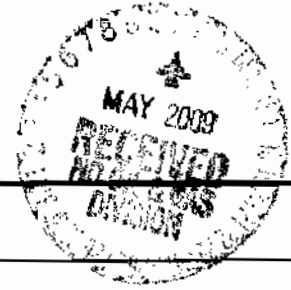




SEISMIC COMPLETION REPORT
 INDUSTRIAL COMMISSION OF NORTH DAKOTA
 OIL AND GAS DIVISION
 600 EAST BOULEVARD DEPT 405
 BISMARCK, ND 58505-0840
 SFN 51456 (03-2005)



Permit No. 970167	
Shot Hole Operations Shot holes were drilled to 40', loaded with 5 lbs. charge.	*Non-Explosive Operations

SECTION 1

Geophysical Contractor Geokinetics USA, Inc.	
Project Name and Number Cassandra 3D	County(s) Williams
Township(s) 155N, 156N, 157N, 155N, 156N	Range(s) 96W, 96W, 96W, 97W, 97W
Drilling and Plugging Contractors Summit Drilling and Hole Plugging	
Date Commenced September 19, 2008	Date Completed February 12, 2009

SECTION 2

First S.P. # 5096 1286	Last S.P. # 5408 1050													
Loaded Holes (Undetonated Shot Points) 57 TOTAL HOLES--All holes were drilled and loaded with 5 lbs. at 40'.														
S.P.#s	57 Total													
Charge Size	5 lbs.													
Depth	40'													
Reasons Holes Were Not Shot See worksheet titled "Loaded Holes".														

SECTION 3

Flowing Holes and/or Blowouts S.P.#s N/A
Procedure for Plugging Flowing Holes and/or Blowouts N/A
Include a 7.5 minute USGS topographic quadrangle map or a computer generated post-plot facsimile of the approximate scale displaying each individual shot hole, SP #, line #, and legal location.

*Non-Explosive Operations - Complete Section 1 and Affidavit.

AFFIDAVIT OF COMPLETION (GEOPHYSICAL CONTRACTOR)

STATE OF Texas)

COUNTY OF Harris)

Before me, Pat Andrews, a Notary Public in and for the said

County and State, this day personally appeared David Bush

who being first duly sworn, deposes and says that (s)he is employed by Geokinetics

_____ , that (s)he has read North Dakota

Century Code Section 38-08.1, that the foregoing seismic project has been completed in

accordance with North Dakota Administrative Code Rule 43-02-12 and that the statements on

the reverse side of this document are true.

David Bush

Geophysical Contractor Representative

Subscribed in my presence and sworn before me this 8th day of MAY, 2009.



