoma City, OK 73102

Ricks Fund Employees Trust  
3000 Oklahoma Tower  
210 Park Avenue  
Oklahoma City, OK 73102

Rilla G. Griffin, Trustee of the  
Rilla G. Griffin Living Trust dated  
8/27/92  
15 Bogey Lane  
Coto De Caza, CA 92679

Robert W. Berry  
Copper Oaks Office Park  
7060 South Yale, Suite 900  
Tulsa, OK 74136

Robert A. and Karla K. Campbell  
1215 Crossroads Blvd, Suite 220  
Norman, OK 73072

Robert L. Conrad  
c/o Patti Myers  
3001 S. Aspen Court  
Broken Bow, OK 74102

Robert Funk  
c/o Kenneth L. Spears  
PO Box 687  
Oklahoma City, OK 73101-0687

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Tulsa, OK 74133

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777 Main Street  
Fort Worth, TX 76102

Robert R. Hale  
1105 Coffey Circle  
Edmond, OK 73013

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PO Box 66  
LaRussell, MO 64848

Robert Reinauer  
1500 Spinks Road  
Flower Mound, TX 75028

Robert L. Waller  
PO Box 13237  
Oklahoma City, OK 73113-1237

Rosa Meyer Lewis  
3622 Classen Blvd.  
Norman, OK 73071

Rowena Kimmell Estate  
Lee Kimmell, Independent  
Executor  
30 Picketts Ridge Road  
West Redding, CT 06896

Roya June Reid  
36008 Hardesty Road  
Shawnee, OK 74801

Roy Boswell  
PO Box 528  
Elgin, OK 73538

Ruth Elaine Andrews, Trustee  
for the benefit of  
Carolyn Ann Andrews Doyle  
400 NW North Street  
DeKalb, TX 75559

Ruth Elanie Andrews  
400 NW North Street  
DeKalb, TX 75559

Ruth Elanie Andrews and  
Interfirst Bank of Mt. Pleasant,  
Texas, Trustees for the benefit of  
Carolyn Ann Andrews Doyle  
400 NW North Street  
DeKalb, TX 75559

Ruth Ann Sheppard  
20 Lamplighter Street  
Lumberton, TX 77657-6938

R. W. Dozier, III  
308 Crown Colony Road  
Edmond, OK 73034-6618

R. W. Ylitalo  
PO Box 10102  
Enid, OK 73702



APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990 \_\_\_\_\_  
PAGE 11

Saint James Ltd.  
c/o Jenex Petroleum Corp.  
1675 Broadway, Suite 1030  
Denver, CO 80202

Sam R. Hoisington  
7217 Marianne Drive  
Choctaw, OK 73020

Samuel P. Andrews  
Route 1, Box 570  
Bagwell, TX 75412

Sandra K. Hoisington  
7730 North Harrah Road  
Harrah, OK 73045

Sarai Brachman Trust  
Merom Brachman, Trustee  
311 North Drexel Ave.  
Columbus, OH 43209

Scott A. Disney, Trustee of the  
Virginia A. Disney Trust Under  
Indenture dated the 17<sup>th</sup> day of  
October, 1989  
22711 Brier Road  
Brier, WA 98036

Screaming Mimi Oil  
Company, Inc.  
PO Box 447  
Lawton, OK 73502

The Security National Bank &  
Trust Company of Norman,  
Oklahoma  
200 East Main  
Norman, OK 73069

Shael Brachman Trust  
Merom Brachman, Trustee  
311 North Drexel Ave.  
Columbus, OH 43209

Sharon Calvert Brassard  
350 Michael Ave.  
Enumclaw, WA 98022

Sherman L. Calvert  
6401 Split Mountain Rd.  
Borrego Springs, CA 92004-6024

Sheryl Kay McDaniel, Trustee of  
the Sheryl Kay McDaniel Trust  
dated 5/28/97  
6800 South Country Club Drive  
Oklahoma City, OK 73159

Shirley Malone  
2601 Chateau  
Norman, OK 73069

Shirley Ann Meyer  
18851 SH 39  
Lexington, OK 73051

Shri S. and Sharon L. Sarwalekar  
1221 Monison Trail  
Edmond, OK 73003

Sidney Calvert  
3930 48th Avenue, NW  
Norman, OK 73072

Southok Development Co., L.C.  
c/o Mack Oil Company  
PO Box 400  
Duncan, OK 73534

Southwestern Energy  
Production Co.  
5151 San Felipe  
Houston, TX 77056

Spindletop Exploration, Inc.  
Joseph V. Hughes, Jr., President  
PO Box 50787  
Midland, TX 79710

St. Mary's Episcopal Church of  
Edmond  
Leroy G. Coffman, Sr. Warden  
325 East 1st Street  
Edmond, OK 73034

State of Oklahoma  
c/o Commissioners of the  
Land Office  
5801 North Broadway, Suite 200  
Oklahoma City, OK 73118

Steve Boswell  
PO Box 456  
Minco, OK 73090

Steven D. Ellingson  
20111 O'Toole Road, SE  
Yelm, WA 98597

Steven and Sue Lillian Gerolde  
Rev. Trust  
2707 Greer Road  
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Steven W. Gray  
Box 301  
Trenton, MO 64683

Steven Elliott Weiss  
886 Maryhurst Drive  
Claremont, CA 91711

Susan Hadden Estate  
William James Hadden, Jr.,  
Independent Executor  
2400 Westover Road  
Austin, TX 78703

Swede Investments  
PO Box 1108  
Enid, OK 73702

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1266 East 24<sup>th</sup> Street  
Brooklyn, NY 11210

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13001 Stillforest  
Austin, TX 78729

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Oklahoma City, OK 73102-5401

Tom Mahaffey  
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Duncan, OK 73533

Twila Jean Rogers, Custodian for  
Cassandra Lynn Hickok, a minor  
800 75th Avenue, SE  
Norman, OK 73071

APPLICANT: NORTHWEST OIL COMPANY

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PAGE 12

Union Bank & Trust Co.  
A/C Craig Funk  
P.O. Box 12669  
Oklahoma City, OK 73157-2669

Universal Resources Corporation  
2601 NW Expressway  
Oklahoma City, OK 73112

University of Oklahoma  
Foundation, Inc.  
100 West Timberdell Road  
Norman, OK 73019

Ursula Farley  
4603 Grove Avenue  
Atwater, CA 95301

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6717 Jameson Road  
Amarillo, TX 79106

Vicky Evelyn Bell  
6405 Mignonette Street  
Bakersfield, CA 93308

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Virginia R. Jacobs  
1414 North Sherry Lane  
Shawnee, OK 74801

Virginia Berry Johnson  
PO Box 32365  
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Hawana L. Baker  
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Norman, OK 73069

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Birmingham, AL 35209

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Purcell, OK 73080

Waneatta Wilcox  
PO Box 46  
Seymour, TX 76380

Ward Petroleum Corp.  
PO Box 1187  
Enid, OK 73702

Wayne Allison Fuller  
304 Duarte Court  
Milpitas, CA 95035

W. B. Raybourn Trust  
dated 4-30-97  
W. B. Raybourn, Trustee  
PO Box 1371  
Shawnee, OK 74802

W. D. Harrison  
PO Box 327  
Logan, KS 67074

Wells Resources, Inc.  
Stephen A. Wells, President  
PO Box 549  
Little River, TX 76554

Weiss Family Trust  
Marcus J. Weiss, Trustee  
941 St. Ann Drive  
Paso Robles, CA 93446

Wendy Susan Brachman  
2108 West Freeway  
Fort Worth, TX 76113

W. G. Bennett  
2233 Hiwan Circle  
Evergreen, CO 80439

W. H. McPherson  
5400 North Grand Blvd., #320  
Oklahoma City, OK 73112

Whitestone Petroleum  
100 West Main Street  
Oklahoma City, OK 73102

William E. Buxton  
21609 Marjorie  
Torance, CA 90503

William T. Nailon, Jr. and Bonnie  
Cliett Nailon, Trustees, or their  
successors in trust, under the  
Nailon Living Trust dated  
March 16, 1995  
1214 Chippewa Drive  
Richardson, TX 75080

The William Trey Rapp  
Living Trust  
William Trey Rapp, Trustee  
4301 NW 63<sup>rd</sup> Street, Suite 103  
Oklahoma City, OK 73116-1504

William H. Stromberg, Trustee of  
the William H. Stromberg Trust  
PO Box 1412  
Ardmore, OK 73402

William S. Tanner  
313 South Santa Fe  
Purcell, OK 73080

William Edward Tarbet  
22930 75th Avenue, West  
Edmonds, WA 98026

Wilma Jacobs Hickman  
1414 East MacArthur  
Shawnee, OK 74801

Wilson Consulting Corp.  
2412 South Buttercup  
Mesa, OK 85208

Windfall Oil Investment, Inc.  
6421 North Sterling Drive  
Oklahoma City, OK 73132

Winford Hoisington  
1623 Wind Hill Road  
Norman, OK 73071

Wm. W. Hood, Jr.  
1914 South Boston  
Tulsa, OK 74119

W. T. Rapp, Jr.  
1985 Revocable Trust  
c/o W. T. Rapp, Jr.  
PO Box 37  
Shawnee, OK 74802-0037

Z. G. Exploration, Inc.  
c/o Twister Gas Services, L.L.C.  
5600 N. May, Suite 190  
Oklahoma City, OK 73112

ADDRESS UNKNOWN:

Jessie Boswell Moody  
Address Unknown

Prince Valve, Inc.  
Address Unknown

And if any of the above are  
deceased or no longer in business,  
their unknown heirs, devisees,  
executors, administrators, trustees,  
successors and assigns, immediate  
and remote

WEST NORMAN ENHANCED RECOVERY UNIT  
CLEVELAND COUNTY, OKLAHOMA  
DESCRIPTION OF THE EXISTING  
CASING PROGRAM

WELL NAME	LEGAL DESCRIPTION	OPERATORS	SURFACE CASING	PRODUCTION CASING
ANDREWS (P&A)	C E/2 SE SE SECTION 7-9N-3W	MACK ENERGY	8 5/8" @ 1002'	4 1/2" @ 9254'
BERRY #1	SW SW SW SECTION 9-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1008'	4 1/2" @ 8316'
BERRY #2	NE NW SW SECTION 9-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1007'	4 1/2" @ 8432'
BERRY A1 (P&A)	NE NE SW SECTION 9-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1001'	N/A
BERRY A2 (P&A)	SW SE SW SECTION 9-9N-3W	BUFFALO EXPLORATION	8 5/8" @ 1010'	4 1/2" @ 8311'
BLACK#1	SW SE NE SECTION 14-9N-3W	WARD PETROLEUM	8 5/8" @ 1210'	4 1/2" @ 8470'
BOESE (P&A)	C SE NE SECTION 17-9N-3W	MALKA	N/A	4 1/2" @ 9399'
BOSWELL #1	SE SE SW SECTION 8-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1005'	4 1/2" @ 8250'
BOSWELL #3	SE SW SW SECTION 8-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1000'	4 1/2" @ 8350'
BRAND 1 (P&A)	SW SW SE SECTION 10-9N-3W	NATIONAL OIL COMPANY	8 5/8" @ 1250'	4 1/2" @ 9019'
BROCE #2	NW NW SW SECTION 14-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1282'	5 1/2" @ 8440'
CALVERT 2	NW SE SE SECTION 9-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1003'	4 1/2" @ 8200'
DILLARD #1	NE SW SECTION 17-9N-3W	NORTHWEST OIL COMPANY	10 3/4" @ 821'	5 1/2" @ 10125'
DILLARD #2	NE NE SW SECTION 17-9N-3W	NORTHWEST OIL COMPANY	10 3/4" @ 989'	5 1/2" @ 9050'
GILL #1	C SW SE SECTION 9-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1220'	5 1/2" @ 8930'
HAM 15-B (P&A)	NW NE SW SECTION 15-9N-3W	RICKS EXPLORATION	8 5/8" @ 1203'	4 1/2" @ 8398'
HAMM 15-C	C NW NW SW SECTION 15-9N-3W	RICKS EXPLORATION	8 5/8" @ 1215'	4 1/2" @ 8260'
HANSMEYER 15-A	NW SE NE SECTION 15-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1225'	4 1/2" @ 8571'
HARLOW ROY 1	SE NW NW SECTION 15-9N-3W	WARD PETROLEUM	8 5/8" @ 970'	4 1/2" @ 9578'
HARLOW ROY 2	S/2 NE NW SECTION 15-9N-3W	WARD PETROLEUM	8 5/8" @ 1249'	4 1/2" @ 9478'
IND PARK #1	SW NE SW SECTION 14-9N-3W	WARD PETROLEUM	8 5/8" @ 1046'	4 1/2" @ 8454'
NAILON 1 (P&A)	NE SE SE SECTION 15-9N-3W	NATIONAL OIL COMPANY	10 3/4" @ 1204'	5 1/2" @ 8553'
NAILON 2 (P&A)	NW SE SECTION 15-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1230'	5 1/2" @ 8550'
OK B 16 1	C NW SW SECTION 16-9N-3W	WARD PETROLEUM	8 5/8" @ 946'	4 1/2" @ 9580'
OK B 16 2	NE NE SE SECTION 16-9N-3W	WARD PETROLEUM	8 5/8" @ 945'	4 1/2" @ 9617'
OK C 16 1	C SW SW NE SECTION 16-9N-3W	WARD PETROLEUM	8 5/8" @ 920'	4 1/2" @ 9553'
OK C 16 2	C NE NE SECTION 16-9N-3W	WARD PETROLEUM	8 5/8" @ 920'	4 1/2" @ 9402'
OK C 16 3	W/2 NW NE SECTION 16-9N-3W	WARD PETROLEUM	8 5/8" @ 1270'	4 1/2" @ 8380'
OKC 16 4	C SE NE SECTION 16-9N-3W	WARD PETROLEUM	8 5/8" @ 1006'	4 1/2" @ 8383'
PREBLE #2 (P&A)	SW SW SE SECTION 8-9N-3W	MACK ENERGY	8 5/8" @ 962'	4 1/2" @ 8460'
PREBLE #3	SE SE SE SECTION 8-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 996'	4 1/2" @ 8450'
PRICE #1	C NE SE SECTION 17-9N-3W	NORTHWEST OIL COMPANY	9 5/8" @ 2963'	7" @ 9475'

Applicant: Northwest Oil Company  
Cause CD No.: 990

Exhibit "F"

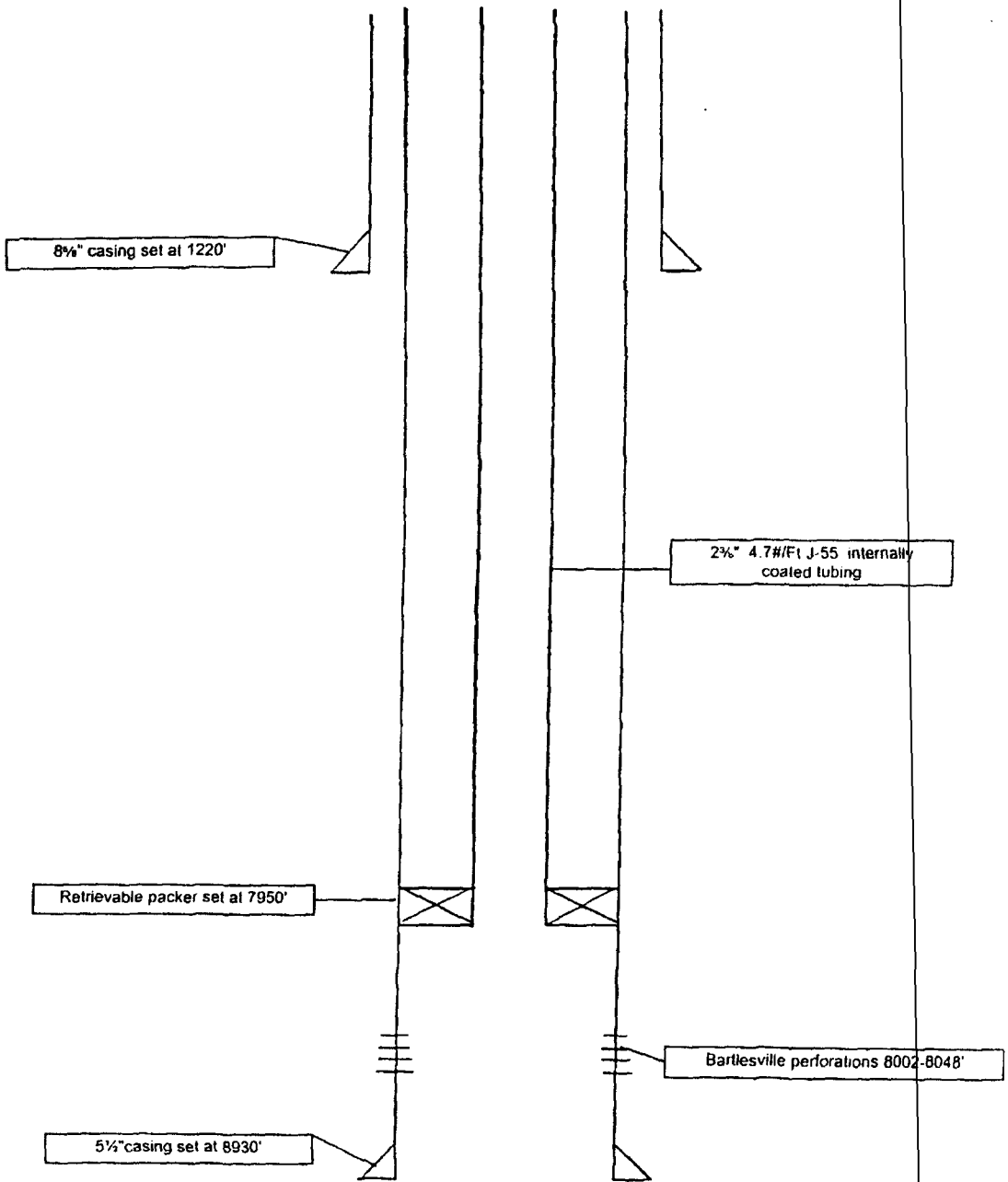
F-1

Applicant: Northwest Oil Company  
Cause CD No.: 990

WELL NAME	LEGAL DESCRIPTION	OPERATORS	SURFACE CASING	PRODUCTION CASING
PRICE #2	C SW NE SECTION 17-9N-3W	NORTHWEST OIL COMPANY	10 3/4" @ 916'	5 1/2" @ 10123'
PRICE #3	C NE SE SECTION 17-9N-3W	NORTHWEST OIL COMPANY	10 3/4" @ 897'	5 1/2" @ 10111'
PRICE #4	SW NE NE SECTION 17-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 961'	4 1/2" @ 8390'
PRICE #5	C NE NE SECTION 17-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1015'	4 1/2" @ 8373'
PRICE 7-17 (P&A)	C SE NE SECTION 17-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1027'	5 1/2" @ 10248'
REINAUER PRICE #1 (P&A)	SE NW SECTION 17-9N-3W	BRITISH AMERICAN	10 3/4" @ 1035'	N/A
REINAUER #1 (P&A)	50'E S/2 NE NW SECTION 17-9N-3W	NATIONAL OIL COMPANY	8 5/8" @ 1025'	4 1/2" @ 8649'
REINAUER 1A (P&A)	C NE NW NW SECTION 17-9N-3W	NATIONAL OIL COMPANY	8 5/8" @ 1000'	4 1/2" @ 8373'
REINAUER 2 (P&A)	NW SE NW SECTION 17-9N-3W	NATIONAL OIL COMPANY	8 5/8" @ 1029'	4 1/2" @ 8649'
SOONER 1	SE SW NW SECTION 14-9N-3W	RAMSEY PROPERTY MANAGEMEN	8 5/8" @ 1040'	5 1/2" @ 8345'
STATE A #1	C NW SW SECTION 16-9N-3W	NORTHWEST OIL COMPANY	10 3/4" @ 900'	7" @ 9912'
STATE B #1	C NE SW SECTION 16-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1003'	5 1/2" @ 9500'
STATE D #1	C SW SW NW SECTION 16-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 967'	4 1/2" @ 9450'
STATE D #2	C NW NW SECTION 16-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1012'	4 1/2" @ 8444'
STATE D #3	C SW NW SECTION 16-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1034'	4 1/2" @ 8363'
STATE D #4	C NE NW SECTION 16-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 966'	4 1/2" @ 8372'
STEELY 15-A	C S/2 SW NW SECTION 15-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1235'	4 1/2" @ 8343'
TULLIUS 15-A (P&A)	C SW NE SECTION 15-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1000'	4 1/2" @ 8370'
TULLIUS 15- B	SE SE NE SECTION 15-9N-3W	RICKS EXPLORATION	8 5/8" @ 1210'	4 1/2" @ 8488'
TULLIUS 15- C (P&A)	SW NW NE SECTION 15-9N-3W	RICKS EXPLORATION	8 5/8" @ 1212'	4 1/2" @ 8568'
TULLY A1	C SE SE SECTION 17-9N-3W	NORTHWEST OIL COMPANY	10 3/4" @ 1042'	5 1/2" @ 8945'
YARBROUGH (P&A)	C SW SW SECTION 14-9N-3W	NCRA	9 5/8" @ 1100'	N/A

Applicant: Northwest Oil Company  
Cause CD No.: 990

PROPOSED SINGLE INJECTOR  
GILL #1  
W/2 SE SECTION 9-9N-3W  
CLEVELAND COUNTY, OKLAHOMA

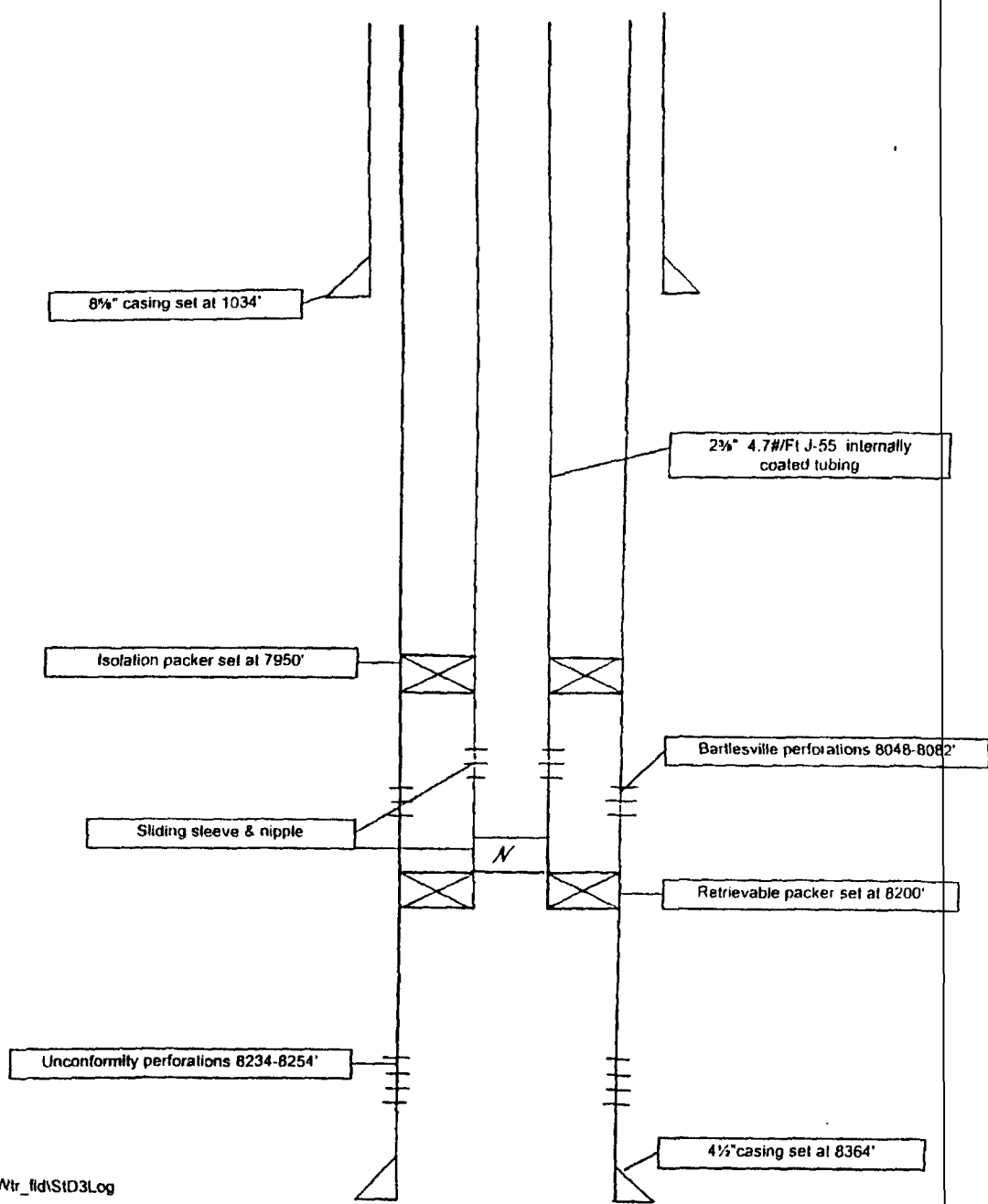


Wtr\_fld\Gill-Log

Exhibit "C"

Applicant: Northwest Oil Company  
Cause CD No.: 990\_\_\_\_\_

PROPOSED DUAL INJECTOR  
STATE D #3  
SW NW SECTION 16-9N-3W  
CLEVELAND COUNTY, OKLAHOMA



Wtr\_fid\S103Log

BEFORE THE CORPORATION COMMISSION  
OF THE STATE OF OKLAHOMA

APPLICANT:	NORTHWEST OIL COMPANY	)	
		)	
RELIEF SOUGHT:	UNITIZED MANAGEMENT, OPERATION	)	
	AND FURTHER DEVELOPMENT	)	
	PURSUANT TO 52 O.S. §§ 287.1-287.15,	)	
	BOTH INCLUSIVE	)	
		)	
LEGAL DESCRIPTION:	WEST NORMAN PENNSYLVANIAN	)	CAUSE CD NO.
	UNCONFORMITY AND BARTLESVILLE	)	
	SAND UNIT COVERING THE E/2 SE/4	)	990001507
	OF SECTION 7, SW/4 AND S/2 SE/4 OF	)	
	SECTION 8, SW/4 AND W/2 SE/4 AND	)	
	SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND	)	
	SW/4 SE/4 OF SECTION 10, SW/4 AND	)	
	S/2 NW/4 AND NW/4 SE/4 OF SECTION	)	
	14, N/2 AND SE/4 AND N/2 SW/4 OF	)	
	SECTION 15, N/2 AND N/2 S/2 AND SW/4	)	
	SW/4 OF SECTION 16, N/2 AND SE/4	)	
	AND NE/4 SW/4 OF SECTION 17, AND	)	ORDER NO.
	NE/4 NE/4 OF SECTION 18, ALL IN	)	
	TOWNSHIP 9 NORTH, RANGE 3 WEST,	)	<u>436520</u>
	CLEVELAND COUNTY, OKLAHOMA	)	

**ORDER OF THE COMMISSION**

This cause came on for hearing before an Administrative Law Judge for the Corporation Commission of Oklahoma on the 19th day of October, 1999, in the Commission Courtroom, Jim Thorpe Building, Oklahoma City, Oklahoma, pursuant to notice given as required by law and the Rules of the Commission for the purpose of hearing, taking testimony and reporting the findings and recommendations to the Commission.

Karl F. Hirsch, attorney, appeared for the Applicant, Northwest Oil Company; Michael J. Blaschke, attorney, appeared for Dow Hamm, Jr.; Tim W. Green, attorney, appeared for Guard Exploration, L.L.C., Ward Petroleum Corporation, L. O. Ward, Myra B. Ward, and L. O. Ward and Myra B. Ward as Trustees; Tom Mahaffey, appeared pro seq.; and Michael Decker, Deputy General Counsel for the Conservation filed his notice of appearance on behalf of the Corporation Commission.

The Administrative Law Judge heard the cause and filed a report with the Commission, which report has been considered, and the Commission, therefore, finds as follows:

**FINDINGS**

1. This is the Application of Northwest Oil Company requesting an Order creating the West Norman Pennsylvanian Unconformity and Bartlesville Sand Unit and providing for the unitization and unitized operation of the common sources of supply underlying the E/2 SE/4 of Section 7, SW/4 and S/2 SE/4 of Section 8, SW/4 and W/2 SE/4 and SE/4 SE/4 of Section 9, S/2 SW/4 and SW/4 SE/4 of Section 10, SW/4 and S/2 NW/4 and NW/4 SE/4 of Section 14, N/2 and SE/4 and N/2 SW/4 of Section 15, N/2 and N/2 S/2 and SW/4 SW/4 of Section 16, N/2 and SE/4 and NE/4 SW/4 of Section 17, and NE/4 NE/4 of Section 18, all in Township 9 North, Range 3 West, Cleveland County, Oklahoma.

2. Notice has been given as required and the Commission has jurisdiction of the subject and the persons. The Commission conducted an adjudicative inquiry into the sufficiency of the search to ascertain the whereabouts of the parties entitled to notice and upon the adjudicative inquiry into the factual issue of due diligence, the Commission finds that a meaningful search of all reasonably

APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990001507  
PAGE 2

available sources at hand was conducted. Furthermore, after examining the record herein, including the notice by publication, affidavits of publication and affidavits of mailing, the Commission finds the process to be proper and that notice has been given in all respects as required by law and the Rules of the Commission.

3. Applicant is the owner of the right to drill wells on the aforementioned property to develop and produce the common sources of supply named herein and is found to be a proper party to bring this Application.

4. The Bartlesville Sand and Pennsylvanian Unconformity Sand formations are defined in the Plan of Unitization as encountered in the interval lying between the depths of 8,024 feet and 8,298 feet below the surface as found on the electric log for the L. O. Ward Oklahoma C-16-1 Well located in the SW/4 SW/4 NE/4 of Section 16-9N-3W, Cleveland County, Oklahoma. A type log was presented for the Northwest Oil Company State No. D-4 Well located in the NE/4 NW/4 of Section 16-9N-3W, Cleveland County, Oklahoma, showing the top of the Bartlesville Sand in that well as appearing at approximately 8,030 feet and the top of the Middle Unconformity Sand, the portion of the Pennsylvanian Unconformity found to be productive in that well, at approximately 8,228 feet. The Bartlesville Sand and Pennsylvanian Unconformity Sand formations underlie all or substantially all of the unit area. These formations have been completed and produced together throughout the area and the development of these formations through secondary recovery operations is a feasible and reasonable method of producing additional oil that will not be produced through primary production methods.

5. As presently contemplated, development plans include approximately eighteen producing wells, thirteen injection wells and three source wells. The injection medium will be salt water from a series of Pennsylvanian aged salt water bearing sands found in the interval from approximately 4,300 feet to 6,200 feet. The salt water will be produced from wells located within the unit area with estimated injection rates of approximately 6,000 barrels of water per day. Development plans include both single injector wells and dual injector wells and the integrity of the tubing/casing annulus will be tested and approved according to the rules of the Commission prior to the injection of any water or other substance into the wells as a part of the unit operation.

6. The unitized management of the common sources of supply include both a Phase 1 and a Phase 2. Phase 1 is the production of the calculated remaining primary reserves and a Phase 1 formula has been created and allocated by tract giving a tract participation factor to each of the tracts for Phase 1. Similarly, a Phase 2 formula has been created for the determination of a participation factor for each tract in the secondary recovery phase of the Plan of Unitization. The Phase 1 and Phase 2 formulas, the method of calculation and the tract participation factor for each tract and for each phase is more fully described and attached to the Plan of Unitization as approved.

7. The methods of operation described in the plan are feasible, will prevent waste and will with reasonable probability result in an increased recovery of substantially more oil and gas from the common sources of supply than would otherwise be recovered. It is estimated that approximately 1.7 million barrels of oil will be recovered during the secondary phase from the Bartlesville Sand and approximately .56 million barrels will be recovered during the secondary phase from the Pennsylvanian Unconformity Sand.

8. The estimated additional cost of conducting such operations will not exceed the value of the additional oil recovered. It is estimated the total expenditure associated with the establishment of this unit is approximately \$4,485,000.00 and the estimated gross operating costs are approximately \$75,000.00 per month. The net present value of this project is approximately \$6,480,000.00.

9. The Plan of Unitization has been approved and ratified by greater than 63% of the lessees of record of the unit area affected by the unitization and by greater than 63% of the owners of record (exclusive of royalty interests owned by lessees or by subsidiaries of lessees) of the normal



APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990001507  
PAGE 3

1/8 royalty interest in and to the unit area.

10. Northwest Oil Company, 3232 McKinney Avenue, Suite 770, Dallas, Texas 75204, is designated as unit operator under the Plan of Unitization. The plan provides for the method of selecting the unit and a successor operator when and if the circumstances requiring same arise.

11. The operating committee created under the Plan of Unitization shall have general overall management and control of the unit and the conduct of its business and affairs. The Plan of Unitization provides the effective date of the unit shall be when the unit takes over and commences unit operations. The operating committee shall determine and give lessees reasonable notice of the time when the unit shall take over and commence unit operations. That effective date shall be within six months of the date of this Order approving the Plan of Unitization and the unit operator shall file a certificate of effectiveness with the County Clerk of Cleveland County and the Secretary of the Commission. The Plan of Unitization provides for the time when and conditions under which and the method by which the unit shall or may be dissolved or its affairs wound up.

12. The Plan of Unitization provides for the development of the West Norman Pennsylvanian Unconformity and Bartlesville Sand Unit as a waterflood unit and the Plan of Unitization and joint effort is calculated to substantially increase the ultimate recovery of oil and gas from the common sources of supply. The Plan of Unitization provides for the creation of the unit, the allocation of unitized substances pursuant to the tract participation formula set forth therein, the creation and powers of an operating committee, the allocation of investments and expenses and the overall management and operation of the unit.

13. The procedure and basis upon which wells, equipment and other properties of the several lessees within the unit area are to be taken over and used for unit operations, including the method of arriving at the compensation therefore, or of otherwise proportionately equalizing or adjusting the investments of the several lessees in the project as of the effective date is fair and equitable as provided in the Plan of Unitization.

14. The unitization and adoption of the methods described in the plan is for the common good and will result in the general advantage of the owners of the oil and gas rights within the common sources of supply affected thereby.

15. An Order creating the West Norman Pennsylvanian Unconformity and Bartlesville Sand Unit providing for unitization and unitized operation of the common sources of supply named herein should issue as a fair, reasonable, equitable and necessary or proper to protect, safeguard and adjust the respective rights and obligations of the several persons affected, including royalty owners, owners of overriding royalties, oil and gas payments, carried interests, mortgages, lien claimants and others, as well as lessees.

#### **ORDER**

IT IS THEREFORE ORDERED by the Corporation Commission of Oklahoma as follows:

1. The West Norman Pennsylvanian Unconformity and Bartlesville Sand Unit underlying the E/2 SE/4 of Section 7, SW/4 and S/2 SE/4 of Section 8, SW/4 and W/2 SE/4 and SE/4 SE/4 of Section 9, S/2 SW/4 and SW/4 SE/4 of Section 10, SW/4 and S/2 NW/4 and NW/4 SE/4 of Section 14, N/2 and SE/4 and N/2 SW/4 of Section 15, N/2 and N/2 S/2 and SW/4 SW/4 of Section 16, N/2 and SE/4 and NE/4 SW/4 of Section 17, and NE/4 NE/4 of Section 18, all in Township 9 North, Range 3 West, Cleveland County, Oklahoma, is hereby created providing for the unitization and unitized operation of the Pennsylvanian Unconformity Sand and Bartlesville Sand common sources of supply.

2. The Plan of Unitization attached to the Application is fair, reasonable, equitable and necessary or proper to protect, safeguard and adjust the respective rights and obligations of the several persons effected, including royalty owners, owners of overriding royalties, oil and gas payments, carried interests, mortgages, lien claimants and others, as well as the lessees.

3. The apportionment and allocation of unit production among and to the several separately owned tracts within the unit area shall be as provided in the Plan of Unitization and will reasonably permit persons otherwise entitled to share in or benefit by the production from such separately owned tracts to produce or receive, in lieu thereof, their fair, equitable and reasonable share of the unit production or other benefits thereof.

4. Property rights, leases, contracts and all of the rights and obligations shall be regarded as amended and modified to the extent necessary to conform to the provisions and requirements of the Plan of Unitization and this Order of the Commission, but otherwise will remain in full force and effect.

5. Operations carried on under and in accordance with the Plan of Unitization shall be regarded and considered as a fulfillment of and compliance with all of the provisions, covenants, and conditions, express or implied, of the several oil and gas mining leases upon lands included within the unit area, or other contracts pertaining to the development thereof, insofar as said leases or other contracts may relate to the common sources of supply or portions thereof included in the unit area.

6. The findings of the Administrative Law Judge as fully set forth herein and the findings of this Commission are hereby adopted and approved.

7. The relief requested is necessary to prevent or to assist in preventing the various types of waste of oil or gas prohibited by statute, or any of said wastes, or to protect or to assist in protecting the correlative rights of interested parties.

CORPORATION COMMISSION OF OKLAHOMA

\_\_\_\_\_  
BOB ANTHONY, CHAIRMAN

*Denise A. Rode*  
\_\_\_\_\_  
DENISE A. RODE, VICE CHAIRMAN

*Ed Apple*  
\_\_\_\_\_  
ED APPLE, COMMISSIONER

DONE AND PERFORMED THIS 8 DAY OF NOVEMBER, 1999.

BY ORDER OF THE COMMISSION

*Charlotte W. Flanagan*  
\_\_\_\_\_  
Charlotte W. Flanagan, Secretary

APPROVED:

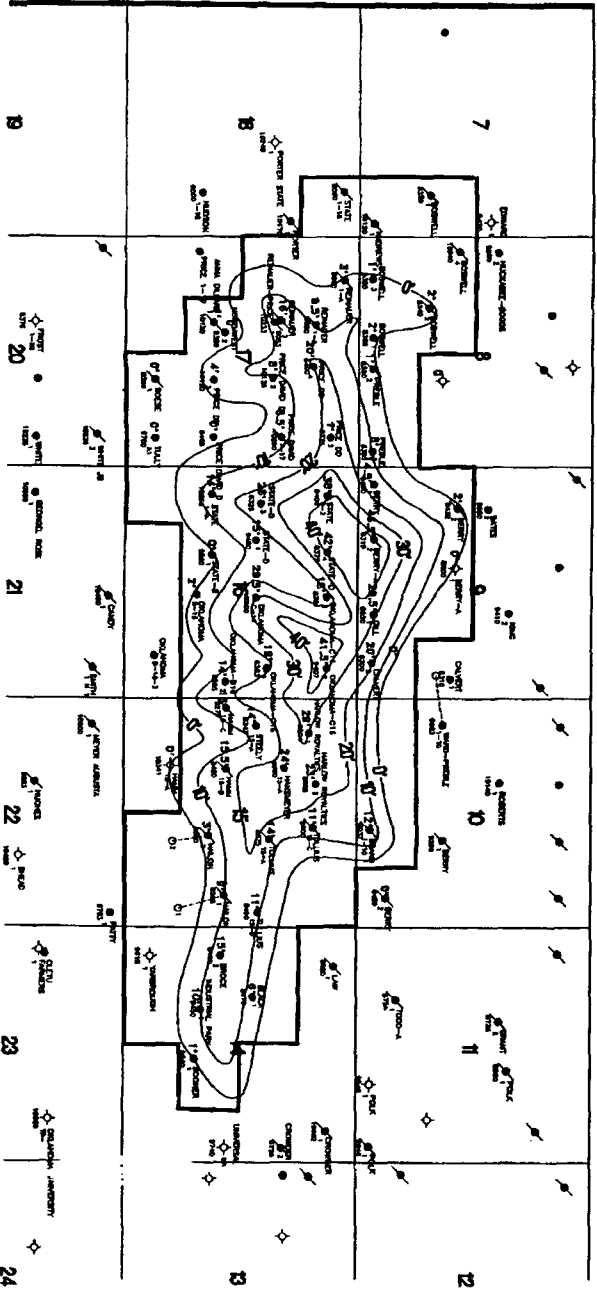
*Dana G. Murphy*  
\_\_\_\_\_  
Dana Murphy, Administrative Law Judge

11-5-99  
Date

*[Signature]*  
\_\_\_\_\_  
Reviewer

11-4-99  
Date

R3W



- LEGEND**
- OIL WELL
  - ⊗ GAS WELL
  - ⊖ DRY & ABANDONED
  - LOCATION
  - ⊗ P&A GAS WELL

CD 990001507

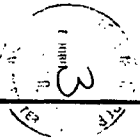
**NORTHWEST OIL COMPANY**

**WEST NORMAN**  
**ENHANCED RECOVERY UNIT**  
 Cleveland County, Oklahoma

ISOPACH NET BARTLESVILLE SD  
 SAND  $\rho_p \geq 10\%$   
 $\sigma_p$  - NET POROSITY

UPDATE 4/99 SCALE 2"-1 MILE

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TYPE LOG

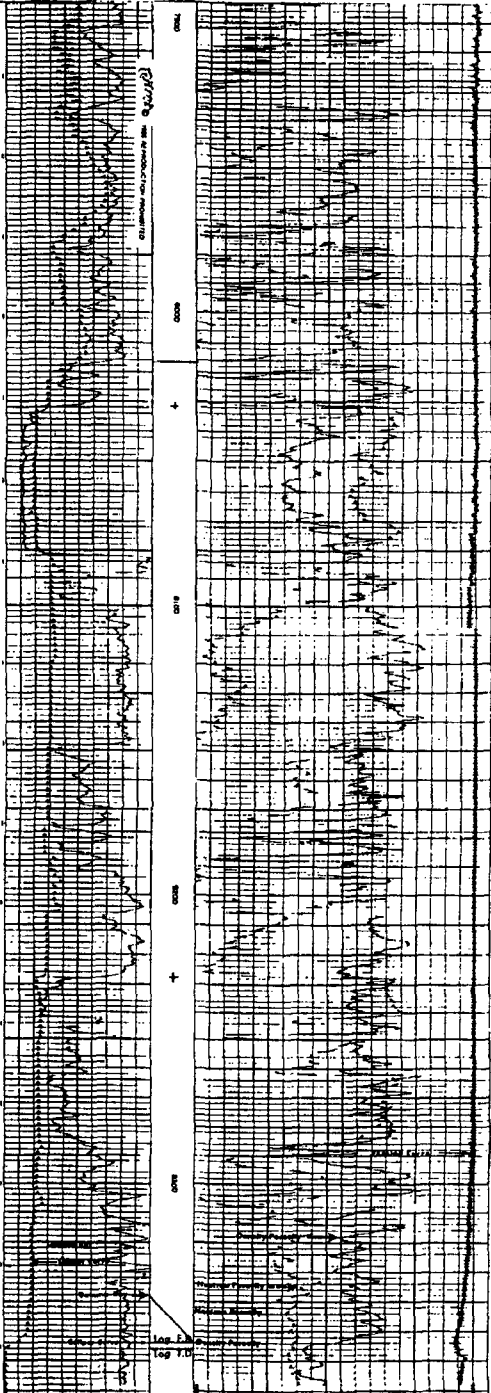
**Densilog<sup>®</sup> Neutron Gamma Ray**

COMPANY NORTHWEST OIL COMPANY  
 WELL STATE NO. D-1  
 FIELD W. NORMAN  
 COUNTY CLEVELAND STATE OKLAHOMA  
 LOCATION C NE NW Other Services DPL-46

SEC. 1E TWP. 9N RGE. 1E

Log No. 990001507  
 Log Date 11-22-51  
 Log Measurements for 11-22-51  
 Logging Interval for 11-22-51

Surf. 64-10-51  
 Depth 4477  
 Depth 3170  
 Depth 3154  
 Log Length 100  
 Logging Speed 1.570 ft/hr  
 Logging Time 1:04  
 Log Date 11-22-51  
 Log Time 1:04  
 Log Location 11-22-51  
 Log Operator WAJESZKA  
 Log Checker COOK



CD #990001507

Bartlesville Sand

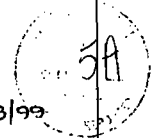
Middle Unconformity Sand

MOLE SALS  
 GAMMA RAY  
 GAMA RAY CALIPER

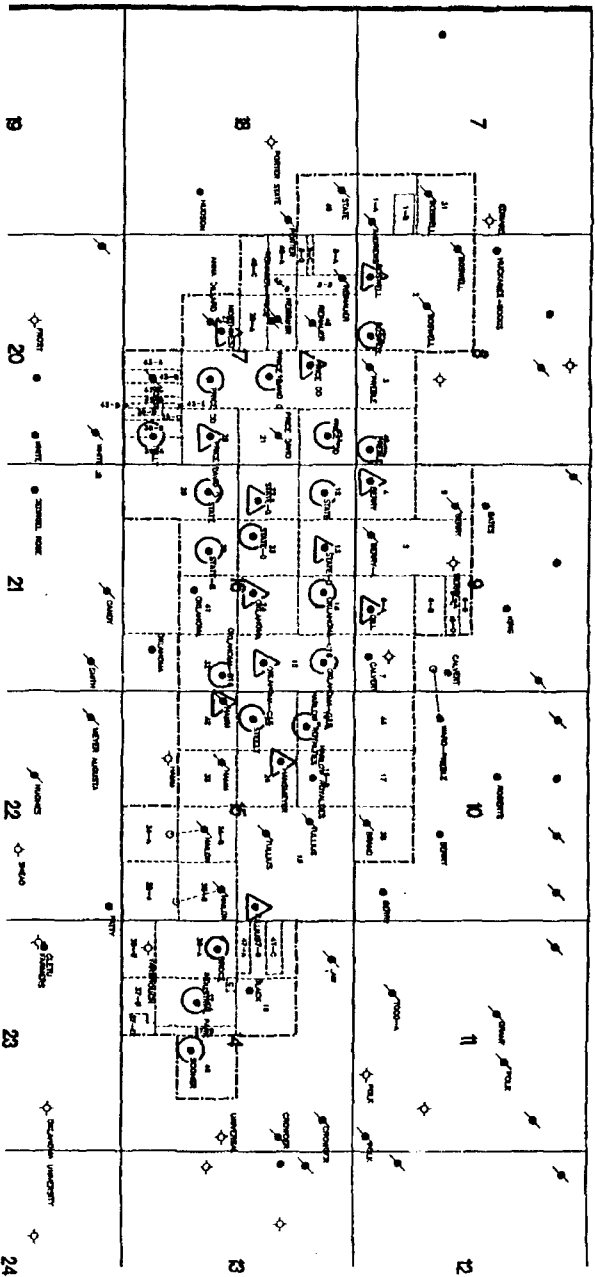
NEUTRON POROSITY  
 DENSITY POROSITY

GAMA RAY CALIPER DEPTH COMPENSATED DENSILOG<sup>®</sup> COMPENSATED NEUTRON

Northwest Oil Company  
 CD 990001507



R3W



T 9 N

LEGEND

- ▲ INJECTOR
- OIL WELL
- PRODUCER
- ☆ GAS WELL
- DRY & ABANDONED
- LOCATION
- ☆ P&A GAS WELL
- UNIT BOUNDARY

CD 990001507

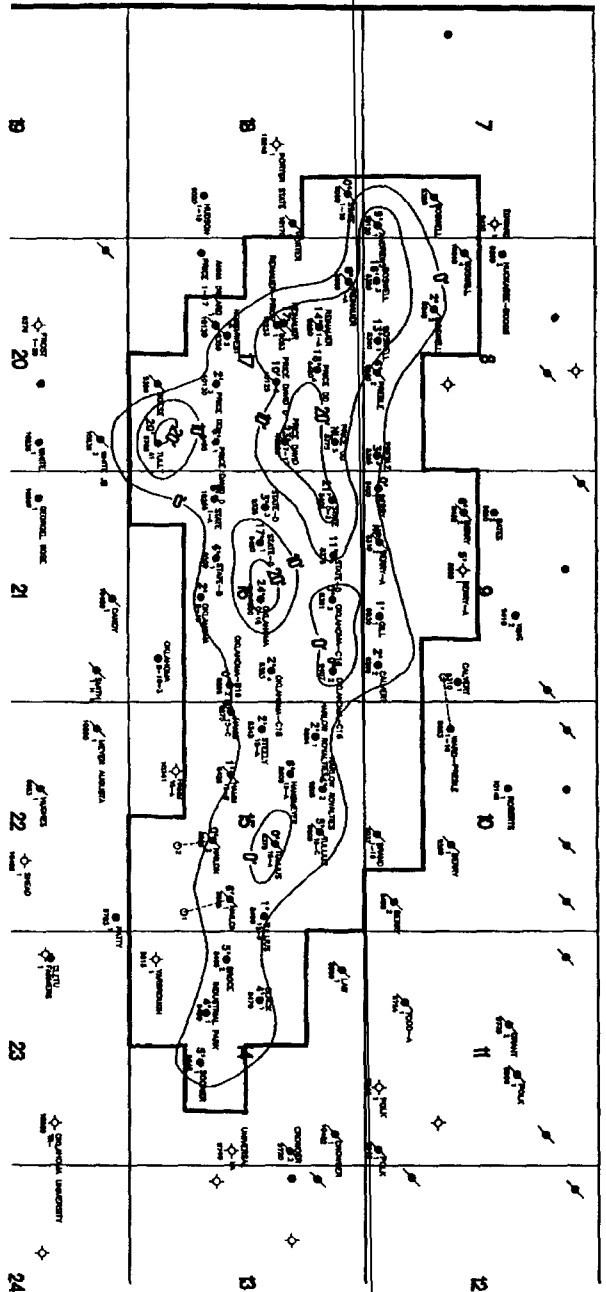
**N** NORTHWEST OIL COMPANY

**WEST NORMAN**  
**ENHANCED RECOVERY UNIT**  
 Cleveland County, Oklahoma  
 UNIT BOUNDARY  
 and TRACTS

UPDATE V99

SCALE 2"=1 MILE

10



T 9 N

CD 99000/507

**N** NORTHWEST OIL COMPANY

WEST NORMAN  
ENHANCED RECOVERY UNIT  
Cleveland County, Oklahoma

ISOPACH NET MIDDLE UNCONFORMITY SD  
SAND  $\rho_p \geq 6\%$   
6 = NET POROSITY

UPDATE: 4/99

SCALE: 2"=1 MILE

LEGEND

- OIL WELL
- ★ GAS WELL
- ◇ DRY & ABANDONED
- LOCATIONS
- ✱ PMA GAS WELL

Northwest Oil Co  
CB 990001507

EXPENDITURES ASSOCIATED WITH  
WEST NORMAN ERU  
WATERFLOOD PROJECT  
CLEVELAND COUNTY, OK

Road Crossings	\$65,000
Unitization Expense	\$100,000
Right of Ways	\$170,000
Tank Batteries, Gathering & Injection Systems	1,100,000
Drill 2 Vertical Producers \$500,000/Well	1,000,000
Re-enter 3 Water Supply Wells \$200,000/Well	600,000
Drill 1 Horizontal Producer	700,000
Well Work to Convert 13 Injection Wells \$50,000/Well	650,000
Rework 5 producers \$20,000/Well	<u>100,000</u>
Total	<u>\$4,485,000</u>

Estimated Gross Operating Costs \$75,000/Month

\\nwoc\norman\wn\_Flood\NormanFloodExp.doc

TABLE 2

WATER FLOOD CALCULATIONS  
WEST NORMAN UNCONFORMITY SAND UNIT  
Township 9N-Range 3W, Cleveland County, Oklahoma

Basic Parameters

Permeability		md
Porosity	12.00	%
Connate Water	20.00	%
FVF	Original 1.30	Current 1.07
Viscosity		cp

