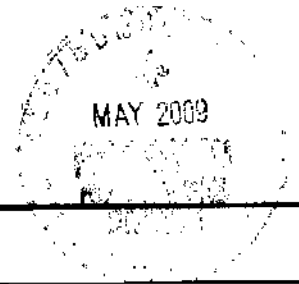




SEISMIC COMPLETION REPORT
 INDUSTRIAL COMMISSION OF NORTH DAKOTA
 OIL AND GAS DIVISION
 600 EAST BOULEVARD DEPT 405
 BISMARCK, ND 58505-0840
 SFN 51456 (03-2005)



Permit No. 97-0138 770140	
Shot Hole Operations N/A	*Non-Explosive Operations Vibroseis

SECTION 1

Geophysical Contractor Quantum Geophysical, Inc.	
Project Name and Number Passport-3D	County(s) Mountrail
Township(s) 153N, 154N	Range(s) 88W, 88W
Drilling and Plugging Contractors N/A	
Date Commenced September 6, 2007	Date Completed October 5, 2007

SECTION 2

First S.P. #	Last S.P. #											
Loaded Holes (Undetonated Shot Points)												
S.P.#'s												
Charge Size												
Depth												
Reasons Holes Were Not Shot												

SECTION 3

Flowing Holes and/or Blowouts S.P.#'s
Procedure for Plugging Flowing Holes and/or Blowouts

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

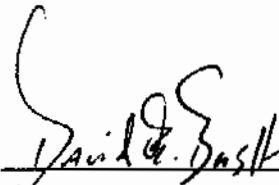
who being first duly sworn, deposes and says that (s)he is employed by Quantum Geophysical, Inc.

_____ , that (s)he has read North Dakota

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

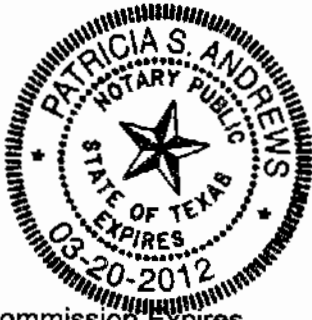
accordance with North Dakota Administrative Code Rule 43-02-12 and that the statements on

the reverse side of this document are true.

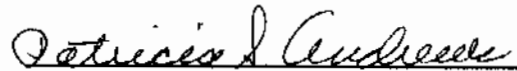


Geophysical Contractor Representative

Subscribed in my presence and sworn before me this 26 day of February, 2009.



Notary Public



My Commission Expires

03-20-2012



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

970140

12/23/2008

DAVID BUSH
GEOKINETICS USA, INC.
FORMERLY: QUANTUM GEOPHYSICAL, INC.
1500 CITY WEST STE 800
HOUSTON, TX 77042

RE: See Attached List of Projects

Dear David:

According to our records, our office has not received a Completion Report or Affidavit of Completion for the attached list of projects.

The reports are due thirty days after the completion of the project. Please submit the report & affidavit at your earliest convenience. If you have any questions, feel free to contact our office.

Sincerely,

Richard A. Suggs
Engineering Technician

List of Projects with Missing Completion Reports and Completion Affidavits for
QUANTUM GEOPHYSICAL, INC.

PASSPORT 3-D MOUNTRAIL COUNTY PERMIT NO. 970140	COMPLETION DATE: 10/5/2007
WILD HORSE 2-D BURKE COUNTY PERMIT NO. 970138	COMPLETION DATE: 9/14/2007
HUERFANO 2-D BURKE COUNTY PERMIT NO. 970137	COMPLETION DATE: 9/13/2007
NORTH MESA 2-D BURKE COUNTY PERMIT NO. 970134	COMPLETION DATE: 9/12/2007
FORTIFICATION 2-D BURKE COUNTY PERMIT NO. 970133	COMPLETION DATE: 9/15/2007
CRYSTAL 2-D BURKE COUNTY PERMIT NO. 970132	COMPLETION DATE: 9/14/2007
BERTHOLD 3-D MOUNTRAIL COUNTY PERMIT NO. 970124	COMPLETION DATE: 8/26/2007

