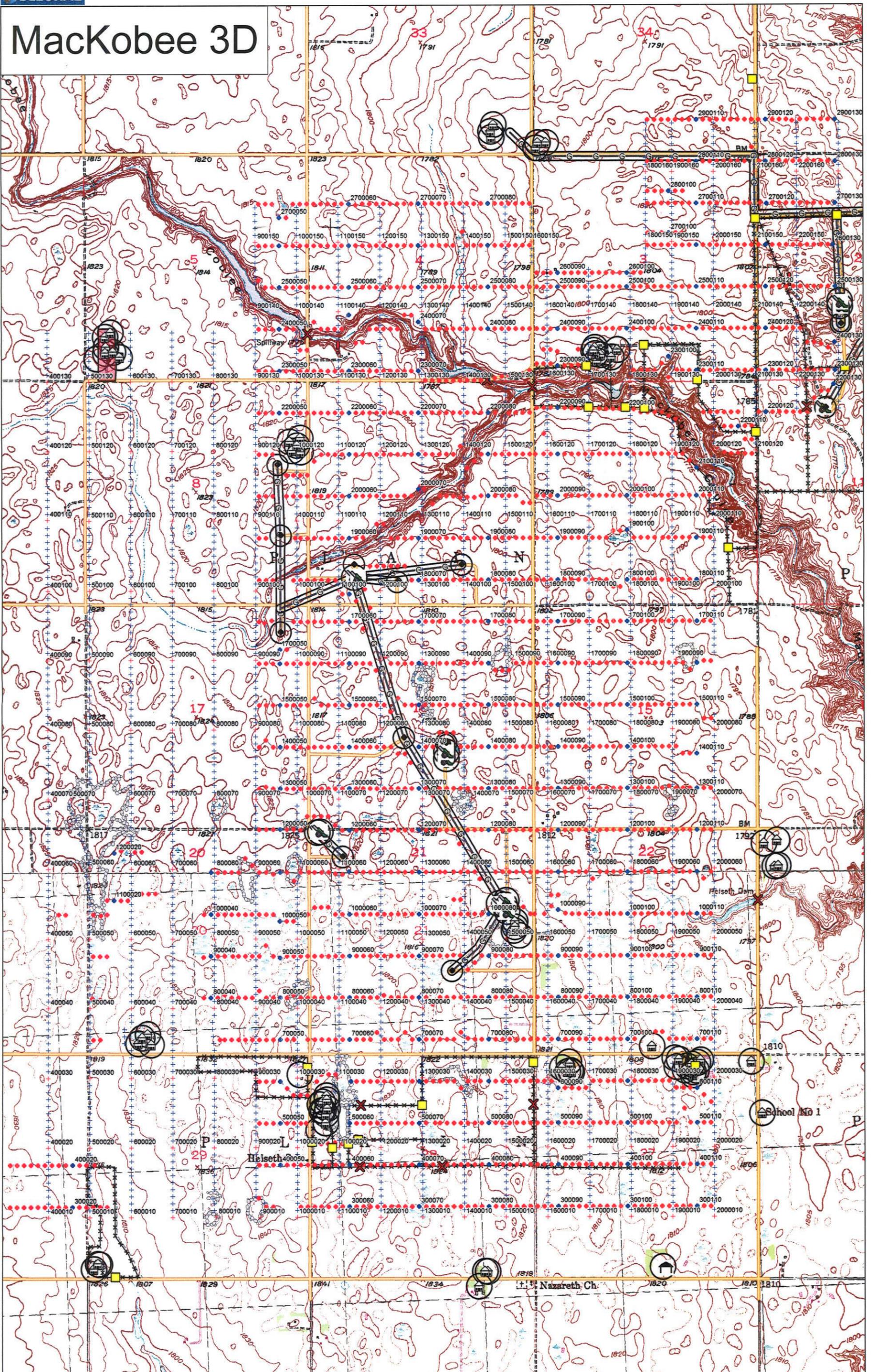


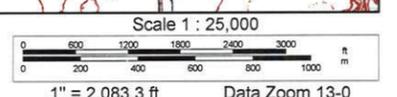
MackKobee 3D



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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 504 N Washington, Livingston, TX 77351	
Contact David Bush	Telephone 936-327-4886	Fax 936-327-4884	
Surety Company U.S. Specialty Insurance Co.	Bond Amount \$50,000	Bond Number B004059	
2) a. Subcontractor(s) STI Surveys		Address 1710 Skyway Drive, Longmont, CO	
b. Subcontractor(s)		Telephone 720 494-1980	
c. Subcontractor(s)		Address	
3) Party Manager Eric Miller / Gord Hollick		Address (local)	
4) Project Name or Line Numbers MacKobee Coulee 3-D		Telephone (local) 281 638-0769 / 832 588-4107	