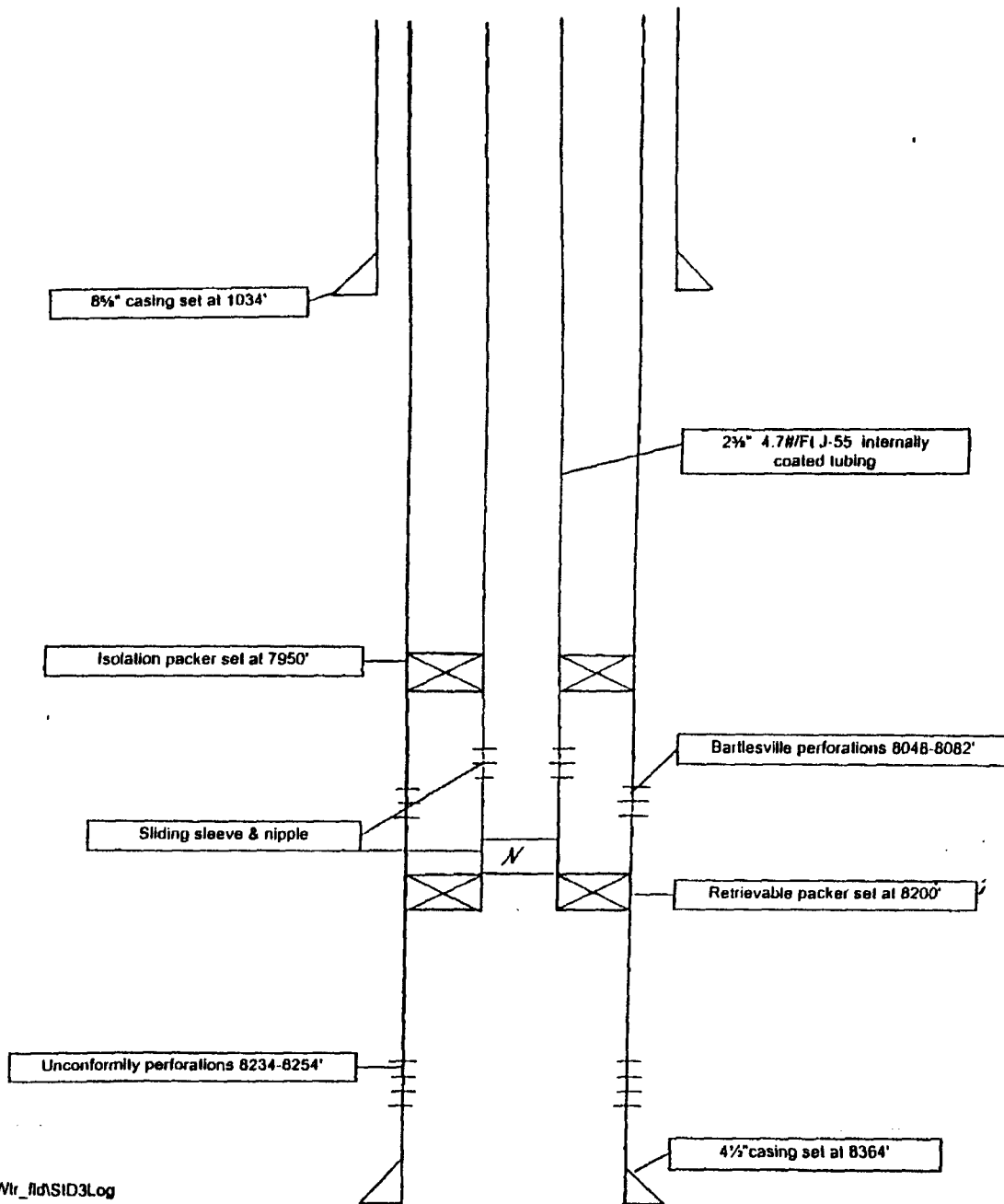
	% of Pore Volume	BPAF
(1) Pore volume	100.00	930.96
(2) Connate water	20.00	186.19
(3) Oil orig. in place- Reservoir Bbls.	80.00	744.77
(4) Oil orig. in place- S.T. Bbls.		572.90
(5) Acc. Oil prod. at flood start- S.T. Bbls.		138.90
(6) Oil in place at flood start (So)	49.88	464.37
(7) Irreducible oil saturation	30.00	279.29
(8) Flood oil at 100% efficiency S.T. Bbls.	19.88	172.98
(9) Flood oil at 49% efficiency S.T. Bbls.	9.74	84.76
*(Pattern Eff .70%; Stratification Eff. 70%)		0.49
(10) Bbls. Acc. primary Prod. from total reservoir	1,670,742	138.90
(11) Bbls. Est. ultimate primary Prod. From total reservoir	1,684,704	140.07
(12) Bbls. Remaining primary Prod. (11) - (10)	13,962	1.16
(13) Acre-feet in total reservoir	12,028	
(14) Acres in total reservoir	1,480	
(15) Acre-feet in flood pattern	6,600	
(16) Acres in flood pattern	580	
(17) Bbls. Oil recovery during flood program (9) x (15)	559,408	84.76
(18) Bbls. Oil recovery due to flood program (17) - (12)	545,446	82.64
(19) % Secondary recovery of Ult. Primary (18) + (11)	0.32	
(20) Void space in flood pattern Bbls, ((3) - (6)) x (15)	1,850,603	
(21) Months until first response	14.84	
(22) Years in flood life for 1.5 P.V. injection	12.32	
(23) Injection rate - BPDPF of sand for 82Ft. (25 BPDPFt.)		
*So = (1-NP/NT) (Bo/Boi) (1-Sw) = (1-139/573)(1.05/1.3)(1-.2)		
	=	0.50
**NPWF = $\frac{7758(\phi) (So - Sor) (Eff.)}{Bo}$ = 84.76		
1) Ultimate Injection Volume (Bbls.) = ((7758)(6600)(.12)(1.5))		Bbls
	= 9,216,504.00	
2) Time to first response (days) = ((7758)(6600)(.12)(1-.2-.4895)(.5))/2050		Days
	= 451.37	
3) Flood Life (Years) = 9216504/2050*365 =	12.32	Years

12



Applicant: Northwest Oil Company  
Cause CD No.: 990 001507

PROPOSED DUAL INJECTOR  
STATE D #3  
SW NW SECTION 16-9N-3W  
CLEVELAND COUNTY, OKLAHOMA



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8

**WEST NORMAN ERU INITIAL MONTHLY OPERATING COST**

Administrative overhead: 33 wells @ 550/well	18,000.00
Electricity-Producers: 16@ 350/well	5,500.00
Insurance 250/well	6,000.00
Pumpers & supervision	7,500.00
Chemicals	3,000.00
Environmental expenses & monitoring	1,500.00
Well repair	6,000.00
Contract labor	6,000.00
Electricity - injectors	14,000.00
Repairs & miscellaneous	7,500.00
	<u><u>\$75,000.00</u></u>

RESERVES AND ECONOMICS

AS OF SEPTEMBER 1, 1999

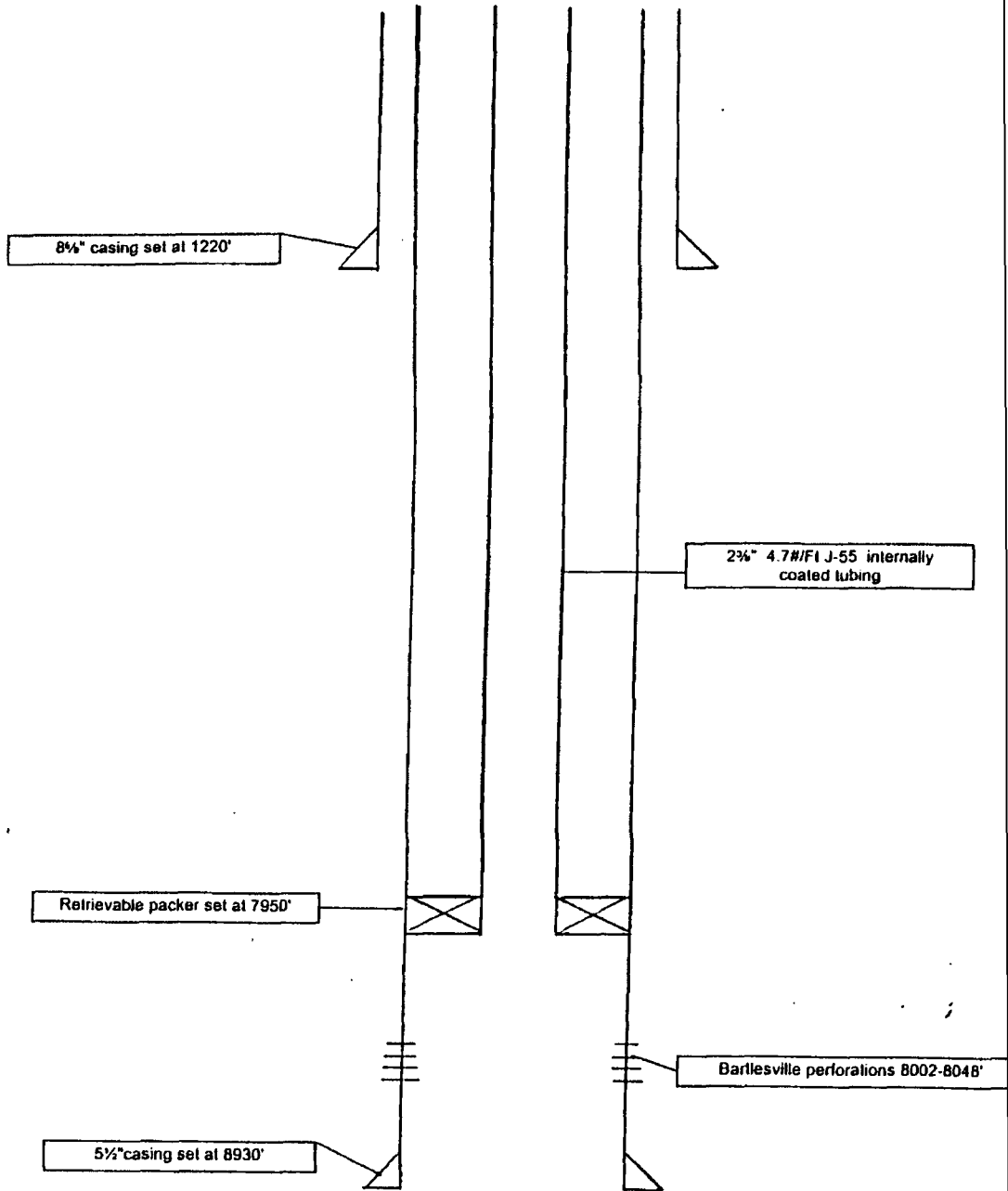
Northwest Oil Co  
 CD 990001507

-END- MO-YR	---GROSS PRODUCTION---			---NET PRODUCTION---			---PRICES---		-----OPERATIONS, M\$-----			10.00 PCT		
	OIL, MMBL	GAS, MMCF	MMCF	OIL, MMBL	GAS, MMCF	MMCF	OIL \$/B	GAS \$/M	NET OPER REVENUES	SEV+ADV TAXES	NET OPER EXPENSES	CAPITAL COSTS, M\$	CASH FLOW BTAX, M\$	CUM. DISC BTAX, M\$
12-99	17.440	10.464		13.952	8.371	16.50	2.00	246.950	17.780	150.000	.000	79.170	77.922	
12- 0	26.018	15.611		20.814	12.489	16.50	2.00	368.409	26.525	900.000	2145.000	-2703.116	-2391.984	
12- 1	19.690	1.969		15.752	1.575	16.50	2.00	263.058	18.940	900.000	2250.000	-2905.882	-4924.206	
12- 2	141.815	.000		113.452	.000	16.50	2.00	1871.958	134.781	900.000	.000	837.177	-4285.151	
12- 3	491.788	.000		393.430	.000	16.50	2.00	6491.595	467.395	900.000	.000	5124.200	-729.214	
12- 4	407.447	.000		325.958	.000	16.50	2.00	5378.307	387.238	900.000	.000	4091.069	1851.692	
12- 5	325.958	.000		260.766	.000	16.50	2.00	4302.639	309.790	900.000	.000	3092.849	3625.479	
12- 6	260.766	.000		208.613	.000	16.50	2.00	3442.115	247.832	900.000	.000	2294.283	4821.660	
12- 7	208.613	.000		166.890	.000	16.50	2.00	2753.685	198.265	900.000	.000	1655.420	5606.291	
12- 8	166.891	.000		133.513	.000	16.50	2.00	2202.965	158.613	900.000	.000	1144.352	6099.379	
12- 9	133.512	.000		106.810	.000	16.50	2.00	1762.365	126.890	900.000	.000	735.475	6387.477	
12-10	60.062	.000		48.050	.000	16.50	2.00	792.825	57.083	481.200	.000	254.542	6480.153	
12-11														
12-12														
12-13														
8 TOT	2260.000	28.044		1808.000	22.435	16.50	2.00	29876.871	2151.132	9631.200	4395.000	13699.539	6480.153	
REM.	.000	.000		.000	.000	.00	.00	.000	.000	.000	.000	.000	6480.153	
TOTAL	2260.000	28.044		1808.000	22.435	16.50	2.00	29876.871	2151.132	9631.200	4395.000	13699.539	6480.153	
CUM.	.000	.000												
ULT.	2260.000	28.044												
BTAX RATE OF RETURN (PCT)			37.20	PROJECT LIFE (YEARS)			10.868			.0	13699.539	30.0	846.120	
BTAX PAYOUT YEARS			4.25	DISCOUNT RATE (PCT)			10.000			2.0	11810.243	35.0	211.695	
BTAX PAYOUT YEARS (DISC)			4.62	GROSS OIL WELLS			1.000			5.0	9451.095	40.0	-268.998	
BTAX NET INCOME/INVEST			4.12	GROSS GAS WELLS			.000			8.0	7546.913	45.0	-635.156	
BTAX NET INCOME/INVEST (DISC)			2.65	GROSS WELLS			1.000			10.0	6480.153	50.0	-914.963	
										12.0	5547.905	60.0	-1292.403	
INITIAL W.I. FRACTION			1.000000	INITIAL NET OIL FRACTION			.800000			15.0	4360.440	70.0	-1510.157	
FINAL W.I. FRACTION			1.000000	FINAL NET OIL FRACTION			.800000			18.0	3380.527	80.0	-1630.133	
PRODUCTION START DATE			9- 1-99	INITIAL NET GAS FRACTION			.800000			20.0	2822.126	90.0	-1688.945	
MONTHS IN FIRST LINE			4.00	FINAL NET GAS FRACTION			.800000			25.0	1689.688	100.0	-1708.947	

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Applicant: Northwest Oil Company  
Cause CD No.: 990 001507

PROPOSED SINGLE INJECTOR  
GILL #1  
W/2 SE SECTION 9-9N-3W  
CLEVELAND COUNTY, OKLAHOMA



Wtr fld\Gill-Log

Exhibit "C"

C-1

Northwest oil Co  
 CD 990001507

TABLE 1

WATER FLOOD CALCULATIONS  
WEST NORMAN BARTLESVILLE SAND UNIT  
Township 9N-Range 3W, Cleveland County, Oklahoma

Basic Parameters

Permeability			md
Porosity	13.40		%
Connate Water	20.00		%
FVF	Original 1.30	Current 1.07	rb/stb
Viscosity			cp

	<u>% of Pore Volume</u>	<u>BPAF</u>
(1) Pore volume	100.00	1,039.57
(2) Connate water	20.00	207.91
(3) Oil orig. in place- Reservoir Bbls.	80.00	831.66
(4) Oil orig. in place- S.T. Bbls.		639.74
(5) Acc. Oil prod. at flood start- S.T. Bbls.		194.74
(6) Oil in place at flood start (So)	45.80	476.14
(7) Irreducible oil saturation	30.00	311.87
(8) Flood oil at 100% efficiency S.T. Bbls.	15.80	153.52
(9) Flood oil at 56% efficiency S.T. Bbls.	8.85	85.97
*(Pattern Eff. 80%; Stratification Eff. 70%) 0.56		
(10) Bbls. Acc. primary Prod. from total reservoir	5,063,317	194.74
(11) Bbls. Est. ultimate primary Prod. From total reservoir	5,421,092	208.50
(12) Bbls. Remaining primary Prod. (11) - (10)	357,775	13.76
(13) Acre-feet in total reservoir	26,000	
(14) Acres in total reservoir	1,700	
(15) Acre-feet in flood pattern	19,800	
(16) Acres in flood pattern	1,000	
(17) Bbls. Oil recovery during flood program (9) x (15)	1,702,284	85.97
(18) Bbls. Oil recovery due to flood program (17) - (12)	1,344,509	67.90
(19) % Secondary recovery of Ult. Primary (18) + (11)	0.25	
(20) Void space in flood pattern Bbls, ((3) - (6)) x (15)	7,039,185	
(21) Months until first response	14.37	
(22) Years in flood life for 1.5 P.V. injection	10.51	
(23) Injection rate - BPDPF of sand for 230Ft. (35 BPDPFt.)		
*So = (1-NP/NT) (Bo/Boi) (1-Sw) = (1-195/640)(1.05/1.3)(1-.2)		
= 0.46		
**NPWF = $\frac{7758(q) (So-Sor) (Eff.)}{Bo}$ = 85.97		
1) Ultimate Injection Volume (Bbls.) = ((7758) (19,800) (.134) (1.5))		
	= 30,875,288.40	Bbls
2) Time to first response (days) = ((7758)(19800)(.134)(1-.2-.4495)(.5)) /8050		
	= 437.20	Days
3) Flood Life (Years) = 30,875,288 /(8050*365) = 10.51		Years

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Applicant: Northwest Oil Company  
Cause CD No.: 990 001507

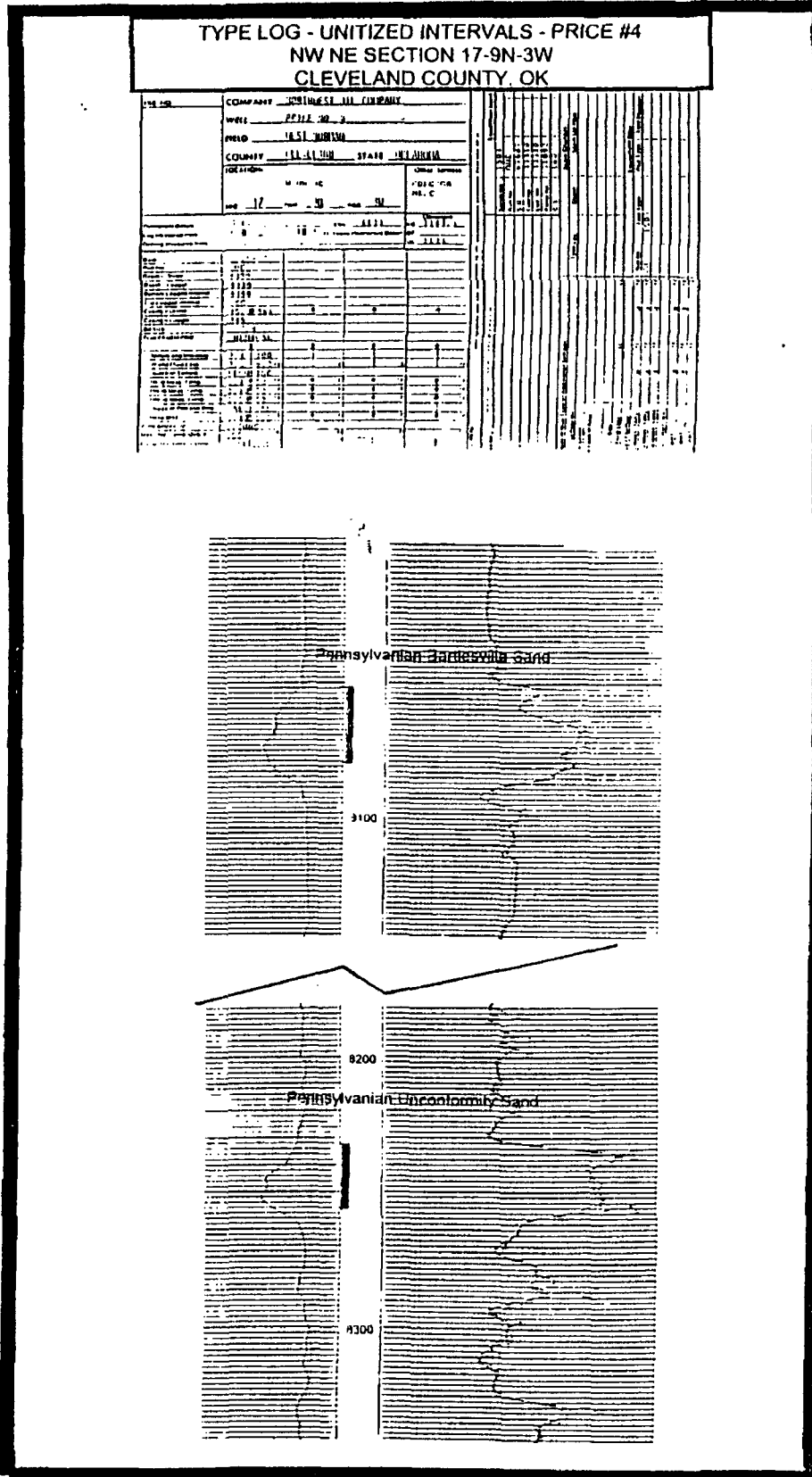


Exhibit "B"

PARTICIPATION FACTORS BY WELL  
WEST NORMAN ENHANCED RECOVERY UNIT  
CLEVELAND COUNTY, OKLAHOMA

EXHIBITS "A" and "C"

TRACT PARTICIPATION FORMULA

TRAC WELL NAME	PHASE I	PHASE II	PHASE I FORMULA -	0.25 X <u>ACRE- FEET</u> TOTAL AC FT	+	0.75 X <u>GROSS REMAINING RESERVES</u> TOTAL GROSS REMAINING RESERVES
1 ANDREWS (P&A)	0.001764333	0.005846429				
2 BOSWELL 1&3	0.008755584	0.026772439				
3 PREBLE 2 (P&A)	0.001466973	0.007117743	NO. OF USABLE WELLS FACTOR	0		
4 BERRY #1	0.084257707	0.036019609	SURFACE ACRES FACTOR	0		
5 BERRY A 2	0.012019930	0.031251959	ACRE FT FACTOR	0.25		
6 GILL	0.027880373	0.026963464	CUM PROD FACTOR	0		
7 CALVERT 2	0.003019850	0.009070004	GROSS REMAINING RESERVES	0.75		
8 REINAUER 1A (P&A)	0.001202854	0.009285268	ULTMATE PRODUCTION	0		
9 BERRY#2	0.000918510	0.001837021	CURRENT INCOME FACTOR	0		
10 PRICE #2, #3, & #4	0.023605395	0.066268541		1		
11 PRICE 3	0.145000801	0.044563836				
12 STATE D #2	0.067382164	0.049442753				
13 STATE D #4	0.025716059	0.037670658				
14 OK C 16 #3	0.205272733	0.046881965				
15 OK C 16 #2 & #4	0.017638719	0.069263681	PHASE 2 FORMULA -			
16 HARLOW ROYALTY 1 & 2	0.112010861	0.066129274	0.1 X <u>NUMBER OF USABLE WELLS</u> TOTAL NUMBER OF WELLS	+	0.5 X <u>ACRE- FEET</u> TOTAL ACRE- FEET	
17 PREBLE (WARD)	0.001202854	0.002403308				
18 TULLIUS A B C (A,C P&A)	0.044653762	0.047347349				
19 BLACK	0.001196046	0.005709274	0.4 X <u>ULTMATE PRODUCTION</u> TOTAL ULTMATE PRODUCTION			
20 REINAUER 2 (P&A)	0.005735733	0.014646902				
21 PRICE 7-17 (P&A)	0.006033093	0.015483887				
22 STATE D 3	0.020726920	0.026485361				
23 STATE D 1	0.012347177	0.029141025				
24 OK C 16 1	0.091656138	0.088833882	NUMBER OF USABLE WELLS FACTOR	0.1		
25 STEELY 15A	0.006621204	0.022329424	SUFACE ACRE FACTOR	0		
26 HANSMEYER 15-A	0.007526498	0.027316848	ACRE FEET FACTOR	0.5		
27 DILLARD #2	0.000482383	0.004262077	CUM PROD FACTOR	0		
28 PRICE 1	0.002121164	0.015821195	GROSS REMAINING RESERVES	0		
29 STATE A 1	0.005048503	0.018044061	ULTMATE PROD FACTOR	0.4		
30 STATE B 1	0.002544075	0.008118454	CURRENT INCOME FACTOR	0		
31 BOSWELL 1 (P&A)	0.000059472	0.000118944		1		
32 OK B 16 2	0.002491211	0.018020262				
33 HAMM 15-B (P&A)	0.003489018	0.009785705				
34 NAILON 2 (P&A)	0.002610155	0.005785057				
35 NAILON 1 (P&A)	0.002544075	0.008371285				
36 BROCE 2	0.003231306	0.012655756				
37 IND PARK	0.004341448	0.013185325				
38 BRAND 1 (P&A)	0.001116750	0.002233500				
39 TULLY A	0.012902586	0.014438296				
40 PREBLE 3	0.005837851	0.012999872				
41 OK B 16 1	0.003845849	0.010722001				
42 HAM 15C	0.024063177	0.022888438				
43 BOESE (P&A)	0.000753311	0.001519216				
44 WARD PREBLE	0.000786351	0.001572701				
45 REINAUER 1 (P&A)	0.006522084	0.019274129				
46 SOONER	0.001955964	0.010788734				
47 LAW	0.001651997	0.003303994				
48 REINAUER	0.000667407	0.001334814				
49 STATE 1-18	0.000323791	0.000647583				
	1.000000000	1.000000000				

9  
Northwest Oil Company  
CO 990001507

**WEST NORMAN ENHANCED RECOVERY UNIT  
CLEVELAND COUNTY, OKLAHOMA  
DESCRIPTION OF THE EXISTING  
CASING PROGRAM**

WELL NAME	LEGAL DESCRIPTION	OPERATORS	SURFACE CASING	PRODUCTION CASING
ANDREWS (P&A)	C E/2 SE SE SECTION 7-9N-3W	MACK ENERGY	8 5/8" @ 1002'	4 1/2" @ 9254'
BERRY #1	SW SW SW SECTION 9-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1008'	4 1/2" @ 8316'
BERRY #2	NE NW SW SECTION 9-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1007'	4 1/2" @ 8432'
BERRY A1 (P&A)	NE NE SW SECTION 9-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1001'	N/A
BERRY A2 (P&A)	SW SE SW SECTION 9-9N-3W	BUFFALO EXPLORATION	8 5/8" @ 1010'	4 1/2" @ 8311'
BLACK#1	SW SE NE SECTION 14-9N-3W	WARD PETROLEUM	8 5/8" @ 1210'	4 1/2" @ 8470'
BOESE (P&A)	C SE NE SECTION 17-9N-3W	MALKA	N/A	4 1/2" @ 9399'
BOSWELL #1	SE SE SW SECTION 8-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1005'	4 1/2" @ 8250'
BOSWELL #3	SE SW SW SECTION 8-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1000'	4 1/2" @ 8350'
BRAND 1 (P&A)	SW SW SE SECTION 10-9N-3W	NATIONAL OIL COMPANY	8 5/8" @ 1250'	4 1/2" @ 9019'
BROCE #2	NW NW SW SECTION 14-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1282'	5 1/2" @ 8440'
CALVERT 2	NW SE SE SECTION 9-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1003'	4 1/2" @ 8200'
DILLARD #1	NE SW SECTION 17-9N-3W	NORTHWEST OIL COMPANY	10 3/4" @ 821'	5 1/2" @ 10125'
DILLARD #2	NE NE SW SECTION 17-9N-3W	NORTHWEST OIL COMPANY	10 3/4" @ 989'	5 1/2" @ 9050'
GILL #1	C SW SE SECTION 9-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1220'	5 1/2" @ 8930'
HAM 15-B (P&A)	NW NE SW SECTION 15-9N-3W	RICKS EXPLORATION	8 5/8" @ 1203'	4 1/2" @ 8398'
HAMM 15-C	C NW NW SW SECTION 15-9N-3W	RICKS EXPLORATION	8 5/8" @ 1215'	4 1/2" @ 8260'
HANSMEYER 15-A	NW SE NE SECTION 15-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1225'	4 1/2" @ 8571'
HARLOW ROY 1	SE NW NW SECTION 15-9N-3W	WARD PETROLEUM	8 5/8" @ 970'	4 1/2" @ 9578'
HARLOW ROY 2	S/2 NE NW SECTION 15-9N-3W	WARD PETROLEUM	8 5/8" @ 1249'	4 1/2" @ 9478'
IND PARK #1	SW NE SW SECTION 14-9N-3W	WARD PETROLEUM	8 5/8" @ 1046'	4 1/2" @ 8454'
NAILON 1 (P&A)	NE SE SE SECTION 15-9N-3W	NATIONAL OIL COMPANY	10 3/4" @ 1204'	5 1/2" @ 8553'
NAILON 2 (P&A)	NW SE SECTION 15-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1230'	5 1/2" @ 8550'
OK B 16 1	C NW SW SECTION 16-9N-3W	WARD PETROLEUM	8 5/8" @ 946'	4 1/2" @ 9580'
OK B 16 2	NE NE SE SECTION 16-9N-3W	WARD PETROLEUM	8 5/8" @ 945'	4 1/2" @ 9617'
OK C 16 1	C SW SW NE SECTION 16-9N-3W	WARD PETROLEUM	8 5/8" @ 920'	4 1/2" @ 9553'
OK C 16 2	C NE NE SECTION 16-9N-3W	WARD PETROLEUM	8 5/8" @ 920'	4 1/2" @ 9402'
OK C 16 3	W/2 NW NE SECTION 16-9N-3W	WARD PETROLEUM	8 5/8" @ 1270'	4 1/2" @ 8380'
OKC 16 4	C SE NE SECTION 16-9N-3W	WARD PETROLEUM	8 5/8" @ 1006'	4 1/2" @ 8383'
PREBLE #2 (P&A)	SW SW SE SECTION 8-9N-3W	MACK ENERGY	8 5/8" @ 962'	4 1/2" @ 8460'
PREBLE #3	SE SE SE SECTION 8-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 996'	4 1/2" @ 8450'
PRICE #1	C NE SE SECTION 17-9N-3W	NORTHWEST OIL COMPANY	9 5/8" @ 2963'	7" @ 9475'

Applicant: Northwest Oil Company  
Cause CD No.: 990 001507

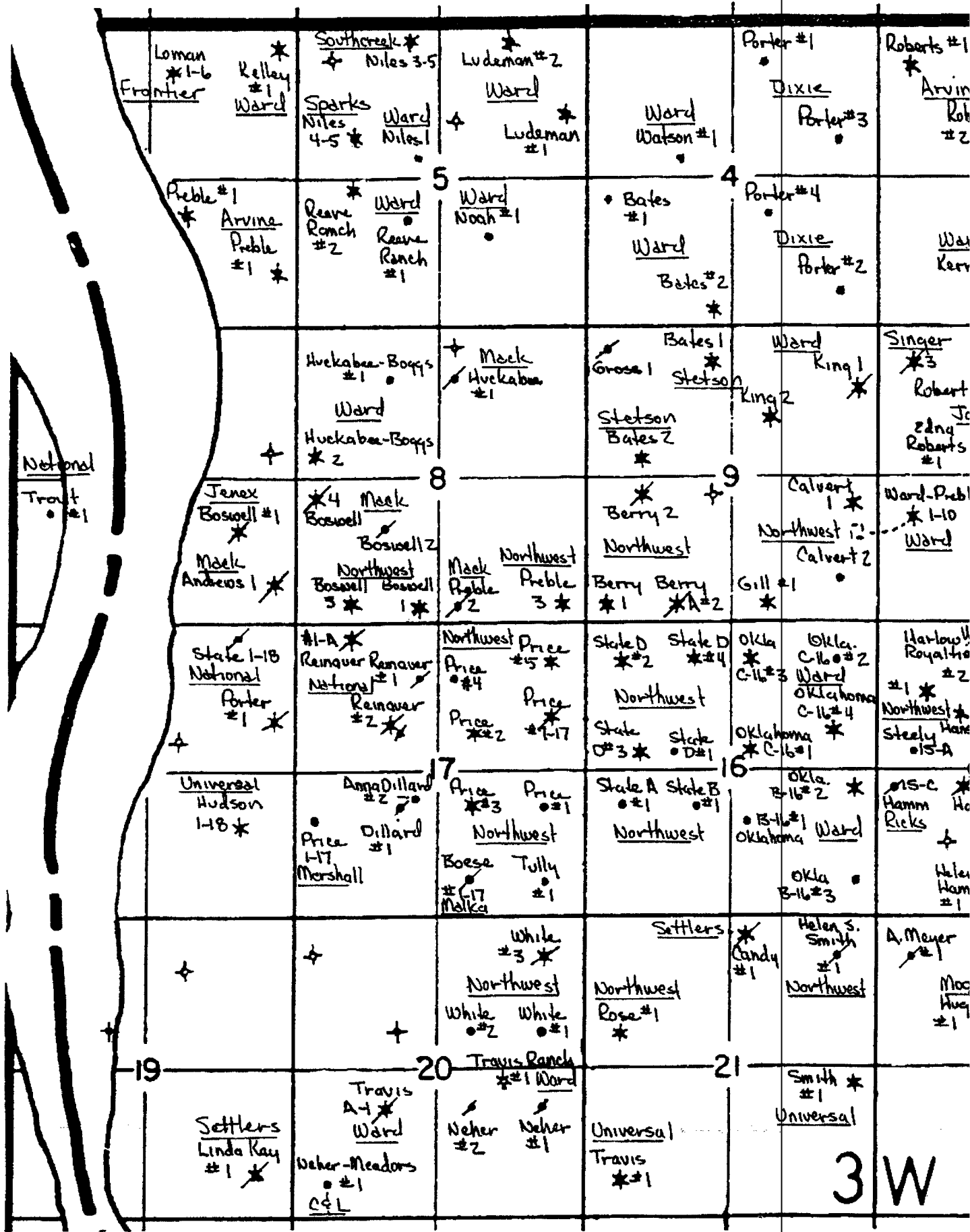
Exhibit "v"

P-1

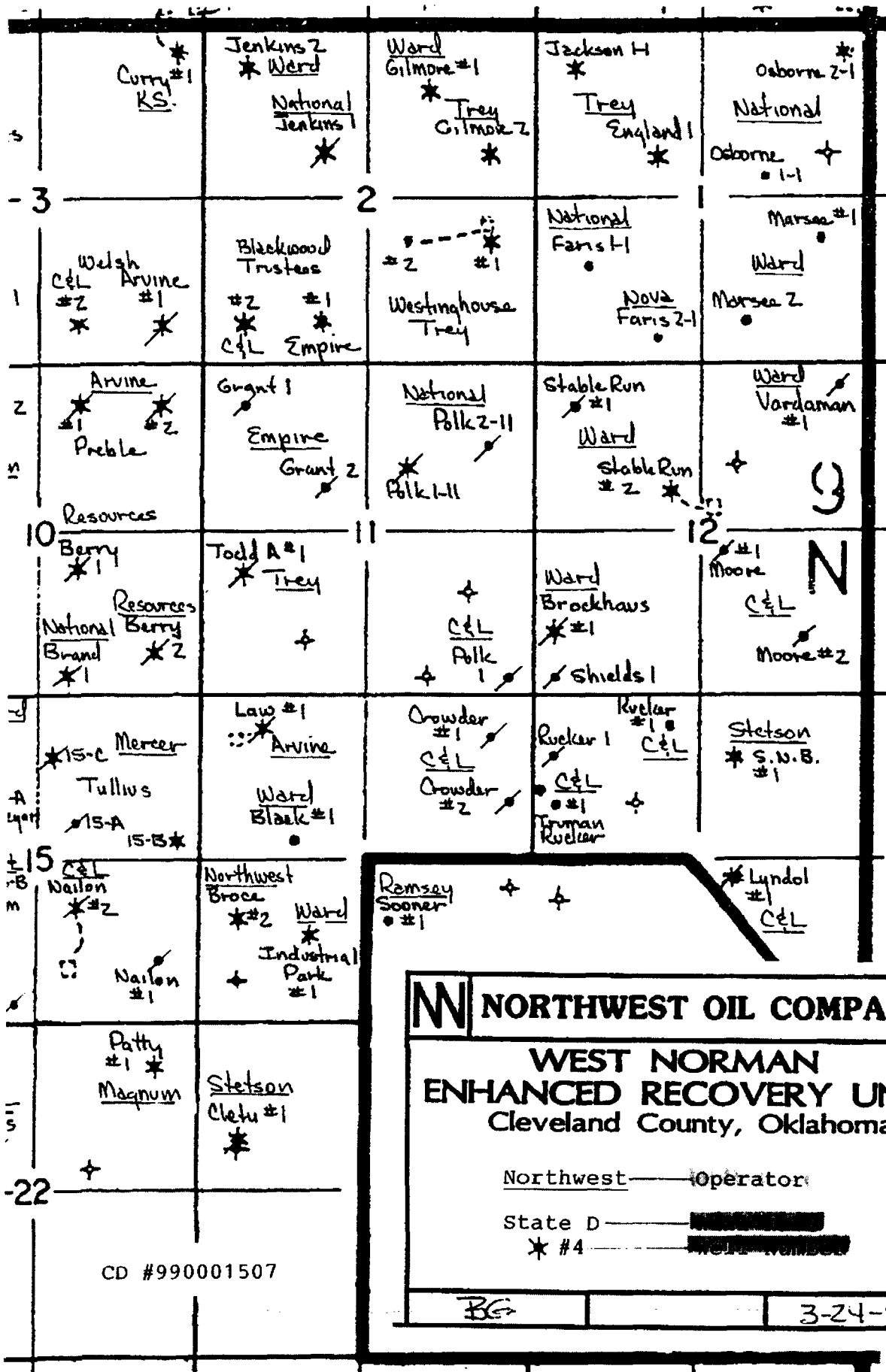


Applicant: Northwest Oil Company  
Cause CD No.: 990 001 507

WELL NAME	LEGAL DESCRIPTION	OPERATORS	SURFACE CASING	PRODUCTION CASING
PRICE #2	C SW NE SECTION 17-9N-3W	NORTHWEST OIL COMPANY	10 3/4" @ 916'	5 1/2" @ 10123'
PRICE #3	C NE SE SECTION 17-9N-3W	NORTHWEST OIL COMPANY	10 3/4" @ 897'	5 1/2" @ 10111'
PRICE #4	SW NE NE SECTION 17-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 961'	4 1/2" @ 8390'
PRICE #5	C NE NE SECTION 17-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1015'	4 1/2" @ 8373'
PRICE 7-17 (P&A)	C SE NE SECTION 17-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1027'	5 1/2" @ 10248'
REINAUER PRICE #1 (P&A)	SE NW SECTION 17-9N-3W	BRITISH AMERICAN	10 3/4" @ 1035'	N/A
REINAUER #1 (P&A)	50'E S/2 NE NW SECTION 17-9N-3W	NATIONAL OIL COMPANY	8 5/8" @ 1025'	4 1/2" @ 8649'
REINAUER 1A (P&A)	C NE NW NW SECTION 17-9N-3W	NATIONAL OIL COMPANY	8 5/8" @ 1000'	4 1/2" @ 8373'
REINAUER 2 (P&A)	NW SE NW SECTION 17-9N-3W	NATIONAL OIL COMPANY	8 5/8" @ 1029'	4 1/2" @ 8649'
SOONER 1	SE SW NW SECTION 14-9N-3W	RAMSEY PROPERTY MANAGEMEN	8 5/8" @ 1040'	5 1/2" @ 8345'
STATE A #1	C NW SW SECTION 16-9N-3W	NORTHWEST OIL COMPANY	10 3/4" @ 900'	7" @ 9912'
STATE B #1	C NE SW SECTION 16-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1003'	5 1/2" @ 9500'
STATE D #1	C SW SW NW SECTION 16-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 967'	4 1/2" @ 9450'
STATE D #2	C NW NW SECTION 16-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1012'	4 1/2" @ 8444'
STATE D #3	C SW NW SECTION 16-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1034'	4 1/2" @ 8363'
STATE D #4	C NE NW SECTION 16-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 966'	4 1/2" @ 8372'
STEELY 15-A	C S/2 SW NW SECTION 15-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1235'	4 1/2" @ 8343'
TULLIUS 15-A (P&A)	C SW NE SECTION 15-9N-3W	NORTHWEST OIL COMPANY	8 5/8" @ 1000'	4 1/2" @ 8370'
TULLIUS 15-B	SE SE NE SECTION 15-9N-3W	RICKS EXPLORATION	8 5/8" @ 1210'	4 1/2" @ 8488'
TULLIUS 15-C (P&A)	SW NW NE SECTION 15-9N-3W	RICKS EXPLORATION	8 5/8" @ 1212'	4 1/2" @ 8568'
TULLY A1	C SE SE SECTION 17-9N-3W	NORTHWEST OIL COMPANY	10 3/4" @ 1042'	5 1/2" @ 8945'
YARBROUGH (P&A)	C SW SW SECTION 14-9N-3W	NCRA	9 5/8" @ 1100'	N/A



3W



**N NORTHWEST OIL COMPANY**

**WEST NORMAN  
ENHANCED RECOVERY UNIT**  
Cleveland County, Oklahoma

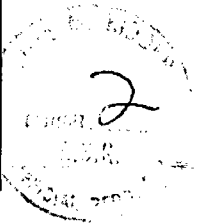
Northwest — Operator

State D — [REDACTED]

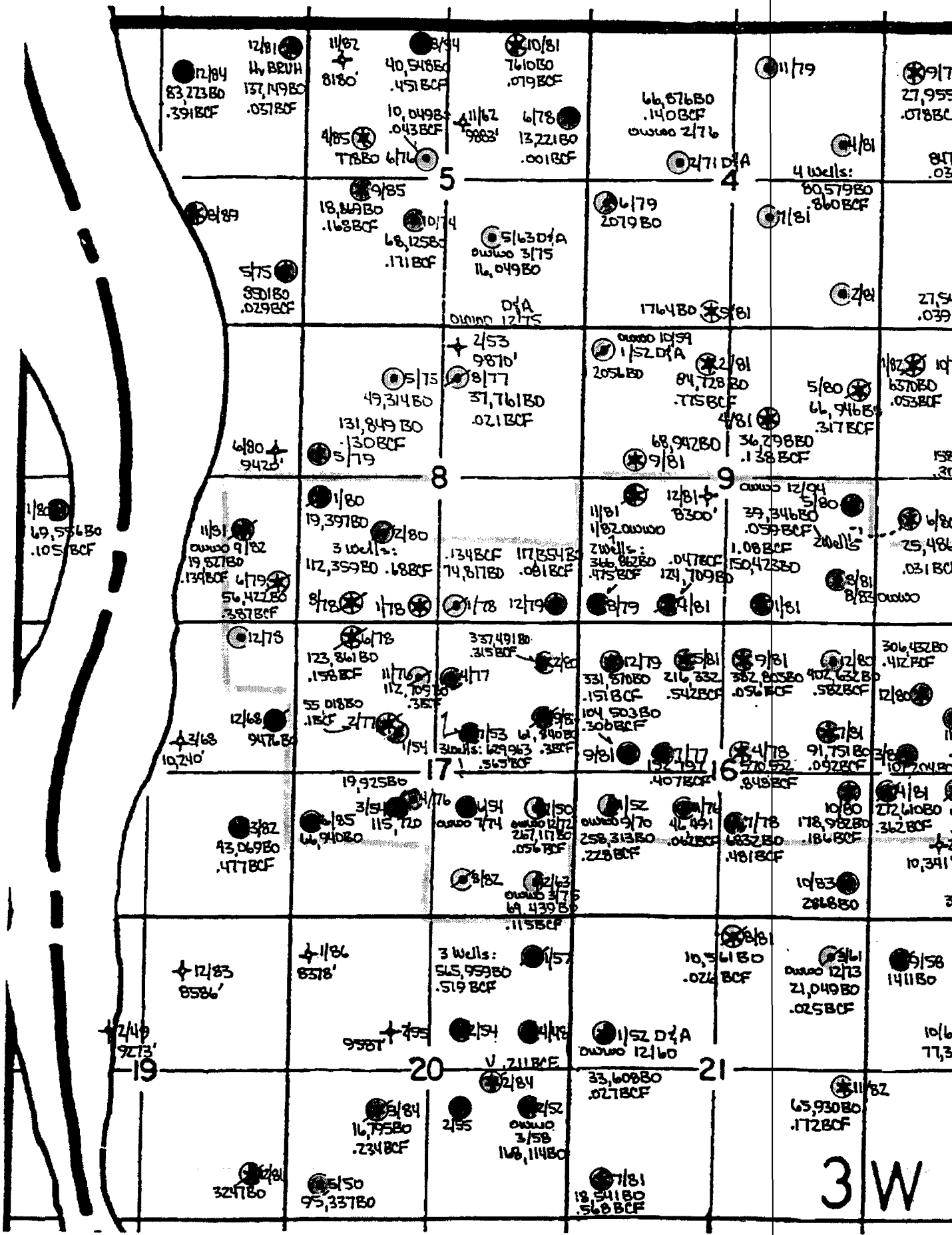
\* #4 — [REDACTED]

BE

3-24-99



CD 990001507



12/81  
83,273 BO  
.391 BCF

11/82  
14, BRUH  
137,149 BO  
.057 BCF

11/82  
8180'

3/54  
40,548 BO  
.451 BCF

10/81  
7610 BO  
.079 BCF

6/78  
13,221 BO  
.001 BCF

66,576 BO  
.140 BCF  
owned 2/76

11/79

4/81  
4 wells:  
80,579 BO  
860 BCF

9/71  
27,955  
.078 BCF

2/89

4/85  
7880  
6/76

9/85  
18,849 BO  
.168 BCF

10/74  
68,125 BO  
.171 BCF

5/63 D/A  
owned 3/75  
16,049 BO

6/79  
2079 BO

2/71 D/A

7/81

2/81

27,54  
.039

5/75  
8501 BO  
.029 BCF

5/15  
49,314 BO  
131,849 BO  
130 BCF

2/53  
9870'  
8/77  
37,761 BO  
.021 BCF

D/A  
owned 12/75

1/52 D/A  
2056 BO

2/81  
84,728 BO  
.775 BCF

5/80  
66,946 BO  
.317 BCF

1/82  
6370 BO  
.053 BCF

158  
.30

158  
.30

6/80  
9420'

11/81  
owned 9/82  
19,527 BO  
139 BCF

5/79  
112,359 BO  
.688 BCF

134 BCF  
17,854 BO  
.081 BCF

1/52 D/A  
2056 BO

2/81  
84,728 BO  
.775 BCF

5/80  
66,946 BO  
.317 BCF

1/82  
6370 BO  
.053 BCF

158  
.30

158  
.30

11/81  
69,586 BO  
.105 BCF

11/81  
owned 9/82  
19,527 BO  
139 BCF

1/80  
19,397 BO  
3 wells:  
112,359 BO  
.688 BCF

134 BCF  
17,854 BO  
.081 BCF

11/81  
1/82 owned  
2 wells:  
366,828 BO  
.475 BCF

12/81  
8300'

2/81  
39,346 BO  
.059 BCF

1/82  
6370 BO  
.053 BCF

158  
.30

158  
.30

12/78  
123,861 BO  
.158 BCF

11/81  
owned 9/82  
19,527 BO  
139 BCF

1/80  
19,397 BO  
3 wells:  
112,359 BO  
.688 BCF

134 BCF  
17,854 BO  
.081 BCF

11/81  
1/82 owned  
2 wells:  
366,828 BO  
.475 BCF

12/81  
8300'

2/81  
39,346 BO  
.059 BCF

1/82  
6370 BO  
.053 BCF

158  
.30

158  
.30

12/78  
123,861 BO  
.158 BCF

11/81  
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19,527 BO  
139 BCF

1/80  
19,397 BO  
3 wells:  
112,359 BO  
.688 BCF

134 BCF  
17,854 BO  
.081 BCF

11/81  
1/82 owned  
2 wells:  
366,828 BO  
.475 BCF

12/81  
8300'

2/81  
39,346 BO  
.059 BCF

1/82  
6370 BO  
.053 BCF

158  
.30

158  
.30

12/68  
9476 BO  
10,240'

11/81  
owned 9/82  
19,527 BO  
139 BCF

1/80  
19,397 BO  
3 wells:  
112,359 BO  
.688 BCF

134 BCF  
17,854 BO  
.081 BCF

11/81  
1/82 owned  
2 wells:  
366,828 BO  
.475 BCF

12/81  
8300'

2/81  
39,346 BO  
.059 BCF

1/82  
6370 BO  
.053 BCF

158  
.30

158  
.30

2/82  
43,069 BO  
.477 BCF

11/81  
owned 9/82  
19,527 BO  
139 BCF

1/80  
19,397 BO  
3 wells:  
112,359 BO  
.688 BCF

134 BCF  
17,854 BO  
.081 BCF

11/81  
1/82 owned  
2 wells:  
366,828 BO  
.475 BCF

12/81  
8300'

2/81  
39,346 BO  
.059 BCF

1/82  
6370 BO  
.053 BCF

158  
.30

158  
.30

12/83  
8586'

11/81  
owned 9/82  
19,527 BO  
139 BCF

1/80  
19,397 BO  
3 wells:  
112,359 BO  
.688 BCF

134 BCF  
17,854 BO  
.081 BCF

11/81  
1/82 owned  
2 wells:  
366,828 BO  
.475 BCF

12/81  
8300'

2/81  
39,346 BO  
.059 BCF

1/82  
6370 BO  
.053 BCF

158  
.30

158  
.30

2/82  
43,069 BO  
.477 BCF

11/81  
owned 9/82  
19,527 BO  
139 BCF

1/80  
19,397 BO  
3 wells:  
112,359 BO  
.688 BCF

134 BCF  
17,854 BO  
.081 BCF

11/81  
1/82 owned  
2 wells:  
366,828 BO  
.475 BCF

12/81  
8300'

2/81  
39,346 BO  
.059 BCF

1/82  
6370 BO  
.053 BCF

158  
.30

158  
.30

2/82  
43,069 BO  
.477 BCF

11/81  
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1/80  
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3 wells:  
112,359 BO  
.688 BCF

134 BCF  
17,854 BO  
.081 BCF

11/81  
1/82 owned  
2 wells:  
366,828 BO  
.475 BCF

12/81  
8300'

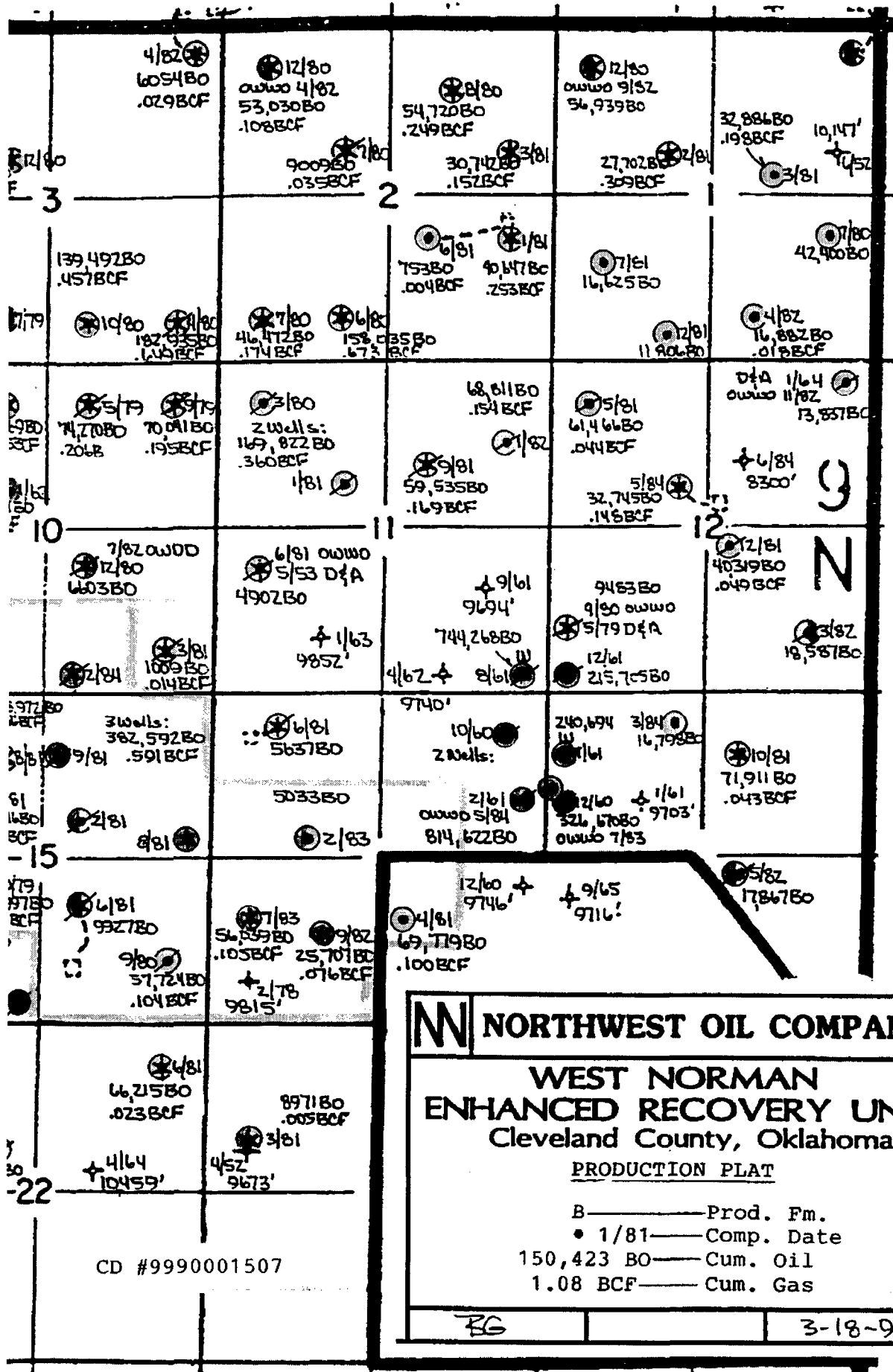
2/81  
39,346 BO  
.059 BCF

1/82  
6370 BO  
.053 BCF

158  
.30

158  
.30

3 W



- Formations**
- Hoover
  - Skinner
  - Red Fork
  - Bartlesville
  - Unconformity
  - Hunton
  - Viola
  - Wilcox

**NORTHWEST OIL COMPANY**

**WEST NORMAN  
ENHANCED RECOVERY UNIT  
Cleveland County, Oklahoma**

**PRODUCTION PLAT**

B ————— Prod. Fm.  
 • 1/81 ———— Comp. Date  
 150,423 BO ——— Cum. Oil  
 1.08 BCF ———— Cum. Gas

CD #9990001507

CD 990001507



3-18-99

BEFORE THE CORPORATION COMMISSION OF THE  
STATE OF OKLAHOMA

REPLACEMENT FOR FAX FILED ON

10-7-99

FILED/RECEIVED

OCT - 8 1999

APPLICANT: NORTHWEST OIL COMPANY

RELIEF REQUESTED: UNITIZED )  
MANAGEMENT, OPERATION AND )  
AND FURTHER DEVELOPMENT PURSUANT )  
TO 52 O.S. §§ 287.1-287.15 )  
BOTH INCLUSIVE )

CD

LEGAL DESCRIPTION: WEST NORMAN )  
PENNSYLVANIAN UNCONFORMITY )  
AND BARTLESVILLE SAND UNIT )  
COVERING THE E/2 SE/4 OF )  
SECTION 7, SW/4 AND S/2 SE/4 )  
OF SECTION 8, SW/4 AND W/2 SE/4 )  
AND SE/4 SE/4 OF SECTION 9, )  
S/2 SW/4 AND SW/4 SE/4 OF )  
SECTION 10, SW/4 AND S/2 NW/4 )  
AND NW/4 SE/4 OF SECTION 14, )  
N/2 AND SE/4 AND N/2 SW/4 OF )  
SECTION 15, N/2 AND N/2 S/2 )  
AND SW/4 SW/4 OF SECTION 16, )  
N/2 AND SE/4 AND NE/4 SW/4 )  
OF SECTION 17, AND NE/4 NE/4 )  
OF SECTION 18, ALL IN )  
TOWNSHIP 9 NORTH, RANGE 3 )  
WEST, CLEVELAND COUNTY, )  
OKLAHOMA )

CLERK'S OFFICE - OKC

MISSION

A

*Entry of appearance*

ENTRY OF APPEARANCE AND STATEMENT OF SUPPORT

Guard Exploration, L.L.C., Ward Petroleum Corporation, L.O. Ward, Myra B. Ward, and L.O. Ward and Myra B. Ward as Trustees, appear by and through their attorney, Tim W. Green. These same parties also state of record that they are in support of the Application herein, and in support of the designation of Northwest Oil Company as unit operator.