Notary Public Patricia S. Andrews

My Commission Expires 03-20-2012

#970167

STATION	OFFSET AND COMMENT	DEPTH	CAPS	CAP LENGTH	LBS	CHARGE DEPTH TOP / BOTTOM		DRILLER	DATE DRILLED	DRILL COMMENTS	DATE SHOT
51281280		40	1	50	5	37	40	Mark Mahlon	10/07/08		Destroyed RS
51441252	O/S. 10NE. ROCKS	40	1	50	5	37	40	Tate Mahlon	10/11/08		Dead Cap
51521230		40	1	50	5	37	40	Mark Mahlon	11/16/08		Destroyed RS
51521239	50 E WELL	40	1	50	5	37	40	CJ Peterson	10/11/08		Destroyed RS
51521252		40	1	50	5	37	40	CJ Peterson	10/11/08		Destroyed RS
51521281	880W	40	1	50	5	37	40	Mark Mahlon	10/04/08		Leads Cut RS
51601260	440 W ROCKS HILL	40	1	50	5	27	30	Tate Mahlon	10/09/08	Charge stuck at 30 ft.	Dead Cap
51681233		40	1	50	5	37	40	Tyler Mahlon	10/11/08		Destroyed RS
51761224		40	1	50	5	37	40	Tyler Mahlon	10/11/08		Destroyed RS
51761248	220 E WATERLINE	40	1	50	5	37	40	Tate Mahlon	10/03/08		Dead Cap
51841212	440W	40	1	50	5	37	40	Tyler Mahlon	10/10/08		Destroyed RS
51921251		40	1	50	5	37	40	Tate Mahlon	10/02/08		Leads Cut RS
52001214		40	1	50	5	37	40	Tyler Mahlon	10/07/08		Destroyed RS
52001225		40	1	50	5	37	40	Tyler Mahlon	10/07/08		Dead Cap
52001235		40	1	50	5	37	40	Tyler Mahlon	10/03/08		Destroyed RS
52081191		40	1	50	5	37	40	Tyler Mahlon	10/24/08	Could be under water	Not Located
52081229		40	1	50	5	37	40	Tyler Mahlon	10/02/08		Dead Cap
52241147		40	1	50	5	37	40	Tyler Mahlon	10/25/08		Destroyed RS
52241183		40	1	50	5	37	40	CJ Peterson	10/20/08		Dead Cap RS
52321166		40	1	50	5	37	40	CJ Peterson	10/24/08		Destroyed RS
52321194		40	1	50	5	37	40	CJ Peterson	10/23/08		Destroyed RS
52321195		40	1	50	5	37	40	CJ Peterson	10/23/08		Dead Cap
52401171		40	1	50	5	37	40	CJ Peterson	10/25/08		Dead Cap
52401182	1370 E PIPELINE	40	1	50	5	37	40	Tate Mahlon	10/17/08		Destroyed RS
52401187		40	1	50	5	37	40	Tate Mahlon	10/17/08		Dead Cap
52401200	1100S OPTICS	40	1	50	5	37	40	Mark Mahlon	10/23/08		Road Grader
52561117		40	1	50	5	37	40	Tyler Mahlon	10/30/08		Dead Cap
52561178	1100 N POWERLINE	40	1	50	5	37	40	Tate Mahlon	10/17/08		Destroyed RS
52561186		40	1	50	5	37	40	Mark Mahlon	10/23/08		Snow Plow
52561187		40	1	50	5	37	40	Mark Mahlon	10/23/08		Destroyed GB
52641149	490FT W CREEK	40	1	50	5	37	40	Chuck Peterson	10/30/08		Dead Cap
52801127		40	1	50	5	37	40	CJ Peterson	10/28/08		Destroyed RS
52801141		40	1	50	5	37	40	CJ Peterson	11/19/08	Shot by crew.	Shot by crew.
52801146		40	1	50	5	37	40	CJ Peterson	11/18/08		Destroyed RS
52801147		40	1	50	5	37	40	CJ Peterson	11/18/08		Destroyed RS
52801148		40	1	50	5	37	40	CJ Peterson	11/18/08		Destroyed RS
52801159	220E	40	1	50	5	37	40	Mark Mahlon	10/25/08		Destroyed GB
52801161		40	1	50	5	37	40	Mark Mahlon	10/25/08		Destroyed GB
52801173		40	1	50	5	37	40	Mark Mahlon	10/24/08		Destroyed GB
52801174		40	1	50	5	37	40	Mark Mahlon	10/24/08		Destroyed GB
52801175		40	1	50	5	37	40	Mark Mahlon	10/24/08		Destroyed GB
52801176		40	1	50	5	37	40	Mark Mahlon	10/24/08		Destroyed GB
52801177		40	1	50	5	37	40	Mark Mahlon	10/24/08		Destroyed GB
52881134		40	1	50	5	37	40	CJ Peterson	11/19/08		Destroyed RS
52881254	1100 N POWERLINE	30	1	50	5	27	30	Tate Mahlon	10/24/08	Charge stuck at 30 ft.	Destroyed GB
52881160		40	1	50	5	37	40	Tate Mahlon	10/23/08		Destroyed RS
52881161		40	1	50	5	37	40	Tate Mahlon	10/23/08		Destroyed RS
52881162		40	1	50	5	37	40	Mark Mahlon	10/24/08		Destroyed RS
53041128		40	1	50	5	37	40	Tate Mahlon	10/30/08		Dead Cap
53041135		40	1	50	5	37	40	Tate Mahlon	10/20/08		Destroyed RS
53041137		40	1	50	5	37	40	Tate Mahlon	10/22/08		Destroyed RS
53121121	275E SPRING	40	1	50	5	37	40	Tate Mahlon	10/30/08		Dead Cap
53361093		40	1	50	5	37	40	Tate Mahlon	11/10/08		Dead Cap
53441088		40	1	50	5	37	40	Tate Mahlon	11/10/08		Dead Cap
53521012	50FT SW TERRAIN	40	1	50	5	37	40	Mark Mahlon	11/12/08		Dead Cap
53521075		40	1	50	5	37	40	CJ Peterson	11/11/08		Not Located/plowed under
53921060		40	1	50	5	37	40	Tate Mahlon	11/04/08		Dead Cap
51521278		40	1	50	5	37	40	Tate Mahlon	10/07/08		Destroyed RS
52561130		40	1	50	5	37	40	Mark Mahlon	11/17/08		Destroyed RS
51841258		40	1	50	5	37	40	Mark Mahlon	10/28/08		Destroyed RS

