



R. 105 W R. 104 W

R. 104 W R. 103 W

DARBY SERVICES, INC.

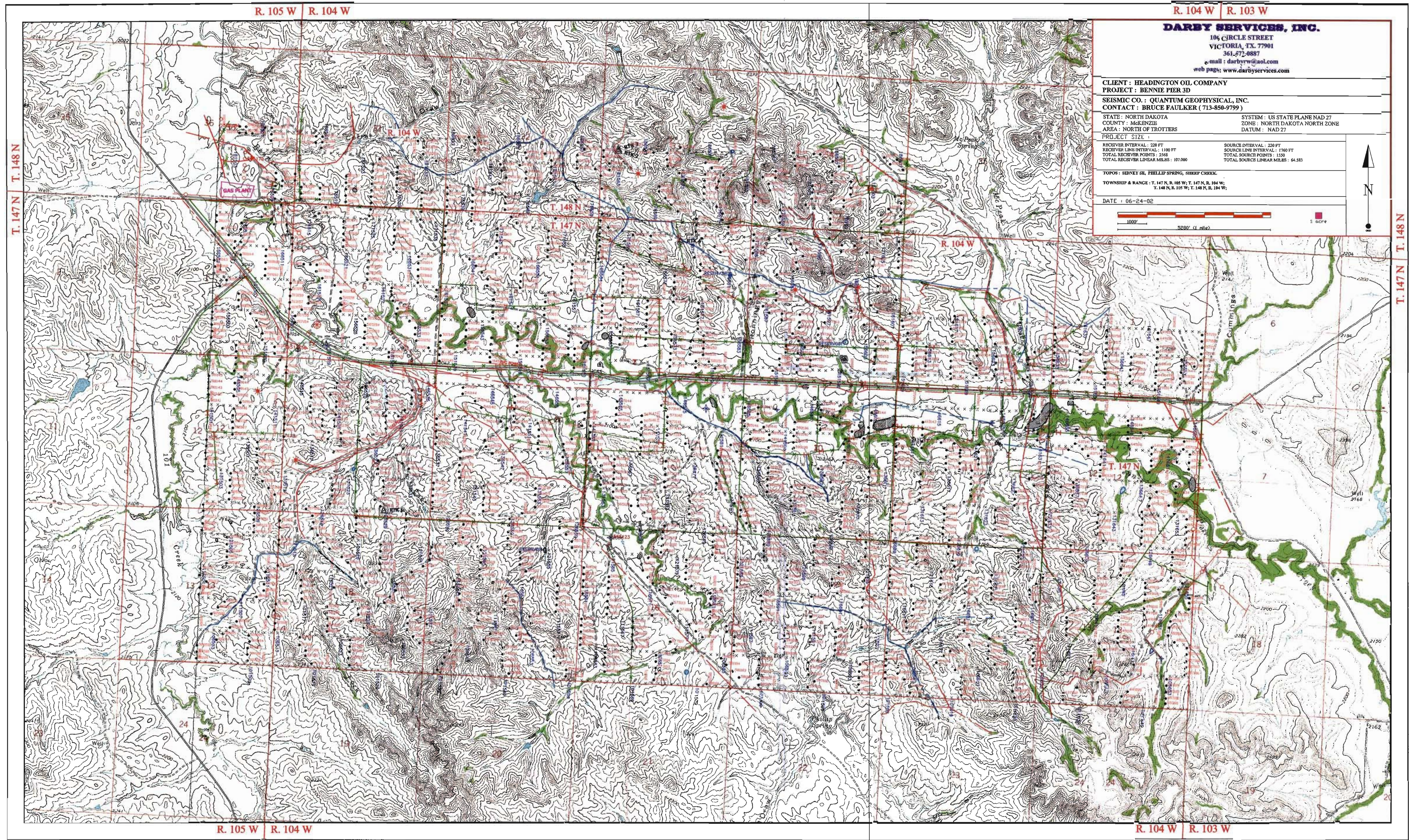
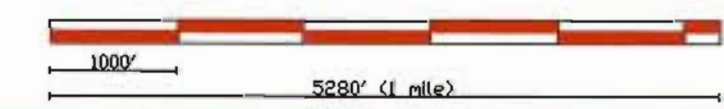
106 CIRCLE STREET
VICTORIA, TX. 77901
361-672-0887
e-mail: darbyr@aol.com
web page: www.darbyr.com