Respectfully submitted,

*Tim Green*

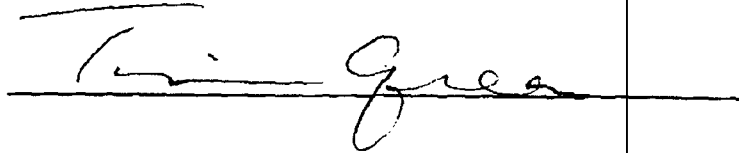
TIM W. GREEN, OBA NO. 3576  
213 East Oklahoma Avenue  
Guthrie, OK 73044  
Phone: (405) 282-1919

ATTORNEY FOR THE ABOVE LISTED PARTIES

CERTIFICATE OF MAILING

The undersigned certifies that a copy of this document was mailed this date to Mr. Karl Hirsch, 100 West Park Ave., Suite 400, Oklahoma City, OK 73102, and was faxed to the same at 232-7930.

Dated October 7, 1999.

A handwritten signature in cursive script, appearing to read "Tim Green", is written over a horizontal line.

# Proof of Publication

In the District Court of Cleveland County, State of Oklahoma

CAUSE NO. 990001507

**F I L E**  
MAY 24 1999

AFFIDAVIT OF PUBLICATION  
COURT CLERK'S Office - OKLAHOMA  
CORPORATION COMMISSION  
OF OKLAHOMA

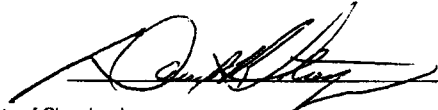
State of Oklahoma, County of Cleveland, ss:

David Stringer of lawful age, being duly sworn and authorized, says that he is the Publisher of The Norman Transcript, a daily newspaper published in the city of Norman, Cleveland County, Oklahoma, a newspaper qualified to publish legal notices, advertisements and publications as provided in Section 106 of Title 25, Oklahoma Statutes 1971, as amended, and complies with all other requirements of the laws of Oklahoma with reference to legal publications.

That said notice, a true copy of which is attached hereto, was published in the regular editions of said newspaper during the period and time of publications and not in a supplement, on the following dates:

1ST PUBLICATION

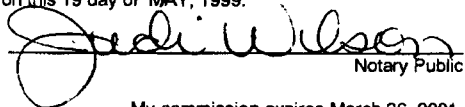
MAY 17, 1999



Signature

State of Oklahoma, County of Cleveland, ss:

Subscribed and sworn before me on this 19 day of MAY, 1999.



Notary Public

My commission expires March 26, 2001.  
Notary

Publication Cost: \$308.66

PLEASE PAY FROM  
PROOF OF PUBLICATION  
AND INCLUDE CASE NUMBERS ON CHECK  
Pay to: Norman Transcript  
P.O. Drawer 1058  
Norman, OK 73070





SUJANT TO 52 O.S. § 287.1-287.15. BOTH INCLUSIVE.  
LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN UNCONFORMITY AND BARTLESVILLE SAND UNIT COVERING THE E/2 SE/4 OF SECTION 7, SW/4 AND S/2 SE/4 OF SECTION 8, SW/4 AND W/2 SE/4 AND SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND SW/4 SE/4 OF SECTION 10, SW/4 AND S/2 NW/4 AND NW/4 SE/4 OF SECTION 14, N/2 AND SE/4 AND N/2 SW/4 OF SECTION 15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF SECTION 16, N/2 AND SE/4 AND NE/4 SW/4 OF SECTION 17, AND NE/4 NE/4 OF SECTION 18, ALL IN TOWNSHIP 9 NORTH, RANGE 3 WEST, CLEVELAND COUNTY, OKLAHOMA.

CAUSE NO. 990-001507

NOTICE OF HEARING

THE STATE OF OKLAHOMA TO: Ada F. Alexander; Adene Elwand Clapp; Addie Lee Barker and Mary Bass Gamel; Al W. Myler; Albert Boswell; H. Aldridge Gillespie and Virginia L. Gillespie c/o James Gillespie; H. Aldridge Gillespie and Virginia L. Gillespie; Alexander Patricia Morgan; Allen M. Cobb, Jr.; Alma Dykes Holmes, Life Estate; Alma Hood Holmes; Alvin O. Zelas; American Warrior, Inc.; Arco Production Company; Anesia R. Zebicki, Life Estate; Anna Lee Johnson; Anita Norden Lindsay; The Arles Funk 1984 Revocable Trust; Arles Funk, Trustee; Audie Calvert; Audley D. Houston; Arthur Raymond Reinauer; Avena Eulalie Hodges; Barbara Boeskin Estate, Eloise Boeskin, Personal Rep.; Barbara Jean Fry; Barbara J. Lee Living Trust; James D. Lee and Barbara J. Lee, Trustee; Barbara W. Walker, Trustee of the Barbara Holmes Annuity 1990 Revocable Trust dated 5/31/90; Ben T. Benedum; Benton Gifford and/or Wanda Jo Gifford; Bernita J. Coffey, Trustee of the Bernita J. Coffey Living Trust dated 5/11/88; Beverly S. Disney, Trustee of the Ralph Willard Disney Trust dated March 21, 1974; Beverly R. Reave and Liberty National Bank & Trust of OKG, Successor Co-Trustee of the Leonard B. Reave Living Trust dated 12/8/83, amended 9/15/84; Bill P. Hall; Billy D. James; J. Sparks; The Board of Regents of the University of Oklahoma; Bobby L. Mason; The Brachman Revocable Trust; Malcolm K. Brachman, Trustee; Brillhart-Phillips Investment, Inc.; Broce Construction Company of Oklahoma, Inc.; Bronia Franklin; The Cameron Funk 1984 Revocable Trust; Cameron Funk, Trustee; Carol K. Calvert; Carol J. Drake; Carolyn Kay Ligon; Castorock Development Corp.; Cathedral Enterprises; Chaco Energy Co.; Charlene Janeway; Charlene Janeway, Successor Trustee of the Alvin May Buzon Janeway Revocable Trust dated 7/21/88; Charlene Satterfield; Charles N. Berry, Jr., Trustee of the Robert N. Berry Trust U/W/O Charles N. Berry, deceased; Charles Calvert; Charles G. Dorran; Christie Hooper; Charlotte Y. Johnson; Cheryl Lynn Tarbet c/o Margaret G. Tarbet; Chester Calvert; Chyle D. Lira and Sandra J. Lira; City National Bank & Trust Company, Norman, Oklahoma, Trustee of the Willing P. Sturgis Trust c/o BancOklahoma Trust Company; Claud A. Davis and Evelyn L. Davis; Clayton Oliver; Clarence Michal; Cloye Ketchner; Colleen M. Bell; Commonwealth Royalty; Corine Dean; Corine Michal; Cynthia A. Gray; Corine Boeskin; Dan Boeskin; Danyel L. Harris; Darrell Wayne Fuller c/o Wayne Fuller; David Wilson Andrews; David D. Price, Jr.; David D. Price, Jr., Trustee of the David D. Price, Jr. Revocable Trust UTA dated July 29, 1993, as amended; Deborah Ray Brachman Rice; Debra Lynne Lane; Debra Lantieri; Della Pauline Walker; Doreen O'Conor c/o K. K. Calvert; Doreen Kester Estate c/o Peter Knight; D. G. Hansen Trust; D-J Investments; DKO, Inc.; Doc Severinson Orchestra, Inc. c/o Larry Worden; Don M. Terrell Estate c/o Cheryl Ann Terrell; Dorset Corp. c/o Donna Thomas; Donna Cornelison; Dorothy Brown and Nathan C. Brown; Dorothy Evrens Nowery; Dorothy S. Tarbet; Dorothy Vaughn; W. Wood Hamm, Jr.; Doyle E. Doyle Todd; Doyle J. Wilson; Gungolf Enterprises; KLP; East-West, Ltd. Ed C. Preble, Jr., Successor Trustee of the Ed C. Preble, Sr. Trust 'B'; Ed C. Preble, Jr., Successor Trustee of the Ed C. Preble, Sr. Living Trust; Edward Charid Preble, Jr., Successor Trustee of the Evelyn B. Preble Living Trust dated 9/20/90; Edward Charles Preble, Jr.; Edward C. Reinauer, Jr.; William S. Reinauer and Onelle Ann Wagner, Co-Trustees of the Edward C. Reinauer Trust; Edward Franklin Reinauer; Eliot Bennett; Elizabeth Joyce Tarbet; The Estate of Ellen Bell Brachman, Leon Brachman, Independent Executor; Ellen E. Brand, Trustee of the Brand Family Trust dated 8/11/90; Elmer Lee Jones; Eloise B. Gamble; Trustee of the Eloise B. Gamble Revocable Trust dated 8/11/90; Emily L. Vaughn, Trustee of the Emily L. Vaughn Revocable Living Trust dated 10/9/91; Emma Lorraine Burdett, Trustee of the Emma Lorraine Burdett Revocable Trust; ENVOY Oil & Gas Co., LLC c/o Gary Tibbitts; Episcopal Diocese For The State of Oklahoma; Ernest Bryan Alexander; Ernestine Burdett; Ernestine Coffey; B. Ernestine Tullus; The Ella W. Reinhausen Trust Malcolm K. Brachman Trustee; The Ella K. Brachman Revocable Tr.; Malcolm K. Brachman and Marilyn B. Hoffman, Trustees; Ezra Boswell c/o Malvin Boswell; Felba B. Woodard; Faye Smith Bennett; Fletcher Bradford Ownbey; Fletcher James Ownbey; Flora Mae Williams; Flora Mae Vaughn Williams; Florence A. Boeskin; Floyd L. Addison; Ford C. Price; Ford C. Price, Trustee of the David D. Price Revocable Trust UTA dated 12/8/82; Ford C. Price or Ford C. Price, Jr., Co-Trustee, FCP Trust, 10/8/88; Forrest W. Hood, Jr.; Frances Tully; Fretwell Enterprises; Gary Brown III; George H. Cunningham Living Trust; George H. Cunningham Trustee; George S. Jacobs; George T. Mitchell; George Preble, Trustee of the George Preble Living Trust; Georgia A. Swartzler; Gerald N. Eason; Gertrude Parker Gow; Gladys Jacobs Dewald; Estate of Charles E. Davis, sole heir; Glen Daniel Fuller; Glenard R. Vaughn; Glenn A. Jacobs; Gordon Thomas Calvert; Gredy C. Wade and Beulah F. Wade; Guard Exploration; Harlow Royalties, Inc.; Harold L. Boswell; Harold H. Ginsburg; Harold Ray Hershberger and/or Dorothy May Hershberger; Harold G. Mallon and Jean A. Nelson, Co-Trustees of the Mallon Trust UTA dated 1/10/88; Harry G. Hester; Hedy C. Dewald; Trustee of the Henry G. Hester Revocable Trust; Henry C. Holland, Inc. c/o Kay Holland McDaniel; Helen Rosemary Graham; Helen Joy Phinney; Herbert C. Tullus and H. C. Tullus and Frances Eloise Tullus; Homer L. Lawson; Imogene Meyer and Janet McGea; Incarnate Word Acad-

emy; Nelson Perry, Successor Trustee of the Charles N. Berry, Jr. Trust U/W/O Charles N. Berry, deceased; Nicholas L. Gill; Noble C. Hood, Trustee of the Noble C. Hood Trust UTA dated April 30, 1978; Nona J. Sipes Boswell; Norden And Company; Anita Norden Lindsay; Partner; Norman Mark Garrison; Northwest Oil Company; Norville Oil Company, Inc.; The Oklahoma Division of the American Cancer Society; Olla Marie Garnett; Olan B. Gaddis and Lucinda B. Gaddis; Oscar Calvert; O. T. McCall and Kenneth McCall, Trustees (Oscar McCall Trust); Othyle A. Griffin; Parks & Parks c/o James L. Parks; Patricia Lynn Fuller Gregg; Patricia A. Gustafson; Patricia Vaughn; Patti Ann Fibert c/o Margaret G. Tarbet; Patti Myers; Paul G. Griffin and Calvin C. Griffin c/o Othyle A. Griffin; Paul Eugene Vaughn and Marjorie O. Vaughn; Pauline Burton Walker; Peter L. Wilson; Phil Boeskin; Philip C. Kidd, Jr., Trustee of the Philip C. Kidd, Jr. Revocable Intervivos Trust of Philip C. Kidd, Jr. dated 10/7/74; Phyllis Murray, Sole Trustee of the Phyllis Holmes Murray 1992 Revocable Trust; PJJ Trust #1; Quest Properties, Inc.; Quitman Writer; Ralph J. Lohne R. Neundorff; Ramona W. Vogt; Ran Ricks Production L.L.C.; Raymond Boswell; Reinauer Royalty Corporation; R. E. Guest; Rhoda Beth Bernstein; Richard Boeskin; Richard Berry Hamm; Richard Hartman; Richard J. Mason; Richard J. Porter and Elizabeth A. Porter; Richard D. Tarbet c/o Margaret G. Tarbet; Richmond Oil Co.; Ricks Drilling Program 79; Ricks Drilling Program 80; Ricks Exploration Corporation; Ricks Fund Employees Trust; Rilla G. Griffin, Trustee of the Rilla G. Griffin Living Trust dated 8/27/92; Robert W. Berry; Robert A. and Karla K. Campbell; Robert L. Conrad c/o Patti Myers; Robert Funk c/o Kenneth L. Spears; Robert W. Gaddis; Robert L. Ginsburg; Robert R. Hale; Robert J. Norton; Robert Reinauer; Robert L. Waller; Rosa Meyer Lewis; Rowena Kimmel Estate; Lee Kimmel, Independent Executor; Ryla June Reid; Roy Boswell; Ruth Elaine Andrews, Trustee for the benefit of Carolyn Ann Andrews Doyle; Ruth Elaine Andrews; Ruth Elaine Andrews and Interlist Bank of Mt. Pleasant, Texas, Trustees for the benefit of Carolyn Ann Andrews Doyle; Ruth Ann Sheppard; R. W. Dozier, III; R. W. Yitlalo; Saint James Ltd. c/o Jenex Petroleum Corp.; Sam R. Holington; Samuel P. Andrews; Sandra K. Holington; Sarah Brachman Trust; Marcom Brachman, Trustee; Scott A. Disney, Trustee of the Virginia A. Disney Trust Under Indenture dated the 17th day of October, 1989; Screening Mimi Oil Company, Inc.; The Security National Bank & Trust Company of Norman, Oklahoma; Shael Brachman Trust; Marcom Brachman, Trustee; Sharon Calvert Brassard; Sherman L. Calvert; Sheryl Kay McDaniel, Trustee of the Sheryl Kay McDaniel Trust dated 5/23/87; Shirley Malone; Shirley Ann Meyer; Shri S. and Sharon L. Szwalestar; Sidney Calvert; Southcoast Development Co., L.C. c/o Mack Oil Company; Southwestern Energy Production Co.; Spindletop Exploration, Inc.; Joseph V. Hughes, Jr., President; St. Mary's Episcopal Church of Edmond; Leroy G. Coffman, Sr.; Warden; State of Oklahoma c/o Commissioners of the Land Office; Steve Boswell; Steven D. Ellington; Steven and Sara Lillian Gerolde Rev. Trust; Steven W. Gray; Steven Elliott Wales; Susan Hadden Estate; William James Hadden, Jr., Independent Executor, Swede Investments; Theodore Koss; Thomas Allen Fuller; Thomas N. Giles; Thomas Hooper; Thomas G. Wargart; Tina Marie Bell; Tom King; Tom McHaffey; Troy Boswell; Twila Jean Rogers, Custodian for Cassandra Lynn Holok, a minor; Union Oil & Trust Co.; Universal Resources Corporation; University of Oklahoma Foundation, Inc.; Ursula Farley; Vera L. Stephenson; Vicki Evelyn Bell; Vicki Andrews Perkins; Virginia R. Jacobs; Virginia Berry Johnson; Walter G. Baker and Hawana L. Baker; Walter G. Berry, Jr.; Walter S. Tanner; Wansatta Wilson; Ward Petroleum Corp.; Wayne Allison Fuller; W. S. Raybourn; Trustee; W. D. Harrison; Wells Resources, Inc.; Stephen A. Wells, President; Weiss Family Trust; Marcus J. Weiss, Trustee; Wendy Susan Brachman; W. G. Bennett; W. H. McPherson; Whitestone Petroleum; William E. Budon; William T. Nelson, Jr. and Bonnie Clott Nelson, Trustees, or their successors in trust, under the Nelson Living Trust dated March 18, 1988; The William Trey Rapp Living Trust; William Trey Rapp, Trustee; William H. Stromberg, Trustee of the William H. Stromberg Trust; William S. Tanner; William Edward Tarbet; Wilma Jacobs Hickman; Wilson Consulting Corp.; Windfall Oil Investment, Inc.; Winford Holington; Wm. W. Hood, Jr.; W. T. Rapp, Jr. 1985 Revocable Trust c/o W. T. Rapp, Jr.; Z. G. Exploration, Inc. c/o Twister Gas Services, L.L.C.; Jessie Boswell Moody; Pines Valve, Inc.; and all persons, owners, producers, operators, purchasers and takers of oil and gas, and all interested parties, particularly in Cleveland County, Oklahoma.

NOTICE IS HEREBY GIVEN that Applicant in this Cause is requesting the following relief and special relief: Applicant requests the Corporation Commission issue an order creating the West Norman Pennsylvania Unconformity and Bartlesville Sand Unit providing for the unitization and unitized operation of the common source of supply named herein and approving the Plan therefore, possibly providing the order be made effective on a date prior to the signing thereof, that any spacing pertaining to this common source of supply within the unit area be suspended by the unitization order, that Northwest Oil Company be approved as unit operator, and for such other and further relief as the Commission deems fair and reasonable.

NOTICE IS FURTHER GIVEN that this Cause be set before an Administrative Law Judge for hearing, taking of evidence and reporting to the Commission.

NOTICE IS FURTHER GIVEN that this Cause will be heard before an Administrative Law Judge on the Initial Hearing Docket at the Corporation Commission, 1st Floor, Jim Thorpe Building, Oklahoma City, Oklahoma, at 8:30 a.m., on the 1st day of June, 1999, and that the Notice be published as required by law and by the rules of the Commission.

NOTICE IS FURTHER GIVEN that Applicant and interested parties may present testimony by telephone. The cost of telephone communication shall be paid by the person or persons requesting its use. Interested parties who wish to participate by telephone shall contact Applicant or Applicant's attorney, prior to the hearing date, and provide their name and phone number.

NOTICE IS FURTHER GIVEN that all interested persons may appear and be heard. For information con-

CLERKS INITIALS

BK *[Handwritten initials]* CT *[Handwritten initials]*

WEDNESDAY  
THURSDAY  
FRIDAY

PROTEST NUMBER

#3  
#3  
#3

**FILED**  
AUG 17 1999

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

SCHEDULING FORM

COURT CLERK'S OFFICE - OKC  
CORPORATION COMMISSION  
OF OKLAHOMA

UNPROTESTED DOCKET \_\_\_\_\_

PROTESTED DOCKET

CD PD FD PUD TD EN GD CAUSE NUMBER (S): 990001907

NAME OF APPLICANT(S) Northwest Oil Company

APPLICANT(S) ATTORNEY Karl F Hirsch

HEARING LEVEL

MERITS  MOTION \_\_\_\_\_ APPELLATE \_\_\_\_\_ COMMISSION EN BANC \_\_\_\_\_

HEARING DATE(S) October 13, 14 and 15, 1999

RELIEF TYPE REQUESTED: Unitization

**THIS FORM TO BE EXECUTED BY ALL PARTIES OF RECORD**

[Handwritten Signature]  
\_\_\_\_\_  
[Handwritten Signature]  
\_\_\_\_\_  
\_\_\_\_\_

ALJ/OGC: (APPROVAL IF CAUSE ASSIGNED)

STATUS REPORT

By noon on Tuesday preceding the scheduled hearing date(s) OAP shall be notified of the current case status. Parties to this agreement shall designate a party who shall be responsible for contacting parties to determine whether the cause remains protested or has been settled. Failure to notify OAP can result in loss of assigned docket priority. Notification to OAP shall be made to the OKC ALJ Docket Clerk, at (405) 521-2351 or to Tulsa ALJ Docket Clerk, at (918) 581-2296.

REVISED 10/19/92

[Handwritten Signature]  
\_\_\_\_\_

SIGNATURE OF PARTIES' DESIGNATE

PHONE NUMBER 235-1768

CLERKS INITIALS

BY ASD

WEDNESDAY  
THURSDAY  
FRIDAY

PROTEST NUMBER

#8  
#8  
#8

**FILED**

JUN 30 1999

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

COURT CLERK'S OFFICE - OKC  
CORPORATION COMMISSION  
OF OKLAHOMA

SCHEDULING FORM

UNPROTESTED DOCKET \_\_\_\_\_

PROTESTED DOCKET

CD  PD  FD  PUD  TD  EN  GD

CAUSE NUMBER (S): 990001507

NAME OF APPLICANT(S) Northwest Oil Company

APPLICANT(S) ATTORNEY Karl F Hirsch

HEARING LEVEL

MERITS  MOTION \_\_\_\_\_ APPELLATE \_\_\_\_\_ COMMISSION EN BANC \_\_\_\_\_

HEARING DATE(S) August 25, 26 and 27, 1999

RELIEF TYPE REQUESTED: Unitization

OKC	OKC	293	MAZOFF
THIS FORM TO BE EXECUTED BY ALL PARTIES OF RECORD			
<u>[Signature]</u>			

Michael Blaschke / by KFH

ALJ/OGC: (APPROVAL IF CAUSE ASSIGNED)

STATUS REPORT

By noon on Tuesday preceding the scheduled hearing date(s) OAP shall be notified of the current case status. Parties to this agreement shall designate a party who shall be responsible for contacting parties to determine whether the cause remains protested or has been settled. Failure to notify OAP can result in loss of assigned docket priority. Notification to OAP shall be made to the OKC ALJ Docket Clerk, at (405) 521-2351 or to Tulsa ALJ Docket Clerk, at (918) 581-2296.

[Signature]

SIGNATURE OF PARTIES' DESIGNATE

PHONE NUMBER 235-1768

# Hall Resources Corp.

B.P. Hall  
Petroleum Geologist  
(816) 796-2906

CD 990001507

18011 Redwood Dr.  
Independence, MO 64056

March 19, 2004

MAR 23 2004

James K. Lewis  
P. O. Box 217  
Ratliff City, OK 73481

**FILED**

MAR 24 2004

West Norman Enhanced Recovery Unit (Order No. 436520)  
Owner No. 0000102152  
Cleveland County, Oklahoma

COURT CLERK'S OFFICE - OKC  
CORPORATION COMMISSION  
OF OKLAHOMA

Dear Mr. Lewis,

As a Working Interest Owner beneath the captioned unit, I request that you send me a copy of the Division Order Title Opinion covering this acreage.

Please send this information to me and I will check with Rod W. Ylitalo, another Working Interest Partner to confirm the interest we have within this unit.

Very truly yours,

B. P. Hall

copy: Rod W. Ylitalo  
P. O. Box 10102  
Enid, OK 73706

Oklahoma Corporation Commission  
Oil & Gas Conservation Division  
Attn. Unitized Management,  
Operation And Further Development  
P. O. Box 52000  
Oklahoma City, OK 73152-2000

PLAN OF UNITIZATION  
WEST NORMAN PENNSYLVANIAN  
UNCONFORMITY AND BARTLESVILLE SAND UNIT  
CLEVELAND COUNTY, OKLAHOMA

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PLAN OF UNITIZATION  
WEST NORMAN PENNSYLVANIAN  
UNCONFORMITY AND BARTLESVILLE SAND UNIT  
CLEVELAND COUNTY, OKLAHOMA

This Plan of Unitization, entered into as of the \_\_\_\_ day of \_\_\_\_\_, 1998, by the parties who have signed the original of this instrument, a counterpart thereof or other instrument, agreeing to be bound by the provisions hereof;

WITNESSETH:

WHEREAS, the following shall constitute the Plan of Unitization applicable to the West Norman Pennsylvanian Unconformity and Bartlesville Sand Unit, Cleveland County, Oklahoma, created pursuant to authority of Section 287. 1-287.15, inclusive, Title 52, Oklahoma Statutes, 1981, and;

WHEREAS, the purposes of the Plan of Unitization are the Unitized management, operation and further development of the Unitized Formations as herein defined, all to the end that a greater ultimate recovery of Oil and Gas may be had therefrom, that waste be prevented, and the correlative rights of the respective owners protected;

NOW, THEREFORE, in consideration of the premises and of the mutual agreements herein contained, it is agreed as follows:

**ARTICLE 1:**

**DEFINITIONS**

As used in this Plan of Unitization, the terms herein shall have the following meaning:

1. 1. Unit means the West Norman Pennsylvanian Unconformity and Bartlesville Sand Unit.
1. 2. Unit Area means the lands described by Tracts in Exhibit "A" and shown on Exhibit "B".
1. 3. Unitized Formations means that single common source of supply of oil and gas commonly known or described as the Bartlesville and Pennsylvanian Unconformity Sand Formations encountered in the interval lying between the depths of 8024 feet and 8298 feet below the surface as found on the electric log for the L. O. Ward Oklahoma C-16-1 Well located in the Southwest Quarter of the Southwest Quarter of the Northeast Quarter of Section 16, Township 9 North, Range 3 West, Cleveland County, Oklahoma.
1. 4. Unitized Substances (unit production) means all Oil and Gas within or produced from the Unitized Formations.
1. 5. Oil and Gas means not only oil and gas as such in combination one with the other but means oil, gas, casinghead gas, casinghead gasoline, condensate or other hydrocarbons or associated minerals, or any combination thereof.
1. 6. Lessee means an owner of an interest in Unitized Substances by virtue of a lease, operating agreement, fee title, or otherwise including a carried interest, which interest is chargeable with and obligated to pay or bear, either in cash or out of production or otherwise, all or a portion of the costs of drilling, developing, producing, and operating the Unitized Formations. The owner of Oil and Gas Rights that are free of lease or other instrument conveying the working interest to

another shall be regarded as a Lessee to the extent of 7/8 of its interest in Unitized Substances, and as a Royalty Owner with respect to its remaining 1/8 interest therein.

1. 7. Royalty Owner means an owner of an interest in any portion of the Unitized Substances or proceeds thereof other than that of a Lessee.

1. 8. Tract means each parcel of land described as such and given a Tract number in Exhibit "A". These tracts are also indicated on the map included as Exhibit "B".

1. 9. Unit Operator means the Lessee or Person designated to develop and operate the Unitized Formations, acting as Operator and not as a Lessee.

1. 10. Tract Participation means the percentage shown on Exhibit "A" for allocating Unitized Substance to a Tract under this Plan of Unitization. On Exhibit "A", there is shown for each Tract, a Phase I Tract Participation, and a Phase II Tract Participation. Exhibit "C" details the equations used to determine the Phase I and Phase II participation of each tract.

1. 11. Unit Participation of each Lessee means the sum of the percentages obtained by multiplying the working interest of such Lessee in each Tract by the Tract Participation of such Tract.

1. 12. Outside Substances means all substances obtained from any source other than the Unitized Formations and which are injected into the Unitized Formations.

1. 13. Oil and Gas Rights means the right to explore, develop, and operate lands within the Unit Area for the production of Unitized Substances, or to share in the production so obtained or the proceeds thereof.

1. 14. Operating Committee means the committee as constituted under Article II of this Plan of Unitization.

1. 15. Unit Operations means all operations conducted by the Unit or Unit Operator pursuant to this Plan of Unitization for or on account of the development and operation of the Unitized Formations for the production of Unitized Substances.

1. 16. Unit Equipment means all personal property, lease and well equipment, plants, and other facilities and equipment taken over or otherwise acquired for the joint account of the Lessees for use in Unit Operations.

1. 17. Unit Expense means all cost, expense, or indebtedness incurred by the Unit or Unit Operator pursuant to this Plan of Unitization.

1. 18. Effective Date means the time when the Unit takes over and commences Unit Operations.

1. 19. Commission means the Corporation Commission of the State of Oklahoma.

1. 20. Person means any individual, corporation, partnership, common law or statutory trust, association of any kind, the State of Oklahoma, or any subdivision or agency thereof acting in a proprietary capacity, guardian, executor, administrator, fiduciary of any kind, or any entity capable of holding an interest in the Unitized Formations.

1. 21. Singular and Plural-Gender. Unless the context otherwise clearly indicates, words used in the singular include the plural, the plural includes the singular, and the neuter gender includes the masculine and feminine.

## ARTICLE 2

### EXHIBITS

2. 1. Exhibits. Attached hereto are the following exhibits which are incorporated herein by reference.

2. 1. 1. Exhibit "A", which is a schedule that describes each Tract in the Unit Area and shows its Tract Participation
2. 1. 2. Exhibit "B", which is a map that shows the boundary lines of the Unit Area and Tracts therein.
2. 1. 3. Exhibit "C", which details the equations used to determine the Phase I and Phase II participation of each tract.
2. 1. 4. Exhibit "D", which is the Accounting procedure applicable to Unit Operations. If there is any conflict between this Plan of Unitization and Exhibit "D", this Plan of Unitization shall prevail.
2. 1. 5. Exhibit "E", which contains insurance provisions applicable to Unit Operation.

2. 2. Correcting Errors. The shapes and descriptions of the respective Tracts have been established by using the best information available. If it subsequently appears that any Tract, because of diverse royalty or working interest ownership on the Effective Date hereof, should be divided into more than one Tract, or that any error has been made in the preparation of exhibits or information shown thereon, Unit Operator, with the approval of the Operating Committee, may correct the mistake by revising the exhibits to conform to the facts. The revision shall not include any reevaluation of engineering or geological interpretations used in determining Tract Participation. Each such revision of an exhibit shall be effective at 7:00 A.M. on the first day of the calendar month next following the filing of the revised exhibit with the Secretary of the Commission, or on such other date as may be determined by the Operating Committee and set forth in the revised exhibit.

## ARTICLE 3

### CREATION AND EFFECT OF UNIT

3. 1. Oil and Gas Rights Unitized. Subject to the provisions of this Plan of Unitization, all Oil and Gas Rights of Royalty Owners in and to the lands described in Exhibit "A", and all Oil and Gas Rights of Lessees in and to said lands, are hereby unitized insofar as the respective Oil and Gas Rights pertain to the Unitized Formations, so that Unit Operations may be conducted as if the Unitized Formations had been included in a single lease executed by all Royalty Owners, as Lessors, in favor of all Lessees, and as if the lease had been subject to all of the provisions of this Plan of Unitization.

3. 2. Personal Property Excepted. Subject to the provisions of Article 16, all lease and well equipment, materials, and other facilities heretofore or hereafter placed by any of the Lessees on the lands covered hereby shall be deemed to be and shall remain personal property belonging to and may be removed by the Lessees.

3. 3. Amendment of Leases and Other Agreements. The provisions of the various leases, agreements, division and transfer orders, or other instruments covering the respective Tracts or the production therefrom are amended to the extent necessary to make them conform to the provisions of this Plan of Unitization, but otherwise shall remain in effect. The division orders shall cover and apply to that fraction of the production from the Unit Area as is allocated to such separately owned Tract in Exhibit "A" (effective as of the Effective Date of the Unit) and purchasers

of production are authorized to pay for the unit production in accordance with percentages set forth in Exhibit "A" without procuring new division orders.

3. 4. Continuation of Leases and Term Royalties. Operations, including drilling operations, conducted with respect to the Unitized Formations on any part of the Unit Area, or production from any part of the Unitized Formations shall be considered as like operations upon or production from each Tract, and such operations or production shall constitute a compliance with and continue in effect such lease, term royalty, or other agreement as to all lands covered thereby just as if such operations had been conducted and a well had been drilled on and was producing from each Tract.

3. 5. Titles Unaffected by Unitization. Nothing herein shall be construed to result in the transfer of title to the Oil and Gas Rights by any Person to any other Person or to Unit Operator. The intention is to provide for the cooperative development and operation of the Tracts and for the sharing of Unitized Substances as herein provided.

3. 6. Injection Rights. Royalty Owners hereby grant Unit Operator the right to inject into the Unitized Formations any substances in whatever amounts the Operating Committee deems expedient for Unit Operations, together with the right to drill, use, and maintain injection wells on the Unit Area, and to use for injection purposes any nonproducing or abandoned wells or dry holes, and any producing wells completed in the Unitized Formations.

3. 7. Cooperative Agreements. The Operating Committee, in the interest of conservation and to increase the recovery of Unitized Substances, may authorize and empower the Unit Operator to execute agreements with the owners of working interests in lands outside the Unit Area for cooperative development, operating, fluid injection or similar programs with respect to portions of the formations unitized herein and which are outside the Unit Area. Any such agreement shall make provision for the drilling or conversion, equipping and operation of compensating fluid injection wells in the Unitized Formations and adjoining portions of formations unitized herein outside the Unit Area. The rate of fluid injection into such wells inside the Unit Area shall be approximately equal to the rate of injection into such wells outside the Unit Area. Any such cooperative agreement shall in no way affect or alter the Tract participation established hereunder, nor shall the same provide for the sharing or allocation of production as between the Unit Area, as herein defined, and any outside lands.

3. 8. Indemnity. Lessees shall retain all risk and liability of whatsoever nature connected with operations conducted on the Unit Area prior to the Effective Date and agree to indemnify, defend and hold Unit Operator and all other Lessees harmless from all liabilities, penalties, claims, causes of action, demands, lawsuits, and expenses arising therefrom.

#### ARTICLE 4

##### PLAN OF OPERATION

4. 1. Operating Methods. To the end that the quantity of Unitized Substances ultimately recoverable may be increased and waste prevented, the Unit Operator, under direction of the Operating Committee, shall with diligence and in accordance with good engineering and production practices, engage in secondary recovery operations in the Unitized Formations.

4. 2. Change of Operating Methods. Nothing herein shall prevent the Operating Committee from discontinuing or changing in whole or in part any method of operation which, in its opinion, is no longer in accord with good engineering or production practices. Other methods of operation may be conducted or changes may be made by the Operating Committee from time to time if determined by it to be feasible, necessary, or desirable to increase the ultimate recovery of Unitized Substances.

## ARTICLE 5

### ALLOCATION OF UNITIZED SUBSTANCES

5. 1. Tract Participation. The Tract Participation Formula is shown in Exhibit "C" and the Tract Participation of each Tract is shown in Exhibit "A". Phase I Tract Participation shall be the effective Tract Participation until 512,379 barrels of oil have been produced and sold from the Unitized Formations within the Unit Area from December 1, 1996. Beginning the first day of the month following the expiration of Phase I, Phase II Tract Participation shall be the effective Tract Participation.

5. 2. Allocation to Tracts. All Unitized Substances that are produced, except those used in Unit Operations or unavoidably lost, shall be allocated to the several Tracts in accordance with the respective Tract Participation. The amount of Unitized Substances allocated to each Tract, regardless of whether it is more or less than the actual production of Unitized Substances from the well or wells, if any, on such Tract, shall be deemed for all purposes to have been produced from such Tract.

5. 3. Distribution Within Tracts. The Unitized Substances allocated to each Tract shall be distributed among, or accounted for to, the Persons entitled to share in the production from such Tract in the same manner, in the same proportions, and upon the same conditions as they would have participated and shared in the production from such Tract, or in the proceeds thereof, had this Plan of Unitization not been adopted, and with the same legal effect. If any Oil and Gas Rights in a Tract are or become divided and owned in severalty as to different parts of the Tract, the owners of the divided interests, in the absence of an agreement providing for a different division, shall share in the Unitized Substances allocated to the Tract, or in the proceeds thereof, in proportion to the mineral acreage of their respective parts of the Tract.

Where all or any portion of an established drilling and spacing unit is included in the Unit Area, the Persons entitled to share in the production from the drilling and spacing unit shall be entitled to share in the Unitized Substances allocated to each Tract within said drilling and spacing unit, in the same proportion and upon the same conditions as they would have participated and shared in production from such drilling and spacing unit or the proceeds therefrom, had this Plan of Unitization not been adopted.

5. 4. Taking Unitized Substances in Kind. The Unitized Substances allocated to each Tract shall be delivered in kind to the respective Persons entitled thereto by virtue of the ownership of Oil and Gas Rights therein or by purchase from such Owners. Such Persons, or the purchasers of the Unitized Substances, shall have the right to construct, maintain and operate within the Unit Area all necessary facilities for that purpose, provided that they are so constructed, maintained, and operated as not to interfere with Unit Operations. Any extra expenditures incurred by Unit Operator by reason of the delivery in kind of any portion of the Unitized Substances shall be borne by the receiving Person. If a Royalty Owner has the right to take in kind a share of Unitized Substances and fails to do so, the Lessee of such Royalty Owner shall be entitled to take in kind such share of the Unitized Substances.

5. 5. Failure to Take in Kind. If any Person fails to take in kind or separately dispose of its share of Unitized Substances, Unit Operator shall have the right but not the obligation, for the time being and subject to revocation at will by the Person owning the share, to purchase for its own account or sell to others such share at not less than the price received by the Unit Operator for its share, provided that all contracts of sale by Unit Operator of any other Person's share of Unitized Substances shall be only for such reasonable periods of time as are consistent with the minimum needs of the industry under the circumstances, but in no event shall any such contract be for a period in excess of one year without the written consent of the Person failing to take in kind. The proceeds of the Unitized Substances so disposed of by Unit Operator shall be paid to the Person entitled thereto.

5. 6. Production Where Title is in Dispute. If the title or right of any Person claiming the right to receive in kind all or any portion of the Unitized Substances allocated to a Tract is in dispute, Unit Operator, at the direction of the Operating Committee, shall either:

1. Require that the Person to whom such Unitized Substances are delivered or to whom the proceeds thereof are paid, furnish security for the proper accounting therefore to the rightful owner if the title or right of such Person fails in whole or in part, or
2. Withhold and market the portion of the Unitized Substances with respect to which title or right is in dispute, and impound the proceeds thereof until such time as the title or right thereto is established by a final judgment of a court of competent jurisdiction or otherwise to the satisfaction of the Operating Committee, whereupon the proceeds so impounded shall be paid to the Person rightfully entitled thereto plus any and all interest that may have been earned and accrued to the benefit of said proceeds impounded and no more.

5. 7. Responsibility for Royalty Settlements. Any Person receiving in kind or separately disposing of all or part of the Unitized Substances allocated to any Tract or receiving the proceeds therefrom (other than Unit Operator who has received such proceeds upon disposition of the production from a tract when the person entitled to take the production in kind has failed to do so) shall be responsible for the payment thereof to the Persons entitled thereto, and shall indemnify all other Persons, including Unit Operator, against any liability for all royalties, overriding royalties, production payments, production and windfall taxes, and any other applicable state taxes and all other payments chargeable against or payable out of such Unitized Substances or the proceeds therefrom.

5. 8. Sliding Scale Royalty. Any royalty or other payment which varies, under the terms of the instrument creating it, according to actual production from a Tract or according to the capability of wells located thereon to produce, shall, on and after the Effective Date hereof, be computed upon that portion of the Unitized Substances allocated to the particular Tract and not upon the actual production of Oil and Gas from the Tract or the capability of the wells thereon to produce. If any such royalty or other payment depends on the production or pipe line runs from a well, such production or pipe line runs shall be determined by dividing the Unitized Substances allocated to the Tract by the number of wells located thereon that were capable of producing as of the Effective Date; however, if any Tract has no well thereon capable of producing Unitized Substances on the Effective Date, the Tract shall, for the purpose of this determination be deemed to have one such well thereon.

5. 9. Royalty on Outside Substances.

1. If any Outside Substances consisting of natural gases are injected into the Unitized Formations, fifty percent (50%) of any like substances contained in Unitized Substances, subsequently produced and sold or used for other than operations hereunder, shall be deemed to be Outside Substances until the aggregate of said fifty percent (50%) equals the accumulated volume of such natural gases injected into the Unitized Formations and no payments shall be due or payable to the royalty owners thereon;
2. If liquid hydrocarbons are the Outside Substances injected and the Unitized Substances subsequently produced contain such liquid hydrocarbons as determined by the Operating Committee by applicable tests, then commencing on the first day of the calendar month following such a determination, ten percent (10%) of all oil produced from the Unitized Formations and sold during any month, shall be deemed to be the Outside Substances so injected until the total value thereof equals the total cost of the Outside Substances so injected and no royalty payment shall be due or payable on said quantity.

## ARTICLE 6

### USE OR LOSS OF UNITIZED SUBSTANCES

6. 1. Use of Unitized Substances. Unit operator may use or consume as much of the Unitized Substances as it deems necessary for Unit Operations, including but not limited to the injection thereof into the Unitized Formations.

6. 2. Royalty Payments. No royalty, overriding royalty, production, or other payments shall be payable upon, or with respect to, Unitized Substances used or consumed in Unit Operations or which otherwise may be lost or consumed in the production, handling, treating, transportation, or storing of Unitized Substances.

## ARTICLE 7

### TITLES

7. 1. Title Information. Upon request of the Operating Committee, the Lessees of a Tract shall furnish and make available to the Operating Committee or the Unit Operator abstracts in their possession, and if requested, an abstract brought to the date of the request, together with all other title information in the possession of such Lessees, affecting their title to the Oil and Gas rights in and to such Tract.

7. 2. Indemnity. Each Person who may claim to own a working interest or royalty interest in and to any Tract or the Unitized Substances allocated thereto, shall indemnify and hold harmless all other Persons of interest from any loss due to failure in whole or in part, of its title to any such interest, except failure of title arising out of Unit Operations; provided that, such indemnity shall be limited to an amount equal to the net value that has been received from the sale or receipt of Unitized Substances attributed to the interest as to which title failed. Each failure of title will be deemed to be effective, insofar as this Plan of Unitization is concerned, as of the first day of the calendar month in which such failure in whole or in part, of its title to any such interest is determined to have taken place, except failure of title arising out of Unit Operations; provided that, such indemnity shall be limited to an amount equal to the net value that has been received from the sale or receipt of Unitized Substances attributed to the interest as to which title failed. Any legal expense, fees, costs or other charges incurred in the defense of the interest in question shall not be a Unit Expense, it being the intention that each Person be responsible for defending its own title and bear the costs and expenses incurred in connection therewith.

7. 3. Changes in Interest. All transfers (by operation of law or otherwise), assignments and conveyances of any interest in, or with respect to, any of the tracts shall be subject to the terms, provisions and conditions of this Plan. Each such transfer, assignment or conveyance, whether so stated or not, shall operate to impose upon the Person acquiring such interest the obligation of the assignor or grantor with respect to the interest so transferred and shall likewise operate to give and grant to the Person acquiring such interest all benefits attributable hereunder to such interest.

## ARTICLE 8

### EASEMENTS OR USE OF SURFACE

8. 1. Grant of Easements. The Unit and Unit Operator shall have the right to use as much of the surface of the land within the Unit Area as reasonably may be necessary for Unit Operations.

8. 2. Use of Water. The Unit and Unit Operator shall have free use of surface or subsurface water from the Unit Area for Unit Operations, including the right to drill water supply wells; provided that, Unit Operator shall not use fresh water from any well, lake, pond, or irrigation ditch of a landowner without written consent of the landowner.

8. 3. Surface Damages. The Unit shall pay the rightful owners for damages to growing crops, timber, fences, improvements, and structures on the Unit Area that result from Unit Operations. Any such payment shall be charged as a Unit Expense.

## ARTICLE 9

### INDIVIDUAL RELATIONSHIPS AND RIGHTS

9. 1. No Partnership. The duties, obligations, and liabilities of the Lessees shall be several and not joint or collective. This Plan of Unitization is not intended to create and shall not be construed to create, an association or trust, or to impose a partnership duty, obligation, or liability with regard to any one or more of the Lessees. Each Lessee shall be individually responsible for its own obligations as herein provided.

9. 2. No Sharing of Market. Nothing herein shall be construed to provide, directly or indirectly, for any cooperative refining, joint sale, or marketing of Unitized Substances.

9. 3. Information to Royalty Owners. Each Royalty Owner shall be entitled to receive from its Lessee all information to which such Royalty Owner is entitled by an existing agreement.

9. 4. Specific Rights of Lessees. Each Lessee shall have, among others, the following specific rights:

9. 4. 1. Access to Unit Area. Access to the Unit Area at all reasonable times to inspect Unit Operations, all wells, and the records and data pertaining thereto.

9. 4. 2. Reports. The right to receive from Unit Operator, upon written request, copies of all reports to any governmental agency, reports of crude oil runs and stocks, inventory reports, and all other information pertaining to Unit Operations; provided that, the costs of gathering and furnishing information not ordinarily furnished by Unit Operator to all Lessees shall be charged to the Lessee who requests the information.

9. 5. Royalty Owners Free of Cost. A one-eighth (1/8) part of the Unitized Substances allocated to each Tract shall in all events be regarded as royalty to be distributed to and among or the proceeds thereof paid to, the basic Royalty Owners free and clear of all Unit Expense and free of any lien.

## ARTICLE 10

### GENERAL POWERS OF THE UNIT

10. 1. General Powers of the Unit. The Unit is authorized for the account of all owners of Oil and Gas Rights within the Unit Area, without profit to the Unit, to supervise and conduct the further development and operation of the Unit Area for the production of Oil and Gas from the Unitized Formations, pursuant to the powers conferred and subject to the limitations imposed by the provision of Sections 287.1-287.15, inclusive, Title 52, Oklahoma Statutes, 1981, or any amendment thereof, and by this Plan of Unitization.



## ARTICLE 11

### CREATION OF OPERATING COMMITTEE AND SUPERVISION OF UNIT OPERATIONS

11. 1. Creation of Operating Committee. An Operating Committee is hereby created to consist of one representative to be designated by each Lessee, provided that an individual Lessee may be a member of the Committee. Each Lessee shall, in writing, inform Unit Operator of the names and addresses of the representative and alternate who are authorized to represent and bind such Lessee with respect to Unit Operations. The representative or alternate may be changed from time to time by written notice to Unit Operator.

11. 2. Officers. The representative of the Unit Operator shall be Chairman of the Operating Committee. The Committee shall select a Secretary and other officers as the Committee deems proper. The Secretary and other officers may or may not be members of the Committee. The Secretary shall keep and maintain the records of the action of the Committee. The Officers shall serve at the will of the Operating Committee and perform the other duties that are delegated to them by the Operating Committee.

11. 3. Over-all Supervision. The Operating Committee shall exercise over-all supervision and control of all matters pertaining to Unit Operations pursuant to this Plan of Unitization.

11. 4. Specific Authorities and Duties. The matters with respect to which the Operating Committee shall decide and take action shall include, but not be limited to, the following:

11. 4. 1. Method of Operation. The method of operation, including any type of pressure maintenance, secondary recovery, or other recovery program to be employed.

11. 4. 2. Drilling of Wells. The drilling of any well whether for production of Unitized Substances, for use as an injection well, or for other purposes.

11. 4. 3. Well Recompletions and Change of Status. The recompletion, abandonment, or change of status of any well, or the use of any well for injection or other purposes.

11. 4. 4. Expenditures. The making of any single expenditure, in excess of Thirty Thousand Dollars (\$30,000.00); provided that, approval by the Operating Committee of the drilling, workover, drilling deeper, or plugging back of any well shall include approval of all necessary expenditures required therefore, and for completing, testing, and equipping the well, including necessary flow lines, separators and lease tankage.

11. 4. 5. Disposition of Unit Equipment. The selling or otherwise disposing of any surplus Unit Equipment, if the current list price of new equipment similar thereto is Five Thousand Dollars (\$5,000.00) or more.

11. 4. 6. Appearance Before a Court or Regulatory Agency. The designating of a representative to appear before any court or regulatory agency in matters pertaining to Unit Operations; provided that, such designation shall not prevent any Lessee from appearing in person or from designating another representative in its own behalf.

11. 4. 7. Audits. The auditing of the accounts of Unit Operator pertaining to Unit Operations; provided that, the audits shall:

- a. not be conducted more than once each year except upon the resignation or removal of Unit Operator,

- b. be made at the expense of all Lessees other than the Lessee designated as Unit Operator, on the basis of the Unit Participation in effect at the time of the audit, and
  - c. be made upon not less than thirty (30) days' written notice to Unit Operator.
- 11. 4. 8. Inventories. The taking of periodic inventories under the terms of Exhibit "D".
  - 11. 4. 9. Technical Services. The authorizing of charges to the joint account for services by consultants.
  - 11. 4. 10. Assignment to Committees. The appointment of committees to study any problems in connection with Unit Operations.
  - 11. 4. 11. Replacement of Unit Operator. The removal of Unit Operator and the selection of a successor.
  - 11. 4. 12. Investment Adjustment. The adjustment and readjustment of investments.
  - 11. 4. 13. Termination of Operations. The termination of Unit Operations and the Plan of Unitization.

11. 5. Meeting of Operating Committee. All meetings of the Operating Committee shall be called by Unit Operator upon its own motion or at the request of one or more Lessees having a total Unit Participation then in effect of not less than ten percent (10%). No meeting shall be called on less than fourteen (14) days advance written notice, with agenda for the meeting attached. The Operating Committee shall have the right to amend items included on the agenda and to decide the amended items or other items presented at the meeting. A copy of the Minutes of each meeting shall be mailed to each member of the Operating Committee within a reasonable time after the meeting.

