

API NO. 129-22145B
 OTC PROD UNIT NO 129-1U5346

PLEASE TYPE OR USE BLACK INK ONLY
 NOTE: Attach copy of original 1002A if recompletion or reentry.

OKLAHOMA CORPORATION COMMISSION
 Oil & Gas Conservation Division
 Post Office Box 52000
 Oklahoma City, Oklahoma 73152-2000
 Rule 165.10-3-25

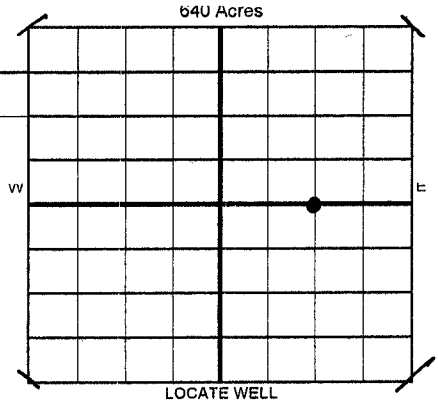
Form 1002A
 Rev. 2007

ORIGINAL
 X AMENDED
 Reason Amended COMPLETE IN TONKAWA AND COMMINGLE
 TYPE OF DRILLING OPERATION
 X STRAIGHT HOLE DIRECTIONAL HOLE HORIZONTAL HOLE
 SERVICE WELL
 If directional or horizontal, see reverse for bottom hole location.

COMPLETION REPORT

804082024

SPUD DATE 5/26/1998
 DRLG FINISHED 7/6/1998
 COUNTY ROGER MILLS SEC 9 TWP 13N RGE 25W WELL COMPLETION 7/28/98
 LEASE NAME SIDES WELL NO. 3-9 1ST PROD DATE 1/7/02
 SHL 1/4 1/4 C 1/4 E2 1/2 FSL 2640' FWL OF 1/4 SEC 1320' RECOMP DATE 2/13/2008
 ELEVATION Derrick Fl Ground 2364' Latitude if Known Longitude if Known
 OPERATOR NAME B&W OPERATING, LLC OTC/OCC OPERATOR NO. 21211
 ADDRESS 100 PARK AVE., STE 1020
 CITY OKLAHOMA CITY STATE OK ZIP 73102



COMPLETION TYPE
 SINGLE ZONE
 MULTIPLE ZONE
 Application Date
 COMMINGLED
 Application Date 3/13/2008
 LOCATION EXCEPTION ORDER NO.
 INCREASED DENSITY ORDER NO.

CASING & CEMENT (Form 1002C must be attached)

TYPE	SIZE	WEIGHT	GRADE	FEET	PSI	SAX	TOP
Conductor	13 3/8"	H40	303'	303'		245	SURFACE
Surface	9 5/8"	40# N 80 36#	NSS55 155	6764'	1100	574	SURFACE
Intermediate							
Production	4 1/2"	15.10#	p110	15,845'	10000	1680	11500'
Liner							

TOTAL DEPTH 15,845

PACKER @ BRAND & TYPE PLUG @ TYPE PLUG @ TYPE PLUG @ TYPE
 PACKER @ BRAND & TYPE PLUG @ TYPE PLUG @ TYPE PLUG @ TYPE

COMPLETION & TEST DATA BY PRODUCING FORMATION 402MRRWLI 404CHRKU 406TNKW

FORMATION	UPPER MORROW	UPPER CHEROKEE	TONKAWA
SPACING & SPACING ORDER NUMBER	640:#130940	640:#130940	640:#130940
CLASS: Oil, Gas, Dry, Inj, Disp, Comm Disp, Svc	GAS DRY	GAS	GAS OIL
PERFORATED INTERVALS	15,431'-15,442' 15,477'-481'	13,660'-13,680'	9434-9438 9530-9536 9542-9552
ACID/VOLUME Fracture Treatment (Fluids/Prop Amounts)	YES 25,000 GAS VIKING 2% KCI W/72000# BAUXITE	19,152 GAL LINEAR GEL 27,972 GALS SEG 3000 136,760# 20/40 OPTIPROP & 7500# 100 MESK	YES; 1500 GAL

Request minimum gas allowable (165.10-17-7) Gas Purchaser/Measurer 1st Sales Date