CLIENT : HEADINGTON OIL COMPANY
PROJECT : BENNIE PIER 3D
SEISMIC CO. : QUANTUM GEOPHYSICAL, INC.
CONTACT : BRUCE FAULKER (713-850-9799)
STATE : NORTH DAKOTA SYSTEM : US STATE PLANE NAD 27
COUNTY : MCKENZIE COUNTY ZONE : NORTH DAKOTA NORTH ZONE
AREA : NORTH OF TROTTERS DATUM : NAD 27

PROJECT SIZE :
RECEIVER INTERVAL : 220 FT SOURCE INTERVAL : 220 FT
RECEIVER LINE INTERVAL : 1100 FT SOURCE LINE INTERVAL : 1760 FT
TOTAL RECEIVER POINTS : 2568 TOTAL SOURCE POINTS : 1550
TOTAL RECEIVER LINEAR MILES : 107.000 TOTAL SOURCE LINEAR MILES : 64.583

TOPOS : SIDNEY SE, PHILLIP SPRING, SHEEP CREEK
TOWNSHIP & RANGE : T. 147 N, R. 105 W; T. 147 N, R. 104 W;
T. 148 N, R. 105 W; T. 148 N, R. 104 W;

DATE : 06-24-02



T. 147 N T. 148 N

T. 147 N T. 148 N

R. 105 W R. 104 W

R. 104 W R. 103 W

970070

R. 105 W | R. 104 W

R. 104 W | R. 103 W

T. 147 N | T. 148 N

T. 147 N | T. 148 N

DARBY SERVICES, INC.
 106 Circle Street
 Victoria, TX 77901
 361-572-0887
 e-mail: darby@darbyservices.com
 web page: www.darbyservices.com