11. 6. Voting Procedure. The Operating Committee shall decide all matters coming before it as follows:

- 11. 6. 1. Voting Interest. Each Lessee shall have a voting interest equal to its Phase II Unit Participation.
- 11. 6. 2. Vote Required. Unless otherwise provided herein, all matters shall be decided by an affirmative vote of three or more Lessees having sixty-five percent (65%) or more voting interest; provided that if any one Lessee has in excess of thirty-five percent (35%) voting interest, its vote must be supported by the vote of two (2) other Lessees with at least a combined interest of ten percent (10%) to defeat a matter.
- 11. 6. 3. Vote at Meeting by Non-attending Lessee. Any Lessee who is not represented at a meeting may vote by letter or facsimile addressed to the representative of the Unit Operator if its vote is received prior to the vote on the item.
- 11. 6. 4. Poll Votes. The Operating Committee may vote on and decide, by letter or facsimile, any matter submitted in writing to the members of the committee, if no meeting is requested, as provided in Section 11.5, within seven (7) days after the proposal is sent to the members. Unit Operator will give prompt notice of the results of the voting to all members of the Operating Committee.

11. 7. Non-Liability. No member of the Operating Committee, or of any other committee, shall be liable or individually responsible for any act of commission or omission as a member of such committee.

## ARTICLE 12

### UNIT OPERATOR

12. 1. Initial Unit Operator.

Northwest Oil Company with offices at  
3232 McKinney Avenue, Suite 770  
Dallas, Texas 75204  
Tel.: (214) 871-9741  
Fax:(214) 871-2764

is hereby designated as Unit Operator.

12. 2. Resignation or Removal. Unit Operator may resign at any time. If Unit Operator terminates its legal existence, no longer owns an interest hereunder in the Unit, or is no longer capable of serving as Operator, Operator shall be deemed to have resigned. The Operating Committee may remove Unit Operator if it fails or refuses to carry out its duties hereunder, or becomes insolvent, bankrupt or is placed in receivership, by the affirmative vote of at least sixty percent (60%) of the voting interest remaining after excluding the voting interest of Operator and related entities. Such resignation or removal shall not become effective until 7:00 o'clock A.M. on the first day of the calendar month following the expiration of ninety (90) days after the giving of notice of resignation by Unit Operator or action by the Operating Committee to remove Unit Operator, unless a successor Unit Operator has been selected and assumes the duties of Unit Operator at an earlier date. A change of corporate name or structure of Unit Operator or transfer of Unit Operator's interest to any single subsidiary, parent or successor corporation shall not be the basis for removal of Unit Operator.

12. 3. Selection of Successor. Upon the resignation or removal of a Unit Operator, a successor Unit Operator shall be selected by the Operating Committee. If the Unit Operator that is removed fails to vote or votes only to succeed itself, the successor Unit Operator may be selected by the affirmative vote a majority of the voting interest remaining after excluding the voting interest of the Unit Operator that was removed.

## ARTICLE 13

### AUTHORITIES AND DUTIES OF UNIT OPERATOR

13. 1. Exclusive Right to Operate Unit. Subject to the provisions of this Plan of Unitization and to instructions from the Operating Committee, Unit Operator shall have the exclusive right and be obligated to conduct Unit Operations.

13. 2. Workmanlike Conduct. Unit Operator shall conduct Unit Operations in a good and workmanlike manner, as would a prudent operator under the same or similar circumstances. Unit Operator shall freely consult with the Operating Committee and keep it informed of all matters which Unit Operator, in the exercise of its best judgment, considers important. Unit Operator shall not be liable to Lessees for damages unless such damages result from its gross negligence or willful misconduct.

13. 3. Liens and Encumbrances. Unit Operator shall endeavor to keep the lands and leases in the Unit Area free from all liens and encumbrances occasioned by Unit Operations, except the lien of Unit and Unit Operator granted hereunder.

13. 4. Employees. The number of employees used by Unit Operator in conducting Unit Operations, their selection, hours of labor, and compensation shall be determined by Unit Operator. Such employees shall be the employees of Unit Operator.

13. 5. Records. Unit Operator shall keep correct books, accounts, and records of Unit Operations.

13. 6. Reports to Lessees. Unit Operator shall furnish to Lessees monthly reports of Unit Operations unless otherwise decided by the Operating Committee.

13. 7. Reports to Governmental Authorities. Unit Operator shall make all reports to governmental authorities that it has the duty to make as Unit Operator.

13. 8. Engineering and Geological Information. Unit Operator shall furnish to a Lessee, upon written request, a copy of the log and other engineering and geological data pertaining to any well drilled by Unit Operator.

13. 9. Expenditures. Unit Operator is authorized to make all expenditures for normal or recurring operating expenses and other single expenditures not in excess of Thirty Thousand Dollars (\$30,000.00) without prior approval of the operating Committee. If an emergency occurs, Unit Operator may immediately make or incur expenditures that in its opinion are required to deal with the emergency. Unit Operator shall report to Lessees, as promptly as possible, the nature of the emergency and the action taken.

13. 10. Wells Drilled by Unit Operator. All wells drilled by Unit Operator shall be at the usual rates prevailing in the area. Unit Operator may employ its own tools and equipment only with the approval of the Operating Committee, but the charge therefore shall not exceed the prevailing rate in the area and the work shall be performed by Unit Operator under the same terms and conditions as are usual in the area in contracts of independent contractors doing work of a similar nature. These provisions will also apply to workovers.

13. 11. Restoration of Surface Conditions Existing Prior to Unitization. Lessee, upon request of Unit Operator, shall fill all pits, remove concrete foundations, or perform any other restoration work necessary to restore surface damage, which existed prior to Effective Date. If Lessee has not completed said work within ninety (90) days after notification by Unit Operator, then Unit Operator shall be authorized to perform the necessary restoration. The cost of any such work to restore surface to a condition that is acceptable to the proper regulatory body shall be borne entirely by the Lessee or Lessees who contributed such lands to the Unit; provided, however, that any restoration work charged to original Lessee must be performed within one (1) year after Effective Date, and must further be in compliance with regulatory body requirements in effect on the date restoration work is performed. All restoration work performed by Unit Operator subsequent to one year after the effective date shall be charged as Unit expense.

## ARTICLE 14

### TAXES

14. 1. Ad Valorem Taxes. Beginning with the first calendar year after the Effective Date hereof, Unit Operator shall make and file all necessary ad valorem tax renditions and returns with the proper taxing authorities covering all real and personal property of each Lessee used or held by Unit Operator in Unit Operations. Unit Operator shall settle assessments arising therefrom. All such ad valorem taxes shall be paid by Unit Operator and charged to the Lessees in proportion to their Unit Participation in effect at the time.

14. 2. Other Taxes. Each Person shall pay or cause to be paid all production, severance, gathering, and other taxes imposed upon or in respect of the production or handling of its share of Unitized Substances.

## ARTICLE 15

### INSURANCE

15. 1. Insurance. Unit Operator, with respect to Unit Operations, shall do the following:

15. 1. 1. Comply with the Workmen's Compensation Law of the State of Oklahoma.

15. 1. 2. Require that each contractor and subcontractor engaged in Unit Operations comply with the Workmen's Compensation Law of the State of Oklahoma.

15. 1. 3. Carry or provide such other insurance as set forth in Exhibit "E".

15. 2. Notices of Damages, Claims, and Suits by Unit Operator to Lessees. Unit Operator shall report to Lessees as soon as practicable after each occurrence, (a) damages or losses to Unit Equipment exceeding Twenty Five Thousand Dollars (\$25,000.00) in value and (b) accidents, occurrences, claims, or suits involving third party bodily injury or property damage expected to exceed Twenty Five Thousand Dollars (\$25,000.00) in amount, which are not covered by insurance carried for the benefit of Lessees.

## ARTICLE 16

### ADJUSTMENTS OF INVESTMENTS

16. 1. Personal Property Taken Over. Upon the Effective Date hereof, Lessees shall deliver to Unit Operator the following:

16. 1. 1. Wells and Casing. All wells completed in the Unitized Formations together with the casing therein to the base of the Unitized Formations.

16. 1. 2. Well and Unit Equipment. The tubing in each such well, the wellhead connections thereon, and all other lease and operating equipment that is used in the operation of such wells which the Operating Committee determines is necessary or desirable for conducting Unit Operations.

16. 1. 3. Records. A copy of all production and well records that pertain to such wells.

16. 2. Inventory and Evaluation of Personal Property. The Operating Committee shall at Unit Expense inventory and evaluate as determined by the Operating Committee, the personal property taken over. The inventory and evaluation shall include and be limited to those items of equipment normally considered controllable as indicated in the latest Revision of the Material Classification Manual prepared by the Council of Petroleum Accountants Societies of North America. The Operating Committee may determine that other items of equipment, normally considered noncontrollable, be included in the inventory and evaluation if necessary to provide equitable adjustment of investments.

16. 3. Investment Adjustment. Upon approval by the Operating Committee of the inventory and evaluation, each Lessee shall be credited with the value of its interest in all personal property taken over under Section 16.1.1 and 16.1.2, and shall be charged with an amount equal to that obtained by multiplying the total value of all personal property taken over under Section 16.1.1 and 16.1.2 by such Lessee's Phase II Unit Participation. If the charge against any Lessee is greater than the amount credited to such Lessee, the resulting net charge shall be an item of Unit Expense chargeable against such Lessee. If the credit to any Lessee is greater than the amount charged against such Lessee, the resulting net credit shall be paid to such Lessee by Unit Operator out of funds received by it in settlement of the net charges described above.

16. 4. General Facilities. The acquisition of warehouse, warehouse stocks, lease houses, camps, facility systems, and office buildings necessary for Unit Operations shall be by negotiations by the owners thereof and Unit Operator, subject to the approval of the Operating Committee.

16. 5. Ownership of Personal Property and Facilities. Each Lessee, individually, shall by virtue hereof own an undivided interest, equal to its Phase II Unit Participation, in all personal property and facilities taken over by the Unit Operator pursuant to this Plan of Unitization.

## ARTICLE 17

### UNIT EXPENSE

17. 1. Basis of Charge to Lessees. Unit Operator initially shall pay all Unit Expense. All charges, credits, and accounting for Unit Expense shall be in accordance with Exhibit "D". Unit Expense shall be apportioned among and assessed against the Tracts in proportion to their respective Phase II Tract Participations shown on Exhibit "A". Except as otherwise provided herein, the Lessees obligated or responsible for the cost and expenses of operating a Tract in the absence of unitization, in the same proportion and to the same extent, shall be chargeable with and responsible for the payment of the Unit Expense charged against such Tract.

17. 2. Budgets. Before or as soon as practical after the Effective Date hereof, Unit Operator shall prepare a budget of estimated Unit Expense for the remainder of the calendar year and on or before the first day of each January thereafter shall prepare such a budget for the ensuing calendar year. A budget shall set forth the estimated Unit Expense by quarterly periods. Budgets shall be estimates only, and shall be adjusted or corrected by the Operating Committee and Unit Operator whenever an adjustment or correction is proper. A copy of each such budget and adjusted budget shall be promptly furnished each Lessee.

17. 3. Advance Billings. Unit Operator shall have the right to require Lessees to advance their respective shares of Unit Expense by submitting to Lessees, on or before the 15th day of any month, an itemized estimate thereof for the succeeding month, with a request for payment in advance. Within thirty (30) days after the receipt thereof, each Lessee shall pay to Unit Operator its share of such estimate. Adjustment between estimates and actual Unit Expense shall be made by Unit Operator at the close of each calendar month, and the accounts of the Lessees shall be adjusted accordingly.

17. 4. Commingling of Funds. Funds received by Unit Operator under this Plan of Unitization will be segregated or maintained by it as a separate fund, and may not be commingled with its own funds. Funds advanced to the Unit Operator will remain in a separate account at a major national bank until actually expended on the Unit project.

17. 5. Unpaid Unit Expense. If any Lessee fails or is unable to meet promptly its financial obligations in connection with the Unit within thirty (30) days after receipt thereof, the unpaid balance of its share of Unit Expense shall be carried and paid by all non-defaulting Lessees in the proportion that the Unit Participation in effect at the time of each bears to the total Unit Participation of all such Lessees. Lessees so paying shall be reimbursed out of the proceeds from the defaulting Lessee's share of Unitized Substances, including overriding royalty interest, oil and gas payments, or other interest in excess of a 1/8 royalty interest to which such Lessee's interest is subject until such time as the proceeds of the sale of such defaulting Lessee's share shall equal the following:

1. One hundred percent (100%) of that portion of the cost of aboveground surface equipment beyond the wellhead connections, including but not limited to stock tanks, separators, treaters, pumping equipment and piping, plus one hundred percent (100%) of the share of the cost of operation of the Unit, subject to interest at two percent (2%) over the prime interest rate established and used by Nations Bank of Dallas, N.A., Texas, or its successor, adjusted quarterly, but never less than twelve percent (12%) per annum.

2. Three hundred percent (300%) of that portion of the costs and expenses of drilling wells in the Unit Area, including but not limited to staking, well site preparation, rigging up or drilling and reworking, deepening or plugging back and testing and completing the wells; and
3. Three hundred percent (300%) of that portion of the costs and expenses of the underground pipeline systems, expenses for injected substances and any other incurred expenses which are not recoupable in the further development and operation of the Unit Area.

During the time that any Lessee fails to pay its share of the Unit Expense, the Unit Operator shall be entitled to collect and receive from the purchaser the proceeds from such Lessee's share of the Unitized Substances and the purchaser of proceeds has the right to rely on the representations of Unit Operator as to the amount owed. All credits to any such defaulting Lessee on account of the sale or other disposal of Unit Equipment, or otherwise, shall also be applied against the unpaid share of Unit Expense charged against such Lessee.

17. 6. Lien. The Unit shall have a first and prior lien upon the leasehold interest and other Oil and Gas Rights in and to each Tract, the interest of the owners thereof in and to the Unitized Substances and all Unit Equipment in possession of the Unit, to secure payment of all Unit Expense property charged to and against such Tract; provided that, such lien may be enforced against overriding royalty interests, or other interests that are otherwise not chargeable with such costs and expenses, only in the event the owner of the interest or interest primarily responsible fails to pay such Unit Expense when due, and the Unitized Substances to the credit therefore are insufficient for that purpose. If the owner of any royalty interest, overriding royalty, oil and gas payment, or other interest which under this Plan of Unitization is not primarily responsible therefore pays any part of such Unit Expense for the purpose of protecting such interest, or if the amount of such Unit Expense in whole or in part is deducted from the Unitized Substances credited to such interest, the owner shall, to the extent of such payment or deduction, be subrogated to all of the rights of the Unit and the Unit Operator with respect to the interest primarily chargeable with such Unit Expense. However, all assignments of royalty and overriding royalty interests in existence prior to the effective date of this plan shall remain free and clear of all Unit Expense and free of any lien. The lien herein provided shall be for the use, benefit and protection of the Unit Operator or other Lessees or Persons entitled to receive or share in the monies, the payment of which is secured thereby, and upon a failure of the Unit to enforce such lien, the Unit Operator or other person entitled to the benefit thereof shall be subrogated to the lien rights of the Unit, including the right of foreclosure. The lien may be foreclosed at any time in the manner provided by Law.

17. 7. Carved-Out Interest Subject to This Agreement. In the event any Lessee shall, after executing this agreement, create an overriding royalty, production payment, net profits, or carried interest, or any other interest out of its interest then subject to this agreement, such carved-out interest shall be subject to the terms and provision of this agreement. In the event the Lessee owning the interest out of which the carved-out interest was created fails to pay any costs or expenses chargeable to such Lessee under this agreement and the production to the credit of such Lessee is insufficient for that purpose, the owner of the carved-out interest will be liable for its pro rata portion of all costs and expenses for which the Lessee that created such carved-out interest would have been liable hereunder by virtue of such Lessee's entire original interest just as though such carved-out interest had not been created. In this event, the lien provided in Section 17.6 hereof may be enforced against such carved-out interest in the same manner as the lien was enforceable against the original interest out of which the carved-out interest was created.

## ARTICLE 18

### PRODUCTION AS OF THE EFFECTIVE DATE

18. 1. Oil in Lease Tanks. Unit Operator shall gauge all lease and other tanks within the Unit Area to ascertain the amount of merchantable oil produced from the Unitized Formations in such tanks above the pipeline connections as of 7:00 a.m., on the Effective Date hereof. The oil that

is a part of the prior allowable of the wells from which it was produced shall remain the property of the Persons entitled thereto the same as if the Unit had not been formed. Any such oil not promptly removed may be sold by the Unit Operator for the account of the Persons entitled thereto, subject to the payment of all royalties, overriding royalties, production payments, and all other payments under the provisions of the applicable lease or other contracts. The oil that is in excess of the prior allowable of the wells from which it was produced shall be regarded as Unitized Substances produced after the Effective Date hereof.

18. 2. Overproduction. If, as of the Effective Date hereof, any Tract is overproduced with respect to the allowable of the wells on that Tract and the amount of overproduction has been sold or otherwise disposed of, such overproduction shall be regarded as a part of the Unitized Substances produced after the Effective Date hereof, and shall be charged to such Tract as having been delivered to the Persons entitled to Unitized Substances allocated to such Tract.

## ARTICLE 19

### NON-UNITIZED FORMATIONS

19. 1. Right to Operate. Any Lessee that now has, or hereafter acquires, the right to drill for and produce oil, gas, or other minerals other than from the Unitized Formations shall have the right to do so notwithstanding this Plan of Unitization. In exercising the right, however, the Lessee shall exercise reasonable precaution to prevent unreasonable interference with Unit Operations. No Lessee shall produce Unitized Substances through any well drilled or operated by it. If any Lessee drills any wells into or through the Unitized Formations, the Unitized Formations shall be protected in a manner satisfactory to the Operating Committee so that the production of Unitized Substances will not adversely be affected.

19. 2. Multiple Completions. While each Lessee shall deliver possession of all its wells completed in the Unitized Formations as provided in Article 16, there is expressly reserved unto such Lessee the right to use such wells for the purpose of exploring, developing and operating, by means of multiple completion, such other sources of supply that may overlie or underlie the Unitized Formations; provided that, such Lessee shall, at its sole cost, risk and expense, explore, develop and operate such other sources of supply and furnish, install, and maintain equipment necessary to segregate the production from such other sources of supply from the Unitized Substances, both in the well and on the surface, in a manner prescribed by the Operating Committee and provided that any such operations will not unduly interfere or adversely affect Unit Operations as determined by the Operating Committee. If it becomes necessary to work over, recondition or redrill a well by reason of operations for production from such other common sources of supply, or the abandonment thereof, the workover, reconditioning, or redrilling shall be done by and at the sole cost, risk and expense of such Lessee and in the manner prescribed by the Unit Operator.

If it becomes necessary to work over, recondition or redrill a well by reason of the development, operation, or abandonment of the Unitized Formations in a multiply completed well, the workover, reconditioning or redrilling shall be done by Unit Operator, and any extra expense incurred in the workover, reconditioning or redrilling resulting from or occasioned by the well being a multiply completed well shall be borne by the Lessee producing from the other source of supply in the well. The term "extra expense" means the difference between the actual charges incurred in working over, reconditioning or redrilling a multiply completed well and the normal charges for doing the same work on a well which is not multiply completed. The Unit Operator shall furnish the Lessee with an estimate of such charges prior to the commencement of the work.

Before any Lessee shall commence the working over, reconditioning or redrilling of any well included in the Unit, the permission of the Operating Committee shall be secured, which permission shall not be unreasonably withheld. In an emergency, or if the Lessee fails to comply with the requirements of the Operating Committee, the Unit Operator shall have the authority to perform all work necessary to protect the Unitized Formations.

If there is a conflict of interest between the Unit and any Lessee with respect to a multiply completed well, or the operation thereof, the interest of the Unit shall prevail. Except for bad faith



or gross negligence, neither the Unit nor the Unit Operator shall be liable or responsible for any damage to or loss of production from any other sources of supply, nor for damage to the property, equipment or facilities of a Lessee used in the development and operations of a multiply completed well.

## ARTICLE 20

### ABANDONMENT OF WELLS

20. 1. Rights of Former Owners. If the Operating Committee decides to abandon permanently any Unit Well prior to termination of the Unit, Unit Operator shall give written notice thereof to the Lessees of the Tract on which the well is located, and they shall have the option for a period of ninety (90) days after the sending of such notice to notify Unit Operator in writing of their election to take over and own the well. Within ten (10) days after the Lessees of the Tract have notified Unit Operator of their election to take over the well, they shall pay Unit Operator, for credit to the joint account, the amount estimated by the Operating Committee to be the net salvage value of the casing and unit equipment in and on the well. The lessees of the Tract, by taking over the well, agree to promptly and effectively, seal off and protect the Unitized Formations in a manner satisfactory to the Operating Committee, and upon abandonment to plug the well in compliance with applicable laws and regulations.

20. 2. Plugging. If the Lessees of a Tract do not elect to take over a well located thereon which is proposed for abandonment, Unit Operator shall plug and abandon the well in accordance with applicable laws and regulations.

## ARTICLE 21

### CLAIMS AND SUITS

21. 1. Settlements. Unit Operator may settle any single damage claim or suit involving Unit Operations but not involving an expenditure in excess of Twenty Five Thousand Dollars (\$25,000.00), provided the payment is in complete settlement of such claim or suit. If the amount required for settlement exceeds the above specified amount, the Operating Committee shall assume and take over the further handling of the claim or suit unless such authority is expressly delegated to Unit Operator. All costs and expense of handling, settling, or otherwise discharging such claim or suit shall be an item of Unit Expense. If a claim is made against any Lessee, or if a Lessee is sued on account of any matter arising from Unit Operations and over which such Lessee individually has no control because of the rights given the Unit and Unit Operator by this Plan of Unitization, the Lessee shall immediately notify the Unit Operator, and the claim or suit shall be treated as any other claim or suit involving Unit Operations.

## ARTICLE 22

### FORCE MAJEURE

22. 1. Force Majeure. Any obligation imposed by this Plan of Unitization on each Person, except for the payment of money, shall be suspended while compliance therewith is prevented, in whole or in part, by a strike, fire, war, civil disturbance, act of God; by federal, state, or municipal laws; by any rule, regulation, or order of a governmental agency; by inability to secure materials; or by any other cause beyond the reasonable control of such Person. No Person shall be required against its will to adjust or settle any labor dispute. Neither this Plan of Unitization nor any lease or other instrument subject hereto shall be terminated by reason of the suspension of Unit Operations due to any of the causes set forth in this Article.

## ARTICLE 23

### INTERNAL REVENUE PROVISION

23. 1. Internal Revenue Provision. Each Lessee hereby elects that it and the operations covered by this Plan of Unitization be excluded from the application of all of the provisions of Subchapter K, Chapter 1, Subtitle A, of the Internal Revenue Code of 1954, as amended, as permitted and authorized by Section 761 of said Code and the regulations promulgated thereunder. Unit Operator is hereby authorized and directed to execute on behalf of each Lessee such evidence of this election as may be required by said regulations, to include, but not by way of limitation, all of the returns, statements and the data required by Federal Regulations 1.761-2. Should there be any requirement that each Person further evidence this election, each Lessee agrees to execute such documents and furnish such other evidence as may be required by the Federal Internal Revenue Service or as may be necessary to evidence this election. Each Lessee further agrees not to give any notices to take any other action inconsistent with the election made hereby. If any present or future income tax laws of the state or states in which the Unit Area is located, or any future income tax law of the United States, contain provisions similar to those in Subchapter K, Chapter 1, Subtitle A, of the Internal Revenue Code of 1954; as amended, under which an election similar to that provided by Section 761 of said Code is permitted, each Lessee agrees to make such election as may be permitted or required by such laws. In making this election, each Lessee states that the income derived by it from the operations under this Plan of Unitization can be adequately determined without the computation of partnership taxable income.

## ARTICLE 24

### NOTICES

24. 1. Notices. All notices required hereunder shall be in writing and shall be deemed to have been properly served when sent by mail or facsimile to the address of the representative of each Lessee on the Operating Committee as furnished to Unit Operator in accordance with Article 11.

24. 2. Notice of Transfer of Title. No change of title shall be binding on the Unit or Unit Operator until the first day of the calendar month next succeeding the date of receipt by Unit Operator of evidence satisfactory to it of change of such ownership.

## ARTICLE 25

### ORGANIZATION AND EFFECTIVE DATE

25. 1. Organizational Meeting. Subject to call by the Lessee designated herein as the Unit Operator, the representatives designated by the Lessees shall meet to perfect the organization of the Operating Committee.

25. 2. Effective Date. The Operating Committee shall determine, and give Lessees reasonable notice of, the time when the Unit will take over and commence Unit Operations.

25. 3. Orders Approving Unit - When Final. The order of the Commission approving the Unit means the order or orders approving this Plan of Unitization and finding that it has been signed, ratified, or approved by Lessees and Royalty Owners owning the percentage interest in the Unit Area required to make it effective. If the approval of this Plan of Unitization and the finding of approval by the Lessees and Royalty Owners are by separate orders, the date of the later of the two orders shall be regarded as the date of entry of the order approving the Unit. The order approving the Unit will be regarded as having become final when the time for appeal from the action of the Commission in regard thereto has expired, if no appeal is taken; or, if an appeal or appeals are taken, then upon final determination thereof.

25. 4. Non-approval of Plan of Unitization by Commission. If an order of the Commission approving the Unit has not been entered prior to January 1, 2000, then this Plan of

Unitization shall terminate on that date, hereinafter called Termination Date, and thereafter be of no further effect, unless prior thereto this Plan of Unitization has been signed, ratified, or approved by Lessees owning a Phase I Unit Participation of at least fifty percent (50%), and such Lessees owning a Phase I Unit Participation of at least forty percent (40%) elect to extend said termination date for a period not to exceed six (6) months. If the termination date is so extended and an order of the Commission approving the Unit is not entered on or before the extended termination date, this Plan of Unitization shall terminate on the extended Termination Date and thereafter be of no further force and effect.

25. 5. Failure to Take Over Operations. If the Unit fails to take over and commence Unit Operations on or before six (6) months after the time when the order of the Commission approving the Unit shall become final, the Unit shall be dissolved and all rights and obligations under this Plan of Unitization shall be at an end, except that any and all cost and expense incurred incident to its organization or preparatory to the commencement of Unit Operations, shall be borne and paid for by the Lessees whose representatives authorized the incurring of such expenses, in proportion that the Phase II Unit Participation of each such Lessee bears to the total Phase II Unit Participation of all such Lessees.

25. 6. Certificate of Effectiveness. The Unit Operator within thirty (30) days after the Effective Date hereof shall submit to the County Clerk of Cleveland County, Oklahoma, and to the Secretary of the Commission, for filing, a certificate of effectiveness setting forth,

- a. the hour, day, and year on which the Unit took over and commenced Unit Operations;
- b. a description or plat of the lands included within the Unit Area; and
- c. the cause number, order number and date of the Commission order approving this Plan of Unitization.

## ARTICLE 26

### TERM AND ABANDONMENT OF OPERATIONS

26. 1. Term. The Unit and this Plan of Unitization shall continue in effect until the Operating Committee by vote in accordance with Section 11.6 hereof determines that Unitized Substances can no longer be produced in paying quantities or that Unit Operations are no longer feasible.

26. 2. Abandonment of Operations. Upon abandonment of operations:

26. 2. 1. Oil and Gas Rights. Oil and Gas Rights in and to each of the several Tracts shall no longer be affected by this Plan of Unitization, and thereafter the owners thereof shall be governed by the terms and provisions of the leases, contracts, and other instruments affecting the separate tracts. Upon termination of this agreement in the manner set out herein the Royalty Owners agree to a ninety (90) day extension of their leases and contracts covering the lands which are committed to the Unit Area to permit the Lessees holding such lands to resume operation thereof, and if so resumed such lease or contract shall remain in force and effect in accordance with the provisions thereof.
26. 2. 2. Right to Operate. Lessees of any Tract that desire to take over and continue to operate wells located thereon may do so by paying Unit Operator, for credit to the joint account, the net salvage value of the casing and unit equipment in and on the wells taken over, as estimated by the Operating Committee, and by agreeing upon abandonment to properly plug and abandon the wells in compliance with applicable laws and regulations.

26. 2. 3. Salvaging Wells and Unit Equipment. Unit Operator shall salvage the Unit Equipment and as much of the casing and equipment in or on wells not taken over by Lessees of the separate Tracts as can economically and reasonably be salvaged, and shall properly plug and abandon the wells in accordance with applicable laws and regulations. Unit Operator shall have six (6) months after termination of operations to produce Unitized Substances within which to conduct the salvaging and plugging operations.

26. 2. 4. Cost of Salvage - Distribution of Assets. Lessees shall share in the cost of salvaging Unit Equipment, and in the liquidation and distribution of the Unit Equipment, assets, and properties used in Unit Operations in proportion to their respective Phase II Unit Participation.

26. 3. Certificate of Termination. When Unit Operations are abandoned and the affairs of the Unit terminated, Unit Operator shall submit to the County Clerk of Cleveland County, Oklahoma, and to the Secretary of the Commission, for filing, a certificate of termination setting forth the fact and time of termination of the Unit.

26. 4. Obligations Payable After Termination. If any liability or obligation incurred prior to termination of the Unit shall accrue and become payable thereafter, the amount shall be borne and paid as Unit Expense in the same manner as if it had accrued prior to termination of the Unit.

#### ARTICLE 27

##### AMENDMENT TO PLAN OF UNITIZATION AND ENLARGEMENT OF UNIT

27. 1. Amendment and Enlargement. Any Amendment to this Plan of Unitization or any enlargement of the Unit Area shall be in accordance with the provisions of Section 287.10, Title 52, Oklahoma Statutes 1981, or any amendment thereto.

27. 2. Value and Participation Interest for Producing Properties Added to Unit. Any producing well on a tract which is subsequently included in the Unit Area as the result of enlargement of the Unit Area shall be given value and such Tract's participation in the Unit shall be determined as follows:

1. No such producing well shall be included in the unit area until the working interest owners thereof have recovered one hundred fifty percent (150%) of the costs attributable to drilling and completing such well in the Unitized Formations, or unless the Unit Operator on behalf of the Unit pays to the operator of such well, on behalf of the working interest owners thereof, one hundred fifty percent (150%) of the costs to drill and complete said well, less the net revenue from the well attributable to the working interest owners as of the effective date of the inclusion of such well within the Unit.
2. The Phase I Participation for any Tract which is included in the Unit Area as the result of enlargement of the Unit Area shall be in effect until production of fifty percent (50%) of the estimated primary oil recoverable from the existing wells on such Tract. At the time the Phase I Participation of such Tract ends, such Tract shall thereafter participate under the Phase II Tract Participation formula.
3. The estimated primary reserves shall be determined by projecting the constant decline rate as indicated and approved by the Operating Committee based on a minimum of six (6) months production.

4. If Phase II is in effect for the Unit at the time of inclusion of the subject producing Tract in the Unit, until such time as such producing Tract has produced fifty per cent (50%) of the primary oil recoverable from the wells existing on such Tract at the time of inclusion, the Phase II participation factors of the other pre-existing Tracts of the Unit shall be calculated as follows:

(1.0 - Phase I Participation factor of wells producing from the Tract being added to the Unit) x (Phase II Participation factor for each other Tract) = Revised Phase II Participation factors for each other Tract.

## ARTICLE 28

### WITHDRAWAL OF LESSEE

28. 1. Withdrawal. A Lessee may withdraw from this agreement by transferring, without warranty of title either express or implied, to the Lessees who do not desire to withdraw, all its Oil and Gas Rights, exclusive of Royalty Interests, together with its interest in all Unit Equipment and in all wells used in Unit Operations, provided that such transfer shall not relieve such Lessee from any obligation or liability incurred prior to the first day of the month following receipt by Unit Operator of such transfer. The delivery of the transfer shall be made to Unit Operator for the transferees. The transferred interest shall be owned by the transferees, in proportion to their respective Unit Participations. The transferees, in proportion to the respective interests so acquired, shall pay the transferor for its interest in Unit Equipment, the salvage value thereof less its share of the estimated cost of salvaging same and of plugging and abandoning all wells then being used or held for Unit Operations, as determined by the Operating Committee. In the event such withdrawing Lessee's interest in the aforesaid salvage value is less than such Lessee's share of such estimated costs, the withdrawing Lessee, as a condition precedent to withdrawal, shall pay the Unit Operator, for the benefit of Lessees succeeding to its interest, a sum equal to the deficiency. Within sixty (60) days after receiving delivery of the transfer, Unit Operator shall render a final statement to the withdrawing Lessee for its share of Unit Expense, including any deficiency in salvage value, as determined by the Operating Committee, incurred as of the first day of the month following the date of receipt of the transfer. Provided all Unit Expense, including any deficiency hereunder, due from the withdrawing Lessee has been paid in full within thirty (30) days after the rendering of such final statement by the Unit Operator, the transfer shall be effective the first day of the month following its receipt by Unit Operator and, as of such effective date, withdrawing Lessee shall be relieved from all further obligations and liabilities hereunder and under the Unit Agreement, and the rights of the withdrawing Lessee hereunder and under the Unit Agreement shall cease insofar as they existed by virtue of the interest transferred.

28. 2. Limitation on Withdrawal. Notwithstanding anything set forth in Article 28.1, Lessees may refuse to permit the withdrawal of a Lessee if its interest is burdened by any royalties, overriding royalties, production payments, net proceeds interest, carried interest, or any other interest created out of its interest in excess of one-eighth (1/8) lessor's royalty, unless the other Lessees willing to accept the assignment agree to accept its interest subject to such burdens.

## ARTICLE 29

### SIGNING, RATIFICATION OR APPROVAL

29. 1. Original, Counterparts or Ratifications. This Plan of Unitization may be signed, ratified, or approved by signing the original of this instrument, a counterpart, or other instrument adopting the provisions hereof, all with the same effect as if all Persons had signed the same instrument. Persons signing, ratifying, or otherwise approving this Plan of Unitization, thereby agrees to all the provisions thereof.

29. 2. Joinder in Dual Capacity. Where a party is both a Lessee and a Royalty Owner in the Unitization Formations, the signing, ratification or approval of this Plan of Unitization by such

party as herein provided shall be deemed to be in the party's capacity as both a Lessee and Royalty Owner in the Unitized Formations.

29. 3. Heirs, Successors and Assigns. The signing, ratification, or approval of this Plan of Unitization shall be binding upon the heirs, personal representatives, successors, and assigns of the Persons so signing, ratifying, or approving the same.

#### ARTICLE 30

##### TRANSFER OF INTEREST

30. 1. Transfer of Interest. In the event a Lessee assigns all or any portion of its interest in its land described in Exhibit "A" to four or more persons, such Lessee and its assigns, or all of such assigns, shall designate an agent for all purposes hereunder. If Lessee retains an interest, then, in the event of failure of Lessee and its assigns to designate such agent, Lessee shall be such agent for itself and assigns.

ARTICLE 31

SIGNATURES

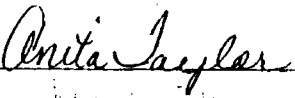
This agreement shall be binding upon and shall inure to the benefit of the parties hereto and to their respective heirs, devisees, legal representatives, successors, and assigns.

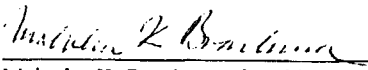
This instrument may be executed in any number of counterparts, each of which shall be considered an original for all purposes.

IN WITNESS WHEREOF, this agreement shall be effective as of \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_\_\_\_.

OPERATOR

NORTHWEST OIL COMPANY

  
\_\_\_\_\_

  
\_\_\_\_\_  
Malcolm K. Brachman, President

NON-OPERATORS

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PARTICIPATION FACTORS BY WELL  
WEST NORMAN ENHANCED RECOVERY UNIT  
CLEVELAND COUNTY, OKLAHOMA

EXHIBITS "A" and "C"

TRACT PARTICIPATION FORMULA

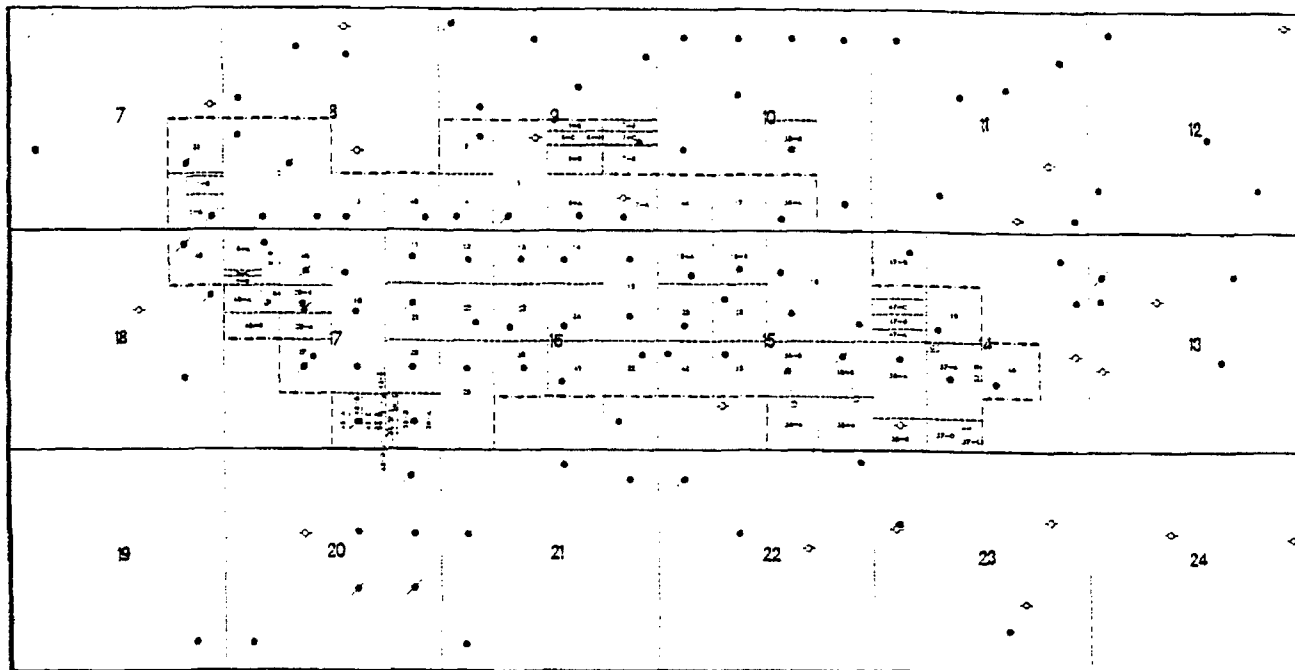
TRAC WELL NAME	PHASE I	PHASE II	PHASE 1 FORMULA	0.25 X $\frac{\text{ACRE-FEET}}{\text{TOTAL AC FT}}$	+ 0.75 X $\frac{\text{GROSS REMAINING RESERVES}}{\text{TOTAL GROSS REMAINING RESERVES}}$
1 ANDREWS (P&A)	0.001764333	0.005846429			
2 BOSWELL 1&3	0.008755584	0.026772439			
3 PREBLE 2 (P&A)	0.001466973	0.007117743	NO. OF USABLE WELLS FACTOR	0	
4 BERRY #1	0.084257707	0.036019609	SURFACE ACRES FACTOR	0	
5 BERRY A 2	0.012019930	0.031255959	ACRE FT FACTOR	0.25	
6 GILL	0.027880373	0.026963464	CUM PROD FACTOR	0	
7 CALVERT 2	0.003019850	0.009070004	GROSS REMAINING RESERVES	0.75	
8 REINAUER 1A (P&A)	0.001202654	0.009285268	ULTIMATE PRODUCTION	0	
9 BERRY#2	0.000918510	0.001837021	CURRENT INCOME FACTOR	0	
10 PRICE #2, #3, & #4	0.028605595	0.066268541		1	
11 PRICE 5	0.145000801	0.044563836			
12 STATE D #2	0.067382164	0.049442753			
13 STATE D #4	0.025716059	0.037670658			
14 OK C 16 #3	0.205272733	0.046881985			
15 OK C 16 #2 & #4	0.017636719	0.069266361	PHASE 2 FORMULA	0.1 X $\frac{\text{NUMBER OF USABLE WELLS}}{\text{TOTAL NUMBER OF WELLS}}$	+ 0.5 X $\frac{\text{ACRE-FEET}}{\text{TOTAL ACRE-FEET}}$
16 HARLOW ROYALTY 1 & 2	0.112010861	0.066129274			
17 PREBLE (WARD)	0.001202654	0.002405308			
18 TULLIUS A B C (A C P&A)	0.044653762	0.047347349		0.4 X $\frac{\text{ULTIMATE PRODUCTION}}{\text{TOTAL ULTIMATE PRODUCTION}}$	
19 BLACK	0.001196046	0.005709274			
20 REINAUER 2 (P&A)	0.005735733	0.014646902			
21 PRICE 7-17 (P&A)	0.006033093	0.015483887			
22 STATE D 3	0.020726920	0.026485361			
23 STATE D 1	0.012347177	0.029141025			
24 OK C 16 1	0.061656138	0.058833882	NUMBER OF USABLE WELLS FACTOR	0.1	
25 STEELY 15A	0.006621204	0.022329424	SURFACE ACRE FACTOR	0	
26 HANSMEYER 15-A	0.007526498	0.027316848	ACRE FEET FACTOR	0.5	
27 DILLARD #2	0.000482383	0.004262077	CUM PROD FACTOR	0	
28 PRICE 1	0.002121164	0.015821195	GROSS REMAINING RESERVES	0	
29 STATE A 1	0.005048503	0.018044061	ULTIMATE PROD FACTOR	0.4	
30 STATE B 1	0.002544075	0.008118454	CURRENT INCOME FACTOR	0	
31 BCSWELL 1 (P&A)	0.000059472	0.000118944		1	
32 OK B 16 2	0.002491211	0.018020262			
33 HAMM 15-B (P&A)	0.003489018	0.009785705			
34 NAILON 2 (P&A)	0.002610155	0.005785057			
35 NAILON 1 (P&A)	0.002544075	0.008371285			
36 BROCE 2	0.003231306	0.012655756			
37 IND PARK	0.004341448	0.013185325			
38 BRAND 1 (P&A)	0.001116750	0.002233500			
39 TULLY A	0.012902586	0.014438296			
40 PREBLE 3	0.005837851	0.012999872			
41 OK B 16 1	0.003845849	0.010722001			
42 HAM 13C	0.024063177	0.022888438			
43 BOESE (P&A)	0.000753311	0.001519216			
44 WARD PREBLE	0.000786351	0.001572701			
45 REINAUER 1 (P&A)	0.006522084	0.019274129			
46 SOONER	0.001953964	0.010786754			
47 LAW	0.001651997	0.003303994			
48 REINAUER	0.000667407	0.001334814			
49 STATE 1-18	0.000233791	0.000647583			
	1.000000000	1.000000000			



EXHIBIT "B"

R3W

T9N



LEGEND

- OIL WELL
- ⊙ GAS WELL
- ⊗ DRY & ABANDONED
- LOCATION
- ⊘ P&A GAS WELL
- UNIT BOUNDARY

**N** NORTHWEST OIL COMPANY

WEST NORMAN  
ENHANCED RECOVERY UNIT  
Cleveland County, Oklahoma  
UNIT BOUNDARY  
and TRACTS

UPDATE 10/96

SCALE NTS



EXHIBIT " D "

Attached to and made a part of the Plan of Unitization  
West Norman Pennsylvanian Inconformity and Bartlesville  
Sand Unit, Cleveland County, Oklahoma

ACCOUNTING PROCEDURE  
JOINT OPERATIONS

I. GENERAL PROVISIONS

1. Definitions

"Joint Property" shall mean the real and personal property subject to the agreement to which this Accounting Procedure is attached.  
"Joint Operations" shall mean all operations necessary or proper for the development, operation, protection and maintenance of the Joint Property.  
"Joint Account" shall mean the account showing the charges paid and credits received in the conduct of the Joint Operations and which are to be shared by the Parties.  
"Operator" shall mean the party designated to conduct the Joint Operations.  
"Non-Operators" shall mean the Parties to this agreement other than the Operator.  
"Parties" shall mean Operator and Non-Operators.  
"First Level Supervisors" shall mean those employees whose primary function in Joint Operations is the direct supervision of other employees and/or contract labor directly employed on the Joint Property in a field operating capacity.  
"Technical Employees" shall mean those employees having special and specific engineering, geological or other professional skills, and whose primary function in Joint Operations is the handling of specific operating conditions and problems for the benefit of the Joint Property.  
"Personal Expenses" shall mean travel and other reasonable reimbursable expenses of Operator's employees.  
"Material" shall mean personal property, equipment or supplies acquired or held for use on the Joint Property.  
"Controllable Material" shall mean Material which at the time is so classified in the Material Classification Manual as most recently recommended by the Council of Petroleum Accountants Societies.

2. Statement and Billings

Operator shall bill Non-Operators on or before the last day of each month for their proportionate share of the Joint Account for the preceding month. Such bills will be accompanied by statements which identify the authority for expenditure, lease or facility, and all charges and credits summarized by appropriate classifications of investment and expense except that items of Controllable Material and unusual charges and credits shall be separately identified and fully described in detail.

3. Advances and Payments by Non-Operators

- A. Unless otherwise provided for in the agreement, the Operator may require the Non-Operators to advance their share of estimated cash outlay for the succeeding month's operation within fifteen (15) days after receipt of the billing or by the first day of the month for which the advance is required, whichever is later. Operator shall adjust each monthly billing to reflect advances received from the Non-Operators.
- B. Each Non-Operator shall pay its proportion of all bills within thirty (30) days after receipt. If payment is not made within such time, the unpaid balance shall bear interest monthly at the prime rate in effect in Dallas, Texas, on the first day of the month in which the bill is not paid, plus attorney's fees, court costs, and other costs in connection with the collection of unpaid amounts.  
\* two percent over the prime interest rate established and used by the Nation's Bank of Dallas, Texas, adjusted Quarterly.

4. Adjustments

Payment of any such bills shall not prejudice the right of any Non Operator to protest or question the correctness thereof; provided, however, all bills and statements rendered to Non-Operators by Operator during any calendar year shall conclusively be presumed to be true and correct after twenty four (24) months following the end of any such calendar year, unless within the said twenty-four (24) months period a Non-Operator takes written exception thereto and makes claim on Operator for adjustment. No adjustment favorable to Operator shall be made unless it is made within the same prescribed period. The provisions of this paragraph shall not prevent adjustments resulting from a physical inventory of Controllable Material as provided for in Section V.

**5. Audits**

- A. A Non-Operator, upon notice in writing to Operator and all other Non-Operators, shall have the right to audit Operator's accounts and records relating to the Joint Account for any calendar year within the twenty-four (24) month period following the end of such calendar year; provided, however, the making of an audit shall not extend the time for the taking of written exception to and the adjustments of accounts as provided for in Paragraph 4 of this Section I. Where there are two or more Non-Operators, the Non-Operators shall make every reasonable effort to conduct a joint audit in a manner which will result in a minimum of inconvenience to the Operator. Operator shall bear no portion of the Non-Operators' audit cost incurred under this paragraph unless agreed to by the Operator. The audits shall not be conducted more than once each year without prior approval of Operator, except upon the resignation or removal of the Operator, and shall be made at the expense of those Non-Operators approving such audit.
- B. The Operator shall reply in writing to an audit report within 180 days after receipt of such report.

**6. Approval By Non-Operators**

Where an approval or other agreement of the Parties or Non-Operators is expressly required under other sections of this Accounting Procedure and if the agreement to which this Accounting Procedure is attached contains no contrary provisions in regard thereto, Operator shall notify all Non-Operators of the Operator's proposal, and the agreement or approval of a majority in interest of the Non-Operators shall be controlling on all Non-Operators.

**II. DIRECT CHARGES**

Operator shall charge the Joint Account with the following items:

**1. Ecological and Environmental**

Costs incurred for the benefit of the Joint Property as a result of governmental or regulatory requirements to satisfy environmental considerations applicable to the Joint Operations. Such costs may include surveys of an ecological or archaeological nature and pollution control procedures as required by applicable laws and regulations.

**2. Rentals and Royalties**

Lease rentals and royalties paid by Operator for the Joint Operations.

**3. Labor**

- A. (1) Salaries and wages of Operator's field employees directly employed on the Joint Property in the conduct of Joint Operations.
- (2) Salaries of First Level Supervisors in the field.
- (3) Salaries and wages of Technical Employees directly employed on the Joint Property if such charges are excluded from the overhead rates.
- (4) Salaries and wages of Technical Employees either temporarily or permanently assigned to and directly employed in the operation of the Joint Property if such charges are excluded from the overhead rates.
- B. Operator's cost of holiday, vacation, sickness and disability benefits and other customary allowances paid to employees whose salaries and wages are chargeable to the Joint Account under Paragraph 3A of this Section II. Such costs under this Paragraph 3B may be charged on a "when and as paid basis" or by "percentage assessment" on the amount of salaries and wages chargeable to the Joint Account under Paragraph 3A of this Section II. If percentage assessment is used, the rate shall be based on the Operator's cost experience.
- C. Expenditures or contributions made pursuant to assessments imposed by governmental authority which are applicable to Operator's costs chargeable to the Joint Account under Paragraphs 3A and 3B of this Section II.
- D. Personal Expenses of those employees whose salaries and wages are chargeable to the Joint Account under Paragraph 3A of this Section II.

**4. Employee Benefits**

Operator's current costs of established plans for employees' group life insurance, hospitalization, pension, retirement, stock purchase, thrift, bonus, and other benefit plans of a like nature, applicable to Operator's labor cost chargeable to the Joint Account under Paragraphs 3A and 3B of this Section II shall be Operator's actual cost not to exceed the percent most recently recommended by the Council of Petroleum Accountants Societies.

**5. Material**

Material purchased or furnished by Operator for use on the Joint Property as provided under Section IV. Only such Material shall be purchased for or transferred to the Joint Property as may be required for immediate use and is reasonably practical and consistent with efficient and economical operations. The accumulation of surplus stocks shall be avoided.

**6. Transportation**

Transportation of employees and Material necessary for the Joint Operations but subject to the following limitations:

- A. If Material is moved to the Joint Property from the Operator's warehouse or other properties, no charge shall be made to the Joint Account for a distance greater than the distance from the nearest reliable supply store where like material is normally available or railway receiving point nearest the Joint Property unless agreed to by the Parties.

- B. If surplus Material is moved to Operator's warehouse or other storage point, no charge shall be made to the Joint Account for a distance greater than the distance to the nearest reliable supply store where like material is normally available, or railway receiving point nearest the Joint Property unless agreed to by the Parties. No charge shall be made to the Joint Account for moving Material to other properties belonging to Operator, unless agreed to by the Parties.
- C. In the application of subparagraphs A and B above, the option to equalize or charge actual trucking cost is available when the actual charge is \$400 or less excluding accessorial charges. The \$400 will be adjusted to the amount most recently recommended by the Council of Petroleum Accountants Societies.

#### 7. Services

The cost of contract services, equipment and utilities provided by outside sources, except services excluded by Paragraph 10 of Section II and Paragraph i, ii, and iii, of Section III. The cost of professional consultant services and contract services of technical personnel directly engaged on the Joint Property if such charges are excluded from the overhead rates. The cost of professional consultant services or contract services of technical personnel not directly engaged on the Joint Property shall not be charged to the Joint Account unless previously agreed to by the Parties.

#### 8. Equipment and Facilities Furnished By Operator

- A. Operator shall charge the Joint Account for use of Operator owned equipment and facilities at rates commensurate with costs of ownership and operation. Such rates shall include costs of maintenance, repairs, other operating expense, insurance, taxes, depreciation, and interest on gross investment less accumulated depreciation not to exceed \_\_\_\_\_ 12 percent ( 12 %) per annum. Such rates shall not exceed average commercial rates currently prevailing in the immediate area of the Joint Property.
- B. In lieu of charges in paragraph 8A above, Operator may elect to use average commercial rates prevailing in the immediate area of the Joint Property less 20%. For automotive equipment, Operator may elect to use rates published by the Petroleum Motor Transport Association.

#### 9. Damages and Losses to Joint Property

All costs or expenses necessary for the repair or replacement of Joint Property made necessary because of damages or losses incurred by fire, flood, storm, theft, accident, or other cause, except those resulting from Operator's gross negligence or willful misconduct. Operator shall furnish Non Operator written notice of damages or losses incurred as soon as practicable after a report thereof has been received by Operator.