Oct. 15, 2007

NDIC Oil and Gas Division

Sir / Mme:

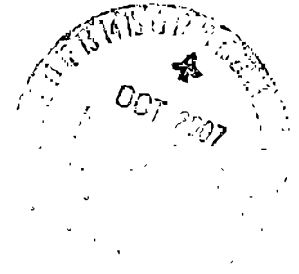
970132 cry

970137 Huel

970134 NM

970138 WH

970140 PP



Enclosed is a SD Memory card with the *.usr files for navigation with the Lowrance I-Finder Hunt GPS unit. The files are in WGS 84 and can be loaded straight into the Lowrance

There is one file for each of the 2D programs (Crystal 2D, Fort 2D, Huerfano 2D, North Mesa 2D, and Wildhorse 2D) containing both source and receivers.

For the Passport 3D, there are 2 source and 2 receiver files for the program.

If you require any assistance, please don't hesitate to call.

Best Regards,

A handwritten signature in black ink, appearing to read 'Rick Irving'.

Rick Irving

Survey Manager, US Operations

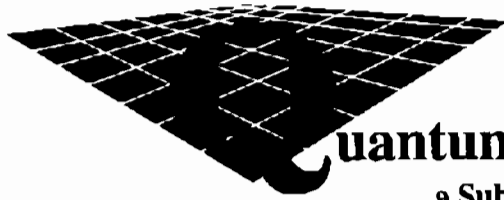
Geokinetics Inc.

1 Riverway, Ste. 440

Houston TX 77056

713-840-3382 office

713-816-3663 cell



Quantum Geophysical, Inc.

a Subsidiary of Geokinetics Inc.



September 10, 2007

**North Dakota Industrial Commission
Dept of Mineral Resources
Oil & Gas Division
600 E. Boulevard Ave. Dept 405
Bismarek, ND 58505-0840**

Attn: Todd Holweger

**Re: Passport 3D Project
Geophysical Permit 97-0140
Mountrail County**

Dear Mr. Holweger;

This letter shall serve as certification that Quantum Geophysical, Inc. has contacted all surface owner's within the boundaries of the above referenced survey. All surface owners' have signed permits, been provided written copies of section 38-08.1-04.1 and chapter 38-11.1 of the geophysical exploration regulations and notified of the start of operations. In addition all individuals owning lands with ½ mile of the survey boundary have been provided via US mail a copy of the required regulations.

If you have any questions please contact me at (713) 840-3380.

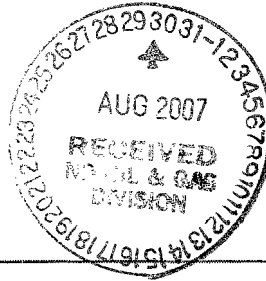
Yours truly,

Bruce Fulker

**Manager Permit Services
North America Operations**



SUNDRY NOTICE
 INDUSTRIAL COMMISSION OF NORTH DAKOTA
 OIL AND GAS DIVISION
 600 EAST BOULEVARD DEPT 405
 BISMARCK, ND 58505-0840
 SFN 51458 (03-2003)



PERMIT # 97-0140

Project Name
Passport 3D
County
Mountrail
Supplemental Information
Project Area Revised: Sections 20,21,22,27,28,29 Township 153 North Range 88 West Added to program. Project size now 30.869 square miles.

Company		
Quantum Geophysical, Inc.		
Address		
One Riverway, Suite 440		
City	State	Zip Code
Houston	Texas	77056
By	Date	
<i>[Signature]</i>	August 30, 2007	
Title	Telephone Number	
Mgr. Permit Services	713-840-3380	

FOR OFFICE USE ONLY

Date Received
8/30/07
By
<i>[Signature]</i>
Title
Mineral Resources Permit Manager



GEOPHYSICAL EXPLORATION PERMIT

INDUSTRIAL COMMISSION OF NORTH DAKOTA
 OIL AND GAS DIVISION
 600 EAST BOULEVARD DEPT 405
 BISMARCK, ND 58505-0840
 SFN 51459 (03-2005)