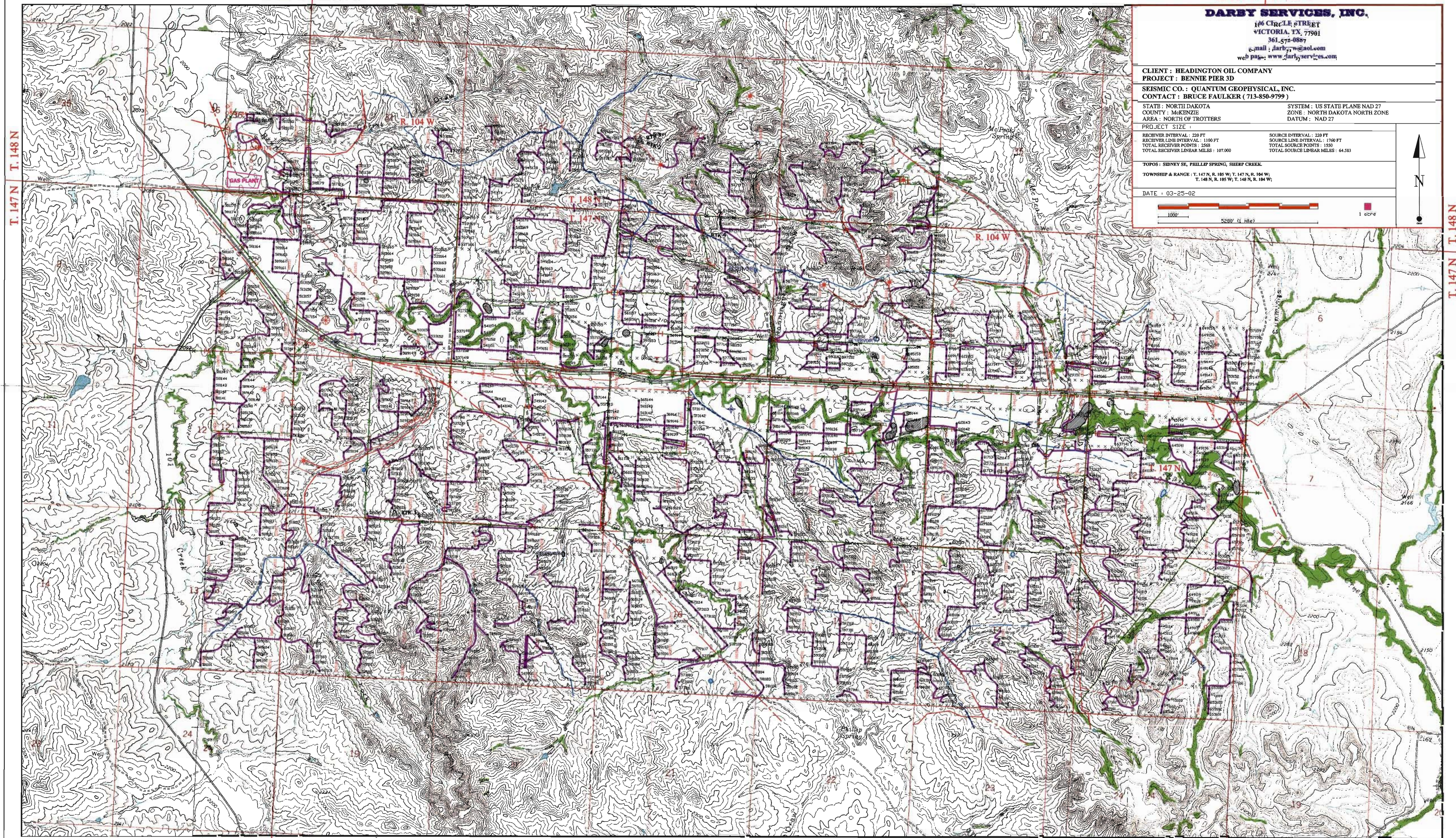
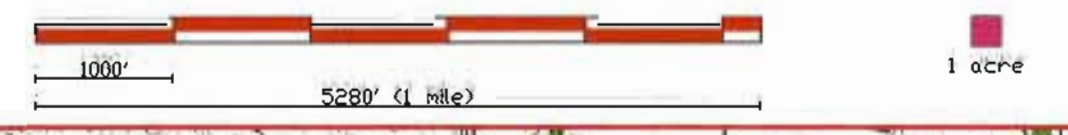
CLIENT : HEADINGTON OIL COMPANY
 PROJECT : BENNIE PIER 3D
 SEISMIC CO. : QUANTUM GEOPHYSICAL, INC.
 CONTACT : BRUCE FAULKER (713-850-9799)

STATE : NORTH DAKOTA SYSTEM : US STATE PLANE NAD 27
 COUNTY : MCKENZIE ZONE : NORTH DAKOTA NORTH ZONE
 AREA : NORTH OF TROTTERS DATUM : NAD 27

PROJECT SIZE :
 RECEIVER INTERVAL : 220 FT SOURCE INTERVAL : 220 FT
 RECEIVER LINE INTERVAL : 1100 FT SOURCE LINE INTERVAL : 1100 FT
 TOTAL RECEIVER POINTS : 2568 TOTAL SOURCE POINTS : 1550
 TOTAL RECEIVER LINEAR MILES : 107.000 TOTAL SOURCE LINEAR MILES : 64.583

TOPOS : SIDNEY SE, PHILLIP SPRING, SHEEP CREEK
 TOWNSHIP & RANGE : T. 147 N, R. 105 W; T. 147 N, R. 104 W;
 T. 148 N, R. 105 W; T. 148 N, R. 104 W