#### 10. Legal Expense

Expense of handling, investigating and settling litigation or claims, discharging of liens, payment of judgements and amounts paid for settlement of claims incurred in or resulting from operations under the agreement or necessary to protect or recover the Joint Property, except that no charge for services of Operator's legal staff or fees or expense of outside attorneys shall be made unless previously agreed to by the Parties. All other legal expense is considered to be covered by the overhead provisions of Section III unless otherwise agreed to by the Parties, except as provided in Section I, Paragraph 3.

#### 11. Taxes

All taxes of every kind and nature assessed or levied upon or in connection with the Joint Property, the operation thereof, or the production therefrom, and which taxes have been paid by the Operator for the benefit of the Parties. If the ad valorem taxes are based in whole or in part upon separate valuations of each party's working interest, then notwithstanding anything to the contrary herein, charges to the Joint Account shall be made and paid by the Parties hereto in accordance with the tax value generated by each party's working interest.

#### 12. Insurance

Net premiums paid for insurance required to be carried for the Joint Operations for the protection of the Parties. In the event Joint Operations are conducted in a state in which Operator may act as self-insurer for Worker's Compensation and/or Employers Liability under the respective state's laws, Operator may, at its election, include the risk under its self-insurance program and in that event, Operator shall include a charge at Operator's cost not to exceed manual rates.

#### 13. Abandonment and Reclamation

Costs incurred for abandonment of the Joint Property, including costs required by governmental or other regulatory authority.

#### 14. Communications

Cost of acquiring, leasing, installing, operating, repairing and maintaining communication systems, including radio and microwave facilities directly serving the Joint Property. In the event communication facilities/systems serving the Joint Property are Operator owned, charges to the Joint Account shall be made as provided in Paragraph 8 of this Section II.

#### 15. Other Expenditures

Any other expenditure not covered or dealt with in the foregoing provisions of this Section II, or in Section III and which is of direct benefit to the Joint Property and is incurred by the Operator in the necessary and proper conduct of the Joint Operations.

## III. OVERHEAD

## I. Overhead - Drilling and Producing Operations

- i. As compensation for administrative, supervision, office services and warehousing costs, Operator shall charge drilling and producing operations on either:

Fixed Rate Basis, Paragraph 1A, or  
 Percentage Basis, Paragraph 1B

Unless otherwise agreed to by the Parties, such charge shall be in lieu of costs and expenses of all offices and salaries or wages plus applicable burdens and expenses of all personnel, except those directly chargeable under Paragraph 3A, Section II. The cost and expense of services from outside sources in connection with matters of taxation, traffic, accounting or matters before or involving governmental agencies shall be considered as included in the overhead rates provided for in the above selected Paragraph of this Section III unless such cost and expense are agreed to by the Parties as a direct charge to the Joint Account.

- ii. The salaries, wages and Personal Expenses of Technical Employees and/or the cost of professional consultant services and contract services of technical personnel directly employed on the Joint Property:

shall be covered by the overhead rates, or  
 shall not be covered by the overhead rates.

- iii. The salaries, wages and Personal Expenses of Technical Employees and/or costs of professional consultant services and contract services of technical personnel either temporarily or permanently assigned to and directly employed in the operation of the Joint Property:

shall be covered by the overhead rates, or  
 shall not be covered by the overhead rates.

## A. Overhead - Fixed Rate Basis

- (1) Operator shall charge the Joint Account at the following rates per well per month:

Drilling Well Rate \$ 5,500.00 \_\_\_\_\_  
 (Prorated for less than a full month)

Producing Well Rate \$ 550.00 \_\_\_\_\_

- (2) Application of Overhead - Fixed Rate Basis shall be as follows:

## (a) Drilling Well Rate

- (1) Charges for drilling wells shall begin on the date the well is spudded and terminate on the date the drilling rig, completion rig, or other units used in completion of the well is released, whichever is later, except that no charge shall be made during suspension of drilling or completion operations for fifteen (15) or more consecutive calendar days.
- (2) Charges for wells undergoing any type of workover or recompletion for a period of five (5) consecutive work days or more shall be made at the drilling well rate. Such charges shall be applied for the period from date workover operations, with rig or other units used in workover, commence through date of rig or other unit release, except that no charge shall be made during suspension of operations for fifteen (15) or more consecutive calendar days.

## (b) Producing Well Rates

- (1) An active well either produced or injected into for any portion of the month shall be considered as a one-well charge for the entire month.
- (2) Each active completion in a multi-completed well in which production is not commingled down hole shall be considered as a one well charge providing each completion is considered a separate well by the governing regulatory authority.
- (3) An inactive gas well shut in because of overproduction or failure of purchaser to take the production shall be considered as a one-well charge providing the gas well is directly connected to a permanent sales outlet.
- (4) A one-well charge shall be made for the month in which plugging and abandonment operations are completed on any well. This one-well charge shall be made whether or not the well has produced except when drilling well rate applies.
- (5) All other inactive wells (including but not limited to inactive wells covered by unit allowable, lease allowable, transferred allowable, etc.) shall not qualify for an overhead charge.
- (3) The well rates shall be adjusted as of the first day of April each year following the effective date of the agreement to which this Accounting Procedure is attached. The adjustment shall be computed by multiplying the rate currently in use by the percentage increase or decrease in the average weekly earnings of Crude Petroleum and Gas Production Workers for the last calendar year compared to the calendar year preceding as shown by the index of average weekly earnings of Crude Petroleum and Gas Production Workers as published by the United States Department of Labor, Bureau of Labor Statistics, or the equivalent Canadian index as published by Statistics Canada, as applicable. The adjusted rates shall be the rates currently in use, plus or minus the computed adjustment.

## B. Overhead - Percentage Basis

- (1) Operator shall charge the Joint Account at the following rates:

(a) Development  
 \_\_\_\_\_ Percent ( \_\_\_\_\_ %) of the cost of development of the Joint Property exclusive of costs provided under Paragraph 10 of Section II and all salvage credits.

(b) Operating  
 \_\_\_\_\_ Percent ( \_\_\_\_\_ %) of the cost of operating the Joint Property exclusive of costs provided under Paragraphs 2 and 10 of Section II, all salvage credits, the value of injected substances purchased for secondary recovery and all taxes and assessments which are levied, assessed and paid upon the mineral interest in and to the Joint Property.

(2) Application of Overhead - Percentage Basis shall be as follows:  
 For the purpose of determining charges on a percentage basis under Paragraph 1B of this Section III, development shall include all costs in connection with drilling, redrilling, deepening, or any remedial operations on any or all wells involving the use of drilling rig and crew capable of drilling to the producing interval on the Joint Property; also, preliminary expenditures necessary in preparation for drilling and expenditures incurred in abandoning when the well is not completed as a producer, and original cost of construction or installation of fixed assets, the expansion of fixed assets and any other project clearly discernible as a fixed asset, except Major Construction as defined in Paragraph 2 of this Section III. All other costs shall be considered as operating.

2. Overhead - Major Construction

To compensate Operator for overhead costs incurred in the construction and installation of fixed assets, the expansion of fixed assets, and any other project clearly discernible as a fixed asset required for the development and operation of the Joint Property, Operator shall either negotiate a rate prior to the beginning of construction, or shall charge the Joint Account for overhead based on the following rates for any Major Construction project in excess of \$ 30,000.00 :

- A. 5.0 \_\_\_\_\_ % of first \$100,000 or total cost if less, plus
- B. 3.0 \_\_\_\_\_ % of costs in excess of \$100,000 but less than \$1,000,000, plus
- C. 2.0 \_\_\_\_\_ % of costs in excess of \$1,000,000.

Total cost shall mean the gross cost of any one project. For the purpose of this paragraph, the component parts of a single project shall not be treated separately and the cost of drilling and workover wells and artificial lift equipment shall be excluded.

3. Catastrophe Overhead

To compensate Operator for overhead costs incurred in the event of expenditures resulting from a single occurrence due to oil spill, blowout, explosion, fire, storm, hurricane, or other catastrophes as agreed to by the Parties, which are necessary to restore the Joint Property to the equivalent condition that existed prior to the event causing the expenditures, Operator shall either negotiate a rate prior to charging the Joint Account or shall charge the Joint Account for overhead based on the following rates:

- A. 5.0 \_\_\_\_\_ % of total costs through \$100,000; plus
- B. 3.0 \_\_\_\_\_ % of total costs in excess of \$100,000 but less than \$1,000,000; plus
- C. 2.0 \_\_\_\_\_ % of total costs in excess of \$1,000,000.

Expenditures subject to the overheads above will not be reduced by insurance recoveries, and no other overhead provisions of this Section III shall apply.

4. Amendment of Rates

The overhead rates provided for in this Section III may be amended from time to time only by mutual agreement between the Parties hereto if, in practice, the rates are found to be insufficient or excessive.

IV. PRICING OF JOINT ACCOUNT MATERIAL PURCHASES, TRANSFERS AND DISPOSITIONS

Operator is responsible for Joint Account Material and shall make proper and timely charges and credits for all Material movements affecting the Joint Property. Operator shall provide all Material for use on the Joint Property; however, at Operator's option, such Material may be supplied by the Non-Operator. Operator shall make timely disposition of idle and/or surplus Material, such disposal being made either through sale to Operator or Non-Operator, division in kind, or sale to outsiders. Operator may purchase, but shall be under no obligation to purchase, interest of Non-Operators in surplus condition A or B Material. The disposal of surplus Controllable Material not purchased by the Operator shall be agreed to by the Parties.

1. Purchases

Material purchased shall be charged at the price paid by Operator after deduction of all discounts received. In case of Material found to be defective or returned to vendor for any other reasons, credit shall be passed to the Joint Account when adjustment has been received by the Operator.

2. Transfers and Dispositions

Material furnished to the Joint Property and Material transferred from the Joint Property or disposed of by the Operator, unless otherwise agreed to by the Parties, shall be priced on the following basis exclusive of cash discounts:

**A. New Material (Condition A)**

**(1) Tubular Goods Other than Line Pipe**

- (a) Tubular goods, sized 2½ inches OD and larger, except line pipe, shall be priced at Eastern mill published carload base prices effective as of date of movement plus transportation cost using the 80,000 pound carload weight basis to the railway receiving point nearest the Joint Property for which published rail rates for tubular goods exist. If the 80,000 pound rail rate is not offered, the 70,000 pound or 90,000 pound rail rate may be used. Freight charges for tubing will be calculated from Lorain, Ohio and casing from Youngstown, Ohio.
- (b) For grades which are special to one mill only, prices shall be computed at the mill base of that mill plus transportation cost from that mill to the railway receiving point nearest the Joint Property as provided above in Paragraph 2.A.(1)(a). For transportation cost from points other than Eastern mills, the 30,000 pound Oil Field Haulers Association interstate truck rate shall be used.
- (c) Special end finish tubular goods shall be priced at the lowest published out-of-stock price, f.o.b. Houston, Texas, plus transportation cost, using Oil Field Haulers Association interstate 30,000 pound truck rate, to the railway receiving point nearest the Joint Property.
- (d) Macaroni tubing (size less than 2½ inch OD) shall be priced at the lowest published out-of-stock prices f.o.b. the supplier plus transportation costs, using the Oil Field Haulers Association interstate truck rate per weight of tubing transferred, to the railway receiving point nearest the Joint Property.

**(2) Line Pipe**

- (a) Line pipe movements (except size 24 inch OD and larger with walls ¼ inch and over) 30,000 pounds or more shall be priced under provisions of tubular goods pricing in Paragraph A.(1)(a) as provided above. Freight charges shall be calculated from Lorain, Ohio.
  - (b) Line pipe movements (except size 24 inch OD and larger with walls ¼ inch and over) less than 30,000 pounds shall be priced at Eastern mill published carload base prices effective as of date of shipment, plus 20 percent, plus transportation costs based on freight rates as set forth under provisions of tubular goods pricing in Paragraph A.(1)(a) as provided above. Freight charges shall be calculated from Lorain, Ohio.
  - (c) Line pipe 24 inch OD and over and ¼ inch wall and larger shall be priced f.o.b. the point of manufacture at current new published prices plus transportation cost to the railway receiving point nearest the Joint Property.
  - (d) Line pipe, including fabricated line pipe, drive pipe and conduit not listed on published price lists shall be priced at quoted prices plus freight to the railway receiving point nearest the Joint Property or at prices agreed to by the Parties.
- (3) Other Material shall be priced at the current new price, in effect at date of movement, as listed by a reliable supply store nearest the Joint Property, or point of manufacture, plus transportation costs, if applicable, to the railway receiving point nearest the Joint Property.
- (4) Unused new Material, except tubular goods, moved from the Joint Property shall be priced at the current new price, in effect on date of movement, as listed by a reliable supply store nearest the Joint Property, or point of manufacture, plus transportation costs, if applicable, to the railway receiving point nearest the Joint Property. Unused new tubulars will be priced as provided above in Paragraph 2 A (1) and (2).

**B. Good Used Material (Condition B)**

Material in sound and serviceable condition and suitable for reuse without reconditioning:

**(1) Material moved to the Joint Property**

At seventy-five percent (75%) of current new price, as determined by Paragraph A.

**(2) Material used on and moved from the Joint Property**

- (a) At seventy-five percent (75%) of current new price, as determined by Paragraph A, if Material was originally charged to the Joint Account as new Material or
- (b) At sixty-five percent (65%) of current new price, as determined by Paragraph A, if Material was originally charged to the Joint Account as used Material.

**(3) Material not used on and moved from the Joint Property**

At seventy-five percent (75%) of current new price as determined by Paragraph A.

The cost of reconditioning, if any, shall be absorbed by the transferring property.

**C. Other Used Material**

**(1) Condition C**

Material which is not in sound and serviceable condition and not suitable for its original function until after reconditioning shall be priced at fifty percent (50%) of current new price as determined by Paragraph A. The cost of reconditioning shall be charged to the receiving property, provided Condition C value plus cost of reconditioning does not exceed Condition B value.

**(2) Condition D**

Material, excluding junk, no longer suitable for its original purpose, but usable for some other purpose shall be priced on a basis commensurate with its use. Operator may dispose of Condition D Material under procedures normally used by Operator without prior approval of Non-Operators.

- (a) Casing, tubing, or drill pipe used as line pipe shall be priced as Grade A and B seamless line pipe of comparable size and weight. Used casing, tubing or drill pipe utilized as line pipe shall be priced at used line pipe prices.
- (b) Casing, tubing or drill pipe used as higher pressure service lines than standard line pipe, e.g. power oil lines, shall be priced under normal pricing procedures for casing, tubing, or drill pipe. Upset tubular goods shall be priced on a non upset basis.

**(3) Condition E**

Junk shall be priced at prevailing prices. Operator may dispose of Condition E Material under procedures normally utilized by Operator without prior approval of Non-Operators.

**D. Obsolete Material**

Material which is serviceable and usable for its original function but condition and/or value of such Material is not equivalent to that which would justify a price as provided above may be specially priced as agreed to by the Parties. Such price should result in the Joint Account being charged with the value of the service rendered by such Material.

**E. Pricing Conditions**

- (1) Loading or unloading costs may be charged to the Joint Account at the rate of twenty-five cents (25¢) per hundred weight on all tubular goods movements, in lieu of actual loading or unloading costs sustained at the stocking point. The above rate shall be adjusted as of the first day of April each year following January 1, 1986 by the same percentage increase or decrease used to adjust overhead rates in Section III, Paragraph 1.A(3). Each year, the rate calculated shall be rounded to the nearest cent and shall be the rate in effect until the first day of April next year. Such rate shall be published each year by the Council of Petroleum Accountants Societies.
- (2) Material involving erection costs shall be charged at applicable percentage of the current knocked-down price of new Material.

**3. Premium Prices**

Whenever Material is not readily obtainable at published or listed prices because of national emergencies, strikes or other unusual causes over which the Operator has no control, the Operator may charge the Joint Account for the required Material at the Operator's actual cost incurred in providing such Material, in making it suitable for use, and in moving it to the Joint Property; provided notice in writing is furnished to Non-Operators of the proposed charge prior to billing Non-Operators for such Material. Each Non-Operator shall have the right, by so electing and notifying Operator within ten days after receiving notice from Operator, to furnish in kind all or part of his share of such Material suitable for use and acceptable to Operator.

**4. Warranty of Material Furnished By Operator**

Operator does not warrant the Material furnished. In case of defective Material, credit shall not be passed to the Joint Account until adjustment has been received by Operator from the manufacturers or their agents.

**V. INVENTORIES**

The Operator shall maintain detailed records of Controllable Material.

**1. Periodic Inventories, Notice and Representation**

At reasonable intervals, inventories shall be taken by Operator of the Joint Account Controllable Material. Written notice of intention to take inventory shall be given by Operator at least thirty (30) days before any inventory is to begin so that Non-Operators may be represented when any inventory is taken. Failure of Non-Operators to be represented at an inventory shall bind Non-Operators to accept the inventory taken by Operator.

**2. Reconciliation and Adjustment of Inventories**

Adjustments to the Joint Account resulting from the reconciliation of a physical inventory shall be made within six months following the taking of the inventory. Inventory adjustments shall be made by Operator to the Joint Account for overages and shortages, but, Operator shall be held accountable only for shortages due to lack of reasonable diligence.

**3. Special Inventories**

Special inventories may be taken whenever there is any sale, change of interest, or change of Operator in the Joint Property. It shall be the duty of the party selling to notify all other Parties as quickly as possible after the transfer of interest takes place. In such cases, both the seller and the purchaser shall be governed by such inventory. In cases involving a change of Operator, all Parties shall be governed by such inventory.

**4. Expense of Conducting Inventories**

- A. The expense of conducting periodic inventories shall not be charged to the Joint Account unless agreed to by the Parties.
- B. The expense of conducting special inventories shall be charged to the Parties requesting such inventories, except inventories required due to change of Operator shall be charged to the Joint Account.



EXHIBIT "E"  
INSURANCE AND INDEMNITY

At all times while operations are conducted under this Agreement with regard to subject properties, *the working interest owners agree to protect, defend, indemnify, release from liability and hold the Operator, its officers, directors and employees harmless from and against all losses, liabilities, costs, claims, demands and causes of action of every kind and character, without regard to the cause or causes thereof, or the negligence of any party or parties, except for the gross negligence or willful misconduct of the Operator or the Operator's officers or employees.* If the Operator is also a working interest owner, it shall bear its proportionate working interest share of the such losses, liability, costs, claims, demands and causes of action. This indemnification is without limit; however, if it is judicially determined that monetary limits should apply in certain instances of the working interest owners' voluntary assumption of such indemnities, the limit, or limits, shall automatically be amended to conform with the maximum limit permitted under law. *It is understood by all parties that this indemnification is to clarify Operator's and working interest owners' obligations as stated in Article V of this Joint Operating agreement and does not place any additional liabilities on the working interest owners.*

It is agreed that any future reference to the word "indemnify" shall also mean "protect, defend, hold harmless and release from liability" and shall only apply in the absence of gross negligence or willful misconduct on the part of the Operator or the Operator's officers or employees.

Notwithstanding the previous indemnification, Operator shall maintain for the benefit of all parties hereto, insurance of the types and in the maximum amounts as follows. Such insurance may carry reasonable deductibles. Premiums for such insurance shall be charged to the Joint Account and such premiums shall not exceed that which is normally available.

Non-operating working interest owners shall be named as Additional Insureds on the liability insurance policies, but only with respect to the performance of all work hereunder and only to the limits shown in this agreement. *This insurance shall be primary to any insurance carried by non-operating working interest owners.* The preceding indemnification shall not act to relieve the insurance carrier(s) of liability under the policies.

All such insurance shall be carried by an acceptable insurer or insurers; shall be maintained in full force and effect during the terms of this agreement; and shall not be cancelled materially, altered or amended without 30 days prior written notice having first been furnished non-operating working interest owners. If so required, Operator agrees to have its insurance carrier furnish certificates of insurance evidencing such insurance coverages.

Non-operating working interest owners agree that the limits and coverage carried by operator are adequate and shall indemnify the Operator if any claim exceeds such limit or is not covered by such policy. If the Operator is also a working interest owner, it shall bear its proportionate working interest share of such amount of claim which exceeds that limit or which is not covered by such policy. Such coverages and limits may change or be unavailable from time to time and operator does not guarantee their continuance but will use its best efforts to provide such coverages and limits at reasonable costs.

Operator and non-operating working interest owners agree to mutually waive Subrogation in favor of each other on all insurance carried by each party and/or to obtain such waiver from the insurance carrier if so required by the insurance contract. If such a waiver is not obtained, the party failing to do so shall indemnify the other party for any claim by an insurance carrier arising out of Subrogation.

- a. Workers' Compensation Insurance in full compliance with all applicable state and federal laws and regulations.
- b. Employer's Liability Insurance in the limits of \$1,000,000 per accident covering injury or death to any employee who may be outside the scope of the Workers' Compensation statute of the state in which the work is performed. (Non-operating working interest owners shall be named as additional insureds only if permitted by the insurer.)
- c. Commercial (or Comprehensive) General Liability Insurance with combined single limits per occurrence (and any general aggregate if applicable) of \$1,000,000 for Bodily Injury and Property Damage, including Property Damage due to Blowout and Cratering, Completed Operations, and Broad Form Contractual Liability as respects any contract into which the Operator may enter under the terms of this agreement.
- d. Automobile Liability Insurance covering owned, non-owned and hired automotive equipment with limits for Bodily Injury and Property Damage of \$1,000,000.
- e. Operator shall carry Control of Well Insurance covering the costs of controlling a Blowout, the expenses involved in redrilling or restoring the well, certain other related costs and Seepage and Pollution Liability. (These are descriptive terms only and exact coverage can be found only in the policy.) The limit for this insurance is \$ 3,000,000 per occurrence with a \$ 25,000.00 per occurrence deductible. \* Non-Operating working interest owners not wishing to be covered under this policy must notify operator prior to spud date and provide evidence of satisfactory insurance on a certificate furnished by the Operator; and by such refusal of coverage each non-operating working interest owner agrees to be responsible for his proportionate share of such loss and indemnify the Operator for any such loss that would have been covered under Operator's coverage, regardless of the degree or type of negligence, either sole, joint, concurrent or gross, anything in this agreement to the contrary notwithstanding.
- f. \_\_\_\_\_

\* care custody & control insurance is \$250,000.00 per occurrence with a \$10,000.00 deductible.

Applicant: Northwest Oil Company  
Cause CD No.: 990

Operators

Frontier Natural Gas  
Jenex Operating Co.  
Jolen Operating Co.  
K.S. Oil Co., Inc.  
Mack Energy Corp.  
Magnum Energy, Inc.  
Malka Prod, Co.  
Marshall Oil Corp.  
Mercer Petr. Mgmt., Inc.  
National Oil Co.  
Northwest Oil Co.  
Nova Energy Corp.  
Resources Inv. Co.  
Ricks Expl. Co., Inc.  
Settlers Corp.  
Singer Fleischaker  
Southcreek Petroleum  
Sparks Petroleum, Inc.  
Spess Energy Co.  
Stetson Energy Corp.  
Trey Resources, Inc.  
Universal Resources  
Ward Petroleum Corp.

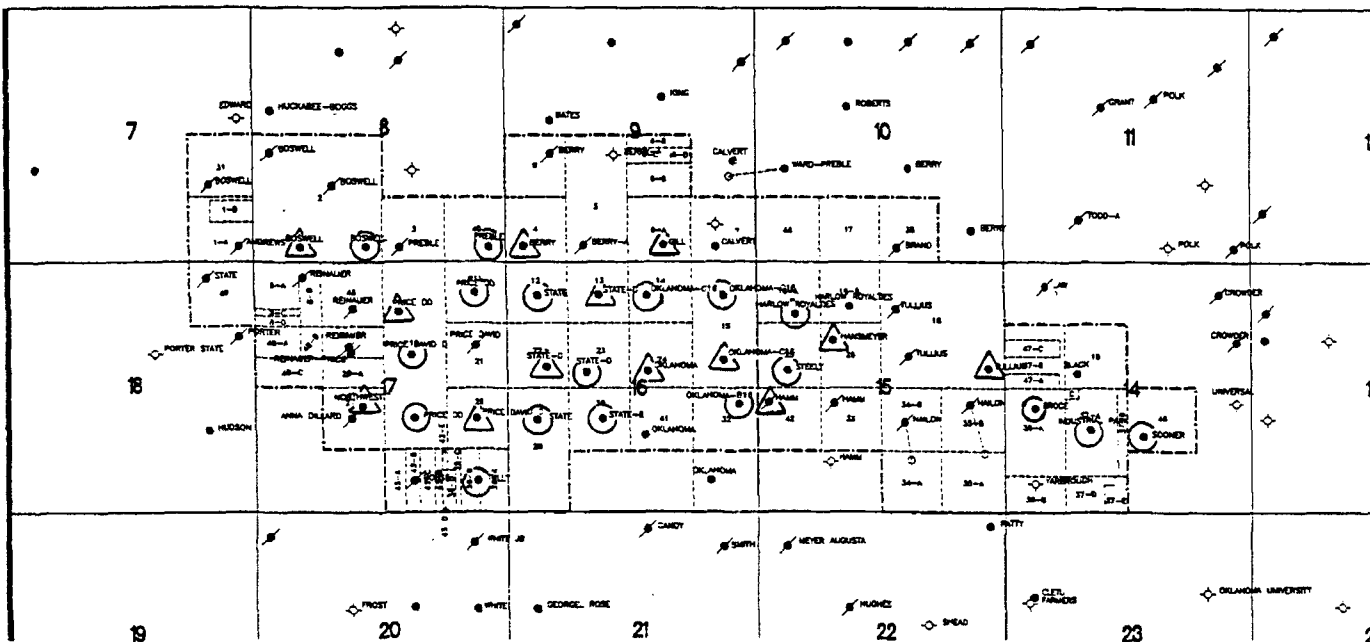
C&L Oil & Gas Corp.  
Dixie Pipe  
Empire Equipment Co.  
Ron Arvine Oil

Applicant: Northwest Oil Company  
 Cause CD No.: 990

C:\ACAD\DRGOS\WORK\NORMERU2.DWG

R3W

T9N



LEGEND

- ▲ INJECTOR
- OIL WELL
- PRODUCER
- ☀ GAS WELL
- ◇ DRY & ABANDONED
- LOCATION
- ⊗ P&A GAS WELL
- UNIT BOUNDARY


 <b>NORTHWEST OIL COMPANY</b>	
<b>WEST NORMAN        ENHANCED RECOVERY UNIT</b> Cleveland County, Oklahoma UNIT BOUNDARY and TRACTS	
UPDATE 1/99	SCALE 2"=1 MILE

Exhibit "D"

D-1

Applicant: Northwest Oil Company  
 Cause CD No.: 990

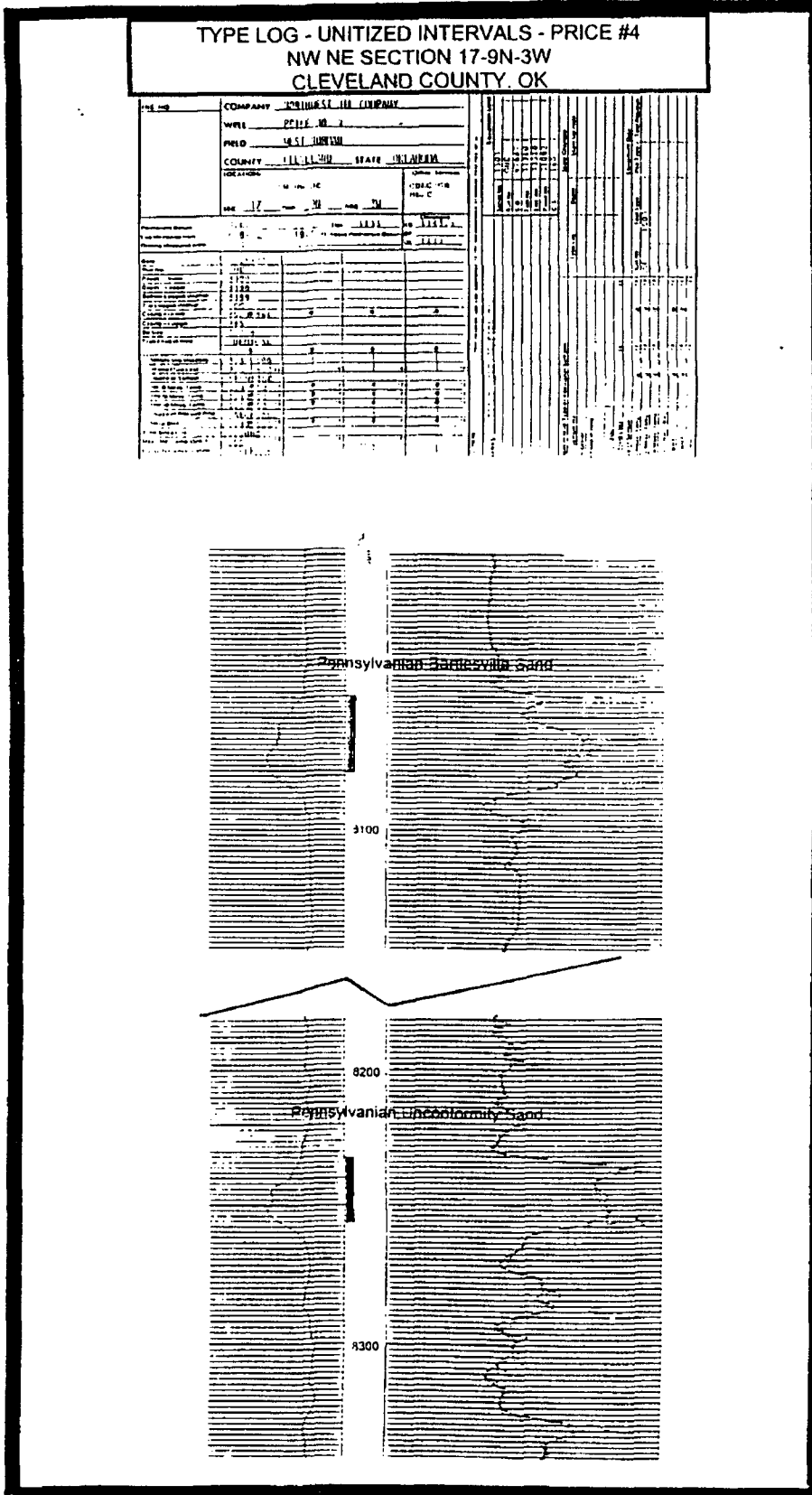
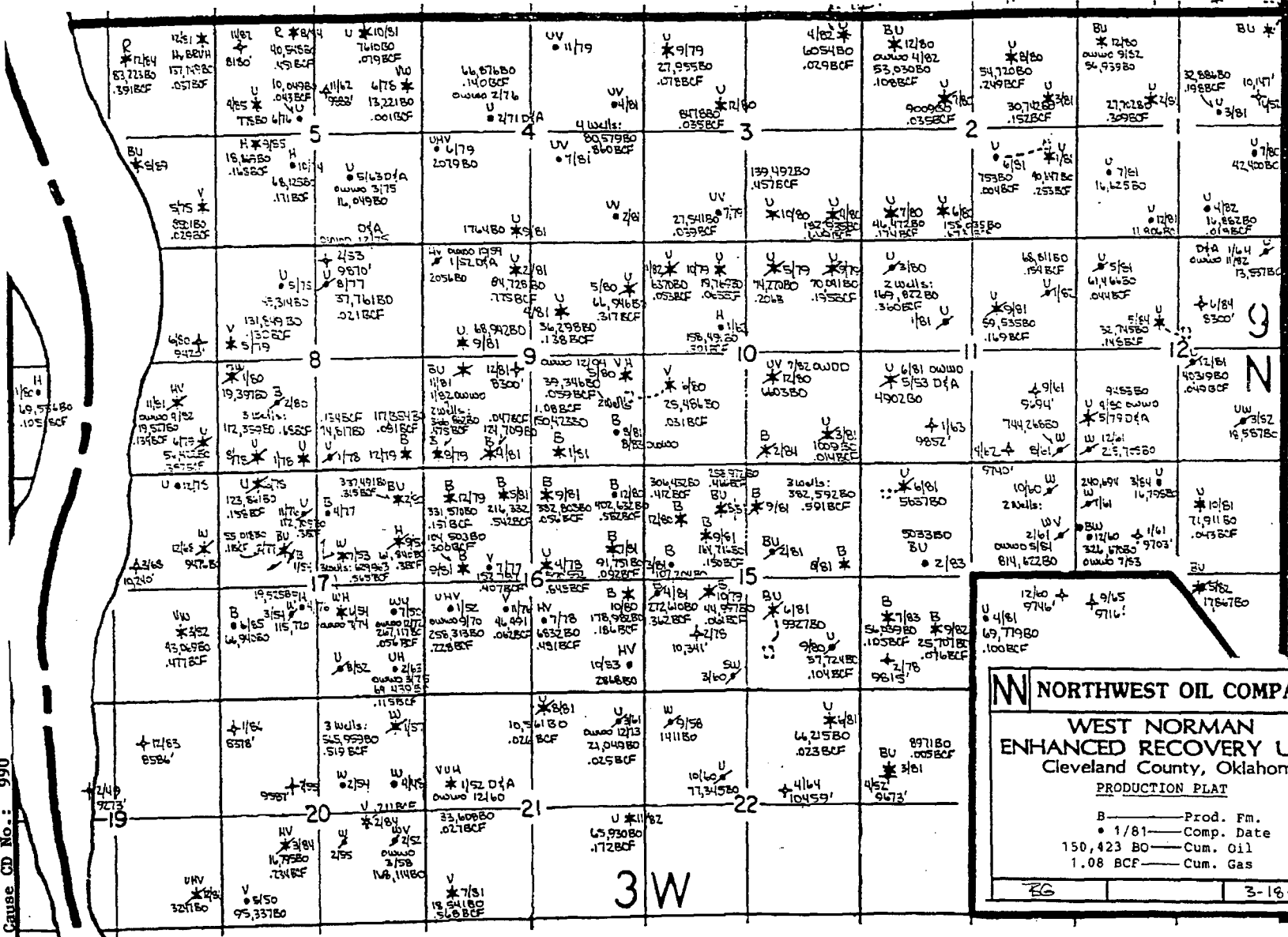


Exhibit "E"



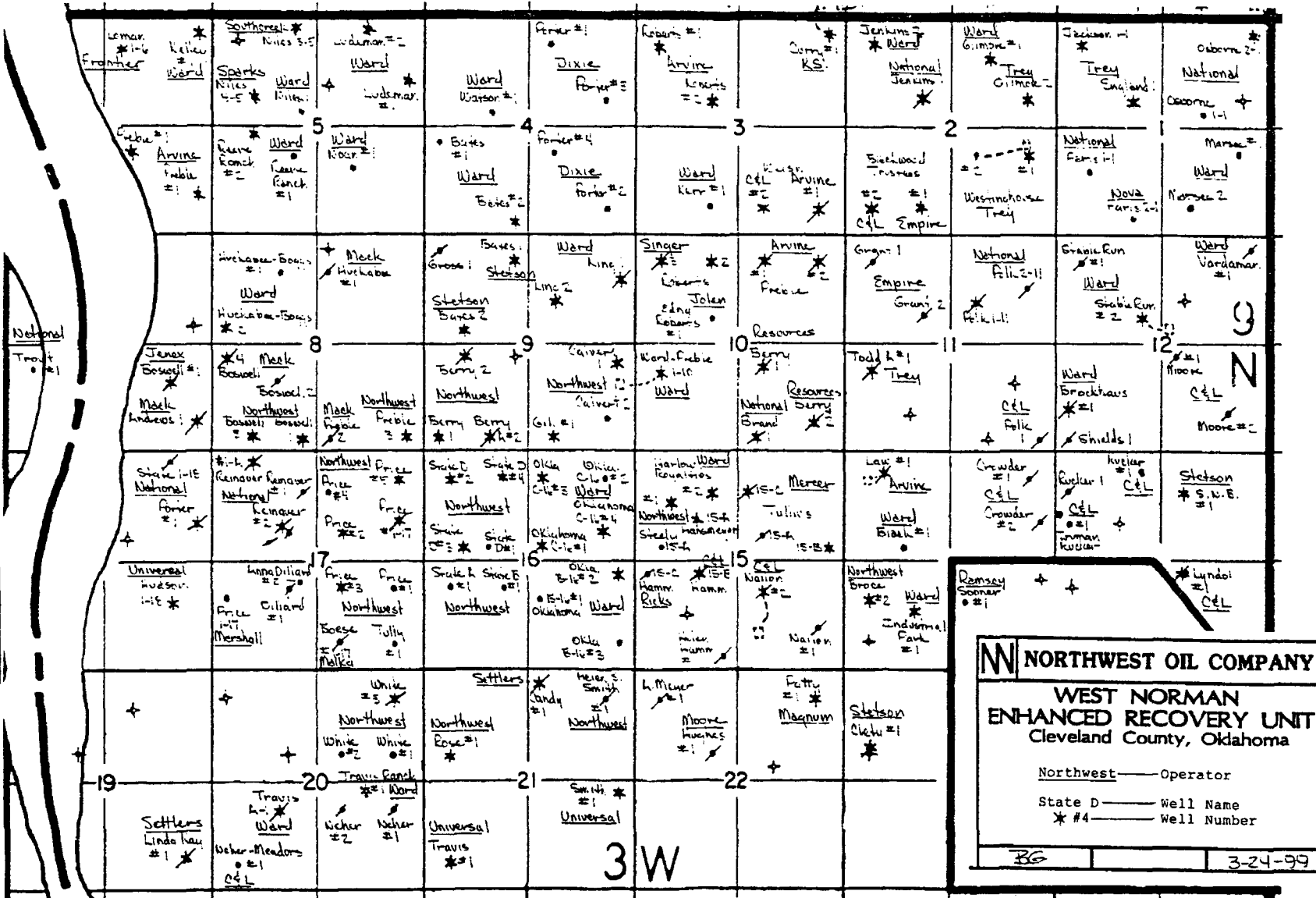
Applicant: Northwest Oil Company  
Cause CD No.: 990



- Formations
- Hv Hoover
  - S Skinner
  - R Red Fork
  - B Bartlesville
  - U Unconformity
  - H Hunton
  - V Viola
  - W Wilcox

<b>NORTHWEST OIL COMPANY</b>	
<b>WEST NORMAN ENHANCED RECOVERY UNIT Cleveland County, Oklahoma</b>	
<b>PRODUCTION PLAT</b>	
B — Prod. Fm. • 1/81 — Comp. Date 150,423 BO — Cum. Oil 1.08 BCF — Cum. Gas	
EG	3-18-99

Exhibit "C"  
C-1



**N NORTHWEST OIL COMPANY**

**WEST NORMAN ENHANCED RECOVERY UNIT**  
Cleveland County, Oklahoma

Northwest — Operator  
State D — Well Name  
\* #4 — Well Number

BG | 3-24-99

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: NORTHWEST OIL COMPANY )  
 )  
 RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION )  
 AND FURTHER DEVELOPMENT )  
 PURSUANT TO 52 O.S. §§ 287.1-287.15, )  
 BOTH INCLUSIVE )  
 )  
 LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN ) CAUSE CD NO.  
 UNCONFORMITY AND BARTLESVILLE )  
 SAND UNIT COVERING THE E/2 SE/4 ) 990001507  
 OF SECTION 7, SW/4 AND S/2 SE/4 OF )  
 SECTION 8, SW/4 AND W/2 SE/4 AND )  
 SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND )  
 SW/4 SE/4 OF SECTION 10, SW/4 AND )  
 S/2 NW/4 AND NW/4 SE/4 OF SECTION )  
 14, N/2 AND SE/4 AND N/2 SW/4 OF )  
 SECTION 15, N/2 AND N/2 S/2 AND SW/4 )  
 SW/4 OF SECTION 16, N/2 AND SE/4 )  
 AND NE/4 SW/4 OF SECTION 17, AND )  
 NE/4 NE/4 OF SECTION 18, ALL IN )  
 TOWNSHIP 9 NORTH, RANGE 3 WEST, )  
 CLEVELAND COUNTY, OKLAHOMA )

**FILED**  
 MAY 18 1999  
 COURT CLERK'S OFFICE - OKC  
 CORPORATION COMMISSION  
 OF OKLAHOMA

**AFFIDAVIT OF MAILING**

I, Karl F. Hirsch, being of legal age, and first duly sworn, do hereby depose and state that on the 17th day of May, 1999, copies of the Application and Notice of Hearing in the above cause were placed in the U. S. Mail, with sufficient postage prepaid to the following parties with known addresses, and, no copies were mailed to the following parties with unknown addresses:

See Exhibit "A".

Further Affiant saith not.

MUSSER & BUNCH

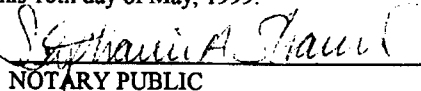


KARL F. HIRSCH, OBA No. 4232  
 100 Park Avenue Building, Suite 400  
 Oklahoma City, Oklahoma 73102  
 (405) 235-1768

ATTORNEYS FOR APPLICANT

STATE OF OKLAHOMA )  
 ) SS:  
 COUNTY OF OKLAHOMA )

Subscribed and sworn to before me this 18th day of May, 1999.

  
 NOTARY PUBLIC

My Commission Expires:

April 16, 2000



EXHIBIT "A"

Aaron D. Gwartney &  
Christy S. Gwartney  
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Norman, OK 73072

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c/o Control Technology, Inc.  
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Oklahoma City, OK 73116

Alan M. Shapiro &  
Sandra J. Shapiro  
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Norman, OK 73072

Alan A. Soltani & Roya Z. Soltani  
3901 Glisten Ct.  
Norman, OK 73072

Alan R. Cheshier &  
Suzanne B. Cheshier  
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Norman, OK 73072

Albert P. McWhorter & Deborah  
P. McWhorter  
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Patricia C. Williams Dale  
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Norman, OK 73072

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Andrew S. Lovell  
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Andrew C. Young & Jewil Young  
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Toloya, OK 73667

Anita R. Shilling  
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Archbishop Charles A. Salatka  
c/o Kent Frates, Attorney  
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Oklahoma City, OK 73102

Arvo Nikkanen  
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Norman, OK 73072

Associated Environmental  
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Norman, OK 73073

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Betty L. Craig  
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Norman, OK 73072

Aubry L. Collins &  
Judy K. Collins  
4116 Wood Castle St.  
Norman, OK 73072

Austin L. Chacey & Iris Chacey  
4100 72<sup>nd</sup> Ave. NW  
Norman, OK 73072

Auto Craft Body Shop, Inc.  
3218 Deloris Dr.  
Norman, OK 73072

Avery L. Hicks  
2800 Bishops Ct.  
Norman, OK 73072

Barry E. Herr  
3712 Wood Castle St.  
Norman, OK 73072

Bart T. Mercer & Sara M. Mercer  
3908 Hatterly Ln  
Norman, OK 73072

Belmont Capital Corp.  
2423 Wilcox Dr.  
Norman, OK 73069

Berkeley Home Owners  
Association  
c/o Ben Newcomer  
1035 South Berry Road  
Norman, OK 73069

Berkeley Home Owners  
Association  
3800 Astor Drive  
Norman, OK 73072

Betty L. Callaghan  
1403 Beverly Hill Street  
Norman, OK 73072

Betty Gayle Bryant, Maurice Gaylon  
Bryant, Michael Gene Bryant, Monie  
Gordon Bryant & Marc Gib Bryant  
4101 Kent St.  
Norman, OK 73072

Beula A. Hampton, Trustee of  
the Beula A. Hampton  
Revocable Trust  
2412 Lauriston Dr.  
Norman, OK 73072

Bill W. Higginbotham  
3719 Timberidge Dr.  
Norman, OK 73072

Bill McCans, Jr.  
6501 N. Broadway  
Extension, #300  
Oklahoma City, OK 73116

Bill A. Bodin  
1804 Chukkar Ct.  
Norman, OK 73072

Billy McCans  
6501 N. Broadway Ext., #300  
Oklahoma City, OK 73116

Bingo Express, Inc.  
2745 Broce Dr.  
Norman, OK 73072

Bio-Cide Chemical Co., Inc.  
P.O. Box 2700  
Norman, OK 73070

Blaine Wright Trust  
6501 N. Broadway  
Extension, #300  
Oklahoma City, OK 73116

BLS & CLS Investments L.L.C.,  
an OK Limited Liability Co.  
3350 West Tecumseh Road  
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Jeanne E. McClish  
4012 Wood Castle St.  
Norman, OK 73072

Ruel Paul Wilson &  
Leslie G. Wilson  
3609 Castlerock Rd.  
Norman, OK 73072

Russ M. Davoren &  
Donna C. Davoren  
4120 Nailon Dr.  
Norman, OK 73072

Russell Ellis Kyle &  
Holly Gaye Kyle  
2912 Hanover Dr.  
Norman, OK 73072

Russell J. Schauwecker & Yuliya  
B. Artemova-Schauwecker  
2804 Victoria Dr.  
Norman, OK 73072

Russell R. Hunt, Jr.  
3910 Mayfair  
Norman, OK 73072

Russell W. Clark &  
Jane A. Clark  
7500 Pleasant Valley Dr.  
Norman, OK 73072

Russell Kent Johnson &  
Kathy J. Johnson  
4121 Kent St.  
Norman, OK 73072

Russell S. Schneider & Lisa  
Bek-Gran Schneider  
4001 Stonehurst St.  
Norman, OK 73072

Ryan P. O'Neil &  
LaDeana G. O'Neil  
3620 Crail Dr.  
Norman, OK 73072

SAB One, Inc.  
1811 Industrial Blvd., #119  
Norman, OK 73069

Saba Tahmassebi &  
Nathalie Tahmassebi  
4013 Wood Castle  
Norman, OK 73072

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Sandra E. Wish  
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Norman, OK 73072

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Barbara A. Laivadhana  
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Sam J. Johnson, Jr. Family  
Limited Partnership No. 1  
1202 Estates Dr.  
Norman, OK 73072

Samuel Arthur Friedman &  
Evelyn J. Friedman  
2504 Lauriston Dr.  
Norman, OK 73072

Samuel M. Davidson &  
Rowena Davidson  
4628 Timberidge  
Norman, OK 73072

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Norman, OK 73072

Scott E. Sturtz & Karen R. Sturtz  
2704 Mayfair Dr.  
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Scott Salter & Jenifer Salter  
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Bonnie L. Stephens  
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3729 Crail Dr.  
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Nancy L. Frissell  
3800 Crail Dr,  
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Laura C. Shepherd  
2812 Bishops Ct.  
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2708 Chelsea Court  
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Jamie Paul Simpson  
2920 Sloane Dr.  
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Shannon Rhae Monahan  
2701 60<sup>th</sup> Ave. NW, Ste D  
Norman, OK 73072

Shelba J. Bethel  
1139 36<sup>th</sup> Avenue NW  
Norman, OK 73072

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2812 Victoria Dr.  
Norman, OK 73072



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2924 Glasgow Dr.  
Norman, OK 73072

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3930 48<sup>th</sup> Ave. NW  
Norman, OK 73072

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Sidney Hopkins & Brian Gregory  
Perceful  
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Norman, OK 73070

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2800 Brompton Drive  
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3909 Sparkle  
Norman, OK 73072

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Lisa Ann Phillips  
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Davonna M. Vicsek  
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Sterling, Inc.  
c/o Heritage Fine Homes  
770 North Rock Creek Road  
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Steve C. Hockert &  
Julie A. Hockert  
3408 Glisten  
Norman, OK 73072

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Karen McKinzey  
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Kelly G. Copeland  
4004 Nailon Dr.  
Norman, OK 73072

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Elizabeth Berkley Wallace  
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Billie G. Isaacson  
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Terri Stewart Paden  
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Robert L. Rogers  
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Norman, OK 73072

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Pamela Renee Jackson  
4112 Glasgow Dr.  
Norman, OK 73072

Terry D. Alexander  
2900 Astor Dr.  
Norman, OK 73072

Terry Paul Brooks &  
Mickey Gail Brooks  
4112 Hatterly Ln.  
Norman, OK 73072

Terry A. Ripley  
2404 Lauriston Dr.  
Norman, OK 73072

The Most Reverend  
Charles A. Salata  
c/o Malcolm Maguire  
3701 Castlerock Rd.  
Norman, OK 73072

The University of Oklahoma  
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Norman, OK 73019

Theos Marketplace, Inc.  
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Deann E. North  
2917 Sloane St.  
Norman, OK 73072

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Norman, OK 73072

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Jane A. Birdwell Streets  
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Cynthia Chioco-Conroy  
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Allison C. Howe  
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Norman, OK 73072

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Lisa A. Monroe  
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Seth D. Newman  
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Olivet Baptist Church of Norman  
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Norman, OK 73072

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Margaret E. O'Quin  
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Norman, OK 73072

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Ellis Randolph  
2900 Glasgow Dr.  
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Linda S. Debrunner  
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Norman, OK 73072

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Kristen C. Dennis  
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Norman, OK 73072

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Elizabeth Louise Fletcher  
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Mathangi Shankar  
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Saviya Vivek  
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Kimberly Haydon  
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P.O. Box 591  
Midland, TX 79702

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4001 Knights Bridge  
Norman, OK 73072

Wallace Terry Western &  
Suzanne Western  
2010 W. Brooks  
Norman, OK 73069

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Norman, OK 73072

Walter Senges &  
Marian R. Senges  
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Norman, OK 73072

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Margaret E. Cozad Wilson  
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Norman, OK 73072

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Birmingham, AL 35209

Ward Petroleum Corp.  
P.O. Box 1187  
Enid, OK 73702

Warwick Swim Club, Inc.  
2600 Lauriston  
Norman, OK 73072

Weigong Jiang & Yanbo Xing  
3909 Ripple Ave.  
Norman, OK 73072

Weldon Haskell Olivo, Jr. &  
Bessie Ann Olivo  
4621 Timberidge Circle  
Norman, OK 73072

Wellington S. Lee & Sandy Lee  
2833 Astor Dr.  
Norman, OK 73072

Westpoint Group, Inc.  
2423 Wilcox Dr.  
Norman, OK 73069

Westport Group, Inc.  
2423 Wilcox Drive  
Norman, OK 73069

Wilburn Keith Heflin &  
Mildred R. Heflin  
4108 Stonehurst St.  
Norman, OK 73072

William F. Tyrrill &  
Patricia Tyrrill  
4012 Mayfair Dr.  
Norman, OK 73072

William Alan Dolton &  
Sherri Lynn Dolton  
3901 Ripple Ave.  
Norman, OK 73072

William W. McManus, Jr. &  
Frances J. McManus  
3506 Hillview Dr.  
Norman, OK 73072

William A. Linihan &  
Christa L. Linihan  
3819 Ridgeline Dr.  
Norman, OK 73072

William D. Sanders &  
Mary Ann Sanders  
3820 Drawbridge Ln.  
Norman, OK 73072

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Donna T. Keller  
3929 Glisten Ct.  
Norman, OK 73072

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Norman, OK 73072

William C. Woods  
2301 W. Main St.  
Norman, OK 73069

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Donna J. Black  
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Norman, OK 73072

William J. Wade &  
Rosalynn L. Wade  
2817 Bishops Ct.  
Norman, OK 73072

William Hayward &  
Nadine F. Hayward  
2829 Astor Dr.  
Norman, OK 73072

William Bryan Baker &  
Doris M. Baker  
1313 Ridgeway  
Moore, OK 73160

William Henry Hickman &  
Shelly Dawn Hickman  
4113 Sloane St.  
Norman, OK 73072

William Allen Guinn &  
Leanne H. Guinn  
3904 Glisten Ct.  
Norman, OK 73072

William F. Pain & Betsy M. Pain  
4625 Timberidge Circle  
Norman, OK 73072

William R. Holmes &  
Gwendolyn A. Holmes  
4004 Stonehurst St.  
Norman, OK 73072

William E. Horne Revocable  
Trust & Mona T. Horne  
Revocable Trust  
4105 Kent  
Norman, OK 73072

Willie Lee Grace &  
Wilma Sue Grace  
3319 48<sup>th</sup> Ave. NW  
Norman, OK 73072

Willis Franklin Sikes  
3902 Mayfair Drive  
Norman, OK 73072

Wilma J. Fett &  
Charles Michael Sookne  
4109 Nailon Dr.  
Norman, OK 73072

Windham Developers, Inc.  
770 W. Rock Creek Rd, #103  
Norman, OK 73069

Yome Bramlett, Jr. &  
Pauline Bramlett  
3809 Crail Dr.  
Norman, OK 73072

APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990001507  
PAGE 20

Zhen Zhu & Liping Ma  
2925 Glasgow Dr.  
Norman, OK 73072

Zhongqi Jing & Yongxian Wei  
4104 Mayfair Dr.  
Norman, OK 73072

**ADDRESS UNKNOWN:**

*None.*

And if any of the above are  
deceased or no longer in business,  
their unknown heirs, devisees,  
executors, administrators, trustees,  
successors and assigns, immediate  
and remote

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: NORTHWEST OIL COMPANY )  
 )  
 RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION )  
 AND FURTHER DEVELOPMENT ) CAUSE CD  
 PURSUANT TO 52 O. S. §§ 287. 1-287.15, ) NO.  
 BOTH INCLUSIVE )  
 ) 990001507  
 LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN )  
 UNCONFORMITY AND BARTLESVILLE )  
 SAND UNIT COVERING THE E/2 SE/4 )  
 OF SECTION 7, SW/4 AND S/2 SE/4 OF )  
 SECTION 8, SW/4 AND W/2 SE/4 AND )  
 SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND )  
 SW/4 SE/4 OF SECTION 10, SW/4 AND )  
 S/2 NW/4 AND NW/4 SE/4 OF SECTION 14, )  
 N/2 AND SE/4 AND N/2 SW/4 OF SECTION )  
 15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF )  
 SECTION 16, N/2 AND SE/4 AND NE/4 )  
 SW/4 OF SECTION 17, AND NE/4 NE/4 )  
 OF SECTION 18, ALL IN TOWNSHIP 9 )  
 NORTH, RANGE 3 WEST, )  
 CLEVELAND COUNTY, OKLAHOMA )

**FILED**  
 MAY 27 1999  
 COURT CLERK'S OFFICE - OKC  
 CORPORATION COMMISSION  
 OF OKLAHOMA

AFFIDAVIT OF MAILING

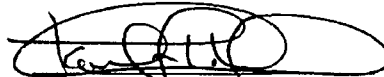
I, Karl F. Hirsch, being of legal age and first duly sworn, do hereby depose and state that on the 21<sup>th</sup> day of May, 1999, copies of the Application and Notice of Hearing in the above cause were placed in the U.S. Mail, with sufficient postage prepaid, to the following parties:

Joseph C. Bouziden &  
Pamelia Dyne Bouziden  
3250 Northwest Blvd.  
Norman, OK 73072

Deborah L. Hill, Trustee of the  
Deborah L. Hill Revocable Trust  
3910 Ridgeline Dr.  
Norman, OK 73072-1723

Further Affiant saith not.