GB = Guy Black
RS = Rick Scheetz



GEOPHYSICAL EXPLORATION PERMIT

INDUSTRIAL COMMISSION OF NORTH DAKOTA
 OIL AND GAS DIVISION
 600 EAST BOULEVARD DEPT 405
 BISMARCK, ND 58505-0840
 SFN 51459 (02-2008)



1) a. Company Geokinetics USA, Inc.		Address 1500 CityWest Blvd. Ste 800, Houston, Texas, 77042	
Contact David E. Bush	Telephone (713) 840-3380	Fax (713) 840-3395	
Surety Company U.S. Specialty Insurance Company	Bond Amount \$50,000.00	Bond Number B004059	
2) a. Subcontractor(s) Erickson Contract Surveying		Address Sidney, Montana 59270	
b. Subcontractor(s) RDL Seismic (US) Inc.		Address Castle Rock, Co 80108	
c. Subcontractor(s) Summit Drilling and Hole Plugging		Address Froid, Montana 59226	
3) Party Manager Leon Meyer		Address (local) Will be provide as soon as we can.	
4) Project Name or Line Numbers Cassandra 3D		Telephone (local) (281) 620-7025	
5) Exploration Method (Shot Hole, Non-Explosive, 2D, 3D, Other) Shot Hole, 3D			
6) Approximate Start Date October 1, 2008		Approximate Completion Date November 17, 2008	

THE COMMISSION MUST BE NOTIFIED AT LEAST 24 HOURS IN ADVANCE OF COMMENCEMENT OF DRILL/PLUG OPERATIONS

7) Location of Proposed Project - County Williams County					
Section		4-9, 16- 19		155 N	
Section		26-28, 33-35		96 west	
Section(s), Township(s) & Range(s)	Section	5-9, 16-21, 28-33		T. 157 N	R. 98 west
	Section	1, 12-14, 23-26, 34-36		T. 156 N	R. 96 west
	Section	1-3, 10-15, 22-24		T. 156 N	R. 97 west
	Section	1-3, 10-15, 22-24		T. 155 N	R. 97 west
8) Size of Hole 3-D	Amt of Charge 5 lbs	Depth 40 feet	Source points per sq. mi. 72	No. of sq. mi. 43.1	9) Must supply latitudes and longitudes of post-plot source and receiver points on an SD card.
Size of Hole 2-D	Amt of Charge	Depth	Source points per ln. mi.	No. of ln. mi.	

10) Anticipated special drilling and plugging procedures?
We will be working with your field representative and will follow his guide lines as always.

11) Enclose a pre-plot map with proposed location of seismic program lines and powder mag.

Signed <i>David E. Bush</i>	Title <i>Permit Manager</i>	Date <i>9-26-2008</i>
(This space for State office use)		Conditions of Approval if any <i>See Attached letter</i>
Permit No. <i>970167</i>	Approval Date <i>9/29/08</i>	
Approved by <i>[Signature]</i>		
Title <i>Mineral Resources Permit Manager</i>		
County Approval Sent <i>Williams</i>		

*See Instructions On Reverse Side

Oil and Gas Division

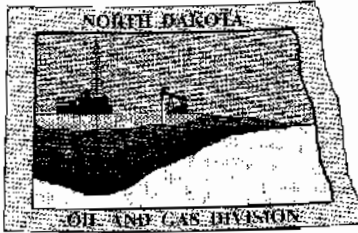
Lynn D. Helms - Director Bruce E. Hicks - Assistant Director