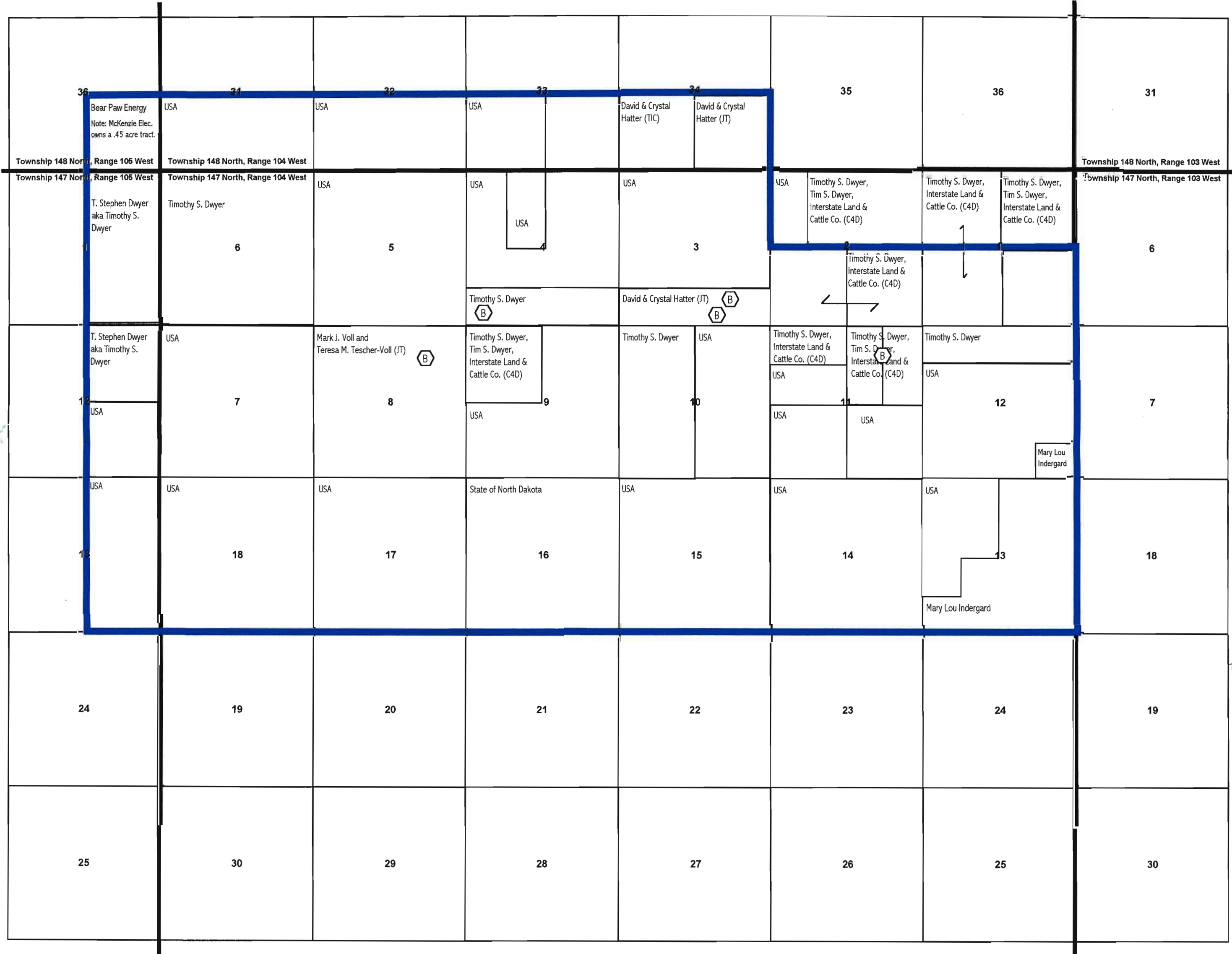
DATE : 03-25-02



R. 105 W | R. 104 W

R. 104 W | R. 103 W

629-104405 are actually
 50' to the west of what
 this map shows.