1) a. Company Quantum Geophysical, Inc		Address One Riverway, Suite 440 Houston, TX 77056	
Contact Bruce Fulker	Telephone (713)840-3380	Fax (713)850-7783	
Surety Company Bank Of North Dakota	Bond Amount \$50,000.00	Bond Number GEO300	
2) a. Subcontractor(s) Erickson Contract Surveying		Address 1101 5th SW Sidney, Mt 59270	Telephone (406)482-6606
b. Subcontractor(s)		Address	Telephone
c. Subcontractor(s)		Address	Telephone
3) Party Manager		Address	Telephone
4) Project Name or Line Numbers Passport 3D			
5) Exploration Method (Shot Hole, Non-Explosive, 2D, 3D) 3D Vibroseis			
6) Approximate Drilling Start Date September 1, 2007		Approximate Completion Date September 30, 2007	

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

7) Location of Proposed Project - County Mountrail County								
Section(s), Township(s) & Range(s)	Sec.	T.	R.					
		154	88					
	Sec.	T.	R.					
		153	88					
Sec.	T.	R.						
Sec.	T.	R.						
8) Size of Hole	Am't of Charge	Depth	Shots per Mi. (sq.mi.)	No. of Mi. (sq.mi.)	Identifying Marks Used on Nonmetallic Plug			
NA	NA	NA	72	24.6	Geophysical ID	a. Plugger ID	b. Plugger ID	c. Plugger ID
					NA	NA	NA	NA

9) Anticipated special drilling and plugging procedures?
None

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

Enclosed

Signed <i>[Signature]</i>	Title Mgr. NA Operations Permit Services	Date August 13, 2007
(This space for State office use)		Conditions of Approval if any <i>See Attached letter</i>
Permit No. 97-0140	Approval Date 8/17/2007	
Approved by <i>[Signature]</i>		
Title Mineral Resources Permit Manager		
County Approval Sent Mountrail County		