MUSSER & BUNCH



KARL F. HIRSCH, OBA No.4232  
100 Park Avenue Building, Suite 400  
Oklahoma City, Oklahoma 73102  
405/235-1768  
ATTORNEYS FOR APPLICANT  
NORTHWEST OIL COMPANY

STATE OF OKLAHOMA )  
 ) SS:  
 COUNTY OF OKLAHOMA )

Subscribed and sworn to before me this 21<sup>th</sup> day of May, 1999.

  
 NOTARY PUBLIC

My Commission Expires:

April 16, 2002

**FILED**  
DEC - 2 1999

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT:	NORTHWEST OIL COMPANY	)	COURT CLERK'S OFFICE — OKC
		)	CORPORATION COMMISSION
		)	OF OKLAHOMA
RELIEF SOUGHT:	UNITIZED MANAGEMENT, OPERATION	)	
	AND FURTHER DEVELOPMENT	)	Cause CD NO.
	PURSUANT TO 52 O. S. §§ 287. 1-287.15,	)	
	BOTH INCLUSIVE	)	990001507
		)	
LEGAL DESCRIPTION:	WEST NORMAN PENNSYLVANIAN	)	
	UNCONFORMITY AND BARTLESVILLE	)	
	SAND UNIT COVERING THE E/2 SE/4	)	
	OF SECTION 7, SW/4 AND S/2 SE/4 OF	)	
	SECTION 8, SW/4 AND W/2 SE/4 AND	)	
	SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND	)	
	SW/4 SE/4 OF SECTION 10, SW/4 AND	)	
	S/2 NW/4 AND NW/4 SE/4 OF SECTION 14,	)	
	N/2 AND SE/4 AND N/2 SW/4 OF SECTION	)	
	15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF	)	
	SECTION 16, N/2 AND SE/4 AND NE/4	)	
	SW/4 OF SECTION 17, AND NE/4 NE/4	)	
	OF SECTION 18, ALL IN TOWNSHIP 9	)	
	NORTH, RANGE 3 WEST,	)	
	CLEVELAND COUNTY, OKLAHOMA	)	

**AFFIDAVIT OF MAILING**

I, Karl F. Hirsch, being of legal age, and first duly sworn, do hereby depose and state that on the 29<sup>th</sup> day of November, 1999, copies of Order No. 436520 issued in the above cause were placed in the U.S. Mail, with sufficient postage prepaid, to the following parties:

Christopher John Rogers  
129 Shady Trail St.  
San Antonio, TX 78232-1313

Michael Lee Rehbein  
4626 Heritage Place Dr. #206  
Norman, OK 73072-4323

Further Affiant saith not.

MUSSER & BUNCH



KARL F. HIRSCH, OBA No. 4232  
100 Park Avenue Building, Suite 400  
Oklahoma City, Oklahoma 73102  
405/235-1768

ATTORNEYS FOR APPLICANT

STATE OF OKLAHOMA            )  
  ) SS:  
COUNTY OF OKLAHOMA        )

Subscribed and sworn to before me this 30<sup>th</sup> day of November, 1999.

  
NOTARY PUBLIC

My Commission Expires:

April 16, 2000

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT:	NORTHWEST OIL COMPANY	)	
		)	
RELIEF SOUGHT:	UNITIZED MANAGEMENT, OPERATION	)	
	AND FURTHER DEVELOPMENT	)	
	PURSUANT TO 52 O.S. §§ 287.1-287.15,	)	
	BOTH INCLUSIVE	)	
		)	
LEGAL DESCRIPTION:	WEST NORMAN PENNSYLVANIAN	)	CAUSE CD NO.
	UNCONFORMITY AND BARTLESVILLE	)	
	SAND UNIT COVERING THE E/2 SE/4	)	990001507
	OF SECTION 7, SW/4 AND S/2 SE/4 OF	)	
	SECTION 8, SW/4 AND W/2 SE/4 AND	)	
	SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND	)	
	SW/4 SE/4 OF SECTION 10, SW/4 AND	)	
	S/2 NW/4 AND NW/4 SE/4 OF SECTION	)	
	14, N/2 AND SE/4 AND N/2 SW/4 OF	)	
	SECTION 15, N/2 AND N/2 S/2 AND SW/4	)	
	SW/4 OF SECTION 16, N/2 AND SE/4	)	
	AND NE/4 SW/4 OF SECTION 17, AND	)	
	NE/4 NE/4 OF SECTION 18, ALL IN	)	
	TOWNSHIP 9 NORTH, RANGE 3 WEST,	)	
	CLEVELAND COUNTY, OKLAHOMA	)	

**FILED**  
MAY 18 1999  
COURT CLERK'S OFFICE - OKC  
CORPORATION COMMISSION  
OF OKLAHOMA

**AFFIDAVIT OF MAILING**

I, Karl F. Hirsch, being of legal age, and first duly sworn, do hereby depose and state that on the 14th day of May, 1999, copies of the Application and Notice of Hearing in the above cause were placed in the U. S. Mail, with sufficient postage prepaid to the following parties with known addresses, and, no copies were mailed to the following parties with unknown addresses:

See Exhibit "A".

Further Affiant saith not.

MUSSER & BUNCH

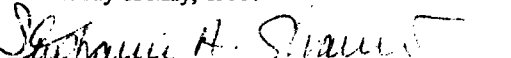


KARL F. HIRSCH, OBA No. 4232  
100 Park Avenue Building, Suite 400  
Oklahoma City, Oklahoma 73102  
(405) 235-1768

ATTORNEYS FOR APPLICANT

STATE OF OKLAHOMA )  
) SS:  
COUNTY OF OKLAHOMA )

Subscribed and sworn to before me this 18th day of May, 1999.

  
NOTARY PUBLIC

My Commission Expires:

April 15, 2000

EXHIBIT "A"

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322 North Mulberry Street  
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Adana Elland Crippen  
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Dallas, TX 75238

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Mary Bass Gamel  
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Al W. Meyer  
3280 Classen Blvd.  
Norman, OK 73069

Albert Boswell  
Route 4, Box 166 BB  
Lindsay, OK 73052

H. Aldridge Gillespie and  
Virginia L. Gillespie  
c/o James Gillespie  
#3 DeSosa  
Roswell, NM 88201

H. Aldridge Gillespie and  
Virginia L. Gillespie  
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Norman, OK 73072

Alexander Patricia Morgan  
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Alma Hood Holmes  
PO Box 242  
Quitman, TX 75783

Alvin O. Zeiss  
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Enid, OK 73701-4528

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Garden City, KS 67846

Amoco Production Company  
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Denver, CO 80201-0800

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San Antonio, TX 78205

The Arlee Funk 1984  
Revocable Trust  
Arlee Funk, Trustee  
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Oklahoma City, OK 73120

Audie Calvert  
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Vista, CA 92084

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Dayton, OH 45426

Arthur Raymond Reinauer  
71 Hunsley Hills Blvd.  
Canyon, TX 79015

Avena Eulalia Hodges  
9009 North May, Unit #119  
Oklahoma City, OK 73120

Barbara Boeskin Estate  
Eloise Boeskin, Personal Rep.  
2236 Rogers  
Norman, OK 73071

Barbara Jean Fry  
4290 Mulford  
Skokie, IL 60077

Barbara J. Lea Living Trust  
James D. Lea and  
Barbara J. Lea, Trustees  
621 E. Oak Place  
Edmond, OK 73003-2713

Barbara W. Walker, Trustee  
of the Barbara Holmes Andres  
1990 Revocable Living Trust  
dated 5/31/90  
4233 Columbine Circle  
Charlotte, NC 28211

Beatrice Soetaert  
Route 1, Gore Road  
Raymore, MO 64083

Ben T. Benedum  
200 City National Bank &  
Trust Building  
Norman, OK 73069

Benton Gifford and/or  
Wanda Jo Gifford  
Route 1, Box 587  
Noble, OK 73068

Bernita J. Coffey, Trustee of the  
Bernita J. Coffey Living Trust  
dated 5/11/98  
1217 Avondale Drive  
Norman, OK 73069

Beverly B. Disney, Trustee of the  
Ralph Willard Disney Trust  
dated March 21, 1974  
PO Box 568  
Pineville, MO 64856

Beverly R. Reeve and Liberty  
National Bank & Trust of OKC,  
Successor Co-Trustees of the  
Leonard B. Reeve Living Trust  
dated 12/6/83, amended 6/15/84  
PO Box 57053  
Oklahoma City, OK 73112

Bill P. Hall  
18011 Redwood Drive  
Independence, KS 64056

Billy D. Janes  
RR 1  
Colcord, OK 74338

B. J. Sparks  
PO Box 16033  
Oklahoma City, OK 73113-0428



APPLICANT: NORTHWEST OIL COMPANY  
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The Board of Regents of the  
University of Oklahoma  
660 Parrington Oval, Room 119  
Norman, OK 73019

Bobby L. Mason  
1514 Elk Circle  
Norman, OK 73071

The Brachman Revocable Trust  
Malcolm K. Brachman, Trustee  
3232 McKinney Avenue,  
Suite 770  
Dallas, TX 75204

Brillhart-Phillips Investment, Inc.  
PO Box 320  
Madill, OK 73446

Broce Construction Company  
of Oklahoma, Inc.  
2821 North Flood Avenue  
Norman, OK 73069

Bronia Frankel  
420 1/2 S. Bedford Drive  
Beverly Hills, CA 90212

The Cameron Funk 1984  
Revocable Trust  
Cameron Funk, Trustee  
12725 Green Valley Drive  
Oklahoma City, OK 73120

Carol K. Calvert  
16650 Huebner Road #612  
San Antonio, TX 78248

Carole J. Drake  
PO Box 18466  
Oklahoma City, OK 73154-0466

Carolyn Kay Ligon  
1403 Huntington Way  
Norman, OK 73069

Castlerock Development Corp.  
3600 West Main, Suite 150  
Norman, OK 73072-4636

Cathedral Enterprises  
5252 North Broadway  
Wichita, KS 67219

Chaco Energy Co.  
PO Box 1587  
Denver, CO 80701

Charlene Janeway  
75 Canongate Lane  
Highland Ranch, CO 80126

Charlene Janeway, Successor  
Trustee of the Aline May Buxton  
Janeway Revocable Trust dated  
7/21/88  
75 Canongate Lane  
Highland Ranch, CO 80126

Charlene Satterfield  
1110 Vine Street  
Sweetwater, TX 79556

Charles N. Berry, Jr., Trustee of  
the Robert N. Berry Trust U/W/O  
Charles N. Berry, deceased  
PO Box 60950  
Oklahoma City, OK 73146

Charles Calvert  
3932 48th Avenue, NW  
Norman, OK 73072

Charles O. Dorrance  
7200 NW 210th Street  
Edmond, OK 73003

Charles Hooper  
301 West Gray  
Norman, OK 73069

Charlotte Y. Johnson  
3806 Cheshire Court  
Pleasanton, CA 94588

Cheryl Lynn Tarbert  
c/o Margaret G. Tarbet  
8717 Ray Nash Court, NW  
Gig Harbor, WA 98335

Chester Calvert  
3600 W. Florida Avenue  
Hemet, CA 92545

Chris D. Lira and Sandra J. Lira  
4030 48th Avenue, NW  
Norman, OK 73072

City National Bank & Trust  
Company, Norman, Oklahoma,  
Trustee of the Willings P. Sturgis  
Trust c/o BancOklahoma  
Trust Company  
PO Box 95  
Tulsa, OK 74101

Claud A. Davis and  
Evelyn L. Davis  
909 North Ponca Drive  
Independence, MO 64059

Clayton Oliver  
Rt. 4, Box 414  
McAlester, OK 74501

Clorene Michel  
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Great Falls, MT 59404

Cloye Kelchner  
PO Box 985  
Enid, OK 73702

Colleen M. Bell  
6405 Mignonette Street  
Bakersfield, CA 93308

Commonwealth Royalty  
12412 St. Andrews Drive  
Oklahoma City, OK 73120

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PO Box 25  
Hollins, AL 35082

Corene Michel  
913 Buena  
Great Falls, MT 59404

Cynthia A. Gray  
1603 East 19th Street, #101  
Edmond, OK 73013

Damon Boswell  
417 Eel River, Lot #5  
Purcell, OK 73080

Dan Boeskin  
8941 Duarte Road, #1  
San Gabriel, CA 91775

Danny L. Harris  
PO Box 63  
Turlock, CA 95381

Darell Wayne Fuller  
c/o Wayne Fuller  
304 Duarte Court  
Milpitas, CA 95035

David Wilson Andrews  
14542 Larkspur, #271  
San Antonio, TX 78232

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David D. Price, Jr.  
47 Larson Drive  
Aspen, CO 81611

David D. Price, Jr., Trustee of the  
David D. Price, Jr. Revocable  
Trust UTA dated July 29, 1993,  
as amended  
47 Larson Drive  
Aspen, CO 81611

Deborah Ray Brachman Rice  
2108 West Freeway  
Fort Worth, TX 76102

Debra Lynne Lane  
HCR 1, Box 230  
Plainview, TX 79072

Delbert Lenhart  
703 Redwood Drive  
Noble, OK 73068

Della Pauline Walker  
PO Box 721508  
Norman, OK 73070

Dellconn Oil Corporation  
c/o E. K. Speck  
4436 Dalny Street  
Dallas, TX 75214

Delores Mason Knight Estate  
c/o Peter Knight  
558 South Avenue  
Weston, MA 02493

D. G. Hansen Trust  
Box 187  
Logan, KS 67646

D-J Investments  
PO Box 399  
Garden City, KS 67846

DKD, Inc.  
2216 S. Ridgewood  
Wichita, KS 67218

Doc Severinson Orchestra Inc.  
c/o Larry Worden  
PO Box 30  
Branchville, NJ 07826

Don M. Terrell Estate  
c/o Cheryl Ann Terrell  
1624 Walnut Cove  
Edmond, OK 73013

Donet Corp.  
Donna Thomas  
3966 W. Swallow  
Springfield, MO 65810

Donna Cornelison  
12131 SE 99th  
Oklahoma City, OK 73165

Dorothy Brown and  
Nathan C. Brown  
3103 West Silverleaf Ave.  
Springfield, MO 65807

Dorothy Evorene Nowery  
705 Ontario Street  
Shreveport, LA 71106

Dorothy S. Tarbet  
11973 Marine View Drive, SW  
Seattle, WA 98146

Dorothy Vaught  
6301 East Robinson  
Norman, OK 73071

W. Dow Hamm, Jr.  
PO Box 591  
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Doyal F. Gill  
Route 1, Box 559  
Welling, OK 74471

Doyle Todd  
PO Box 866  
Norman, OK 73070

Doyle J. Wilson  
814 West Walnut  
Salina, KS 67401

Drake-Gungoll Enterprises, ALP  
PO Box 18466  
Oklahoma City, OK 73154-0466

East-West, Ltd  
1205 W. Main Street  
Norman, OK 73069

Ed C. Preble, Jr., Successor  
Trustee of the Ed C. Preble, Sr.  
Trust "B"  
4201 North Hampton Court  
Norman, OK 73072

Ed C. Preble, Jr., Successor  
Trustee of the Ed C. Preble, Sr.  
Living Trust  
4201 North Hampton Court  
Norman, OK 73072

Edward Charles Preble, Jr.,  
Successor Trustee of the Evelyn  
E. Preble Living Trust dated  
9/20/90  
4201 North Hampton Court  
Norman, OK 73072

Edward Charles Preble, Jr.  
4201 North Hampton Court  
Norman, OK 73072

Edward C. Reinauer, Jr.,  
William S. Reinauer and  
Cecilia Ann Wagner, Co-Trustees  
of the Edward C. Reinauer Trust  
7808 Harrington Cir.  
Amarillo, TX 79121

Edward Franklin Reinauer  
Box 577  
Mustang, OK 73064

Eliot Barnett  
PO Box 11739  
Fort Worth, TX 76110

Elizabeth Joyce Tarbet  
465 Silver Shadow Drive  
San Marcos, CA 92069

The Estate of Ellen Bari  
Brachman, Leon Brachman,  
Independent Executor  
2108 West Freeway  
Fort Worth, TX 76113

Ellen E. Brand, Trustee of the  
Brand Family Trust dated 6/11/90  
1220 Johnson Drive, Apt. #116  
Ventura, CA 93003

Elmer Lee Jones  
PO Box 207  
Ada, OK 74821

Eloise B. Gamble, Trustee of the  
Eloise B. Gamble Revocable Trust  
dated 8/15/90  
PO Box 263  
Jefferson, TX 75657

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Elva Teel  
405 Mesa Circle  
Plainview, TX 79072

Emily L. Vaught, Trustee of the  
Emily L. Vaught Revocable  
Living Trust dated 10/9/91  
11400 Slaughterville Road  
Lexington, OK 73051

Emma Lorena Burkett, Trustee of  
the Emma Lorena Burkett  
Revocable Trust  
7704 Hillcrest Drive  
Oklahoma City, OK 73159

ENYOC Oil & Gas Co., LLC  
Gary Tibbits  
14000 S. Meridian  
Oklahoma City, OK 73173

Episcopal Diocese For The  
State of Oklahoma  
924 North Robinson  
Oklahoma City, OK 73102

Ernest Bryan Alexander  
322 North Mulberry Street  
Maryville, MO 64468

Ernestine Buxton  
205 N. Maryella Terrace  
Mustang, OK 73064

Ernestine Coffey  
129 South Pickard  
Norman, OK 73069

B. Ernestine Tullius  
2319 Parkland Way  
Norman, OK 73069

The Etta K. Brachman Trust  
Malcolm K. Brachman Trustee  
3232 McKinney Avenue,  
Suite 770  
Dallas, TX 75204

The Etta K. Brachman Revocable  
Tr., Malcolm K. Brachman and  
Marilyn B. Hoffman, Trustees  
3232 McKinney Avenue,  
Suite 770  
Dallas, TX 75204

Ezra Boswell  
c/o Melvin Boswell  
Box 213  
Maysville, OK 73057

Falba B. Woodard  
1808 Dorchester Road  
Midwest City, OK 73130

Faye Smith Bennett  
153 Braewick Road  
Salt Lake City, UT 84103

Fletcher Bradford Ownbey  
1009 Keble Court  
Oxford, MI 49371

Fletcher James Ownbey  
11032 NW 11th Street  
Yukon, OK 73099

Flora Mae Williams  
PO Box 871  
Noble, OK 73068

Flora Mae Vaught Williams  
PO Box 871  
Noble, OK 73068

Florence A. Boeskin  
2306 Crestmont  
Norman, OK 73069

Floyd L. Admire  
516 North 11<sup>th</sup>  
Ponca City, OK 74601

Ford C. Price  
PO Box 20267  
Oklahoma City, OK 73156

Ford C. Price, Trustee of the  
David D. Price Revocable Trust  
U/T/A dated 12/8/82  
PO Box 20267  
Oklahoma City, OK 73156

Ford C. Price or Ford C. Price,  
Jr., Co-Trustees, FCP Trust,  
10/6/86  
PO Box 20267  
Oklahoma City, OK 73156

Forrest W. Hood, Jr.  
330 Morgan Street  
New Orleans, LA 70114

Frances Tully  
4427 Wildwood Circle  
Granbury, TX 76049

Fretwell Enterprises  
601 Robert S. Kerr, #106  
Oklahoma City, OK 73102

Gary Brown III  
1309 Vinita  
Enid, OK 73701

George H. Cunningham Living  
Trust, George H. Cunningham  
Trustee  
12950 SW 140th Street  
Augusta, KS 67010

George S. Jacobs  
700 SW 41st Street  
Oklahoma City, OK 73109

George T. Mitchell  
410 North 2<sup>nd</sup> Street  
Marshall, IL 62441

George Preble, Trustee of the  
George Preble Living Trust  
3704 Quail Drive  
Norman, OK 73072

Georgia A. Sweitzer  
20111 O'Toole Road, SE  
Yelm, WA 98597

Gerald N. Eason  
PO Box 1586  
Lawton, OK 73502

Gertrude Parker Gow  
9420 Palliser Place, SW  
Calgary, Alberta, Canada T2V 3T2

Gladys Jacobs Davis Estate  
c/o Charles E. Davis, sole heir  
9716 Castle Road  
Oklahoma City, OK 73162

Glen Darell Fuller  
2844 Sand Stone Drive  
Anderson, CA 96007

Glenard R. Vaught  
200 East Haddock Street  
Norman, OK 73069

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Glenn A. Jacobs  
909 East 11th  
Shawnee, OK 74801

Gordon Thomas Calvert  
PO Box 885  
Enumclaw, WA 98022

Grady C. Wade and  
Beulah F. Wade  
1106 W. Apache Street  
Norman, OK 73069

Guard Exploration  
PO Box 1187  
Enid, OK 73702-1187

Harlow Royalties, Inc.  
22499 Imperial Valley Drive  
Houston, TX 77073

Harold L. Boswell  
Route 4, Box 167  
Lindsay, OK 73052

Harold H. Ginsburg  
1300 Continental Plaza  
777 Main Street  
Fort Worth, TX 76102

Harold Ray Harshberger and/or  
Dorothy May Harshberger  
PO Box 11564  
Tujunga, CA 91042

Harold G. Nailon and Jean A.  
Nailon, Co-Trustees of the Nailon  
Trust U/T/A dated 1/10/95  
8865 East Baseline, #1316  
Mesa, AZ 85208

Harry G. Hadler  
PO Box 1988  
Edmond, OK 73083

Harry C. Holland, Trustee of the  
Harry C. Holland Revocable Trust  
PO Box 891631  
Oklahoma City, OK 73189

Harry C. Holland Inc.  
c/o Kay Holland McDaniel  
6800 S. Country Club Drive  
Oklahoma City, OK 73159

Helen Rosemary Graham  
802 South Dungan Avenue  
Cushing, OK 74023

Helen Joy Phinney  
4422 Smokey Way NE  
Salem, OR 97305

Herbert C. Tullius a/k/a  
H. C. Tullius and  
Frances Etoyle Tullius  
1500 East Cedar Lane  
Norman, OK 73069

Homer L. Lawson  
3501 NW 63<sup>rd</sup> Street  
Oklahoma City, OK 73116

Imogene Meyer and Janet McGee  
405 South Berry Road  
Norman, OK 73069

Incarnate Word Academy  
Foundation  
2910 South Alameda  
Corpus Christi, TX 78404

Irvey Patrick Ownbey  
1400 McLish  
Ardmore, OK 73401

Isolde A. Souter, Trustee of the  
James E. Souter Revocable  
Living Trust dated 1/12/93  
3309 Hickory Ridge  
Edmond, OK 73013

Jack J. Ownbey  
PO Box 730  
Bayview, ID 83803

Jackie Cumiford  
120 North 5th Street  
Rio Vista, CA 94571

James Allen  
Joan C. Sleeth, POA  
200 NW 61<sup>st</sup> Street  
Ocala, FL 34475

James K. Fry and  
Barbara Jean Fry  
7443 Coers  
Converse, TX 78109

James K. Fry  
7443 Coers  
Converse, TX 78109

James T. Lindsay and Virginia J.  
Lindsay, Trustees of the Lindsay  
1988 Joint Revocable Trust  
1406 NW 122<sup>nd</sup>, Unit 112  
Oklahoma City, OK 73114-8038

James K. Malloy  
Route 2, Box 397  
Sulphur, OK 73086

James B. Nevels, Jr.  
605 Mimosa Drive  
Norman, OK 73069

James Reinauer  
9301 Pebble Beach Drive NE  
Albuquerque, NM 87111

Jan Calvert Bullard  
4446 Estada Drive  
Oceanside, CA 92056

Jane Ann Cobb  
PO Box 52338  
Tulsa, OK 74152

Janet G. Skeed  
Box 301  
Trenton, MO 64683

Janice Elaine Thompson  
4664 North Vagedes  
Fresno, CA 93705

J. D. Vaught  
6301 East Robinson  
Norman, OK 73071

Jenco Petroleum Corp.  
c/o Jenex Petroleum Corp.  
1675 Broadway, Suite 1030  
Denver, CO 80202

Jenex Petroleum Corp.  
1675 Broadway, Suite 1030  
Denver, CO 80202

Jennie Stassinis  
510 North Crown Building  
830 NE Loop 410  
San Antonio, TX 78209

Jerie Johnson  
1141 North Wood  
Wichita, KS 67212

APPLICANT: NORTHWEST OIL COMPANY  
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PAGE 6

Jerome L. Nevels  
113 Floyd Avenue  
Norman, OK 73071

Jerrell W. Jones  
One Cowboys Parkway  
Dallas, TX 75063

Jerry Boswell  
c/o Melvin Boswell  
Box 213  
Maysville, OK 73057

Jerry Calvert  
4000 48<sup>th</sup> Avenue, NW  
Norman, OK 73072

Jerry Calvert and Susan Calvert  
4000 48<sup>th</sup> Avenue, NW  
Norman, OK 73072

Jerry E. Jones  
1716 Abe Martin Drive  
Norman, OK 73071

Jerry D. Sipes and Nona J. Sipes  
6401 West Rock Creek Road  
Norman, OK 73069

Jerry Ray Vaught  
Route 1, Box 319  
Lexington, OK 73051

Jimmie Lane Vaught  
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Purcell, OK 73080

Joan C. Sleeth  
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Ocala, FL 34475

Joe F. Reinauer, Jr.  
3150 Belle Christiane Drive  
Pensacola, FL 32503

Joe Dewayne Teel  
Route 1, Box 348  
Stillwater, OK 74075

John Charles Alexander  
322 North Mulberry Street  
Maryville, MO 64468

John Charles Alexander and  
Ernest Bryan Alexander, Trustees  
of the Buddy Joe Alexander Trust  
322 North Mulberry Street  
Maryville, MO 64468

John R. Bozeman  
2624 Chaucer Drive  
Oklahoma City, OK 73120

John C. Buckingham  
1019 Woodcrest  
Stillwater, OK 74074

John Funk  
c/o Craig Funk  
100 West Main, #227  
Oklahoma City, OK 73102

John Mark Hood  
PO Box 1153  
Quitman, TX 75783

John R. Law, Jr. and  
Mildred D. Law  
300 Hal Muldrow Dr., Apt. #111  
Norman, OK 73069

John H. Sowell, Jr. and The  
Alamo National Bank of San  
Antonio, Trustees, U/W/O  
Thomas J. Goad, deceased  
c/o Chase Bank of Texas  
Attention: John Flannery  
PO Box 47531  
San Antonio, TX 78265

John A. Stevens, Trustee of the  
John A. Stevens Trust Agreement  
dated 3/16/88  
2525 SW 28th Street  
Oklahoma City, OK 73108

Joseph H. Ambrister, Edmund G.  
Ambrister, and William Bernard  
Carpenter, Sr., Co-Trustees of the  
Samuel G. Ambrister Trust, dated  
December 12, 1959  
10208 Westlake Drive  
Oklahoma City, OK 73162

Joseph C. Conger, Jr. and  
Annette C. Conger  
PO Box 3357  
Edmond, OK 73083

Joseph Norman Ownbey  
PO Box 12462  
Oklahoma City, OK 73157

Juanita M. Jansing and  
Jerie Jean Johnson  
1141 North Wood  
Wichita, KS 67212

Judith Ann Hall  
320 West Main  
Norman, OK 73069

Judson Stone  
One Northfield Plaza, Suite 410  
Northfield, IL 60093

Judy Faye Boswell  
5456C North Meridian  
Oklahoma City, OK 73112

J. V. Tully Estate  
Ira France Tully  
c/o Ann Remply  
4427 Wildwood Circle  
Granbury, TX 76049

Kaiser-Francis Oil Company  
PO Box 21468  
Tulsa, OK 74121-1468

Katherine T. Hartman  
318 South 8th Street  
Broken Arrow, OK 74012

Kathy Bailey  
1805 West Hot Springs  
Broken Arrow, OK 74011

Kenneth Charles Calvert  
38922 200th Avenue SE  
Auburn, WA 98002

KOG, Inc.  
PO Box 1195  
Garden City, KS 67846

Larry E. Heister  
2016 Sunflower Street  
Norman, OK 73072

Larry L. Taylor  
PO Box 780115  
Oklahoma City, OK 73178

Laura Doussett  
PO Box 1396  
Noble, OK 73068

Laura Meyer Holman  
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Norman, OK 73070

Laurie B. Werner  
PO Box 11739  
Fort Worth, TX 76110

APPLICANT: NORTHWEST OIL COMPANY  
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Lavea Brachman Trust  
Merom Brachman, Trustee  
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Columbus, OH 43209

LaVerne Dewees  
Route 2, Box 30  
Tecumseh, OK 74873

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3906 Briarcrest Drive  
Norman, OK 73072

LaVona B. Price a/k/a  
LaVona Price Rushton a/k/a  
LaVona Bernice Rushton a/k/a  
LaVona Bernice Price Rushton  
a/k/a LaVona B. Rushton  
2900 Cherokee Road  
Birmingham, AL 35223

Leah Ruth Ginsburg, Trustee of  
the Residuary Trust U/L/W/T of  
Nathan Ginsburg, deceased,  
dated 5/5/95  
333 Throckmorton, Suite #907  
Forth Worth, TX 76102

LeAnn Guglielmino  
7160 North Woodland  
Kansas City, MO 64118

Leo Calvert  
3926 48th Avenue, NW  
Norman, OK 73072

Leon H. Brachman  
2108 West Freeway  
Ft. Worth, TX 76102

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Watsonville, CA 95076

Leroy J. Tullius  
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Palo Alto, CA 94303

Leslie Berry McLeod  
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Birmingham, AL 35205

Lester Brassfield  
701 North Sunland  
Ridgecrest, CA 93555

Linda Kay Murnan and  
Eldon G. Murnan  
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Noble, OK 73068

Linda Stacy  
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Benton City, WA 99320

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Llano Production Co.  
Jim Dawson  
PO Box 403  
Midland, TX 79702

L. O. Ward  
PO Box 1187  
Enid, OK 73702

The L. O. Ward Revocable Trust  
L. O. Ward, Trustee  
PO Box 1187  
Enid, OK 73702

Loren L. Barton  
469 Camellia Way  
Vacaville, CA 95688

Lori Stephens  
2115 134th Avenue, S.E.  
Norman, OK 73072

Lorraine Taylor  
6981 Gertrude Avenue  
Winton, CA 95388

Lottie Lina Davis and  
Wanda Lee Mattocks  
130 Kelly Drive  
Moore, OK 73160

Lou Kathryn Freeman, Mary  
Allene Reinauer and Johnna  
George Chamberlin, Co-Trustees  
of the John G. Reinauer Trust  
3110 Rockridge Place  
Oklahoma City, OK 73120

Louis Belinsky, Anita Nordan  
Lindsay and Leroy G. Denman,  
Jr., Trustees of the Nordan Trust,  
established by Agreement  
dated 12/16/86  
112 East Pecan Street, Suite 500  
San Antonio, TX 78205

Lucille E. Shefler  
101 East Hines  
Norman, OK 73069

Lydia Webb, Life Estate  
4100 48th Avenue, NW  
Norman, OK 73072

Lydia Webb  
4100 48th Avenue, NW  
Norman, OK 73072

Lynn Berry Bunn  
18708 Capella Lane  
Gaithersburg, MD 20877

Lynn B. Gryll  
1914 North Dayton  
Chicago, IL 60614

Madlyn Barnett  
PO Box 11739  
Fort Worth, TX 76110

Madlyn B. Barnett, Individually  
and as Trustee of the Madlyn B.  
Living Trust created by  
T/A dated 5/4/93  
PO Box 11739  
Ft. Worth, TX 76110

Malcolm K. Brachman, Jr.  
3232 McKinney Avenue,  
Suite 770  
Dallas, TX 75204

Malcolm K. Brachman, Trustee of  
the Brachman Revocable Trust  
3232 McKinney Avenue,  
Suite 770  
Dallas, TX 75204

Manna Oil Company  
Drawer K  
Madill, OK 73446

Marcee Henos  
1603 East 19<sup>th</sup> Street, #101  
Edmond, OK 73013

APPLICANT: NORTHWEST OIL COMPANY  
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Marcus Ginsburg  
777 Main Street, Suite 1300  
Ft. Worth, TX 76102

Marcus Ginsburg Estate  
Mr. Robert L. Ginsburg,  
Independent Executor  
1300 Continental Plaza  
777 Main Street  
Fort Worth, TX 76102

Margaret Kocher, Trustee  
5430 Dry Creek Road  
Sacramento, CA 95838

Margaret Kocher  
5430 Dry Creek Road  
Sacramento, CA 95838

Margaret G. Tarbet  
8717 Ray Nash Court, NW  
Gig Harbor, WA 98335

Marian Nordan Harwell  
112 East Pecan Street, Suite 500  
San Antonio, TX 78205

Marie Louise Summers  
1710 Elmhurst  
Nichols Hills, OK 73120

Marion Kent Ricks  
12121 Maryland Place  
Sherwood, AR 72120

Marilyn B. Hoffman  
200 Main Street  
Fort Worth, TX 76102

Marilyn B. Hoffman and Malcolm  
K. Brachman, Co-Trustees of  
Marilyn B. Hoffman  
Children's Trust  
200 Main Street  
Fort Worth, TX 76102

Marilyn H. Hunt  
42 Tecumseh Street  
Dayton, OH 45402

Mark W. Jopling  
PO Box 1187  
Enid, OK 73702

Mark T. and Jeanette M. Koss  
10401 Ski Drive  
Oklahoma City, OK 73162

Marsha LaRain Calloway  
1135 McKelvy  
Clovis, CA 93611

Marshall A. Brachman  
2108 West Freeway  
Fort Worth, TX 76110

Marshall Gary Calvert  
42909 228<sup>th</sup> Avenue, SE  
Auburn, WA 98022

Mary Bernice Meyer and  
Gerald Meyer  
312 Barbour Avenue  
Norman, OK 73069

Mary Catherine Shead, Life Estate  
2158 Savoy Street  
Corpus Christi, TX 78414-2728

Mary Love Stromberg, Trustee of  
the Mary Love Stromberg Trust  
PO Box 1412  
Ardmore, OK 73402

Matlin Petroleum Corporation  
5120 Ambergate Lane  
Dallas, TX 75287

Mattie Lou Vaught  
4515 36th Avenue, NE  
Norman, OK 73071

McClymond Brothers, Inc.  
PO Box 548  
Breckenridge, TX 76024

The Melaina Rene Rapp  
Living Trust  
Melaina Rene Swink, Trustee  
11321 Eagle Lane  
Oklahoma City, OK 73162

Melinda Rae Pritchard  
3040 Finchley Lane  
Oklahoma City, OK 73120-4360

Melvin Boswell  
Box 213  
Maysville, OK 73057

Merom Brachman  
311 North Drexel Avenue  
Columbus, OH 43209

Meyer Operating Company  
Clarabelle W. Meyer,  
Managing Partner  
19851 Moffatt Road  
Lexington, OK 73051

Michael C. Coffey and  
Susan K. Coffey  
1410 Country Lane  
Allen, TX 75002

Michael T. Holland  
17 Longlea Drive  
Little Rock, AR 72212

Michael Todd Holland, Trustee of  
the Harry C. Holland Revocable  
Trust dated 10/18/73  
PO Box 891631  
Oklahoma City, OK 73189

Michelle Rincon  
10158 Longmont Drive  
Houston, TX 77042

Mildred Meyer  
677 North Bivins  
Amarillo, TX 79107

Mildred A. Mitchell  
410 North 2<sup>nd</sup> Street  
Marshall, IL 62441

Mildred Marie Wilson  
PO Box 144  
Woodenville, WA 98072

M. J. Ledbetter  
c/o Patricia Ledbetter  
6325 Harold Way  
Norman, OK 73026

Modelle T. Tarter and First  
National Bank of Lubbock,  
Trustees  
PO Box 1241  
Lubbock, TX 79408

Myra B. Ward  
PO Box 1187  
Enid, OK 73702

Nancy Helen McKittrick Murray  
1744 Dahlia Street  
Baton Rouge, LA 70808

APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990001507  
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Nancy S. Landis-Saylors  
6307 West Rock Creek Road  
Norman, OK 73072

Nancy Lee Northcutt  
200 Virginia, #4  
El Segundo, CA 90245

Nathan Ginsburg Estate  
Leah Ruth Ginsburg,  
Independent Executor  
333 Throckmorton  
Fort Worth, TX 76102

Nelson Berry, Successor Trustee  
of the Charles N. Berry, Jr.  
Trust U/W/O Charles N. Berry,  
deceased  
PO Box 60950  
Oklahoma City, OK 73146

Nicholas L. Gill  
7714 Veteran Way  
Micanopy, FL 32667

Noble C. Hood, Trustee of the  
Noble C. Hood Trust U/T/A dated  
April 30, 1979  
5079 East Calle Brillante  
Tucson, AZ 85718

Nona J. Sipes Boswell  
417 Eel River, Lot #5  
Purcell, OK 73080

Norden And Company  
Anita Norden Lindsay, Partner  
112 East Pecan, Suite 500  
San Antonio, TX 78205

Norman Mark Garrison  
10321 Ski Drive  
Oklahoma City, OK 73162

Northwest Oil Company  
One McKinney Plaza  
3232 McKinney Avenue,  
Suite 770  
Dallas, TX 75204

Norville Oil Company, Inc.  
101 Park Avenue, Suite 600  
Oklahoma City, OK 73102

The Oklahoma Division of the  
American Cancer Society  
4323 NW 63rd  
Oklahoma City, OK 73116

Ollie Marie Garnett  
PO Box 111  
Buena Vista, CO 81211

Olon B. Gaddis and  
Lucinda B. Gaddis  
PO Box 194  
Jet, OK 73749

Oscar Calvert  
13635 Oliver Street  
Moreno Valley, CA 92555

O. T. McCall and Kenneth  
McCall, Trustees  
(Oscar McCall Trust)  
301 West Main  
Norman, OK 73069

Otylie A. Griffin  
1905 Texas  
Norman, OK 73071

Parks & Parks  
James L. Parks  
1603 East 19th Street, Suite 101  
Edmond, OK 73013-6625

Patricia Lynn Fuller Gregg  
29401 Taylor Avenue  
Hayward, CA 94544

Patricia A. Gustafson  
9936 Rio Cosumnes Circle  
Elk Grove, CA 95624

Patricia Vaught  
5126 South Greenbriar  
Springfield, MO 65804

Pattie Ann Filbert  
c/o Margaret G. Tarbet  
8717 Ray Nash Court, NW  
Gig Harbor, WA 98335

Patti Myers  
3001 South Aspen Court  
Broken Arrow, OK 74012

Paul G. Griffin and  
Calvin C. Griffin  
c/o Otylie A. Griffin  
1905 Texas  
Norman, OK 73071

Paul Eugene Vaught and  
Marjorie O. Vaught  
605 North Stewart  
Norman, OK 73071

Pauline Buxton Walker  
PO Box 721508  
Norman, OK 73070

Peter L. Wilson  
PO Box 2353  
Norman, OK 73070

Phil Boeskin  
3300 Classen Blvd.  
Norman, OK 73071

Phillip C. Kidd, Jr., Trustee of the  
Phillip C. Kidd, Jr. Revocable  
Intervivos Trust of Phillip C.  
Kidd, Jr. dated 10/7/94  
PO Box 2180  
Noble, OK 73068

Phyllis Murray, Sole Trustee of  
the Phyllis Holmes Murray 1992  
Revocable Trust  
801 College  
Norman, OK 73069

PRJ Trust #1  
PO Box 94033  
Oklahoma City, OK 73143

Quest Properties, Inc.  
1215 Crossroads Blvd.  
Norman, OK 73072

Quitman Winter  
1101 East 11<sup>th</sup> Street  
Edmond, OK 73034

Ralph J. Lofquist Estate  
c/o Dale R. Lofquist  
3501 W. 97<sup>th</sup> Street  
Evergreen Park, IL 60642

Ramla, LLC  
PO Box 10102  
Enid, OK 73706

Ramona R. Neundorf  
3106 Redbird Lane  
Enid, OK 73703

Ramona W. Vogt  
Route 1, Box 1640  
Okmulgee, OK 74447



APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990001507  
PAGE 10

Ran Ricks Production L.L.C.  
3000 Oklahoma Tower  
210 Park Avenue  
Oklahoma City, OK 73102

Raymond Boswell  
908 South Park, Space #10  
Broken Bow, OK 74728

Reinauer Royalty Corporation  
Route 1, Box 65  
Elk City, OK 73120

R. E. Guest  
PO Box 805  
Edmond, OK 73083

Rhoda Beth Bernstein  
PO Box 11739  
Fort Worth, TX 76110

Richard Boeskin  
Route 1, Box 469-1  
Noble, OK 73068

Richard Berry Hamm  
16434 FM 344 West, Suite 2  
Bullard, TX 75757

Richard Hartman  
7010 Tree Top  
Corpus Christi, OK 78413

Richard J. Mason  
625 North Berry Road  
Norman, OK 73069

Richard J. Porter and  
Elizabeth A. Porter  
2400 Tee Circle  
Norman, OK 73069

Richard D. Tarbet  
c/o Margaret G. Tarbet  
8717 Ray Nash Court, NW  
Gig Harbor, WA 98335

Richmond Oil Co.  
PO Box 22439  
Houston, TX 77227

Ricks Drilling Program 79  
3000 Oklahoma Tower  
210 Park Avenue  
Oklahoma City, OK 73102

Ricks Drilling Program 80  
3000 Oklahoma Tower  
210 Park Avenue  
Oklahoma City, OK 73102

Ricks Exploration Corporation  
3000 Oklahoma Tower  
210 Park Avenue  
Oklahoma City, OK 73102

Ricks Fund Employees Trust  
3000 Oklahoma Tower  
210 Park Avenue  
Oklahoma City, OK 73102

Rilla G. Griffin, Trustee of the  
Rilla G. Griffin Living Trust dated  
8/27/92  
15 Bogey Lane  
Coto De Caza, CA 92679

Robert W. Berry  
Copper Oaks Office Park  
7060 South Yale, Suite 900  
Tulsa, OK 74136

Robert A. and Karla K. Campbell  
1215 Crossroads Blvd, Suite 220  
Norman, OK 73072

Robert L. Conrad  
c/o Patti Myers  
3001 S. Aspen Court  
Broken Bow, OK 74102

Robert Funk  
c/o Kenneth L. Spears  
PO Box 687  
Oklahoma City, OK 73101-0687

Robert W. Gaddis  
8805 East 91<sup>st</sup> Place  
Tulsa, OK 74133

Robert L. Ginsburg  
1300 Continental Plaza  
777 Main Street  
Fort Worth, TX 76102

Robert R. Hale  
1105 Coffey Circle  
Edmond, OK 73013

Robert J. Norton  
PO Box 66  
LaRussell, MO 64848

Robert Reinauer  
1500 Spinks Road  
Flower Mound, TX 75028

Robert L. Waller  
PO Box 13237  
Oklahoma City, OK 73113-1237

Rosa Meyer Lewis  
3622 Classen Blvd.  
Norman, OK 73071

Rowena Kimmell Estate  
Lee Kimmell, Independent  
Executor  
30 Picketts Ridge Road  
West Redding, CT 06896

Roya June Reid  
36008 Hardesty Road  
Shawnee, OK 74801

Roy Boswell  
PO Box 528  
Elgin, OK 73538

Ruth Elaine Andrews, Trustee  
for the benefit of  
Carolyn Ann Andrews Doyle  
400 NW North Street  
DeKalb, TX 75559

Ruth Elanie Andrews  
400 NW North Street  
DeKalb, TX 75559

Ruth Elanie Andrews and  
Interfirst Bank of Mt. Pleasant,  
Texas, Trustees for the benefit of  
Carolyn Ann Andrews Doyle  
400 NW North Street  
DeKalb, TX 75559

Ruth Ann Sheppard  
20 Lamplighter Street  
Lumberton, TX 77657-6938

R. W. Dozier, III  
308 Crown Colony Road  
Edmond, OK 73034-6618

R. W. Ylitalo  
PO Box 10102  
Enid, OK 73702

APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990001507  
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Saint James Ltd.  
c/o Jenex Petroleum Corp.  
1675 Broadway, Suite 1030  
Denver, CO 80202

Sam R. Hoisington  
7217 Marianne Drive  
Choctaw, OK 73020

Samuel P. Andrews  
Route 1, Box 570  
Bagwell, TX 75412

Sandra K. Hoisington  
7730 North Harrah Road  
Harrah, OK 73045

Sarai Brachman Trust  
Merom Brachman, Trustee  
311 North Drexel Ave.  
Columbus, OH 43209

Scott A. Disney, Trustee of the  
Virginia A. Disney Trust Under  
Indenture dated the 17<sup>th</sup> day of  
October, 1989  
22711 Brier Road  
Brier, WA 98036

Screaming Mimi Oil  
Company, Inc.  
PO Box 447  
Lawton, OK 73502

The Security National Bank &  
Trust Company of Norman,  
Oklahoma  
200 East Main  
Norman, OK 73069

Shael Brachman Trust  
Merom Brachman, Trustee  
311 North Drexel Ave.  
Columbus, OH 43209

Sharon Calvert Brassard  
350 Michael Ave.  
Enumclaw, WA 98022

Sherman L. Calvert  
6401 Split Mountain Rd.  
Borrego Springs, CA 92004-6024

Sheryl Kay McDaniel, Trustee of  
the Sheryl Kay McDaniel Trust  
dated 5/28/97  
6800 South Country Club Drive  
Oklahoma City, OK 73159

Shirley Malone  
2601 Chateau  
Norman, OK 73069

Shirley Ann Meyer  
18851 SH 39  
Lexington, OK 73051

Shri S. and Sharon L. Satwalekar  
1221 Monison Trail  
Edmond, OK 73003

Sidney Calvert  
3930 48th Avenue, NW  
Norman, OK 73072

Southok Development Co., L.C.  
c/o Mack Oil Company  
PO Box 400  
Duncan, OK 73534

Southwestern Energy  
Production Co.  
5151 San Felipe  
Houston, TX 77056

Spindletop Exploration, Inc.  
Joseph V. Hughes, Jr., President  
PO Box 50787  
Midland, TX 79710

St. Mary's Episcopal Church of  
Edmond  
Leroy G. Coffman, Sr. Warden  
325 East 1st Street  
Edmond, OK 73034

State of Oklahoma  
c/o Commissioners of the  
Land Office  
5801 North Broadway, Suite 200  
Oklahoma City, OK 73118

Steve Boswell  
PO Box 456  
Minco, OK 73090

Steven D. Ellingson  
20111 O'Toole Road, SE  
Yelm, WA 98597

Steven and Sue Lillian Gerolde  
Rev. Trust  
2707 Greer Road  
Palo Alto, CA 94303-3825

Steven W. Gray  
Box 301  
Trenton, MO 64683

Steven Elliott Weiss  
886 Maryhurst Drive  
Claremont, CA 91711

Susan Hadden Estate  
William James Hadden, Jr.,  
Independent Executor  
2400 Westover Road  
Austin, TX 78703

Swede Investments  
PO Box 1108  
Enid, OK 73702

Theodore Koss  
1266 East 24<sup>th</sup> Street  
Brooklyn, NY 11210

Thomas Allen Fuller  
2844 Sand Stone Drive  
Anderson, CA 96007

Thomas N. Giles  
13001 Stillforest  
Austin, TX 78729

Thomas Hopper  
PO Box 5291  
Norman, OK 73070

Thomas G. Wygant  
2020 Forest Road  
Edmond, OK 73003

Tina Marie Bell  
6405 Mignonette Street  
Bakersfield, CA 93308

Tom King  
15 N. Robinson Ave., Suite 600  
Oklahoma City, OK 73102-5401

Tom Mahaffey  
PO Box 500  
Marlow, OK 73055

Troy Boswell  
101 East Willow  
Duncan, OK 73533

Twila Jean Rogers, Custodian for  
Cassandra Lynn Hickok, a minor  
800 75th Avenue, SE  
Norman, OK 73071

APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990001507  
PAGE 12

Union Bank & Trust Co.  
A/C Craig Funk  
P.O. Box 12669  
Oklahoma City, OK 73157-2669

Universal Resources Corporation  
2601 NW Expressway  
Oklahoma City, OK 73112

University of Oklahoma  
Foundation, Inc.  
100 West Timberdell Road  
Norman, OK 73019

Ursula Farley  
4603 Grove Avenue  
Atwater, CA 95301

Vera L. Stephenson  
6717 Jameson Road  
Amarillo, TX 79106

Vicky Evelyn Bell  
6405 Mignonette Street  
Bakersfield, CA 93308

Vicki Andrews Perkins  
Route 6, Box 251  
Clarksville, TX 75426

Virginia R. Jacobs  
1414 North Sherry Lane  
Shawnee, OK 74801

Virginia Berry Johnson  
PO Box 32365  
Amarillo, TX 79120

Walter G. Baker and  
Hawana L. Baker  
6720 West Tecumseh Road  
Norman, OK 73069

Walter G. Berry, Jr.  
95 Lucerne Blvd.  
Birmingham, AL 35209

Walter S. Tanner  
313 South Santa Fe  
Purcell, OK 73080

Waneatta Wilcox  
PO Box 46  
Seymour, TX 76380

Ward Petroleum Corp.  
PO Box 1187  
Enid, OK 73702

Wayne Allison Fuller  
304 Duarte Court  
Milpitas, CA 95035

W. B. Raybourn Trust  
dated 4-30-97  
W. B. Raybourn, Trustee  
PO Box 1371  
Shawnee, OK 74802

W. D. Harrison  
PO Box 327  
Logan, KS 67074

Wells Resources, Inc.  
Stephen A. Wells, President  
PO Box 549  
Little River, TX 76554

Weiss Family Trust  
Marcus J. Weiss, Trustee  
941 St. Ann Drive  
Paso Robles, CA 93446

Wendy Susan Brachman  
2108 West Freeway  
Fort Worth, TX 76113

W. G. Bennett  
2233 Hiwan Circle  
Evergreen, CO 80439

W. H. McPherson  
5400 North Grand Blvd., #320  
Oklahoma City, OK 73112

Whitstone Petroleum  
100 West Main Street  
Oklahoma City, OK 73102

William E. Buxton  
21609 Marjorie  
Torance, CA 90503

William T. Nailon, Jr. and Bonnie  
Cliett Nailon, Trustees, or their  
successors in trust, under the  
Nailon Living Trust dated  
March 16, 1995  
1214 Chippewa Drive  
Richardson, TX 75080

The William Trey Rapp  
Living Trust  
William Trey Rapp, Trustee  
4301 NW 63<sup>rd</sup> Street, Suite 103  
Oklahoma City, OK 73116-1504

William H. Stromberg, Trustee of  
the William H. Stromberg Trust  
PO Box 1412  
Ardmore, OK 73402

William S. Tanner  
313 South Santa Fe  
Purcell, OK 73080

William Edward Tabet  
22930 75th Avenue, West  
Edmonds, WA 98026

Wilma Jacobs Hickman  
1414 East MacArthur  
Shawnee, OK 74801

Wilson Consulting Corp.  
2412 South Buttercup  
Mesa, OK 85208

Windfall Oil Investment, Inc.  
6421 North Sterling Drive  
Oklahoma City, OK 73132

Winford Hoisington  
1623 Wind Hill Road  
Norman, OK 73071

Wm. W. Hood, Jr.  
1914 South Boston  
Tulsa, OK 74119

W. T. Rapp, Jr.  
1985 Revocable Trust  
c/o W. T. Rapp, Jr.  
PO Box 37  
Shawnee, OK 74802-0037

Z. G. Exploration, Inc.  
c/o Twister Gas Services, L.L.C.  
5600 N. May, Suite 190  
Oklahoma City, OK 73112

ADDRESS UNKNOWN:

Jessie Boswell Moody  
Address Unknown

Prince Valve, Inc.  
Address Unknown

And if any of the above are  
deceased or no longer in business,  
their unknown heirs, devisees,  
executors, administrators, trustees,  
successors and assigns, immediate  
and remote

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: NORTHWEST OIL COMPANY )  
 )  
 RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION )  
 AND FURTHER DEVELOPMENT ) CAUSE CD  
 PURSUANT TO 52 O. S. §§ 287. 1-287.15, ) NO.  
 BOTH INCLUSIVE )  
 ) 990001507  
 LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN )  
 UNCONFORMITY AND BARTLESVILLE )  
 SAND UNIT COVERING THE E/2 SE/4 )  
 OF SECTION 7, SW/4 AND S/2 SE/4 OF )  
 SECTION 8, SW/4 AND W/2 SE/4 AND )  
 SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND )  
 SW/4 SE/4 OF SECTION 10, SW/4 AND )  
 S/2 NW/4 AND NW/4 SE/4 OF SECTION 14, )  
 N/2 AND SE/4 AND N/2 SW/4 OF SECTION )  
 15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF )  
 SECTION 16, N/2 AND SE/4 AND NE/4 )  
 SW/4 OF SECTION 17, AND NE/4 NE/4 )  
 OF SECTION 18, ALL IN TOWNSHIP 9 )  
 NORTH, RANGE 3 WEST, )  
 CLEVELAND COUNTY, OKLAHOMA )

**FILED**  
 MAY 27 1999  
 COURT CLERK'S OFFICE — OKC  
 CORPORATION COMMISSION  
 OF OKLAHOMA

AFFIDAVIT OF MAILING

I, Karl F. Hirsch, being of legal age and first duly sworn, do hereby depose and state that on the 18<sup>th</sup> day of May, 1999, copies of the Application and Notice of Hearing in the above cause were placed in the U.S. Mail, with sufficient postage prepaid, to the following parties:

City National Bank & Trust Company,  
 Norman, Oklahoma, Trustee of the  
 Willings P. Sturgis Trust c/o BancOklahoma  
 Trust Company  
 Commerce Center  
 9520 N. May  
 Oklahoma City, OK 73120

Further Affiant saith not.