Surface Ownership

Bear Paw Energy - No Phone #
 660' From Wells + Structures
 160 Gross ACRES No Phone #

Tim S. Dwyer - 701-565-2256
 Cell - 701-770-7314
 660' Wells + Structures
 2794.33 gross ACRES

David + Crystal Hatter 701-565-2254
 660' Wells + Structures
 480 gross ACRES

MARY LOU INDERGARD 701-565-2252
 660' Wells + Structures
 480 gross ACRES (Recently Deceased)

MARK J. VOLL - 406-488-1795 or 1799
 TERESA TESCHER-VOLL CELL - 406 480-0080
 640 gross ACRES
 660' W.W. + Structures

Forest Service
 Elmer NORDSVUW
 1320' W.W. + Structures + Springs
 330' Pipeline

240,000
T. 148 N
T. 147 N
230,000
220,000


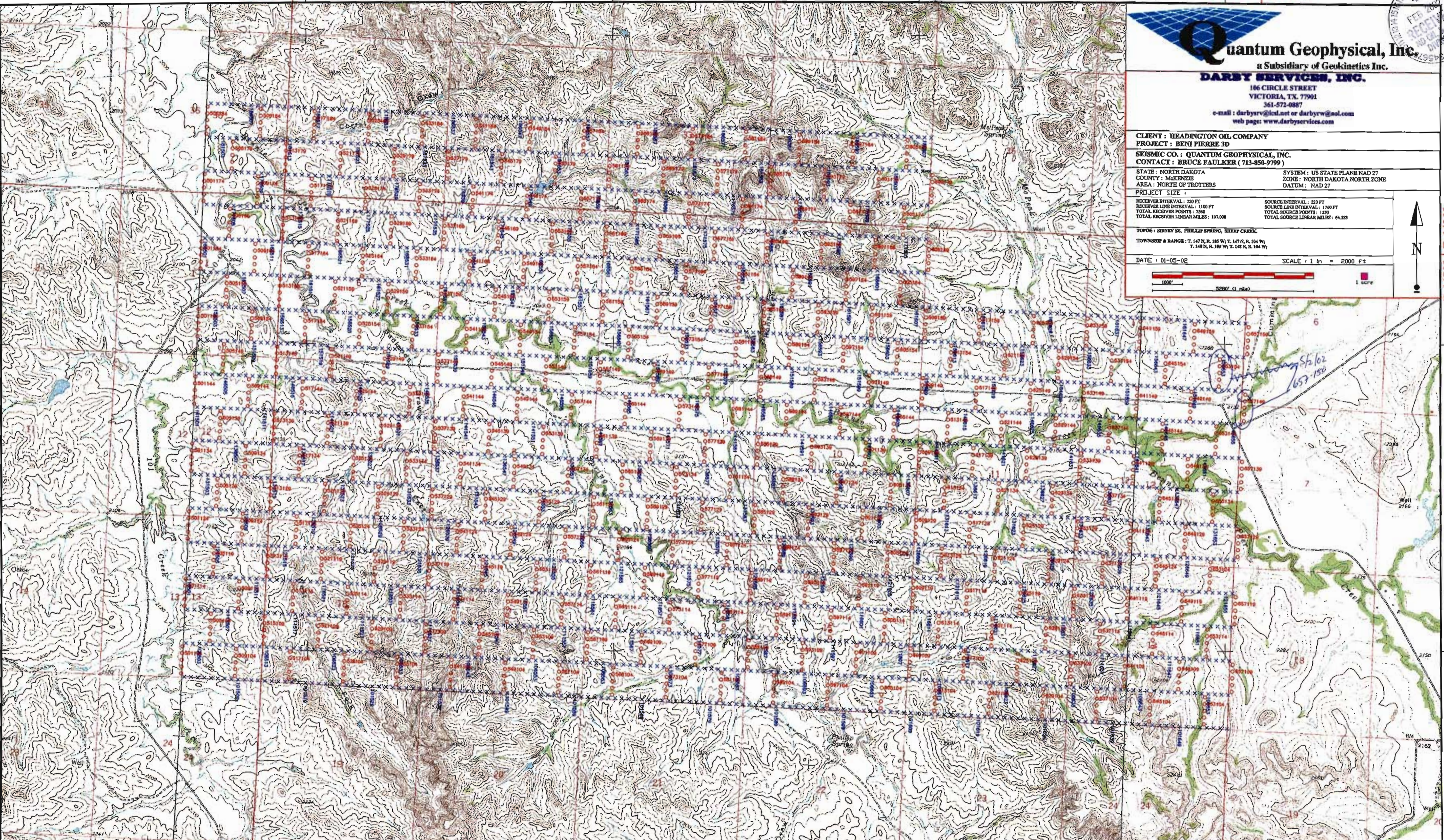
R. 105 W R. 104 W

R. 104 W R. 103 W

1,130,000 R. 105 W R. 104 W 1,140,000

1,150,000 1,160,000

R. 104 W R. 103 W



Quantum Geophysical, Inc.
a Subsidiary of Geokinetics Inc.
DARBY SERVICES, INC.
106 CIRCLE STREET
VICTORIA, TX. 77901
361-572-0887
e-mail: darbyqr@tdcn.net or darbyrw@aol.com
web page: www.darby-services.com

CLIENT: HEADINGTON OIL COMPANY
PROJECT: BENI PIERRE 3D
SEISMIC CO.: QUANTUM GEOPHYSICAL, INC.
CONTACT: BRUCE FAULKNER (713-856-9799)

STATE: NORTH DAKOTA
COUNTY: MCKENZIE
AREA: NORTH OF TROTTERS


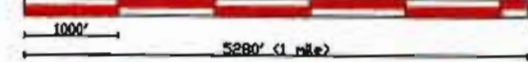
SYSTEM: US STATE PLANE NAD 27
ZONE: NORTH DAKOTA NORTH ZONE
DATUM: NAD 27

PROJECT SIZE:
RECEIVER INTERVAL: 220 FT
RECEIVER LINE INTERVAL: 1100 FT
TOTAL RECEIVER NORTH: 256
TOTAL RECEIVER LINEAR MILES: 107.000