**Township
Passport 3D**

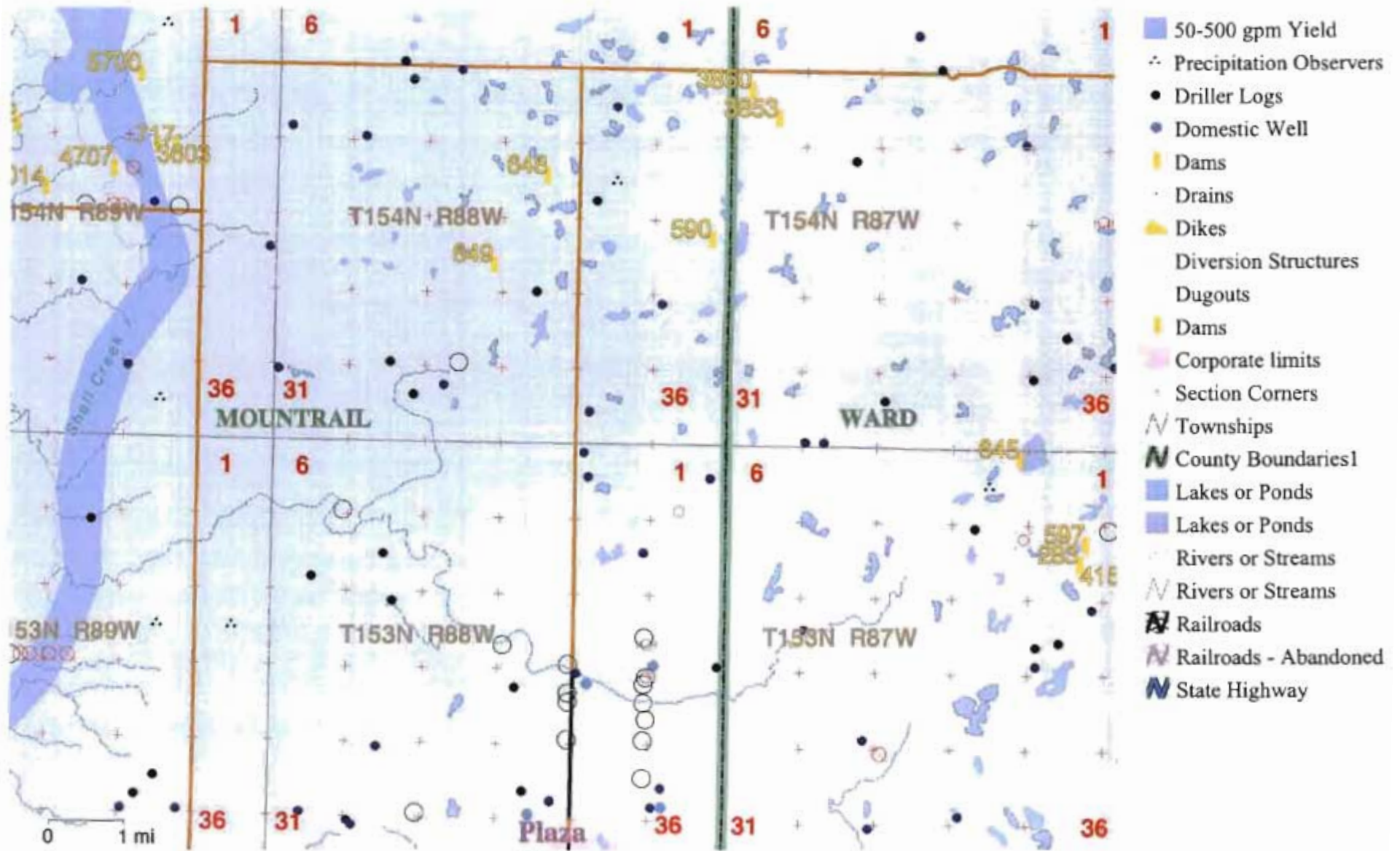
Range

Section

154N	88W	19
154N	88W	20
154N	88W	21
154N	88W	22
154N	88W	23
154N	88W	26
154N	88W	27
154N	88W	28
154N	88W	29
154N	88 W	30
154N	88 W	31
154N	88 W	32
154N	88 W	33
154N	88 W	34
154N	88 W	35