5) Exploration Method (Shot Hole, Non-Explosive, 2D, 3D, Other) 3-D Vibroseis			
6) Approximate Start Date December 1, 2010		Approximate Completion Date December 30, 2010	

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

7) Location of Proposed Project - County Renville					
Section(s), Township(s) & Range(s)	Section 2, 3, 4, 5, 6, 8, 9, 10, 11, 15, 16, 17, 18	T. 158	R. 85		
	Section 19, 20, 21, 22, 27, 28, 29 & 30	T. 158	R. 85		
	Section 34, 35	T. 159	R. 85		
	Section	T.	R.		
8) Size of Hole 3-D	Amt of Charge NA	Depth NA	Source points per sq. mi. 173	No. of sq. mi. 14.5	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.	

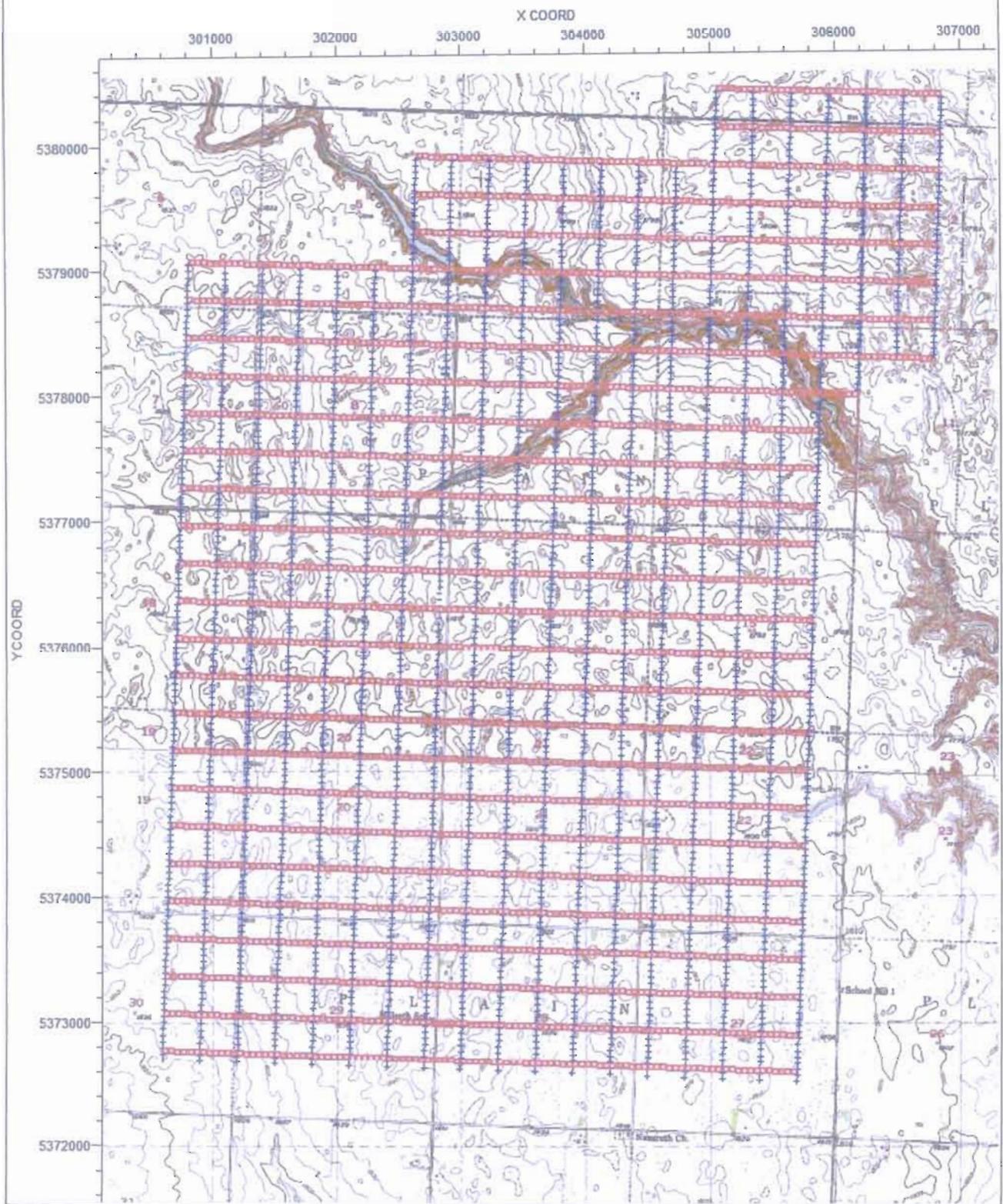
10) Anticipated special drilling and plugging procedures?
NA