MUSSER & BUNCH



KARL F. HIRSCH, OBA No. 4232  
 100 Park Avenue Building, Suite 400  
 Oklahoma City, Oklahoma 73102  
 405/235-1768  
 ATTORNEYS FOR APPLICANT  
 NORTHWEST OIL COMPANY

STATE OF OKLAHOMA )  
 ) SS:  
 COUNTY OF OKLAHOMA )

Subscribed and sworn to before me this 18<sup>th</sup> day of May, 1999.

  
 NOTARY PUBLIC

My Commission Expires:

April 16, 2000

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: NORTHWEST OIL COMPANY )  
 )  
 RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION )  
 AND FURTHER DEVELOPMENT )Cause CD  
 PURSUANT TO 52 O. S. §§ 287. 1-287.15, )NO.  
 BOTH INCLUSIVE )  
 )990001507  
 LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN )  
 UNCONFORMITY AND BARTLESVILLE )  
 SAND UNIT COVERING THE E/2 SE/4 )  
 OF SECTION 7, SW/4 AND S/2 SE/4 OF )  
 SECTION 8, SW/4 AND W/2 SE/4 AND )  
 SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND )  
 SW/4 SE/4 OF SECTION 10, SW/4 AND )  
 S/2 NW/4 AND NW/4 SE/4 OF SECTION 14, )  
 N/2 AND SE/4 AND N/2 SW/4 OF SECTION )  
 15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF )  
 SECTION 16, N/2 AND SE/4 AND NE/4 )  
 SW/4 OF SECTION 17, AND NE/4 NE/4 )  
 OF SECTION 18, ALL IN TOWNSHIP 9 )  
 NORTH, RANGE 3 WEST, )  
 CLEVELAND COUNTY, OKLAHOMA )

**FILED**  
 NOV 19 1999  
 COURT CLERK'S OFFICE - OKC  
 CORPORATION COMMISSION  
 OF OKLAHOMA

AFFIDAVIT OF MAILING

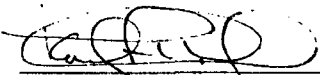
I, Karl F. Hirsch, being of legal age, and first duly sworn, do hereby depose and state that on the 16<sup>th</sup> day of November, 1999, copies of Order No. 436520 issued in the above cause were placed in the U.S. Mail, with sufficient postage prepaid, to the following parties:

Bruce Ray Leach &  
 Janet A. Leach  
 320 Rosewood Dr.  
 Norman, OK 73069-6539

Lyle Daniel Simmons Revocable Trust and  
 Nadyne Mitchell Simmons Revocable Trust  
 2820 Bishops Ct.  
 Norman, OK 73072-2229

Further Affiant saith not.

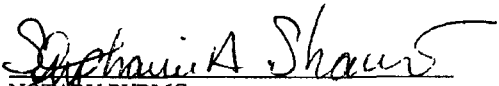
MUSSER & BUNCH

  
 \_\_\_\_\_  
 KARL F. HIRSCH, OBA No.4232  
 100 Park Avenue Building, Suite 400  
 Oklahoma City, Oklahoma 73102  
 405/235-1768

ATTORNEYS FOR APPLICANT

STATE OF OKLAHOMA )  
 ) SS:  
 COUNTY OF OKLAHOMA )

Subscribed and sworn to before me this 16<sup>th</sup> day of November, 1999.

  
 \_\_\_\_\_  
 NOTARY PUBLIC

My Commission Expires:  
 April 16, 2000

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

**FILED**

APPLICANT: NORTHWEST OIL COMPANY )

RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION )  
AND FURTHER DEVELOPMENT ) NOV 15 1999  
PURSUANT TO 52 O.S. §§ 287.1-287.15, ) COURT CLERK'S OFFICE — OKC  
BOTH INCLUSIVE ) CORPORATION COMMISSION  
OF OKLAHOMA )

LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN ) CAUSE CD NO.  
UNCONFORMITY AND BARTLESVILLE )  
SAND UNIT COVERING THE E/2 SE/4 ) 990001507  
OF SECTION 7, SW/4 AND S/2 SE/4 OF )  
SECTION 8, SW/4 AND W/2 SE/4 AND )  
SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND )  
SW/4 SE/4 OF SECTION 10, SW/4 AND )  
S/2 NW/4 AND NW/4 SE/4 OF SECTION )  
14, N/2 AND SE/4 AND N/2 SW/4 OF )  
SECTION 15, N/2 AND N/2 S/2 AND SW/4 )  
SW/4 OF SECTION 16, N/2 AND SE/4 )  
AND NE/4 SW/4 OF SECTION 17, AND )  
NE/4 NE/4 OF SECTION 18, ALL IN )  
TOWNSHIP 9 NORTH, RANGE 3 WEST, )  
CLEVELAND COUNTY, OKLAHOMA )


**AFFIDAVIT OF MAILING**

I, Karl F. Hirsch, being of legal age, and first duly sworn, do hereby depose and state that on the 11th day of November, 1999, copies of Order No. 436520 issued in the above cause were placed in the U. S. Mail, with sufficient postage prepaid, to the following parties with known addresses, and, no copies were mailed to the following parties with unknown addresses:

See Exhibit "A".

Further Affiant saith not.

MUSSER & BUNCH




KARL F. HIRSCH, OBA No. 4232  
100 Park Avenue Building, Suite 400  
Oklahoma City, Oklahoma 73102  
(405) 235-1768

ATTORNEYS FOR APPLICANT

STATE OF OKLAHOMA )  
 ) SS:  
COUNTY OF OKLAHOMA )

Subscribed and sworn to before me this 11th day of November, 1999.

  
NOTARY PUBLIC

My Commission Expires:

April 14, 2000

EXHIBIT "A"

Aaron D. Gwartney &  
Christy S. Gwartney  
2900 Hanover Dr.  
Norman, OK 73072

Abbott H. Albert & Lois E. Albert  
c/o Control Technology, Inc.  
7608 N. Hudson Ave.  
Oklahoma City, OK 73116

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Sandra J. Shapiro  
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Karen A. Steight  
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Bernadette Takano  
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CAUSE CD NO.: 990001507  
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APPLICANT: NORTHWEST OIL COMPANY  
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**ADDRESS UNKNOWN:**

None.

And if any of the above are  
deceased or no longer in business,  
their unknown heirs, devisees,  
executors, administrators, trustees,  
successors and assigns, immediate  
and remote

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

**FILED**  
NOV 10 1999

APPLICANT: NORTHWEST OIL COMPANY )  
 RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION )  
 AND FURTHER DEVELOPMENT )  
 PURSUANT TO 52 O.S. §§ 287.1-287.15, )  
 BOTH INCLUSIVE )  
 LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN )  
 UNCONFORMITY AND BARTLESVILLE )  
 SAND UNIT COVERING THE E/2 SE/4 )  
 OF SECTION 7, SW/4 AND S/2 SE/4 OF )  
 SECTION 8, SW/4 AND W/2 SE/4 AND )  
 SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND )  
 SW/4 SE/4 OF SECTION 10, SW/4 AND )  
 S/2 NW/4 AND NW/4 SE/4 OF SECTION )  
 14, N/2 AND SE/4 AND N/2 SW/4 OF )  
 SECTION 15, N/2 AND N/2 S/2 AND SW/4 )  
 SW/4 OF SECTION 16, N/2 AND SE/4 )  
 AND NE/4 SW/4 OF SECTION 17, AND )  
 NE/4 NE/4 OF SECTION 18, ALL IN )  
 TOWNSHIP 9 NORTH, RANGE 3 WEST, )  
 CLEVELAND COUNTY, OKLAHOMA )

COURT CLERK'S OFFICE - OKC  
CORPORATION COMMISSION  
OF OKLAHOMA

) CAUSE CD NO.

) 990001507

**AFFIDAVIT OF MAILING**

I, Karl F. Hirsch, being of legal age, and first duly sworn, do hereby depose and state that on the 9th day of November, 1999, copies of Order No. 436520 issued in the above cause were placed in the U. S. Mail, with sufficient postage prepaid, to the following parties with known addresses, and, no copies were mailed to the following parties with unknown addresses:

See Exhibit "A".

Further Affiant saith not.

MUSSER & BUNCH

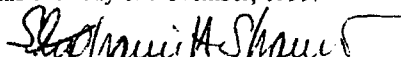


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ATTORNEYS FOR APPLICANT

STATE OF OKLAHOMA )  
 ) SS:  
COUNTY OF OKLAHOMA )

Subscribed and sworn to before me this 10th day of November, 1999.

  
NOTARY PUBLIC

My Commission Expires:

April 16, 2000

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APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990001507  
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420 1/2 S. Bedford Drive  
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The Cameron Funk 1984  
Revocable Trust  
Cameron Funk, Trustee  
12725 Green Valley Drive  
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Castlerock Development Corp.  
3600 West Main, Suite 150  
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Cathedral Enterprises  
5252 North Broadway  
Wichita, KS 67219

Chaco Energy Co.  
PO Box 1587  
Denver, CO 80701

Charlene Janeway  
75 Canongate Lane  
Highland Ranch, CO 80126

Charlene Janeway, Successor  
Trustee of the Aline May Buxton  
Janeway Revocable Trust dated  
7/21/88  
75 Canongate Lane  
Highland Ranch, CO 80126

Charlene Satterfield  
1110 Vine Street  
Sweetwater, TX 79556

Charles N. Berry, Jr., Trustee of  
the Robert N. Berry Trust U/W/O  
Charles N. Berry, deceased  
PO Box 60950  
Oklahoma City, OK 73146

Charles Calvert  
3932 48th Avenue, NW  
Norman, OK 73072

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7200 NW 210th Street  
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Charles Hooper  
301 West Gray  
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c/o Margaret G. Tarbet  
8717 Ray Nash Court, NW  
Gig Harbor, WA 98335

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Hemet, CA 92545

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City National Bank & Trust  
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Trustee of the Willings P. Sturgis  
Trust c/o BancOklahoma  
Trust Company  
Commerce Center  
9520 N. May  
Oklahoma City, OK 73120

Claud A. Davis and  
Evelyn L. Davis  
909 North Ponca Drive  
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McAlester, OK 74501

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Great Falls, MT 59404

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Corene Michel  
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Great Falls, MT 59404

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Turlock, CA 95381

Darell Wayne Fuller  
c/o Wayne Fuller  
304 Duarte Court  
Milpitas, CA 95035

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San Antonio, TX 78232

APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990001507  
PAGE 3

David D. Price, Jr.  
47 Larson Drive  
Aspen, CO 81611

David D. Price, Jr., Trustee of the  
David D. Price, Jr. Revocable  
Trust UTA dated July 29, 1993,  
as amended  
47 Larson Drive  
Aspen, CO 81611

Deborah Ray Brachman Rice  
2108 West Freeway  
Fort Worth, TX 76102

Debra Lynne Lane  
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Plainview, TX 79072

Delbert Lenhart  
703 Redwood Drive  
Noble, OK 73068

Della Pauline Walker  
PO Box 721508  
Norman, OK 73070

Dellconn Oil Corporation  
c/o E. K. Speck  
4436 Dalny Street  
Dallas, TX 75214

Delores Mason Knight Estate  
c/o Peter Knight  
558 South Avenue  
Weston, MA 02493

D. G. Hansen Trust  
Box 187  
Logan, KS 67646

D-J Investments  
PO Box 399  
Garden City, KS 67846

DKD, Inc.  
2216 S. Ridgewood  
Wichita, KS 67218

Doc Severinson Orchestra Inc.  
c/o Larry Worden  
PO Box 30  
Branchville, NJ 07826

Don M. Terrell Estate  
c/o Cheryl Ann Terrell  
1624 Walnut Cove  
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Donet Corp.  
Donna Thomas  
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Springfield, MO 65810

Donna Cornelison  
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Nathan C. Brown  
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East-West, Ltd  
1205 W. Main Street  
Norman, OK 73069

Ed C. Preble, Jr., Successor  
Trustee of the Ed C. Preble, Sr.  
Trust "B"  
4201 North Hampton Court  
Norman, OK 73072

Ed C. Preble, Jr., Successor  
Trustee of the Ed C. Preble, Sr.  
Living Trust  
4201 North Hampton Court  
Norman, OK 73072

Edward Charles Preble, Jr.,  
Successor Trustee of the Evelyn  
E. Preble Living Trust dated  
9/20/90  
4201 North Hampton Court  
Norman, OK 73072

Edward Charles Preble, Jr.  
4201 North Hampton Court  
Norman, OK 73072

Edward C. Reinauer, Jr.,  
William S. Reinauer and  
Cecilia Ann Wagner, Co-Trustees  
of the Edward C. Reinauer Trust  
7808 Harrington Cir.  
Amarillo, TX 79121

Edward Franklin Reinauer  
Box 577  
Mustang, OK 73064

Eliot Barnett  
PO Box 11739  
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465 Silver Shadow Drive  
San Marcos, CA 92069

The Estate of Ellen Bari  
Brachman, Leon Brachman,  
Independent Executor  
2108 West Freeway  
Fort Worth, TX 76113

Ellen E. Brand, Trustee of the  
Brand Family Trust dated 6/11/90  
1220 Johnson Drive, Apt. #116  
Ventura, CA 93003

Elmer Lee Jones  
PO Box 207  
Ada, OK 74821

Eloise B. Gamble, Trustee of the  
Eloise B. Gamble Revocable Trust  
dated 8/15/90  
PO Box 263  
Jefferson, TX 75657

Elva Teel  
405 Mesa Circle  
Plainview, TX 79072

Emily L. Vaught, Trustee of the  
Emily L. Vaught Revocable  
Living Trust dated 10/9/91  
11400 Slaughterville Road  
Lexington, OK 73051

Emma Lorena Burkett, Trustee of  
the Emma Lorena Burkett  
Revocable Trust  
7704 Hillcrest Drive  
Oklahoma City, OK 73159

ENYOC Oil & Gas Co., LLC  
371 Nassau Drive  
Springfield, MA 00219

ENYOC Oil & Gas Co., LLC  
c/o Joseph F. Coyne, Jr.  
Sheppard, Mullin, Richter &  
Hampton  
333 S. Hope St., 48<sup>th</sup> Floor  
Los Angeles, CA 90071

Episcopal Diocese For The  
State of Oklahoma  
924 North Robinson  
Oklahoma City, OK 73102

Ernest Bryan Alexander  
322 North Mulberry Street  
Maryville, MO 64468

Ernestine Buxton  
205 N. Maryella Terrace  
Mustang, OK 73064

Ernestine Coffey  
129 South Pickard  
Norman, OK 73069

B. Ernestine Tullius  
2319 Parkland Way  
Norman, OK 73069

The Etta K. Brachman Trust  
Malcolm K. Brachman Trustee  
3232 McKinney Avenue,  
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Dallas, TX 75204

The Etta K. Brachman Revocable  
Tr., Malcolm K. Brachman and  
Marilyn B. Hoffman, Trustees  
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Suite 770  
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Ezra Boswell  
c/o Melvin Boswell  
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Maysville, OK 73057

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Faye Smith Bennett  
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Salt Lake City, UT 84103

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1009 Keble Court  
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Fletcher James Ownbey  
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Noble, OK 73068

Flora Mae Vaught Williams  
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Ponca City, OK 74601

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PO Box 20267  
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Ford C. Price, Trustee of the  
David D. Price Revocable Trust  
U/T/A dated 12/8/82  
PO Box 20267  
Oklahoma City, OK 73156

Ford C. Price or Ford C. Price,  
Jr., Co-Trustees, FCP Trust,  
10/6/86  
PO Box 20267  
Oklahoma City, OK 73156

Forrest W. Hood, Jr.  
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1309 Vinita  
Enid, OK 73701

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Trust, George H. Cunningham  
Trustee  
12950 SW 140th Street  
Augusta, KS 67010

George S. Jacobs  
700 SW 41st Street  
Oklahoma City, OK 73109

George T. Mitchell  
410 North 2<sup>nd</sup> Street  
Marshall, IL 62441

George Preble, Trustee of the  
George Preble Living Trust  
3704 Quail Drive  
Norman, OK 73072

Georgia A. Sweitzer  
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Yelm, WA 98597

Gerald N. Eason  
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Gertrude Parker Gow  
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Calgary, Alberta, Canada T2V 3T2

Gladys Jacobs Davis Estate  
c/o Charles E. Davis, sole heir  
9716 Castle Road  
Oklahoma City, OK 73162

APPLICANT: NORTHWEST OIL COMPANY  
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2844 Sand Stone Drive  
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Dorothy May Harshberger  
PO Box 11564  
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Nailon, Co-Trustees of the Nailon  
Trust U/T/A dated 1/10/95  
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PO Box 1988  
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Harry C. Holland Revocable Trust  
PO Box 891631  
Oklahoma City, OK 73189

Harry C. Holland Inc.  
c/o Kay Holland McDaniel  
6800 S. Country Club Drive  
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Frances Etoyle Tullius  
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Incarnate Word Academy  
Foundation  
2910 South Alameda  
Corpus Christi, TX 78404

Irvey Patrick Ownbey  
1400 McLish  
Ardmore, OK 73401

Isolde A. Souter, Trustee of the  
James E. Souter Revocable  
Living Trust dated 1/12/93  
3309 Hickory Ridge  
Edmond, OK 73013

Jack J. Ownbey  
PO Box 730  
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Barbara Jean Fry  
7443 Coers  
Converse, TX 78109

James K. Fry  
7443 Coers  
Converse, TX 78109

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Lindsay, Trustees of the Lindsay  
1988 Joint Revocable Trust  
1406 NW 122<sup>nd</sup>, Unit 112  
Oklahoma City, OK 73114-8038

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Sulphur, OK 73086

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6301 East Robinson  
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Jenco Petroleum Corp.  
c/o Jenex Petroleum Corp.  
1675 Broadway, Suite 1030  
Denver, CO 80202

Jenex Petroleum Corp.  
1675 Broadway, Suite 1030  
Denver, CO 80202



APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990001507  
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John Charles Alexander and  
Ernest Bryan Alexander, Trustees  
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Maryville, MO 64468

John R. Bozeman  
2624 Chaucer Drive  
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John C. Buckingham, deceased  
c/o Sharon F. Buckingham  
1605 Middle Golf Dr.  
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John Funk  
c/o Craig Funk  
100 West Main, #227  
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Mildred D. Law  
300 Hal Muldrow Dr., Apt. #111  
Norman, OK 73069

John H. Sowell, Jr. and The  
Alamo National Bank of San  
Antonio, Trustees, U/W/O  
Thomas J. Goad, deceased  
c/o Chase Bank of Texas  
Attention: John Flannery  
PO Box 47531  
San Antonio, TX 78265

John A. Stevens, Trustee of the  
John A. Stevens Trust Agreement  
dated 3/16/88  
2525 SW 28th Street  
Oklahoma City, OK 73108

Joseph H. Ambrister, Edmund G.  
Ambrister, and William Bernard  
Carpenter, Sr., Co-Trustees of the  
Samuel G. Ambrister Trust, dated  
December 12, 1959  
425 N. Meridian  
Oklahoma City, OK 73107

Joseph C. Conger, Jr. and  
Annette C. Conger  
PO Box 3357  
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Joseph Norman Ownbey  
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Jerie Jean Johnson  
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Norman, OK 73069

Judson Stone  
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Northfield, IL 60093

Judy Faye Boswell  
5456C North Meridian  
Oklahoma City, OK 73112

J. V. Tully Estate  
Ira France Tully  
c/o Ann Remply  
4427 Wildwood Circle  
Granbury, TX 76049

Kaiser-Francis Oil Company  
PO Box 21468  
Tulsa, OK 74121-1468

Katherine T. Hartman  
318 South 8th Street  
Broken Arrow, OK 74012

Kathy Bailey  
1805 West Hot Springs  
Broken Arrow, OK 74011

Kenneth Charles Calvert  
38922 200th Avenue SE  
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KOG, Inc.  
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APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990001507  
PAGE 7

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LaVona Price Rushton a/k/a  
LaVona Bernice Rushton a/k/a  
LaVona Bernice Price Rushton  
a/k/a LaVona B. Rushton  
2900 Cherokee Road  
Birmingham, AL 35223

Leah Ruth Ginsburg, Trustee of  
the Residuary Trust U/L/W/T of  
Nathan Ginsburg, deceased,  
dated 5/5/95  
333 Throckmorton, Suite #907  
Forth Worth, TX 76102

LeAnn Guglielmino  
7160 North Woodland  
Kansas City, MO 64118

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Eldon G. Murnan  
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Llano Production Co.  
Jim Dawson  
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Midland, TX 79702

L. O. Ward  
PO Box 1187  
Enid, OK 73702

The L. O. Ward Revocable Trust  
L. O. Ward, Trustee  
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Enid, OK 73702

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Lori Stephens  
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Winton, CA 95388

Lottie Lina Davis and  
Wanda Lee Mattocks  
130 Kelly Drive  
Moore, OK 73160

Lou Kathryn Freeman, Mary  
Allene Reinauer and Johnna  
George Chamberlin, Co-Trustees  
of the John G. Reinauer Trust  
3110 Rockridge Place  
Oklahoma City, OK 73120

Louis Belinsky, Anita Nordan  
Lindsay and Leroy G. Denman,  
Jr., Trustees of the Nordan Trust,  
established by Agreement  
dated 12/16/86  
112 East Pecan Street, Suite 500  
San Antonio, TX 78205

Lucille E. Shefler  
101 East Hines  
Norman, OK 73069

Lydia Webb, Life Estate  
4100 48th Avenue, NW  
Norman, OK 73072

Lydia Webb  
4100 48th Avenue, NW  
Norman, OK 73072

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Gaithersburg, MD 20877

Lynn B. Gryll  
1914 North Dayton  
Chicago, IL 60614

Madlyn Barnett  
PO Box 11739  
Fort Worth, TX 76110

Madlyn B. Barnett, Individually  
and as Trustee of the Madlyn B.  
Living Trust created by  
T/A dated 5/4/93  
PO Box 11739  
Ft. Worth, TX 76110

Malcolm K. Brachman, Jr.  
3232 McKinney Avenue,  
Suite 770  
Dallas, TX 75204

Malcolm K. Brachman, Trustee of  
the Brachman Revocable Trust  
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Suite 770  
Dallas, TX 75204

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Drawer K  
Madill, OK 73446

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Independent Executor  
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Fort Worth, TX 76102

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Sacramento, CA 95838

Margaret Kocher  
5430 Dry Creek Road  
Sacramento, CA 95838

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Marilyn B. Hoffman and Malcolm  
K. Brachman, Co-Trustees of  
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Children's Trust  
200 Main Street  
Fort Worth, TX 76102

Marilyn H. Hunt  
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Marshall Gary Calvert  
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Gerald Meyer  
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Mary Catherine Shead, Life Estate  
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Corpus Christi, TX 78414-2728

Mary Love Stromberg, Trustee of  
the Mary Love Stromberg Trust  
PO Box 1412  
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Matlin Petroleum Corporation  
5120 Ambergate Lane  
Dallas, TX 75287

Mattie Lou Vaught  
4515 36th Avenue, NE  
Norman, OK 73071

McClymond Brothers, Inc.  
PO Box 548  
Breckenridge, TX 76024

The Melaina Rene Rapp  
Living Trust  
Melaina Rene Swink, Trustee  
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Oklahoma City, OK 73162

Melinda Rae Pritchard  
3040 Finchley Lane  
Oklahoma City, OK 73120-4360

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Merom Brachman  
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Columbus, OH 43209

Meyer Operating Company  
Clarabelle W. Meyer,  
Managing Partner  
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Michael C. Coffey and  
Susan K. Coffey  
1410 Country Lane  
Allen, TX 75002

Michael T. Holland  
17 Longlea Drive  
Little Rock, AR 72212

Michael Todd Holland, Trustee of  
the Harry C. Holland Revocable  
Trust dated 10/18/73  
PO Box 891631  
Oklahoma City, OK 73189

Michelle Rincon  
10158 Longmont Drive  
Houston, TX 77042

Mildred Meyer  
677 North Bivins  
Amarillo, TX 79107

Mildred A. Mitchell  
410 North 2<sup>nd</sup> Street  
Marshall, IL 62441

Mildred Marie Wilson  
PO Box 144  
Woodenville, WA 98072

M. J. Ledbetter  
c/o Patricia Ledbetter  
6325 Harold Way  
Norman, OK 73026

Modelle T. Tarter and First  
National Bank of Lubbock,  
Trustees  
PO Box 1241  
Lubbock, TX 79408

Myra B. Ward  
PO Box 1187  
Enid, OK 73702

Nancy Helen McKittrick Murray  
1744 Dahlia Street  
Baton Rouge, LA 70808

Nancy S. Landis-Saylors  
6307 West Rock Creek Road  
Norman, OK 73072

Nancy Lee Northcutt  
200 Virginia, #4  
El Segundo, CA 90245

Nathan Ginsburg Estate  
Leah Ruth Ginsburg,  
Independent Executor  
333 Throckmorton  
Fort Worth, TX 76102

Nelson Berry, Successor Trustee  
of the Charles N. Berry, Jr.  
Trust U/W/O Charles N. Berry,  
deceased  
PO Box 60950  
Oklahoma City, OK 73146

Nicholas L. Gill  
7714 Veteran Way  
Micanopy, FL 32667

Noble C. Hood, Trustee of the  
Noble C. Hood Trust U/T/A dated  
April 30, 1979  
5079 East Calle Brillante  
Tucson, AZ 85718

Nona J. Sipes Boswell  
417 Eel River, Lot #5  
Purcell, OK 73080

Norden And Company  
Anita Norden Lindsay, Partner  
112 East Pecan, Suite 500  
San Antonio, TX 78205

Norman Mark Garrison  
910 1/2 W. Thompson Ave.  
Enid, OK 73701

Northwest Oil Company  
One McKinney Plaza  
3232 McKinney Avenue,  
Suite 770  
Dallas, TX 75204

Norville Oil Company, Inc.  
101 Park Avenue, Suite 600  
Oklahoma City, OK 73102

The Oklahoma Division of the  
American Cancer Society  
4323 NW 63rd  
Oklahoma City, OK 73116

Ollie Marie Garnett  
PO Box 111  
Buena Vista, CO 81211

Olon B. Gaddis and  
Lucinda B. Gaddis  
1966 E. Coleman Road  
Ponca City, OK 74604

Oscar Calvert  
13635 Oliver Street  
Moreno Valley, CA 92555

O. T. McCall and Kenneth  
McCall, Trustees  
(Oscar McCall Trust)  
301 West Main  
Norman, OK 73069

Otylie A. Griffin  
1905 Texas  
Norman, OK 73071

Parks & Parks  
James L. Parks  
1603 East 19th Street, Suite 101  
Edmond, OK 73013-6625

Patricia Lynn Fuller Gregg  
29401 Taylor Avenue  
Hayward, CA 94544

Patricia A. Gustafson  
9936 Rio Cosumnes Circle  
Elk Grove, CA 95624

Patricia Vaught  
5126 South Greenbriar  
Springfield, MO 65804

Pattie Ann Filbert  
c/o Margaret G. Tarbet  
8717 Ray Nash Court, NW  
Gig Harbor, WA 98335

Patti Myers  
3001 South Aspen Court  
Broken Arrow, OK 74012

Paul G. Griffin and  
Calvin C. Griffin  
c/o Otylie A. Griffin  
1905 Texas  
Norman, OK 73071

Paul Eugene Vaught and  
Marjorie O. Vaught  
605 North Stewart  
Norman, OK 73071

Pauline Buxton Walker  
PO Box 721508  
Norman, OK 73070

Peter L. Wilson  
PO Box 2353  
Norman, OK 73070

Phil Boeskin  
3300 Classen Blvd.  
Norman, OK 73071

Phillip C. Kidd, Jr., Trustee of the  
Phillip C. Kidd, Jr. Revocable  
Intervivos Trust of Phillip C.  
Kidd, Jr. dated 10/7/94  
PO Box 2180  
Noble, OK 73068

Phyllis Murray, Sole Trustee of  
the Phyllis Holmes Murray 1992  
Revocable Trust  
801 College  
Norman, OK 73069

PRJ Trust #1  
PO Box 94033  
Oklahoma City, OK 73143

Quest Properties, Inc.  
1215 Crossroads Blvd.  
Norman, OK 73072

Quitman Winter  
1101 East 11<sup>th</sup> Street  
Edmond, OK 73034

APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990001507  
PAGE 10

Ralph J. Lofquist Estate  
c/o Dale R. Lofquist  
3501 W. 97<sup>th</sup> Street  
Evergreen Park, IL 60642

Ramla, LLC  
PO Box 10102  
Enid, OK 73706

Ramona R. Neundorf  
3106 Redbird Lane  
Enid, OK 73703

Ramona W. Vogt  
Route 1, Box 1640  
Okmulgee, OK 74447

Ran Ricks Production L.L.C.  
3000 Oklahoma Tower  
210 Park Avenue  
Oklahoma City, OK 73102

Raymond Boswell  
908 South Park, Space #10  
Broken Bow, OK 74728

Reinauer Royalty Corporation  
Route 1, Box 65  
Elk City, OK 73120

R. E. Guest  
PO Box 805  
Edmond, OK 73083

Rhoda Beth Bernstein  
PO Box 11739  
Fort Worth, TX 76110

Richard Boeskin  
Route 1, Box 469-1  
Noble, OK 73068

Richard Berry Hamm  
16434 FM 344 West, Suite 2  
Bullard, TX 75757

Richard Hartman  
7010 Tree Top  
Corpus Christi, OK 78413

Richard J. Mason  
625 North Berry Road  
Norman, OK 73069

Richard J. Porter and  
Elizabeth A. Porter  
2400 Tee Circle  
Norman, OK 73069

Richard D. Tarbet  
c/o Margaret G. Tarbet  
8717 Ray Nash Court, NW  
Gig Harbor, WA 98335

Richmond Oil Co.  
PO Box 22439  
Houston, TX 77227

Ricks Drilling Program 79  
3000 Oklahoma Tower  
210 Park Avenue  
Oklahoma City, OK 73102

Ricks Drilling Program 80  
3000 Oklahoma Tower  
210 Park Avenue  
Oklahoma City, OK 73102

Ricks Exploration Corporation  
3000 Oklahoma Tower  
210 Park Avenue  
Oklahoma City, OK 73102

Ricks Fund Employees Trust  
3000 Oklahoma Tower  
210 Park Avenue  
Oklahoma City, OK 73102

Rilla G. Griffin, Trustee of the  
Rilla G. Griffin Living Trust dated  
8/27/92  
15 Bogey Lane  
Coto De Caza, CA 92679

Robert W. Berry  
Copper Oaks Office Park  
7060 South Yale, Suite 900  
Tulsa, OK 74136

Robert A. and Karla K. Campbell  
1215 Crossroads Blvd, Suite 220  
Norman, OK 73072

Robert L. Conrad  
c/o Patti Myers  
3001 S. Aspen Court  
Broken Bow, OK 74102

Robert Funk  
c/o Kenneth L. Spears  
PO Box 687  
Oklahoma City, OK 73101-0687

Robert W. Gaddis  
8805 East 91<sup>st</sup> Place  
Tulsa, OK 74133

Robert L. Ginsburg  
1300 Continental Plaza  
777 Main Street  
Fort Worth, TX 76102

Robert R. Hale  
1105 Coffey Circle  
Edmond, OK 73013

Robert J. Norton  
PO Box 66  
LaRussell, MO 64848

Robert Reinauer  
1500 Spinks Road  
Flower Mound, TX 75028

Robert L. Waller  
PO Box 13237  
Oklahoma City, OK 73113-1237

Rosa Meyer Lewis  
3622 Classen Blvd.  
Norman, OK 73071

Rowena Kimmell Estate  
Lee Kimmell, Independent  
Executor  
30 Picketts Ridge Road  
West Redding, CT 06896

Roya June Reid  
36008 Hardesty Road  
Shawnee, OK 74801

Roy Boswell  
PO Box 528  
Elgin, OK 73538

Ruth Elaine Andrews, Trustee  
for the benefit of  
Carolyn Ann Andrews Doyle  
400 NW North Street  
DeKalb, TX 75559

Ruth Elanie Andrews  
400 NW North Street  
DeKalb, TX 75559

Ruth Elanie Andrews and  
Interfirst Bank of Mt. Pleasant,  
Texas, Trustees for the benefit of  
Carolyn Ann Andrews Doyle  
400 NW North Street  
DeKalb, TX 75559

APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990001507  
PAGE 11

Ruth Ann Sheppard  
20 Lamplighter Street  
Lumberton, TX 77657-6938

R. W. Dozier, III  
308 Crown Colony Road  
Edmond, OK 73034-6618

R. W. Ylitalo  
PO Box 10102  
Enid, OK 73702

Saint James Ltd.  
c/o Jenex Petroleum Corp.  
1675 Broadway, Suite 1030  
Denver, CO 80202

Sam R. Hoisington  
7217 Marianne Drive  
Choctaw, OK 73020

Samuel P. Andrews  
Route 1, Box 570  
Bagwell, TX 75412

Sandra K. Hoisington  
7730 North Harrah Road  
Harrah, OK 73045

Sarai Brachman Trust  
Merom Brachman, Trustee  
311 North Drexel Ave.  
Columbus, OH 43209

Scott A. Disney, Trustee of the  
Virginia A. Disney Trust Under  
Indenture dated the 17<sup>th</sup> day of  
October, 1989  
22711 Brier Road  
Brier, WA 98036

Screaming Mimi Oil  
Company, Inc.  
PO Box 447  
Lawton, OK 73502

The Security National Bank &  
Trust Company of Norman,  
Oklahoma  
200 East Main  
Norman, OK 73069

Shael Brachman Trust  
Merom Brachman, Trustee  
311 North Drexel Ave.  
Columbus, OH 43209

Sharon Calvert Brassard  
350 Michael Ave.  
Enumclaw, WA 98022

Sherman L. Calvert  
6401 Split Mountain Rd.  
Borrego Springs, CA 92004-6024

Sheryl Kay McDaniel, Trustee of  
the Sheryl Kay McDaniel Trust  
dated 5/28/97  
6800 South Country Club Drive  
Oklahoma City, OK 73159

Shirley Malone  
2601 Chateau  
Norman, OK 73069

Shirley Ann Meyer  
18851 SH 39  
Lexington, OK 73051

Shri S. and Sharon L. Satwalekar  
1221 Monison Trail  
Edmond, OK 73003

Sidney Calvert  
3930 48th Avenue, NW  
Norman, OK 73072

Southok Development Co., L.C.  
c/o Mack Oil Company  
PO Box 400  
Duncan, OK 73534

Southwestern Energy  
Production Co.  
5151 San Felipe  
Houston, TX 77056

Spindletop Exploration, Inc.  
Joseph V. Hughes, Jr., President  
PO Box 50787  
Midland, TX 79710

St. Mary's Episcopal Church of  
Edmond  
Leroy G. Coffman, Sr. Warden  
325 East 1st Street  
Edmond, OK 73034

State of Oklahoma  
c/o Commissioners of the  
Land Office  
5801 North Broadway, Suite 200  
Oklahoma City, OK 73118

Steve Boswell  
PO Box 456  
Minco, OK 73090

Steven D. Ellingson  
20111 O'Toole Road, SE  
Yelm, WA 98597

Steven and Sue Lillian Gerolde  
Rev. Trust  
2707 Greer Road  
Palo Alto, CA 94303-3825

Steven W. Gray  
Box 301  
Trenton, MO 64683

Steven Elliott Weiss  
886 Maryhurst Drive  
Claremont, CA 91711

Susan Hadden Estate  
William James Hadden, Jr.,  
Independent Executor  
2400 Westover Road  
Austin, TX 78703

Swede Investments  
PO Box 1108  
Enid, OK 73702

Theodore Koss  
1266 East 24<sup>th</sup> Street  
Brooklyn, NY 11210

Thomas Allen Fuller  
2844 Sand Stone Drive  
Anderson, CA 96007

Thomas N. Giles  
13001 Stillforest  
Austin, TX 78729

Thomas Hopper  
PO Box 5291  
Norman, OK 73070

Thomas G. Wygant  
2020 Forest Road  
Edmond, OK 73003

Tina Marie Bell  
6405 Mignonette Street  
Bakersfield, CA 93308

Tom King  
15 N. Robinson Ave., Suite 600  
Oklahoma City, OK 73102-5401

APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990001507  
PAGE 12

Tom Mahaffey  
PO Box 500  
Marlow, OK 73055

Troy Boswell  
101 East Willow  
Duncan, OK 73533

Twila Jean Rogers, Custodian for  
Cassandra Lynn Hickok, a minor  
800 75th Avenue, SE  
Norman, OK 73071

Union Bank & Trust Co.  
A/C Craig Funk  
P.O. Box 12669  
Oklahoma City, OK 73157-2669

Universal Resources Corporation  
2601 NW Expressway  
Oklahoma City, OK 73112

University of Oklahoma  
Foundation, Inc.  
100 West Timberdell Road  
Norman, OK 73019

Ursula Farley  
4603 Grove Avenue  
Atwater, CA 95301

Vera L. Stephenson  
6717 Jameson Road  
Amarillo, TX 79106

Vicky Evelyn Bell  
6405 Mignonette Street  
Bakersfield, CA 93308

Vicki Andrews Perkins  
Route 6, Box 251  
Clarksville, TX 75426

Virginia R. Jacobs  
1414 North Sherry Lane  
Shawnee, OK 74801

Virginia Berry Johnson  
PO Box 32365  
Amarillo, TX 79120

Walter G. Baker and  
Hawana L. Baker  
6720 West Tecumseh Road  
Norman, OK 73069

Walter G. Berry, Jr.  
95 Lucerne Blvd.  
Birmingham, AL 35209

Walter S. Tanner  
313 South Santa Fe  
Purcell, OK 73080

Waneatta Wilcox  
PO Box 46  
Seymour, TX 76380

Ward Petroleum Corp.  
PO Box 1187  
Enid, OK 73702

Wayne Allison Fuller  
304 Duarte Court  
Milpitas, CA 95035

W. B. Raybourn Trust  
dated 4-30-97

W. B. Raybourn, Trustee  
PO Box 1371  
Shawnee, OK 74802

W. D. Harrison  
PO Box 327  
Logan, KS 67074

Wells Resources, Inc.  
Stephen A. Wells, President  
PO Box 549  
Little River, TX 76554

Weiss Family Trust  
Marcus J. Weiss, Trustee  
941 St. Ann Drive  
Paso Robles, CA 93446

Wendy Susan Brachman  
2108 West Freeway  
Fort Worth, TX 76113

W. G. Bennett  
2233 Hiwan Circle  
Evergreen, CO 80439

W. H. McPherson  
5400 North Grand Blvd., #320  
Oklahoma City, OK 73112

Whitstone Petroleum  
6801 Broadway Extension  
Oklahoma City, OK 73116

William E. Buxton  
21609 Marjorie  
Torance, CA 90503

William T. Nailon, Jr. and Bonnie  
Cliett Nailon, Trustees, or their  
successors in trust, under the  
Nailon Living Trust dated  
March 16, 1995  
1214 Chippewa Drive  
Richardson, TX 75080

The William Trey Rapp  
Living Trust  
William Trey Rapp, Trustee  
4301 NW 63<sup>rd</sup> Street, Suite 103  
Oklahoma City, OK 73116-1504

William H. Stromberg, Trustee of  
the William H. Stromberg Trust  
PO Box 1412  
Ardmore, OK 73402

William S. Tanner  
313 South Santa Fe  
Purcell, OK 73080

William Edward Tarbet  
22930 75th Avenue, West  
Edmonds, WA 98026

Wilma Jacobs Hickman  
1414 East MacArthur  
Shawnee, OK 74801

Wilson Consulting Corp.  
2412 South Buttercup  
Mesa, AZ 85208

Windfall Oil Investment, Inc.  
6421 North Sterling Drive  
Oklahoma City, OK 73132

Winford Hoisington  
1623 Wind Hill Road  
Norman, OK 73071

Wm. W. Hood, Jr.  
1914 South Boston  
Tulsa, OK 74119

W. T. Rapp, Jr.  
1985 Revocable Trust  
c/o W. T. Rapp, Jr.  
PO Box 37  
Shawnee, OK 74802-0037

APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990001507  
PAGE 13

Z. G. Exploration, Inc.  
c/o Twister Gas Services, L.L.C.  
5600 N. May, Suite 190  
Oklahoma City, OK 73112

**ADDRESS UNKNOWN:**

Jessie Boswell Moody  
Address Unknown

Prince Valve, Inc.  
Address Unknown

And if any of the above are  
deceased or no longer in business,  
their unknown heirs, devisees,  
executors, administrators, trustees,  
successors and assigns, immediate  
and remote



BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: NORTHWEST OIL COMPANY )  
 )  
 RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION )  
 AND FURTHER DEVELOPMENT )Cause CD  
 PURSUANT TO 52 O. S. §§ 287. 1-287.15, )NO.  
 BOTH INCLUSIVE )  
 ) 990001507  
 LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN )  
 UNCONFORMITY AND BARTLESVILLE )  
 SAND UNIT COVERING THE E/2 SE/4 )  
 OF SECTION 7, SW/4 AND S/2 SE/4 OF )  
 SECTION 8, SW/4 AND W/2 SE/4 AND )  
 SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND )  
 SW/4 SE/4 OF SECTION 10, SW/4 AND )  
 S/2 NW/4 AND NW/4 SE/4 OF SECTION 14, )  
 N/2 AND SE/4 AND N/2 SW/4 OF SECTION )  
 15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF )  
 SECTION 16, N/2 AND SE/4 AND NE/4 )  
 SW/4 OF SECTION 17, AND NE/4 NE/4 )  
 OF SECTION 18, ALL IN TOWNSHIP 9 )  
 NORTH, RANGE 3 WEST, )  
 CLEVELAND COUNTY, OKLAHOMA )

**FILED**  
 NOV 19 1999  
 COURT CLERK'S OFFICE - OKC  
 CORPORATION COMMISSION  
 OF OKLAHOMA

AFFIDAVIT OF MAILING

I, Karl F. Hirsch, being of legal age, and first duly sworn, do hereby depose and state that on the 15<sup>th</sup> day of November, 1999, copies of Order No. 436520 issued in the above cause were placed in the U.S. Mail, with sufficient postage prepaid, to the following parties:

See Exhibit "A".

Further Affiant saith not.

MUSSER & BUNCH

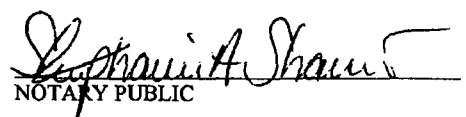


KARL F. HIRSCH, OBA No. 4232  
 100 Park Avenue Building, Suite 400  
 Oklahoma City, Oklahoma 73102  
 405/235-1768

ATTORNEYS FOR APPLICANT

STATE OF OKLAHOMA )  
 ) SS:  
 COUNTY OF OKLAHOMA )

Subscribed and sworn to before me this 16<sup>th</sup> day of November, 1999.

  
 NOTARY PUBLIC

My Commission Expires:  
April 16, 2002

Applicant: Northwest Oil Company  
Cause CD No.: 990001507  
Page 1

**EXHIBIT "A"**

Benton Gifford and/or  
Wanda Jo Gifford  
610 E. Cemetery Rd.  
Noble, OK 73068

Bruce A. Naylor  
3740 Timberidge Dr.  
Norman, OK 73072-1783

David M. Snow & Karen M. Snow  
9213 Cutting Horse Ct.  
Springfield, VA 22153-1018

Harold Ray Harshberger and/or  
Dorothy May Harshberger  
10109 Leona St.  
Tujunga, CA 91042

John R. Law, Jr. and  
Milfred D. Law  
1701 Alameda St., Apt 104  
Norman, OK 73071-3076

John H. Marsh  
4601 Laurelbrook Ct.  
Norman, OK 73072-3960

Larry E. Heister  
PO Box 720454  
Norman, OK 73070-4333

Robert L. Conrad  
c/o Patti Myers  
3001 S. Aspen Ct.  
Broken Arrow, OK 74012

Robert L. Conrad  
2922 "P" Street NW  
Miami, OK 74354

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: NORTHWEST OIL COMPANY )  
 )  
 RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION )  
 AND FURTHER DEVELOPMENT )Cause CD  
 PURSUANT TO 52 O. S. §§ 287. 1-287.15, )NO.  
 BOTH INCLUSIVE )  
 )990001507  
 LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN )  
 UNCONFORMITY AND BARTLESVILLE )  
 SAND UNIT COVERING THE E/2 SE/4 )  
 OF SECTION 7, SW/4 AND S/2 SE/4 OF )  
 SECTION 8, SW/4 AND W/2 SE/4 AND )  
 SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND )  
 SW/4 SE/4 OF SECTION 10, SW/4 AND )  
 S/2 NW/4 AND NW/4 SE/4 OF SECTION 14, )  
 N/2 AND SE/4 AND N/2 SW/4 OF SECTION )  
 15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF )  
 SECTION 16, N/2 AND SE/4 AND NE/4 )  
 SW/4 OF SECTION 17, AND NE/4 NE/4 )  
 OF SECTION 18, ALL IN TOWNSHIP 9 )  
 NORTH, RANGE 3 WEST, )  
 CLEVELAND COUNTY, OKLAHOMA )

**FILED**  
 NOV 19 1999  
 COURT CLERK'S OFFICE - OKC  
 CORPORATION COMMISSION  
 OF OKLAHOMA

AFFIDAVIT OF MAILING

I, Karl F. Hirsch, being of legal age, and first duly sworn, do hereby depose and state that on the 17<sup>th</sup> day of November, 1999, copies of Order No. 436520 issued in the above cause were placed in the U.S. Mail, with sufficient postage prepaid, to the following parties:

See Exhibit "A".

Further Affiant saith not.

MUSSER & BUNCH

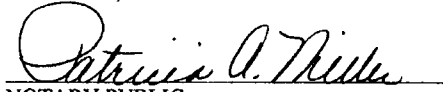


KARL F. HIRSCH, OBA No.4232  
 100 Park Avenue Building, Suite 400  
 Oklahoma City, Oklahoma 73102  
 405/235-1768

ATTORNEYS FOR APPLICANT

STATE OF OKLAHOMA )  
 ) SS:  
 COUNTY OF OKLAHOMA )

Subscribed and sworn to before me this 19<sup>th</sup> day of November, 1999.

  
 NOTARY PUBLIC

My Commission Expires:

8-8-02

Applicant: Northwest Oil Company  
Cause CD No.: 990001507  
Page 1

**EXHIBIT "A"**

Benton Gifford and/or  
Wanda Jo Gifford  
6101 E. Cemetery Rd.  
Noble, OK 73068

Daniel J. Rivera &  
Joyce Ann Rivera  
214 Worden St.  
Prtsmouth, RI 02871-6217

Daniel J. Norman &  
Tish A. Norman  
10037 SE 134<sup>th</sup> Ave.  
Portslan, OR 97236-5962

John Howard Robberson  
2404 NW 55<sup>th</sup> Ter.  
Oklahoma City, OK 73112-7764

Joseph C. Bouziden &  
Pamelia Dyne Bouziden  
2800 Chelsea Dr.  
Norman, OK 73072-2235

Richard Ryan  
3306 Hillview Dr.  
Norman, OK 73072-2239

Timothy W. Williams &  
Kristen B. Williams  
812 E. Macarthur St.  
Shawnee, OK 74804

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT:	NORTHWEST OIL COMPANY	)
		)
RELIEF SOUGHT:	UNITIZED MANAGEMENT, OPERATION	)
	AND FURTHER DEVELOPMENT	) CAUSE CD
	PURSUANT TO 52 O. S. §§ 287. 1-287.15,	) NO.
	BOTH INCLUSIVE	)
		) 990001507
LEGAL DESCRIPTION:	WEST NORMAN PENNSYLVANIAN	)
	UNCONFORMITY AND BARTLESVILLE	)
	SAND UNIT COVERING THE E/2 SE/4	)
	OF SECTION 7, SW/4 AND S/2 SE/4 OF	)
	SECTION 8, SW/4 AND W/2 SE/4 AND	)
	SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND	)
	SW/4 SE/4 OF SECTION 10, SW/4 AND	)
	S/2 NW/4 AND NW/4 SE/4 OF SECTION 14,	)
	N/2 AND SE/4 AND N/2 SW/4 OF SECTION	)
	15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF	)
	SECTION 16, N/2 AND SE/4 AND NE/4	)
	SW/4 OF SECTION 17, AND NE/4 NE/4	)
	OF SECTION 18, ALL IN TOWNSHIP 9	)
	NORTH, RANGE 3 WEST,	)
	CLEVELAND COUNTY, OKLAHOMA	)

**FILED**  
MAY 27 1999  
COURT CLERK'S OFFICE — OKC  
CORPORATION COMMISSION  
OF OKLAHOMA

AFFIDAVIT OF MAILING

I, Karl F. Hirsch, being of legal age and first duly sworn, do hereby depose and state that on the 19<sup>th</sup> day of May, 1999, copies of the Application and Notice of Hearing in the above cause were placed in the U.S. Mail, with sufficient postage prepaid, to the following parties:

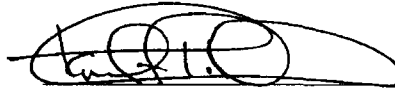
Archbishop Charles A. Salatka  
c/o Kent Frates, Attorney  
201 Robert S. Kerr Ave., Suite 1600  
Oklahoma City, OK 73102

Kenneth G. Adams, Jr. &  
Kelly D. Adams  
1501 SW 70<sup>th</sup>  
Oklahoma City, OK 73159

Hal W. Smith  
4717 Sundance Ct.  
Norman, OK 73072

Further Affiant saith not.