INITIAL TEST DATA

INITIAL TEST DATE	No test-shut in	1/8/2002	1/15/2008	commingled 2/22/08
OIL-BBL/DAY		3	39	70 bbls
OIL-GRAVITY (API)		N/A		
GAS-MCF/DAY		600 mcf	104 mcf	369 mcf
GAS-OIL RATIO CU FT/BBL		200,000	2692:1	5270:1
WATER-BBL/DAY		38		
PUMPING OR FLOWING		flowing	flowing	flowing
INITIAL SHUT-IN PRESSURE		8400	1350	
CHOKE SIZE		open	27/64	24/64
FLOW TUBING PRESSURE		140	28	150

A record of the formations drilled through, and pertinent remarks are presented on the reverse. I declare that I have knowledge of the contents of this report and am authorized by my organization to make this report, which was prepared by me or under my supervision and direction, with the data and facts stated herein to be true, correct, and complete to the best of my knowledge and belief.

SIGNATURE *Larry Fenity* LARRY FENITY NAME (PRINT OR TYPE) DATE 4/4/2008 PHONE NUMBER 405-236-1807
 ADDRESS 100 PARK AVE., STE 1020, OKLAHOMA CITY, OK 73102 STATE OK ZIP 73102 EMAIL ADDRESS LFENITY@BWOPERATING.COM

Give formation names and tops, if available, or descriptions and thickness of formations
129-103346

LEASE NAME SIDES

WELL NO. 3-9

NAMES OF FORMATIONS	TOP
DOUGLAS	8553
TONKAWA	9407
COTTAGE GROVE	10162
MARCHAND	10704
CLEVELAND	10945
DEESE	11807
GRANITE WASH	11956
CHEROKEE	12574
RED FORK	13282
ATOKA	13897
13 FINGER	14965
PURYEAR	15430

FOR COMMISSION USE ONLY

ITD on file YES NO

APPROVED _____ 2) Reject Codes _____

DISAPPROVED _____

Were open hole logs run? yes no

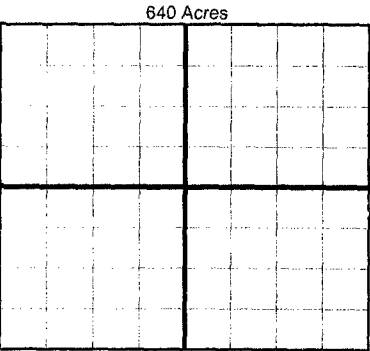
Date Last log was run 7-3-98

Was CO₂ encountered? yes no at what depths? _____

Was H₂S encountered? yes no at what depths? _____

Were unusual drilling circumstances encountered? yes no
If yes, briefly explain. _____

Other remarks:



BOTTOM HOLE LOCATION FOR DIRECTIONAL HOLE

SEC	TWP	RGE	COUNTY			
Spot Location	1/4	YES;	1/4 1/4	Feet From 1/4 Sec Lines	FSL	FWL
Measured Total Depth	True Vertical Depth		BHL From Lease, Unit, or Property Line:			

BOTTOM HOLE LOCATION FOR HORIZONTAL HOLE: (LATERALS)

LATERAL #1

SEC	TWP	RGE	COUNTY			
Spot Location	1/4	1/4	1/4 1/4	Feet From 1/4 Sec Lines	FSL	FWL
Depth of Deviation	Radius of Turn		Direction	Total Length		
Measured Total Depth	True Vertical Depth		End Pt Location From Lease, Unit or Property Line:			

LATERAL #2

SEC	TWP	RGE	COUNTY			
Spot Location	1/4	1/4	1/4 1/4	Feet From 1/4 Sec Lines	FSL	FWL
Depth of Deviation	Radius of Turn		Direction	Total Length		
Measured Total Depth	True Vertical Depth		End Pt Location			

LATERAL #3

SEC	TWP	RGE	COUNTY			
Spot Location	1/4	1/4	1/4 1/4	Feet From 1/4 Sec Lines	FSL	FWL
Depth of Deviation	Radius of Turn		Direction	Total Length		
Measured Total Depth	True Vertical Depth		End Pt Location From Lease, Unit or Property Line:			

If more than three drainholes are proposed, attach a separate sheet indicating the necessary information.

Direction must be stated in degrees azimuth. Please note, the horizontal drainhole and its end point must be located within the boundaries of the lease or spacing unit.

Directional surveys are required for all drainholes and directional wells.