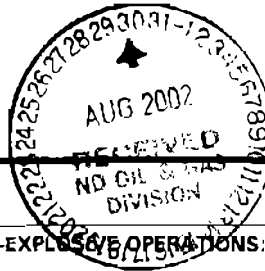
SOURCE INTERVAL: 220 FT
SOURCE LINE INTERVAL: 1760 FT
TOTAL SOURCE NORTH: 120
TOTAL SOURCE LINEAR MILES: 64.983

TOPOG: SIDNEY SE, PHILLIP SPRING, SHEEP CREEK
TOWNSHIP & RANGE: T. 147 N, R. 105 W; T. 147 N, R. 104 W;
T. 148 N, R. 105 W; T. 148 N, R. 104 W

DATE: 01-05-02 SCALE: 1 in = 2000 ft



970070



PERMIT NO.: 97-0070	
SHOT HOLE OPERATIONS: XX	*NON-EXPLOSIVE OPERATIONS:

SECTION 1

GEOPHYSICAL CONTRACTOR: Quantum Geophysical, Inc.	
PROJECT NAME AND NUMBER: Beni-Pierre	COUNTY(S): McKenzie
TOWNSHIP(S): T 147-148 North	RANGE(S): R 104-105 West
PERMITTED BY: Headington Oil & Gas	
DATE COMMENCED: April 23, 2002	DATE COMPLETED: June 15, 2002

SECTION 2

FIRST S.P. #:												LAST S.P. #:
LOADED HOLES (UNDETONATED SHOT POINTS)												
S.P. #'s:	533155	589153	513170	605184								
CHARGE SIZE::	10#	10#	10#	10#								
DEPTH:	120'	120'	60'	60'								
REASONS HOLES WERE NOT SHOT: 533155, 589153, 513170 Bad Caps 605184 Plowed under by Tim Dwyer 533132 Blow out												

SECTION 3

FLOWING HOLES S.P.#'s NONE
PROCEDURE FOR PLUGGING FLOWING HOLES: 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 ~~NORTH DAKOTA~~ TEXAS)

)

COUNTY OF HARRIS)

Before me, Marie Lowden, a Notary Public in and for the said County and State, this day personally appeared Bruce Fulker who being first duly sworn, deposes and says that (s)he is employed by Quantum Geophysical, 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.