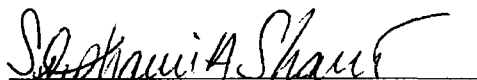
MUSSER & BUNCH



KARL F. HIRSCH, OBA No. 4232  
100 Park Avenue Building, Suite 400  
Oklahoma City, Oklahoma 73102  
405/235-1768  
ATTORNEYS FOR APPLICANT  
NORTHWEST OIL COMPANY

STATE OF OKLAHOMA )  
 ) SS:  
COUNTY OF OKLAHOMA )

Subscribed and sworn to before me this 19<sup>th</sup> day of May, 1999.

  
NOTARY PUBLIC

My Commission Expires:

April 16, 2000

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: NORTHWEST OIL COMPANY )  
 )  
 RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION )  
 AND FURTHER DEVELOPMENT )CAUSE CD  
 PURSUANT TO 52 O. S. §§ 287. 1-287.15, )NO.  
 BOTH INCLUSIVE )  
 ) 990001507  
 LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN )  
 UNCONFORMITY AND BARTLESVILLE )  
 SAND UNIT COVERING THE E/2 SE/4 )  
 OF SECTION 7, SW/4 AND S/2 SE/4 OF )  
 SECTION 8, SW/4 AND W/2 SE/4 AND )  
 SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND )  
 SW/4 SE/4 OF SECTION 10, SW/4 AND )  
 S/2 NW/4 AND NW/4 SE/4 OF SECTION 14, )  
 N/2 AND SE/4 AND N/2 SW/4 OF SECTION )  
 15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF )  
 SECTION 16, N/2 AND SE/4 AND NE/4 )  
 SW/4 OF SECTION 17, AND NE/4 NE/4 )  
 OF SECTION 18, ALL IN TOWNSHIP 9 )  
 NORTH, RANGE 3 WEST, )  
 CLEVELAND COUNTY, OKLAHOMA )

**FILED**  
 MAY 27 1999  
 COURT CLERK'S OFFICE — OKC  
 CORPORATION COMMISSION  
 OF OKLAHOMA

AFFIDAVIT OF MAILING

I, Karl F. Hirsch, being of legal age and first duly sworn, do hereby depose and state that on the 17<sup>th</sup> day of May, 1999, copies of the Application and Notice of Hearing in the above cause were placed in the U.S. Mail, with sufficient postage prepaid, to the following parties:

Joseph H. Ambrister, Edmund  
 G. Ambrister, and William Bernard  
 Carpenter, Sr., Co-Trustees of the  
 Samuel G. Ambrister Trust, dated  
 December 12, 1959  
 425 N. Meridian  
 Oklahoma City, OK 73107

Beverly R. Reeve and Liberty  
 National Bank & Trust of OKC,  
 Successor Co-Trustees of the  
 Leonard B. Reeve Living Trust  
 dated 12/6/83, amended 6/15/84  
 12409 Bocage Dr.  
 Oklahoma City, OK 73142

Further Affiant saith not.

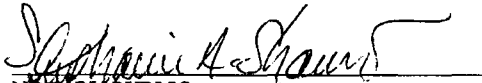
MUSSER & BUNCH



KARL F. HIRSCH, OBA No. 4232  
 100 Park Avenue Building, Suite 400  
 Oklahoma City, Oklahoma 73102  
 405/235-1768  
 ATTORNEYS FOR APPLICANT  
 NORTHWEST OIL COMPANY

STATE OF OKLAHOMA )  
 ) SS:  
 COUNTY OF OKLAHOMA )

Subscribed and sworn to before me this 17<sup>th</sup> day of May, 1999.

  
 NOTARY PUBLIC

My Commission Expires:

April 16, 2000

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: NORTHWEST OIL COMPANY )  
 )  
 RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION )  
 AND FURTHER DEVELOPMENT ) CAUSE CD  
 PURSUANT TO 52 O. S. §§ 287. 1-287.15, ) NO.  
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 SECTION 8, SW/4 AND W/2 SE/4 AND )  
 SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND )  
 SW/4 SE/4 OF SECTION 10, SW/4 AND )  
 S/2 NW/4 AND NW/4 SE/4 OF SECTION 14, )  
 N/2 AND SE/4 AND N/2 SW/4 OF SECTION )  
 15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF )  
 SECTION 16, N/2 AND SE/4 AND NE/4 )  
 SW/4 OF SECTION 17, AND NE/4 NE/4 )  
 OF SECTION 18, ALL IN TOWNSHIP 9 )  
 NORTH, RANGE 3 WEST, )  
 CLEVELAND COUNTY, OKLAHOMA )

**FILED**  
 MAY 27 1999  
 COURT CLERK'S OFFICE — OKC  
 CORPORATION COMMISSION  
 OF OKLAHOMA

AFFIDAVIT OF MAILING

I, Karl F. Hirsch, being of legal age and first duly sworn, do hereby depose and state that on the 24<sup>th</sup> day of May, 1999, copies of the Application and Notice of Hearing in the above cause were placed in the U.S. Mail, with sufficient postage prepaid, to the following parties:

Walter G. Berry, Jr.  
95 Lucerne Blvd.  
Birmingham, AL 35209

Brooks Wright  
3801 NW 63<sup>rd</sup> St., Ste. 260  
Oklahoma City, OK 73116-1930

Further Affiant saith not.

MUSSER & BUNCH



KARL F. HIRSCH, OBA No. 4232  
100 Park Avenue Building, Suite 400  
Oklahoma City, Oklahoma 73102  
405/235-1768  
ATTORNEYS FOR APPLICANT  
NORTHWEST OIL COMPANY

STATE OF OKLAHOMA )  
 ) SS:  
 COUNTY OF OKLAHOMA )

Subscribed and sworn to before me this 24<sup>th</sup> day of May, 1999.

  
 NOTARY PUBLIC

My Commission Expires:

April 16, 2002

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: NORTHWEST OIL COMPANY )  
 )  
 RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION )  
 AND FURTHER DEVELOPMENT ) CAUSE CD  
 PURSUANT TO 52 O. S. §§ 287. 1-287.15, ) NO.  
 BOTH INCLUSIVE )  
 ) 990001507  
 LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN )  
 UNCONFORMITY AND BARTLESVILLE )  
 SAND UNIT COVERING THE E/2 SE/4 )  
 OF SECTION 7, SW/4 AND S/2 SE/4 OF )  
 SECTION 8, SW/4 AND W/2 SE/4 AND )  
 SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND )  
 SW/4 SE/4 OF SECTION 10, SW/4 AND )  
 S/2 NW/4 AND NW/4 SE/4 OF SECTION 14, )  
 N/2 AND SE/4 AND N/2 SW/4 OF SECTION )  
 15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF )  
 SECTION 16, N/2 AND SE/4 AND NE/4 )  
 SW/4 OF SECTION 17, AND NE/4 NE/4 )  
 OF SECTION 18, ALL IN TOWNSHIP 9 )  
 NORTH, RANGE 3 WEST, )  
 CLEVELAND COUNTY, OKLAHOMA )

**FILED**  
 MAY 27 1999  
 COURT CLERK'S OFFICE — OKC  
 CORPORATION COMMISSION  
 OF OKLAHOMA

**AFFIDAVIT OF MAILING**

I, Karl F. Hirsch, being of legal age and first duly sworn, do hereby depose and state that on the 19<sup>th</sup> day of May, 1999, copies of the Application and Notice of Hearing in the above cause were placed in the U.S. Mail, with sufficient postage prepaid, to the following parties:

Whitestone Petroleum  
 6801 Broadway Extension  
 Oklahoma City, OK 73116

John C. Buckingham  
 906 N. Main  
 Stillwater, OK 74074

Further Affiant saith not.

MUSSER & BUNCH



KARL F. HIRSCH, OBA No. 4232  
 100 Park Avenue Building, Suite 400  
 Oklahoma City, Oklahoma 73102  
 405/235-1768  
 ATTORNEYS FOR APPLICANT  
 NORTHWEST OIL COMPANY

STATE OF OKLAHOMA )  
 ) SS:  
 COUNTY OF OKLAHOMA )

Subscribed and sworn to before me this 19<sup>th</sup> day of May, 1999.

  
 NOTARY PUBLIC

My Commission Expires.

April 16, 2000



FILED

MAY 18 1999

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA


APPLICANT:	NORTHWEST OIL COMPANY	)	COURT CLERK'S OFFICE -- OKC
RELIEF SOUGHT:	UNITIZED MANAGEMENT, OPERATION	)	CORPORATION COMMISSION
	AND FURTHER DEVELOPMENT	)	OF OKLAHOMA
	PURSUANT TO 52 O.S. §§ 287.1-287.15,	)	
	BOTH INCLUSIVE	)	
LEGAL DESCRIPTION:	WEST NORMAN PENNSYLVANIAN	)	CAUSE CD NO.
	UNCONFORMITY AND BARTLESVILLE	)	
	SAND UNIT COVERING THE E/2 SE/4	)	990001507
	OF SECTION 7, SW/4 AND S/2 SE/4 OF	)	
	SECTION 8, SW/4 AND W/2 SE/4 AND	)	
	SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND	)	
	SW/4 SE/4 OF SECTION 10, SW/4 AND	)	
	S/2 NW/4 AND NW/4 SE/4 OF SECTION	)	
	14, N/2 AND SE/4 AND N/2 SW/4 OF	)	
	SECTION 15, N/2 AND N/2 S/2 AND SW/4	)	
	SW/4 OF SECTION 16, N/2 AND SE/4	)	
	AND NE/4 SW/4 OF SECTION 17, AND	)	
	NE/4 NE/4 OF SECTION 18, ALL IN	)	
	TOWNSHIP 9 NORTH, RANGE 3 WEST,	)	
	CLEVELAND COUNTY, OKLAHOMA	)	

**AFFIDAVIT FOR NOTICE BY PUBLICATION**

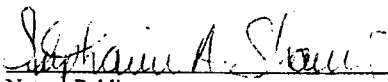
STATE OF OKLAHOMA )  
 ) SS.  
 COUNTY OF OKLAHOMA )

Karl F. Hirsch, being first duly sworn, states: I am the attorney for the above named Applicant. Applicant is unable to mail actual notice of the hearing of the foregoing Application upon the respondents ("unlocated respondents") listed in the Exhibit to the Application as Address Unknown or Last Known Address. Applicant does not know and with due diligence cannot ascertain the identity and present whereabouts of the unlocated respondents. By virtue of the foregoing, Applicant, with due diligence, is unable to serve notice of the hearing upon the unlocated respondents by any method other than publication. The term "successors" includes all heirs, executors, administrators, devisees, trustees and assigns, immediate and remote, of the unlocated respondents.

The foregoing statement is true and correct after conducting a meaningful search of all reasonably available sources at hand to ascertain the whereabouts of the unlocated respondents.

  
 KARL F. HIRSCH, OBA NO. 4232  
 MUSSER & BUNCH  
 100 Park Avenue, Suite 400  
 Oklahoma City, Oklahoma 73102  
 (405) 235-1768  
 ATTORNEYS FOR APPLICANT

Subscribed and sworn to before me this 7 day of May, 1999.

  
 Notary Public

My Commission Expires:  
April 11, 2000  
 SEAL

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: NORTHWEST OIL COMPANY )  
 )  
 RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION )  
 AND FURTHER DEVELOPMENT )Cause CD  
 PURSUANT TO 52 O. S. §§ 287. 1-287.15, )NO.  
 BOTH INCLUSIVE )  
 )990001507  
 LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN )  
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 SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND )  
 SW/4 SE/4 OF SECTION 10, SW/4 AND )  
 S/2 NW/4 AND NW/4 SE/4 OF SECTION 14, )  
 N/2 AND SE/4 AND N/2 SW/4 OF SECTION )  
 15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF )  
 SECTION 16, N/2 AND SE/4 AND NE/4 )  
 SW/4 OF SECTION 17, AND NE/4 NE/4 )  
 OF SECTION 18, ALL IN TOWNSHIP 9 )  
 NORTH, RANGE 3 WEST, )  
 CLEVELAND COUNTY, OKLAHOMA )

**FILED**  
 DEC - 2 1999  
 COURT CLERK'S OFFICE - OKC  
 CORPORATION COMMISSION  
 OF OKLAHOMA

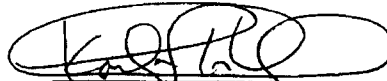
AFFIDAVIT OF MAILING

I, Karl F. Hirsch, being of legal age, and first duly sworn, do hereby depose and state that on the 22<sup>nd</sup> day of November, 1999, copies of Order No. 436520 issued in the above cause were placed in the U.S. Mail, with sufficient postage prepaid, to the following parties:

See Exhibit "A".

Further Affiant saith not.

MUSSER & BUNCH



KARL F. HIRSCH, OBA No.4232  
 100 Park Avenue Building, Suite 400  
 Oklahoma City, Oklahoma 73102  
 405/235-1768

ATTORNEYS FOR APPLICANT

STATE OF OKLAHOMA )  
 ) SS:  
 COUNTY OF OKLAHOMA )

Subscribed and sworn to before me this 29<sup>th</sup> day of November, 1999.

  
 NOTARY PUBLIC

My Commission Expires:  
 April 16, 2002

Applicant: Northwest Oil Company  
Cause CD No.: 990001507  
Page 1

**EXHIBIT "A"**

Amoco Production Company  
200 E. Randolph Dr.  
Chicago, IL 60601-7125

BLS & CLS Investments L.L.C.,  
an OK Limited Liability Co.  
1035 S. Berry Rd.  
Norman, OK 73069

Joseph H. Ambrister, Edmund G.  
Ambrister and William Bernard  
Carpenter, Sr., Co-Trustees of the  
Samuel G. Ambrister Trust, dated  
December 12, 1959  
309 Napa Drive  
Allen, TX 75013

Quest Properties, Inc.  
3313 Classen Blvd., Suite 201  
Oklahoma City, OK 73118

Southwestern Energy Production Co.  
2350 N. Sam Houston Pkwy E., Suite 300  
Houston, TX 77032

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: NORTHWEST OIL COMPANY )  
 )  
 RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION )  
 AND FURTHER DEVELOPMENT ) CAUSE CD  
 PURSUANT TO 52 O. S. §§ 287. 1-287.15, ) NO.  
 BOTH INCLUSIVE )  
 ) 990001507  
 LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN )  
 UNCONFORMITY AND BARTLESVILLE )  
 SAND UNIT COVERING THE E/2 SE/4 )  
 OF SECTION 7, SW/4 AND S/2 SE/4 OF )  
 SECTION 8, SW/4 AND W/2 SE/4 AND )  
 SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND )  
 SW/4 SE/4 OF SECTION 10, SW/4 AND )  
 S/2 NW/4 AND NW/4 SE/4 OF SECTION 14, )  
 N/2 AND SE/4 AND N/2 SW/4 OF SECTION )  
 15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF )  
 SECTION 16, N/2 AND SE/4 AND NE/4 )  
 SW/4 OF SECTION 17, AND NE/4 NE/4 )  
 OF SECTION 18, ALL IN TOWNSHIP 9 )  
 NORTH, RANGE 3 WEST, )  
 CLEVELAND COUNTY, OKLAHOMA )

**FILED**  
 MAY 27 1999  
 COURT CLERK'S OFFICE — OKC  
 CORPORATION COMMISSION  
 OF OKLAHOMA

AFFIDAVIT OF MAILING

I, Karl F. Hirsch, being of legal age and first duly sworn, do hereby depose and state that on the 25<sup>th</sup> day of May, 1999, copies of the Application and Notice of Hearing in the above cause were placed in the U.S. Mail, with sufficient postage prepaid, to the following parties:

Norman Land Company,  
an Oklahoma Corporation  
2500 S. McGee Dr.  
Norman, OK 73069

Further Affiant saith not.

MUSSER & BUNCH



KARL F. HIRSCH, OBA No.4232  
100 Park Avenue Building, Suite 400  
Oklahoma City, Oklahoma 73102  
405/235-1768  
ATTORNEYS FOR APPLICANT  
NORTHWEST OIL COMPANY

STATE OF OKLAHOMA )  
) SS:  
COUNTY OF OKLAHOMA )

Subscribed and sworn to before me this 25<sup>th</sup> day of May, 1999.

  
NOTARY PUBLIC

My Commission Expires:

April 16, 2002

CLERK'S INITIALS

*AL*

WEDNESDAY  
THURSDAY  
FRIDAY

PROTESTED DOCKET  
PROTEST NUMBER

#3  
#3  
#3

**FILED**

JUN 01 1999

PRE-HEARING CONFERENCE AGREEMENT

COURT CLERK'S OFFICE - OKC  
CORPORATION COMMISSION  
OF OKLAHOMA

DATE OF CONFERENCE: June 1, 1999.

APPLICANT Northwest Oil Company CAUSE NUMBER 990001507

SPACING      LOC EXCP      INC DNSTY      POOLING      OTHER  unitization

APPEARANCE: Karl F Hirsch - Northwest Oil Company  
Dow Hamer, Jr - Michael J. Blazchke  
Robert Berry - pro se & Berry Family Trust  
Charles H. Berry, Jr et al for Robert & Betty Trust

1401 (1) + Mrs  
Okla. City, OK 73106

I. STIPULATIONS

- A. \_\_\_\_\_
- B. \_\_\_\_\_

C. \_\_\_\_\_

D. proportionately/fairly will be-etc  
to what all owners benefitted  
negotiated by proposed unit

II. ISSUES (Be Specific)

- A. As to the SW/4 Section 15-9N-3W.  
Engineering & geology which necessitate,
- B. use of wells on SW/4 & drilling  
of new wells for either injection-
- C. or production or supply wells; possibility  
of pollution due to use of salt water.
- D. what the proposed operation will actually  
rec over greatest amount of oil; ~~at the~~  
all.

III. MOTIONS, EMERGENCY, BRIEFS

1. Motions shall be filed and set for hearing at least 5 days prior to the original protest hearing date.
2. Are emergencies anticipated at this time? Yes      No
3. \_\_\_\_\_

IV. WITNESSES

No unlisted witness will be permitted to testify as a witness in chief except when justified by exceptional circumstances and approved by the Administrative Law Judge.

A. Applicant:

<u>Name</u>	<u>Area of Qualification(s)</u>	<u>Proposed Testimony</u>
-------------	---------------------------------	---------------------------

B. Protestants:

<u>Name</u>	<u>Area of Qualification(s)</u>	<u>Proposed Testimony</u>
-------------	---------------------------------	---------------------------

C. Other Interested Parties:

<u>Name</u>	<u>Area of Qualification(s)</u>	<u>Proposed Testimony</u>
-------------	---------------------------------	---------------------------

D. Parties agree to furnish additions/changes in witness list at least 9 days prior to the original hearing date by (Circle one) mail personal delivery.

V. EXHIBITS

In the event exhibits are required to be listed and/or exchanged, those not listed or exchanged will not be admitted unless good cause be shown and justice demands their admission.

A. APPLICANT

(Please list exhibits to be presented, If known, at this time)

- 1.
- 2.
- 3.

B. Protestant

(Please list exhibits to be presented, if known, at this time)

- 1.
- 2.
- 3.

C. Other Interested Parties

(Please list exhibits to be presented, if known, at this time)

- 1.
- 2.
- 3.

D. Parties agree to exchange copies of exhibits 9 days prior to the original protest hearing date by (Circle one) mail personal delivery.

E. Parties agree to furnish exhibits to staff (Assistant General Counsels for Conservation).

1. Ten (10) days prior to the original protest hearing date and allow staff to submit their exhibits, if any, five (5) days prior to said hearing date.
2. Five (5) days prior to the original protest hearing date and allow staff to submit their exhibits, if any, the day of said hearing date.
3. Parties do not agree to staff's exhibits request.

VI. ESTIMATED TRIAL TIME & HEARING DATE

June 30, July 1 and 2, 1999 3 days

VII. POSSIBILITY OF SETTLEMENT

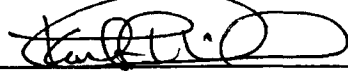
Good \_\_\_\_\_ Fair  Poor \_\_\_\_\_

Parties shall attempt to negotiate settlement in advance of the scheduled hearing date and shall be prepared to proceed to hearing at 8:30 A.M.

VIII. MISCELLANEOUS

IX. STATUS REPORT

By noon on Tuesday preceding the scheduled hearing date(s) OAP shall be notified of the current case status. Parties to this agreement shall designate a party who shall be responsible for contacting parties to determine whether the cause remains protested or has been settled. Failure to notify OAP can result in loss of assigned docket priority. Notification to OAP shall be made to the OKC ALJ Docket Clerk, at (405) 521-2351 or to Tulsa ALJ Docket Clerk, at (918) 581-2296.



SIGNATURE OF PARTIES' DESIGNATE

PHONE NUMBER 235-1768

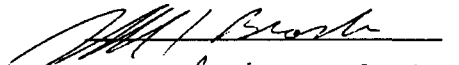
All parties approve this agreement and understand and agree that this agreement shall not be amended except by leave of the Administrative Law Judge, or by agreement of the parties



Phone Number

235-1768

Counsel for Applicant

Michael S. Blawie  
  
4600 Perimeter Center  
Suite 245 OKC OK  
Counsel for Protestant 7312

Phone Number

942-3601

NAME	ADDRESS	PHONE	STATUS

Robert Berry by KFH  
Copper Oaks Office Park  
3700 South Yale, Suite 900  
Tulsa, OK 74136

Phone Number

918-492-1493

Charles M. Berry Jr.  
Other Counsel and/or Interested Parties 405/222-8551

Received this \_\_\_ day of \_\_\_\_\_, 19\_\_\_.

Administrative Law Judge



BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: NORTHWEST OIL COMPANY

RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION AND FURTHER DEVELOPMENT PURSUANT TO 52 O.S. §§ 287.1-287.15, BOTH INCLUSIVE

LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN UNCONFORMITY AND BARTLESVILLE SAND UNIT COVERING THE E/2 SE/4 OF SECTION 7, SW/4 AND S/2 SE/4 OF SECTION 8, SW/4 AND W/2 SE/4 AND SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND SW/4 SE/4 OF SECTION 10, SW/4 AND S/2 NW/4 AND NW/4 SE/4 OF SECTION 14, N/2 AND SE/4 AND N/2 SW/4 OF SECTION 15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF SECTION 16, N/2 AND SE/4 AND NE/4 SW/4 OF SECTION 17, AND NE/4 NE/4 OF SECTION 18, ALL IN TOWNSHIP 9 NORTH, RANGE 3 WEST, CLEVELAND COUNTY, OKLAHOMA

**FILED**  
 ) MAY 6 1999  
 ) COURT CLERK'S OFFICE - OKC  
 ) CORPORATION COMMISSION  
 ) OF OKLAHOMA  
 )  
 ) CAUSE CD NO.  
 ) 990001507

NOTICE OF HEARING

THE STATE OF OKLAHOMA TO: Ada F. Alexander; Adana Elland Crippen; Addie Lee Barker and Mary Bass Gamel; Al W. Meyer; Albert Boswell; H. Aldridge Gillespie and Virginia L. Gillespie c/o James Gillespie; H. Aldridge Gillespie and Virginia L. Gillespie; Alexander Patricia Morgan; Allen M. Cobb, Jr.; Alma Dykes Holmes, Life Estate; Alma Hood Holmes; Alvin O. Zeiss; American Warrior, Inc.; Amoco Production Company; Aneda R. Zablocki, Life Estate; Anna Lee Johnson; Anita Nordan Lindsay; The Arlee Funk 1984 Revocable Trust, Arlee Funk, Trustee; Audie Calvert; Audley D. Houston; Arthur Raymond Reinauer; Avena Eulalia Hodges; Barbara Boeskin Estate, Eloise Boeskin, Personal Rep.; Barbara Jean Fry; Barbara J. Lea Living Trust, James D. Lea and Barbara J. Lea, Trustees; Barbara W. Walker, Trustee of the Barbara Holmes Andres 1990 Revocable Living Trust dated 5/31/90; Beatrice Soetaert; Ben T. Benedum; Benton Gifford and/or Wanda Jo Gifford; Bernita J. Coffey, Trustee of the Bernita J. Coffey Living Trust dated 5/11/98; Beverly B. Disney, Trustee of the Ralph Willard Disney Trust dated March 21, 1974; Beverly R. Reeve and Liberty National Bank & Trust of OKC, Successor Co-Trustees of the Leonard B. Reeve Living Trust dated 12/6/83, amended 6/15/84; Bill P. Hall; Billy D. Janes; B. J. Sparks; The Board of Regents of the University of Oklahoma; Bobby L. Mason; The Brachman Revocable Trust, Malcolm K. Brachman, Trustee; Brillhart-Phillips Investment, Inc.; Broce Construction Company of Oklahoma, Inc.; Bronia Frankel; The Cameron Funk 1984 Revocable Trust, Cameron Funk, Trustee; Carol K. Calvert; Carole J. Drake; Carolyn Kay Ligon; Castlerock Development Corp.; Cathedral Enterprises; Chaco Energy Co.; Charlene Janeway; Charlene Janeway, Successor Trustee of the Aline May Buxton Janeway Revocable Trust dated 7/21/88; Charlene Satterfield; Charles N. Berry, Jr., Trustee of the Robert N. Berry Trust U/W/O Charles N. Berry, deceased; Charles Calvert; Charles O. Dorrance; Charles Hooper; Charlotte Y. Johnson; Cheryl Lynn Tarbert c/o Margaret G. Tarbet; Chester Calvert; Chris D. Lira and Sandra J. Lira; City National Bank & Trust Company, Norman, Oklahoma, Trustee of the Willings P. Sturgis Trust c/o BancOklahoma Trust Company; Claud A. Davis and Evelyn L. Davis; Clayton Oliver; Clorene Michel; Cloye Kelchner; Colleen M. Bell; Commonwealth Royalty; Corene Dean; Corene Michel; Cynthia A. Gray; Damon Boswell; Dan Boeskin; Danny L. Harris; Darell Wayne Fuller c/o Wayne Fuller; David Wilson Andrews; David D. Price, Jr.; David D. Price, Jr., Trustee of the David D. Price, Jr. Revocable Trust UTA dated July 29, 1993, as amended; Deborah Ray Brachman Rice; Debra Lynne Lane; Delbert Lenhart; Della Pauline Walker; Dellconn Oil Corporation c/o E. K. Speck; Delores Mason Knight Estate c/o Peter Knight; D. G. Hansen Trust; D-J Investments; DKD, Inc.; Doc Severinson Orchestra Inc. c/o Larry Worden;

Don M. Terrell Estate c/o Cheryl Ann Terrell; Donet Corp. c/o Donna Thomas; Donna Cornelison; Dorothy Brown and Nathan C. Brown; Dorothy Evorene Nowery; Dorothy S. Tarbet; Dorothy Vaught; W. Dow Hamm, Jr.; Doyal F. Gill; Doyle Todd; Doyle J. Wilson; Drake-Gungoll Enterprises, ALP; East-West, Ltd; Ed C. Preble, Jr., Successor Trustee of the Ed C. Preble, Sr. Trust "B"; Ed C. Preble, Jr., Successor Trustee of the Ed C. Preble, Sr. Living Trust; Edward Charles Preble, Jr., Successor Trustee of the Evelyn E. Preble Living Trust dated 9/20/90; Edward Charles Preble, Jr.; Edward C. Reinauer, Jr., William S. Reinauer and Cecilia Ann Wagner, Co-Trustees of the Edward C. Reinauer Trust; Edward Franklin Reinauer; Eliot Barnett; Elizabeth Joyce Tarbet; The Estate of Ellen Bari Brachman, Leon Brachman, Independent Executor; Ellen E. Brand, Trustee of the Brand Family Trust dated 6/11/90; Elmer Lee Jones; Eloise B. Gamble, Trustee of the Eloise B. Gamble Revocable Trust dated 8/15/90; Elva Teel; Emily L. Vaught, Trustee of the Emily L. Vaught Revocable Living Trust dated 10/9/91; Emma Lorena Burkett, Trustee of the Emma Lorena Burkett Revocable Trust; ENYOC Oil & Gas Co., LLC c/o Gary Tibbits; Episcopal Diocese For The State of Oklahoma; Ernest Bryan Alexander; Ernestine Buxton; Ernestine Coffey; B. Ernestine Tullius; The Etta K. Brachman Trust Malcolm K. Brachman Trustee; The Etta K. Brachman Revocable Tr., Malcolm K. Brachman and Marilyn B. Hoffman, Trustees; Ezra Boswell c/o Melvin Boswell; Falba B. Woodard; Faye Smith Bennett; Fletcher Bradford Ownbey; Fletcher James Ownbey; Flora Mae Williams; Flora Mae Vaught Williams; Florence A. Boeskin; Floyd L. Admire; Ford C. Price; Ford C. Price, Trustee of the David D. Price Revocable Trust U/T/A dated 12/8/82; Ford C. Price or Ford C. Price, Jr., Co-Trustees, FCP Trust, 10/6/86; Forrest W. Hood, Jr.; Frances Tully; Fretwell Enterprises; Gary Brown III; George H. Cunningham Living Trust, George H. Cunningham Trustee; George S. Jacobs; George T. Mitchell; George Preble, Trustee of the George Preble Living Trust; Georgia A. Sweitzer; Gerald N. Eason; Gertrude Parker Gow; Gladys Jacobs Davis Estate c/o Charles E. Davis, sole heir; Glen Darell Fuller; Glenard R. Vaught; Glenn A. Jacobs; Gordon Thomas Calvert; Grady C. Wade and Beulah F. Wade; Guard Exploration; Harlow Royalties, Inc.; Harold L. Boswell; Harold H. Ginsburg; Harold Ray Harshberger and/or Dorothy May Harshberger; Harold G. Nailon and Jean A. Nailon, Co-Trustees of the Nailon Trust U/T/A dated 1/10/95; Harry G. Hadler; Harry C. Holland, Trustee of the Harry C. Holland Revocable Trust; Harry C. Holland Inc. c/o Kay Holland McDaniel; Helen Rosemary Graham; Helen Joy Phinney; Herbert C. Tullius a/k/a H. C. Tullius and Frances Etoyle Tullius; Homer L. Lawson; Imogene Meyer and Janet McGee; Incarnate Word Academy Foundation; Irvey Patrick Ownbey; Isolde A. Souter, Trustee of the James E. Souter Revocable Living Trust dated 1/12/93; Jack J. Ownbey; Jackie Cumiford; James Allen, Joan C. Sleeth, POA; James K. Fry; James K. Fry and Barbara Jean Fry; James T. Lindsay and Virginia J. Lindsay, Trustees of the Lindsay 1988 Joint Revocable Trust; James K. Malloy; James B. Nevels, Jr.; James Reinauer; Jan Calvert Bullard; Jane Ann Cobb; Janet G. Skeed; Janice Elaine Thompson; J. D. Vaught; Jenco Petroleum Corp. c/o Jenex Petroleum Corp.; Jenex Petroleum Corp.; Jennie Stassinis; Jerie Johnson; Jerome L. Nevels; Jerrell W. Jones; Jerry Boswell c/o Melvin Boswell; Jerry Calvert; Jerry Calvert and Susan Calvert; Jerry E. Jones; Jerry D. Sipes and Nona J. Sipes; Jerry Ray Vaught; Jimmie Lane Vaught; Joan C. Sleeth; Joe F. Reinauer, Jr.; Joe Dewayne Teel; John Charles Alexander; John Charles Alexander and Ernest Bryan Alexander, Trustees of the Buddy Joe Alexander Trust; John R. Bozeman; John C. Buckingham; John Funk c/o Craig Funk; John Mark Hood; John R. Law, Jr. and Mildred D. Law; John H. Sowell, Jr. and The Alamo National Bank of San Antonio, Trustees, U/W/O Thomas J. Goad, deceased c/o Chase Bank of Texas Attention: John Flannery; John A. Stevens, Trustee of the John A. Stevens Trust Agreement dated 3/16/88; Joseph H. Ambrister, Edmund G. Ambrister, and William Bernard Carpenter, Sr., Co-Trustees of the Samuel G. Ambrister Trust, dated December 12, 1959; Joseph C. Conger, Jr. and Annette C. Conger; Joseph Norman Ownbey; Juanita M. Jansing and Jerie Jean Johnson; Judith Ann Hall; Judson Stone; Judy Faye Boswell; J. V. Tully Estate; Ira France Tully c/o Ann Remply; Kaiser-Francis Oil Company; Katherine T. Hartman; Kathy Bailey; Kenneth Charles Calvert; KOG, Inc.; Larry E. Heister; Larry L. Taylor; Laura Doussett; Laura Meyer Holman; Laurie B. Werner; Lavea Brachman Trust, Merom Brachman, Trustee; LaVerne Dewees; Lavern A. Yarbrough; LaVona B. Price a/k/a LaVona Price Rushton a/k/a LaVona Bernice Rushton a/k/a LaVona Bernice Price Rushton a/k/a LaVona B.

Rushton; Leah Ruth Ginsburg, Trustee of the Residuary Trust U/L/W/T of Nathan Ginsburg, deceased, dated 5/5/95; LeAnn Guglielmino; Leo Calvert; Leon H. Brachman; Leroy Bell; Leroy J. Tullius; Leslie Ann Gerolde; Leslie Berry McLeod; Lester Brassfield; Linda Kay Murnan and Eldon G. Murnan; Linda Stacy; Lisa Brachman; Llano Production Co.; L. O. Ward; The L. O. Ward Revocable Trust, L. O. Ward, Trustee; Loren L. Barton; Lori Stephens; Lorraine Taylor; Lottie Lina Davis and Wanda Lee Mattocks; Lou Kathryn Freeman, Mary Allene Reinauer and Johnna George Chamberlin, Co-Trustees of the John G. Reinauer Trust; Louis Belinsky, Anita Nordan Lindsay and Leroy G. Denman, Jr., Trustees of the Nordan Trust, established by Agreement dated 12/16/86; Lucille E. Shefler; Lydia Webb, Life Estate; Lydia Webb; Lynn Berry Bunn; Lynn B. Gryll; Madlyn Barnett; Madlyn B. Barnett, Individually and as Trustee of the Madlyn B. Living Trust created by T/A dated 5/4/93; Malcolm K. Brachman, Jr.; Malcolm K. Brachman, Trustee of the Brachman Revocable Trust; Manna Oil Company; Marcee Henos; Marcus Ginsburg; Marcus Ginsburg Estate, Mr. Robert L. Ginsburg, Independent Executor; Margaret Kocher, Trustee; Margaret Kocher; Margaret G. Tarbet; Marian Nordan Harwell; Marie Louise Summers; Marion Kent Ricks; Marilyn B. Hoffman; Marilyn B. Hoffman and Malcolm K. Brachman, Co-Trustees of Marilyn B. Hoffman Children's Trust; Marilyn H. Hunt; Mark W. Jopling; Mark T. and Jeanette M. Koss; Marsha LaRain Calloway; Marshall A. Brachman; Marshall Gary Calvert; Mary Bernice Meyer and Gerald Meyer; Mary Catherine Shead, Life Estate; Mary Love Stromberg, Trustee of the Mary Love Stromberg Trust; Matlin Petroleum Corporation; Mattie Lou Vaught; McClymond Brothers, Inc.; The Melaina Rene Rapp Living Trust, Melaina Rene Swink, Trustee; Melinda Rae Pritchard; Melvin Boswell; Merom Brachman; Meyer Operating Company, Clarabelle W. Meyer, Managing Partner; Michael C. Coffey and Susan K. Coffey; Michael T. Holland; Michael Todd Holland, Trustee of the Harry C. Holland Revocable Trust dated 10/18/73; Michelle Rincon; Mildred Meyer; Mildred A. Mitchell; Mildred Marie Wilson; M. J. Ledbetter c/o Patricia Ledbetter; Modelle T. Tarter and First National Bank of Lubbock, Trustees; Myra B. Ward; Nancy Helen McKittrick Murray; Nancy S. Landis-Saylors; Nancy Lee Northcutt; Nathan Ginsburg Estate, Leah Ruth Ginsburg, Independent Executor; Nelson Berry, Successor Trustee of the Charles N. Berry, Jr. Trust U/W/O Charles N. Berry, deceased; Nicholas L. Gill; Noble C. Hood, Trustee of the Noble C. Hood Trust U/T/A dated April 30, 1979; Nona J. Sipes Boswell; Norden And Company, Anita Norden Lindsay, Partner; Norman Mark Garrison; Northwest Oil Company; Norville Oil Company, Inc.; The Oklahoma Division of the American Cancer Society; Ollie Marie Garnett; Olon B. Gaddis and Lucinda B. Gaddis; Oscar Calvert; O. T. McCall and Kenneth McCall, Trustees (Oscar McCall Trust); Otylie A. Griffin; Parks & Parks c/o James L. Parks; Patricia Lynn Fuller Gregg; Patricia A. Gustafson; Patricia Vaught; Pattie Ann Filbert c/o Margaret G. Tarbet; Patti Myers; Paul G. Griffin and Calvin C. Griffin c/o Otylie A. Griffin; Paul Eugene Vaught and Marjorie O. Vaught; Pauline Buxton Walker; Peter L. Wilson; Phil Boeskin; Phillip C. Kidd, Jr., Trustee of the Phillip C. Kidd, Jr. Revocable Intervivos Trust of Phillip C. Kidd, Jr. dated 10/7/94; Phyllis Murray, Sole Trustee of the Phyllis Holmes Murray 1992 Revocable Trust; PRJ Trust #1; Quest Properties, Inc.; Quitman Winter; Ralph J. Lofquist Estate c/o Dale R. Lofquist; Ramla, LLC; Ramona R. Neundorf; Ramona W. Vogt; Ran Ricks Production L.L.C.; Raymond Boswell; Reinauer Royalty Corporation; R. E. Guest; Rhoda Beth Bernstein; Richard Boeskin; Richard Berry Hamm; Richard Hartman; Richard J. Mason; Richard J. Porter and Elizabeth A. Porter; Richard D. Tarbet c/o Margaret G. Tarbet; Richmond Oil Co.; Ricks Drilling Program 79; Ricks Drilling Program 80; Ricks Exploration Corporation; Ricks Fund Employees Trust; Rilla G. Griffin, Trustee of the Rilla G. Griffin Living Trust dated 8/27/92; Robert W. Berry; Robert A. and Karla K. Campbell; Robert L. Conrad c/o Patti Myers; Robert Funk c/o Kenneth L. Spears; Robert W. Gaddis; Robert L. Ginsburg; Robert R. Hale; Robert J. Norton; Robert Reinauer; Robert L. Waller; Rosa Meyer Lewis; Rowena Kimmell Estate, Lee Kimmell, Independent Executor; Roya June Reid; Roy Boswell; Ruth Elaine Andrews, Trustee for the benefit of Carolyn Ann Andrews Doyle; Ruth Elaine Andrews; Ruth Elaine Andrews and Interfirst Bank of Mt. Pleasant, Texas, Trustees for the benefit of Carolyn Ann Andrews Doyle; Ruth Ann Sheppard; R. W. Dozier, III; R. W. Ylitalo; Saint James Ltd. c/o Jenex Petroleum Corp.; Sam R. Hoisington; Samuel P. Andrews; Sandra K. Hoisington; Sarai Brachman Trust, Merom Brachman, Trustee; Scott A.

Disney, Trustee of the Virginia A. Disney Trust Under Indenture dated the 17<sup>th</sup> day of October, 1989; Screaming Mimi Oil Company, Inc.; The Security National Bank & Trust Company of Norman, Oklahoma; Shael Brachman Trust, Merom Brachman, Trustee; Sharon Calvert Brassard; Sherman L. Calvert; Sheryl Kay McDaniel, Trustee of the Sheryl Kay McDaniel Trust dated 5/28/97; Shirley Malone; Shirley Ann Meyer; Shri S. and Sharon L. Satwalekar; Sidney Calvert; Southok Development Co., L.C. c/o Mack Oil Company; Southwestern Energy Production Co.; Spindletop Exploration, Inc., Joseph V. Hughes, Jr., President; St. Mary's Episcopal Church of Edmond, Leroy G. Coffman, Sr. Warden; State of Oklahoma c/o Commissioners of the Land Office; Steve Boswell; Steven D. Ellingson; Steven and Sue Lillian Gerolde Rev. Trust; Steven W. Gray; Steven Elliott Weiss; Susan Hadden Estate, William James Hadden, Jr., Independent Executor; Swede Investments; Theodore Koss; Thomas Allen Fuller; Thomas N. Giles; Thomas Hopper; Thomas G. Wygant; Tina Marie Bell; Tom King; Tom Mahaffey; Troy Boswell; Twila Jean Rogers, Custodian for Cassandra Lynn Hickok, a minor; Union Bank & Trust Co.; Universal Resources Corporation; University of Oklahoma Foundation, Inc.; Ursula Farley; Vera L. Stephenson; Vicky Evelyn Bell; Vicki Andrews Perkins; Virginia R. Jacobs; Virginia Berry Johnson; Walter G. Baker and Hawana L. Baker; Walter G. Berry, Jr.; Walter S. Tanner; Waneatta Wilcox; Ward Petroleum Corp.; Wayne Allison Fuller; W. B. Raybourn Trust dated 4-30-97, W. B. Raybourn, Trustee; W. D. Harrison; Wells Resources, Inc., Stephen A. Wells, President; Weiss Family Trust, Marcus J. Weiss, Trustee; Wendy Susan Brachman; W. G. Bennett; W. H. McPherson; Whitestone Petroleum; William E. Buxton; William T. Nailon, Jr. and Bonnie Cliett Nailon, Trustees, or their successors in trust, under the Nailon Living Trust dated March 16, 1995; The William Trey Rapp Living Trust, William Trey Rapp, Trustee; William H. Stromberg, Trustee of the William H. Stromberg Trust; William S. Tanner; William Edward Tabet; Wilma Jacobs Hickman; Wilson Consulting Corp.; Windfall Oil Investment, Inc.; Winford Hoisington; Wm. W. Hood, Jr.; W. T. Rapp, Jr. 1985 Revocable Trust c/o W. T. Rapp, Jr.; Z. G. Exploration, Inc. c/o Twister Gas Services, L.L.C.; Jessie Boswell Moody; Prince Valve, Inc.; and all persons, owners, producers, operators, purchasers and takers of oil and gas, and all interested parties, particularly in Cleveland County, Oklahoma.

NOTICE IS HEREBY GIVEN that Applicant in this Cause is requesting the following relief and special relief: Applicant requests the Corporation Commission issue an order creating the West Norman Pennsylvanian Unconformity and Bartlesville Sand Unit providing for the unitization and unitized operation of the common source of supply named herein and approving the Plan therefore, possibly providing the order be made effective on a date prior to the signing thereof, that any spacing pertaining to this common source of supply within the unit area be suspended by the unitization order, that Northwest Oil Company be approved as unit operator, and for such other and further relief as the Commission deems fair and reasonable.

NOTICE IS FURTHER GIVEN that this Cause be set before an Administrative Law Judge for hearing, taking of evidence and reporting to the Commission.

NOTICE IS FURTHER GIVEN that this Cause will be heard before an Administrative Law Judge on the Initial Hearing Docket at the Corporation Commission, 1st Floor, Jim Thorpe Building, Oklahoma City, Oklahoma, at 8:30 a.m., on the 1st day of June, 1999, and that this Notice be published as required by law and by the rules of the Commission.

NOTICE IS FURTHER GIVEN that Applicant and interested parties may present testimony by telephone. The cost of telephonic communication shall be paid by the person or persons requesting its use. Interested parties who wish to participate by telephone shall contact Applicant or Applicant's attorney, prior to the hearing date, and provide their name and phone number.

APPLICANT: NORTHWEST OIL COMPANY  
CAUSE CD NO.: 990 \_\_\_\_\_  
PAGE 5

NOTICE IS FURTHER GIVEN that all interested persons may appear and be heard.  
For information concerning this action, contact Karl F. Hirsch, Musser & Bunch, Attorney for  
Applicant, 100 Park Avenue Building, Suite 400, Oklahoma City, Oklahoma 73102, (405) 235-1768.

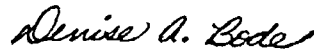
CORPORATION COMMISSION OF OKLAHOMA



ED APPLE, CHAIRMAN



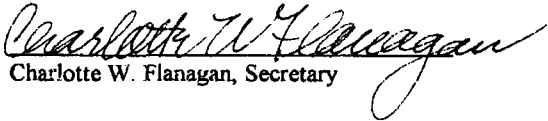
BOB ANTHONY, VICE CHAIRMAN



DENISE A. BODE, COMMISSIONER

DONE AND PERFORMED THIS \_\_\_ DAY OF MAY, 1999.

BY ORDER OF THE COMMISSION

  
Charlotte W. Flanagan, Secretary

Certificate of Mailing

I hereby certify that on the 10th day of June, 1999, a true and correct copy of the above and foregoing Motion for Production of Documents was mailed, with postage prepared thereon, to:

Karl Hirsch  
Musser & Bunch  
100 Park Avenue Building, Suite 400  
Oklahoma City, Oklahoma 73102

Charles N. Berry, Jr.  
P. O. Box 60950  
Oklahoma City, Oklahoma 73146

  
Michael J. Blaschke, OBA #868

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA

APPLICANT: NORTHWEST OIL COMPANY )  
)  
RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION )  
AND FURTHER DEVELOPMENT )  
PURSUANT TO 52 O.S. §§ 287.1-287.15, )  
BOTH INCLUSIVE )  
)  
LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN ) CAUSE CD NO.  
UNCONFORMITY AND BARTLESVILLE )  
SAND UNIT COVERING THE E/2 SE/4 ) 990001507  
OF SECTION 7, SW/4 AND S/2 SE/4 OF )  
SECTION 8, SW/4 AND W/2 SE/4 AND )  
SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND )  
SW/4 SE/4 OF SECTION 10, SW/4 AND )  
S/2 NW/4 AND NW/4 SE/4 OF SECTION )  
14, N/2 AND SE/4 AND N/2 SW/4 OF )  
SECTION 15, N/2 AND N/2 S/2 AND SW/4 )  
SW/4 OF SECTION 16, N/2 AND SE/4 )  
AND NE/4 SW/4 OF SECTION 17, AND )  
NE/4 NE/4 OF SECTION 18, ALL IN )  
TOWNSHIP 9 NORTH, RANGE 3 WEST, )  
CLEVELAND COUNTY, OKLAHOMA )

**FILED**

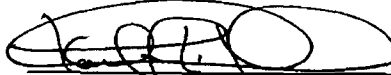
JUN - 7 1999

COURT CLERK'S OFFICE — OKC  
CORPORATION COMMISSION  
OF OKLAHOMA

NOTICE OF CONTINUANCE

NOTICE IS HEREBY GIVEN that the hearing in the above-styled and numbered Cause has been continued to June 30, July 1 and 2, 1999.

MUSSER & BUNCH



KARL F. HIRSCH, OBA #4232  
MUSSER & BUNCH  
100 Park Avenue, Suite 400  
Oklahoma City, Oklahoma 73102  
(405) 235-1768

Attorneys for the Applicant

**FILED**

JUN 10 1999

BEFORE THE CORPORATION COMMISSION OF THE STATE OF OKLAHOMA  
COURT CLERK'S OFFICE - OKC  
CORPORATION COMMISSION  
OF OKLAHOMA

APPLICANT:	NORTHWEST OIL COMPANY	)
RELIEF SOUGHT:	UNITIZED MANAGEMENT, OPERATION AND FURTHER DEVELOPMENT PURSUANT TO 52 O.S. SECTIONS 287.1-287.15, BOTH INCLUSIVE	) CD 990001507
LEGAL DESCRIPTION:	WEST NORMAN PENNSYLVANIAN UNCONFORMITY AND BARTLESVILLE SAND UNIT COVERING THE E/2 SE/4 OF SECTION 7, SW/4 AND S/2 SE/4 OF SECTION 8, SW/4 AND W/2 SE/4 AND SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND SW/4 SE/4 OF SECTION 10, SW/4 AND S/2 NW/4 AND NW/4 SE/4 OF SECTION 14, N/2 AND SE/4 AND N/2 SW/4 OF SECTION 15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF SECTION 16, N/2 AND SE/4 AND NE/4 SW/4 OF SECTION 17, AND NE/4 NE/4 OF SECTION 18, ALL IN TOWNSHIP 9 NORTH, RANGE 3 WEST, CLEVELAND COUNTY, OKLAHOMA	)

**NOTICE OF HEARING MOTION FOR PRODUCTION OF DOCUMENTS**

TO ALL PARTIES OF RECORD IN THE CAPTIONED MATTER:

NOTICE IS HEREBY GIVEN that Dow Hamm, Jr., has filed a Motion for Production of Documents in the captioned cause.

NOTICE IS FURTHER GIVEN that said Motion will be set before an Administrative Law Judge on the Motion Docket at the Oklahoma Corporation Commission, Jim Thorpe Building, 2101 North Lincoln, Oklahoma City, Oklahoma, at 9:00 a.m., on the 15th day of June, 1999.

CORPORATION COMMISSION OF OKLAHOMA

*Ed Apple*

Ed Apple, Chairman

*Bob Anthony*

Bob Anthony, Vice-Chairman

*Denise A. Bode*

Denise A. Bode, Commissioner

DONE AND PERFORMED THIS 10th day of June, 1999.

BY ORDER OF THE COMMISSION:

*Charlotte W. Flanagan*  
/s/ Charlotte W. Flanagan  
Secretary



**FILED**  
JUN 10 1999

COURT CLERK'S OFFICE - OKC  
CORPORATION COMMISSION  
OF OKLAHOMA

APPLICANT: NORTHWEST OIL COMPANY

RELIEF SOUGHT: UNITIZED MANAGEMENT, OPERATION AND FURTHER DEVELOPMENT PURSUANT TO 52 O.S. SECTIONS 287.1-287.15, BOTH INCLUSIVE

LEGAL DESCRIPTION: WEST NORMAN PENNSYLVANIAN UNCONFORMITY AND BARTLESVILLE SAND UNIT COVERING THE E/2 SE/4 OF SECTION 7, SW/4 AND S/2 SE/4 OF SECTION 8, SW/4 AND W/2 SE/4 AND SE/4 SE/4 OF SECTION 9, S/2 SW/4 AND SW/4 SE/4 OF SECTION 10, SW/4 AND S/2 NW/4 AND NW/4 SE/4 OF SECTION 14, N/2 AND SE/4 AND N/2 SW/4 OF SECTION 15, N/2 AND N/2 S/2 AND SW/4 SW/4 OF SECTION 16, N/2 AND SE/4 AND NE/4 SW/4 OF SECTION 17, AND NE/4 NE/4 OF SECTION 18, ALL IN TOWNSHIP 9 NORTH, RANGE 3 WEST, CLEVELAND COUNTY, OKLAHOMA

C0990  
001507

**MOTION FOR PRODUCTION OF DOCUMENTS**

COMES NOW, Dow Hamm, Jr., a protesting party in the above captioned ("Hamm") and respectfully moves that the Commission enter an Order requiring the production of documents listed below from the Applicant.

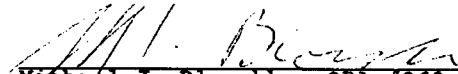
Hamm hereby requests that the Commission enter an Order requiring the Applicant to produce certain documents relating to the Application as follows:

1. Any and all geologic isopach maps or other geologic documents which was utilized to derive the acre-feet used in the phase I and II formulae set forth in exhibits "A" and "C" to the Plan of Unitization which was included as part of the application.
2. Any and all waterflood feasibility studies, both geological and reservoir engineering type, used to make the determinations in paragraphs 2.6, 2.7 and 2.8 of the application.

Hamm alleges that the information and documents listed above are relevant to the disputed issues involved in this Cause and Hamm is therefore entitled to said information and documents.

WHEREFORE, Hamm requests that the Commission enter an Order requiring the Applicant to provide the above information and documents to Hamm on a date to be specified by the Commission.

Respectfully submitted,

  
 Michael J. Blaschke, OBA #868  
 Michael J. Blaschke, P.C.  
 4200 Perimeter Center, #245  
 Oklahoma City, Oklahoma 73112  
 (405) 942-3601

ATTORNEY FOR DOW HAMM, JR.