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

Signed *[Signature]* **TREUW KRAUSS** Title **Ops Supervisor** Date **November 19, 2010**

(This space for State office use)		Conditions of Approval if any <i>See Attached Letter</i>
Permit No. 970200	Approval Date 11/29/2010	
Approved by <i>[Signature]</i>		
Title Mineral Resources Permit Manager		
County Approval Sent Renville		

MacKobee 3D option 2 - 14.7 sq miles



Oil and Gas Division

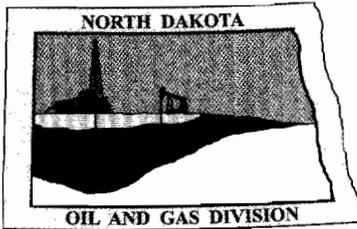
Lynn D. Helms - Director Bruce E. Hicks - Assistant Director

Department of Mineral Resources

Lynn D. Helms - Director

North Dakota Industrial Commission

www.oilgas.nd.gov



NOVEMBER 29, 2010

MR. DAVID BUSH
PERMIT MANAGER
GEOKINETICS USA, INC.
504 NORTH WASHINGTON
LIVINGSTON, TX 77351

RE: MACKOBEE COULEE 3-D
Geophysical Exploration Permit #97-200
RENVILLE COUNTY

Dear MR. BUSH:

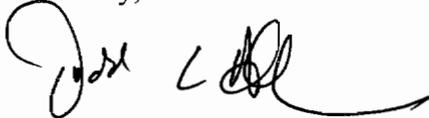
Please be advised that we are in receipt of your Geophysical Exploration permit application and it is conditionally approved; effective for one year from NOVEMBER 29, 2010. Review the following conditions for your permit:

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 or email: ttorstenson@nd.gov 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 regarding the location 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,

A handwritten signature in black ink, appearing to read "Todd L. Holweger", with a long horizontal flourish extending to the right.

Todd L. Holweger
Mineral Resources Permit Manager

Oil and Gas Division

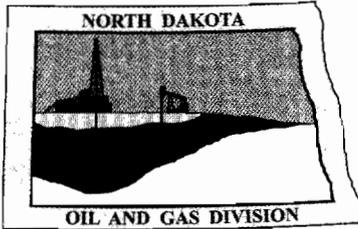
Lynn D. Helms - Director Bruce E. Hicks - Assistant Director

Department of Mineral Resources

Lynn D. Helms - Director

North Dakota Industrial Commission

www.oilgas.nd.gov



November 29, 2010

The Honorable LeAnn Fisher
Renville County Auditor
P.O. Box 68
Mohall, ND 58761

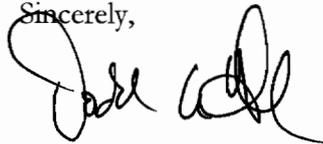
RE: Geophysical Exploration
Permit # 97-0200

Dear Ms. Fisher:

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 November 29, 2010 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. Holweger
Mineral Resources Permit Manager