Department of Mineral Resources

Lynn D. Helms - Director

North Dakota Industrial Commission

www.dmr.nd.gov/oilgas



September 29 2008

Mr. David Bush
Geokinetics USA, Inc
1500 CityWest Blvd.
Suite 800
Houston, TX 77042

RE: Cassandra 3-D
Geophysical Exploration Permit #97-0167
Williams County

Dear Mr. Bush:

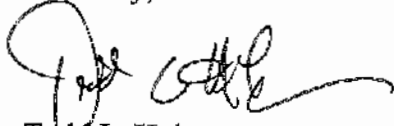
Please be advised that we are in receipt of your Geophysical Exploration permit and it is conditionally approved; effective for one year from September 29, 2008. Review the following conditions for your permit:

1. A pre-program meeting with state seismic inspector Tom Torstenson may be required. You must contact him at 701-290-1546 (cell) or 701-227-7436 at least 24 hours prior to any exploration operations.
2. All variances for distance restrictions are to be furnished, and a pre-plot map displaying any source points that do not comply with the distance restriction rule must be supplied to the inspector.
3. The following information must be submitted within 30 days of the completion of the project by the Geophysical Company:
 - a. Completion Report,
 - b. Completion Affidavit,
 - c. Post Plot Map. It must show all water wells, buildings, underground cisterns, pipelines, and flowing springs that fall within the program area and within one half mile of the perimeter of the program.
 - d. SD card with all source and receiver points,
 - e. Letter stating that the Geophysical Company has given all surface owner's a copy of the Section and Chapter of the NDCC as stated in paragraph 5.
4. The following information must be submitted within 30 days of the completion of the project by the SUBCONTRACTOR(s) (when applicable):
 - a. Plugging Report
 - b. Plugging Affidavit

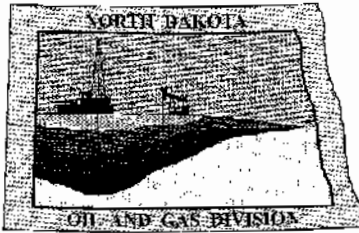
5. It is required that within seven days of initial contact between the permitting agent and the operator of the land, the permitting agent shall provide the operator of the land and each landowner owning land within one-half mile of the land on which geophysical exploration activities are to be conducted a written copy of NDCC Section 38-08.1-04.1 (Exploration Permit) and NDCC Chapter 38-11.1 (Oil and Gas Production Damage Compensation). The permitting agent shall file an affidavit with this office confirming compliance with such notification. For your convenience, a copy of both Sections are enclosed.
6. The permit agent shall notify the operator of the land at least seven days before commencement of any geophysical exploration activity, unless waived by mutual agreement of both parties. The notice must include the approximate time schedule and the location of the planned activity.
7. Information for the locations of water wells, springs, etc.; refer to the following ND State Water Commission Mapservice website, at:
<http://mapservice.swc.state.nd.us/>
8. The entire permit can be viewed, as well as the status of various seismic projects in the state, at: <https://www.dmr.nd.gov/oilgas/seismic/seismicstats.asp>

Should you have any questions regarding this matter, feel free to contact me at 701-328-8020, or Tom Torstenson at the number listed in paragraph 1.

Sincerely,



Todd L. Holweg
Mineral Resources Permit Manager



Oil and Gas Division

Lynn D. Helms - Director Bruce E. Hicks - Assistant Director

Department of Mineral Resources

Lynn D. Helms - Director

North Dakota Industrial Commission

www.dmr.nd.gov/oilgas

September 29, 2008

The Honorable Beth Innis
Williams County Auditor
P.O. Box 2047
Williston, ND 58802-2047

RE: Geophysical Exploration
 Permit #97-0167

Dear Ms. Innis:

Pursuant to Section 38-08.1-04.2 of the North Dakota Century Code, please be advised that Geokinetics USA, Inc. was issued the above captioned permit on September 29, 2008 and will remain in effect for a period of one year. The entire permit can be viewed on our website at: <https://www.dmr.nd.gov/oilgas/seismic/seismicstats.asp>

Should you have any questions, please contact our office.

Sincerely,

Todd L. Holweg
DMR Permit manager