

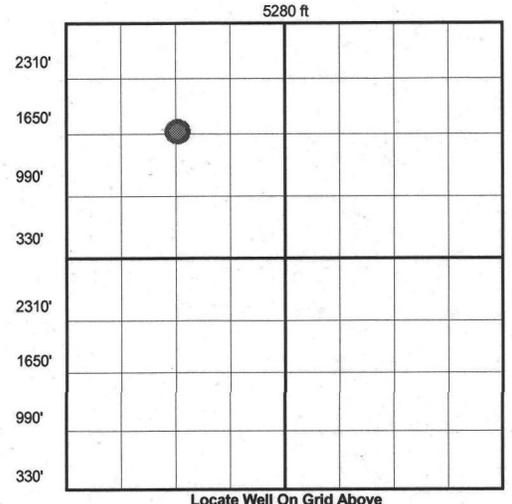
2-26-13

Instructions

- A. Please type or print using black ink.
- B. Form must be signed by former operator and new operator.
- C. Outline boundaries of lease and spot well being transferred.
- D. Attach 1002A for well.
- E. Direct questions to Well Records (405) 521-2275.

OKLAHOMA CORPORATION COMMISSION
 Oil & Gas Conservation Division
 Post Office Box 52000
 Oklahoma City, OK 73152-2000

Transfer of Operator
 OAC 165:10-1-15



API No	079-21810	OTC Prod. Unit No.	079-119123
Location	C 1/4 NW 1/4 1/4 1/4	Sec.	22 Twp 6N Rge. 26E
Ft FSL of Qtr Sec	1,320	Ft FWL of Qtr Sec	1,320 County LEFLORE
Current Well Name/Number	ROY REED 1-22		
Original Well Name/Number			
Unit Name (if applicable)			

Well Class: OIL GAS DRY

Producing formation(s) UPPER ATOKA

The effective date of transfer of this well, for the purposes of Commission records, is the date that the transfer is approved by the Commission.

CURRENT OPERATOR OCC No. 21729

Name	FOOTHILLS ENERGY LLC		
Address	1606 THIRD STREET		
City	SEABROOK	State	TX Zip 77586
Phone No.	281-474-7117	FAX No./E-mail	281-474-7118

I verify that I am the legal operator of record with authority to transfer operatorship of this well.

Signature *[Signature]*

Name & Title (Typed or Printed) DOUGLAS W. SHOWS, EXEC VP

Signed and sworn to before me this 22 day of February, 2013.

[Signature]
 My commission expires: _____

NEW OPERATOR OCC No. 23170

Name	OAK VALLEY OPERATING, LLC		
Address	110 CYPRESS STATION DR., SUITE 220		
City	HOUSTON	State	TX Zip 77090
Phone No.	281-298-4246	FAX No./E-mail	281-298-4272

I verify that I am the legal operator of record with authority to transfer operatorship of this well.

Signature *[Signature]*

Name & Title (Typed or Printed) STEVEN C. COLLINS, EXEC VP OPERATIONS

Signed and sworn to before me this 25th day of February, 2013.

[Signature]
 My commission expires: _____

I verify under oath that I have exercised due diligence in attempting to locate the current operator of record according to OCC records, who has abandoned the above well/lease and cannot be located to obtain signature.

I have attached a copy of the certified recorded assignment of lease.

* APPROVED COPY AVAILABLE ON OCC WEBSITE. *

Signature _____

Signed and sworn to before me this _____ day of _____, _____.

My commission expires: _____

FOR OCC USE ONLY

Surety Dept. Approved Rejected Date FEB 28 2013 Well Records Dept. Approved Rejected Date APPROVED

NOTE: By processing this Form 1073, the Oklahoma Corporation Commission has approved the contents thereof as to form only. Oklahoma Corporation Commission does not warrant that the facts provided by the operator are true. Form is not approved until approved by Well Records.

Notary Public FEB 28 2013

WELL RECORDS APPROVED