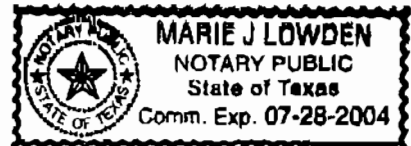
B. Fulker

Geophysical Contractor Representative

Subscribed in my presence and sworn before me this 29 day of August, 2002.

Notary Public Marie Lowden

My Commission Expires 7/28/04



PERMIT NUMBER: 97-0070

AFFIDAVIT OF PLUGGING (HOLE PLUGGER)

MONTANA

STATE OF ~~NORTH DAKOTA~~)

COUNTY OF RICHLAND)



Before me, Douglas A. Lang, a Notary Public in and for the said County and State, this day personally appeared Terry Williams

who being first duly sworn, deposes and says that (s)he is employed by Wilderness Exploration, that (s)he has read North Dakota Century Code Section 38-08.1 and that the foregoing seismic project has been plugged in accordance with North Dakota Administrative Code Rule 43-02-12 and that the statements on the attached documents are true.

Terry Williams
Hole Plugger Representative

Subscribed in my presence and sworn before me this 3rd day of June, 2002.

Notary Public Douglas A. Lang

NOTARY PUBLIC for the State of Montana
Residing at Sidney, Montana
My Commission Expires April 19, 03

My Commission Expires 4-19-03

NORTH DAKOTA INDUSTRIAL COMMISSION

OIL AND GAS DIVISION

Lynn D. Helms
DIRECTOR

<http://explorer.ndic.state.nd.us>

Bruce E. Hicks
ASSISTANT DIRECTOR

August 20, 2002

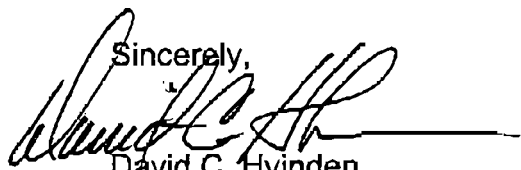
Mr. Bruce Fulker
Quantum Geophysical, Inc.
One Riverway, Ste. 2100
Houston, TX 77056

RE: Benni-Pierre 3D
ND Permit # 970070

Dear Bruce:

Our records indicate that we have not received a completion report, SEG-P1, or holeplugging logs for the above captioned prospect. Please send these in at your earliest convenience. Thanks.

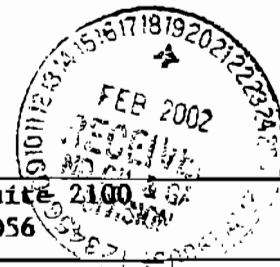
Sincerely,



David C. Hvinden
Geophysical Regulation Supervisor



GEOPHYSICAL EXPLORATION PERMIT
 INDUSTRIAL COMMISSION OF NORTH DAKOTA
 OIL AND GAS DIVISION
 SFN 51459 (11-97)



600 E BOULEVARD AVE
 BISMARCK, ND 58505

1) a. Company: Quantum Geophysical, Inc.		Address: One Riverway, Suite 2100 Houston, TX 77056	
Contact: Bruce Fulker		Telephone: (713) 850-9799	Fax: (713) 850-7783
Surety Company: Bank of No. Dak.		Bond Amount: \$50,000.00	Bond Number: GEO 300
2) a. Subcontractor(s): Wilderness Exploration		Address: P.O. Box 91 Sidney, MT 59270	
b. Subcontractor(s):		Address:	
c. Subcontractor(s):		Address:	
3) Party Manager: Billy Flippo		Address: One Riverway, Suite 2100 Houston, TX 77056	
4) Project Name or Line Numbers: Benni-Pierre		Telephone: (713) 824-6256	
5) Exploration Method (Shot Hole, Non-Explosive, 2D, 3D): Shot Hole			
6) Approximate Drilling Start Date: April 1, 2002		Approximate Completion Date: April 20, 2002	

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

7) Location of Proposed Project - County McKenzie County					
Section(s), Township(s) & Range(s)		Sec. 1,2,3,4,5,6,7,8	T 147 N	R 104 W	
T 148 N R 105 W Sec 36 T 147 N R 105 W Sec 1,12,13		Sec. 9,10,11,12,13,14	T 147 N	R 104 W	
		Sec. 15,16,17,18	T 147 N	R 104 W	
		Sec. 31,32,33,34	T 148 N	R 104 W	
8) Size of Hole	Amt. of Charge	Depth	Shots per Mi. (sq.mi.)	No. of Mi. (sq. mi.)	Identifying Marks Used on Nonmetallic Plug
2 1/4"	5#	60	72.9	20	Geophysical ID a. Plugger ID b. Plugger ID c. Plugger ID
9) Anticipated special drilling and plugging procedures? None					
10) Enclose a pre-plot map with proposed location of seismic program lines and powder mag.					
Signed: <i>Bruce Fulker</i>		Title: Manager HSE / Permit Acquisition		Date: 2-11-02	

(This space for State office use)		Conditions of Approval if any:	
Permit No.: 97-0070	Approval Date: 2/25/02	<i>Identify surface plug w/ # 70 and dallas/ plugger ID, notify the county, surface owner and Dave Hansen @ 701-328-8020 prior to any drilling. All variance must be furnished upon request and 556-P1 filed w/ the seismic completion report.</i>	
Approved By: <i>David C. Hill</i>			
Title: <i>Geophysical Regulation Supervisor</i>			
County Approval Sent: <i>McKenzie County 2/25/02</i>			

*See Instructions On Reverse Side

David C. Hill 2/25/02

NORTH DAKOTA INDUSTRIAL COMMISSION

OIL AND GAS DIVISION

Lynn D. Helms
DIRECTOR

<http://explorer.ndic.state.nd.us>

Bruce E. Hicks
ASSISTANT DIRECTOR

February 25, 2002

Bruce Fulker
Quantum Geophysical Inc.
One Riverway, Ste. 2100
Houston, TX 77056

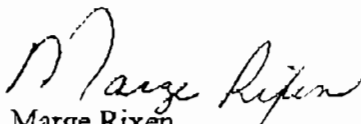
**RE: GEOPHYSICAL EXPLORATION PERMIT NO. 97-0070
KNUTSON PROSPECT**

Dear Mr. Fulker:

This letter will verify the approval of the above-captioned Geophysical Permit effective, February 25, 2002.

Please feel free to contact Mr. David Hvinden, Geophysical Regulation Supervisor if you should have any questions.

Sincerely,



Marge Rixen
Legal Assistant

/mr

NORTH DAKOTA INDUSTRIAL COMMISSION

OIL AND GAS DIVISION

Lynn D. Helms
DIRECTOR

<http://explorer.ndic.state.nd.us>

Bruce E. Hicks
ASSISTANT DIRECTOR

February 25, 2002

The Honorable Frances M. Olson
McKenzie County Auditor
P.O. Box 543
Watford City, ND 58854

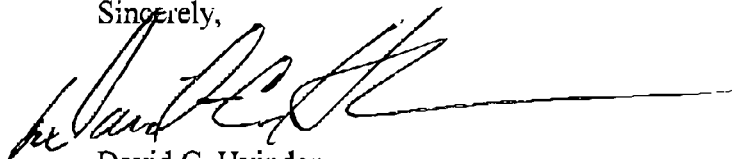
RE: Geophysical Exploration
Permit # 97-0070

Dear Ms. Olson:

Pursuant to Section 38-08.1-04.2 of the North Dakota Century Code, please be advised that Quantum Geophysical, Inc. was issued the above captioned permit on February 25, 2002 and will remain in effect for a period of one year.

Should you have any questions, please contact our office.

Sincerely,



David C. Hvinden
Geophysical Regulation Supervisor

DCH/dh