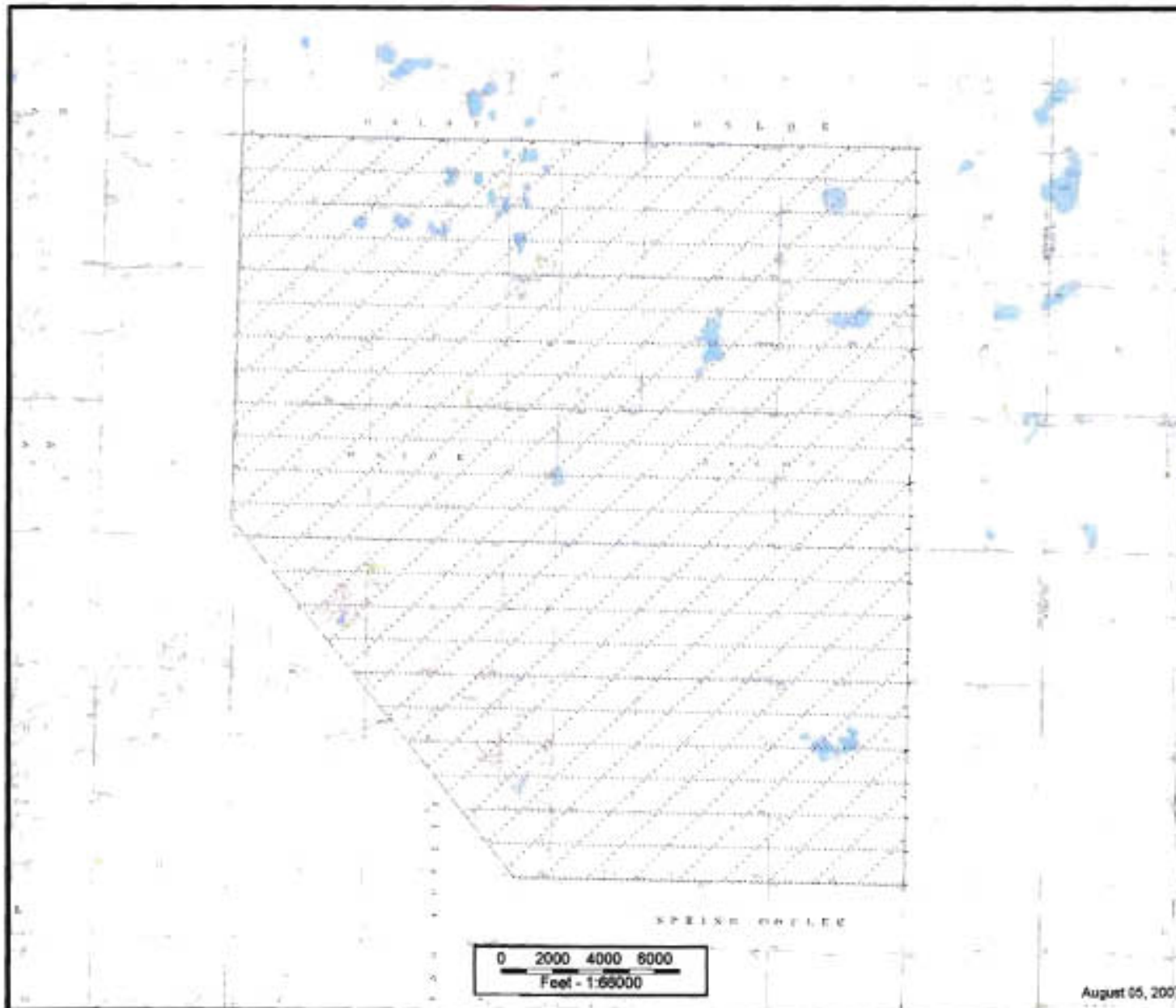
153N	88W	2
153N	88W	3
153N	88W	5
153N	88W	6
153N	88W	8
153N	88W	9
153N	88W	10
153N	88W	11
153N	88W	14
153N	88W	15
153N	88W	16
153N	88W	17

STATE WATER COMMISSION MAP



Map created using the SDSDW computer utility, version 2.0, 12/20/00

Passport 3D Design Map



Date: August 5, 2007
Area (sq.miles): 24.77

Receivers

Line Interval: 1320
Line Bearing: 91.1
Group Interval: 220
Total: 2479
Per Square Mile: 100.1

Sources

Line Interval: 1760
Line Bearing: 1
Group Interval: 220
Total: 1779
Per Square Mile: 71.6

Design

Type: Slant 45
Bin Size: 110 x 110
Patch Size: 16 x 96
Max. Fold: 48
Roll Lines: yes
Roll Stations: yes

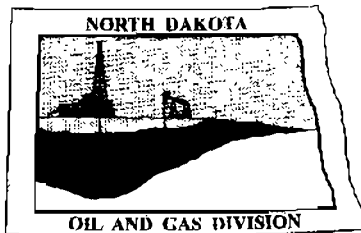
Statistics

Xmin: 155.6
Xmax: 14778.5
Ratio: 0.95

Mountrail county, ND
State Plane Coord System,
North Dakota North
NAD27, Feet



August 05, 2007



Oil and Gas Division

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

Department of Mineral Resources

Lynn D. Helms - Director

North Dakota Industrial Commission

www.oilgas.nd.gov

August 17, 2007

The Honorable Karen H. Eliason
Mountrail County Auditor
P.O. Box 69
Stanley, ND 58784

RE: Geophysical Exploration
 Permit #97-0140

Dear Ms. Eliason:

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 August 17, 2007 and will remain in effect for a period of one year.

Should you have any questions, please contact our office.

Sincerely,

A handwritten signature in black ink, appearing to read "Todd L. Holweger", followed by a horizontal line.

Todd L. Holweger
DMR Permit manager



Oil and Gas Division

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

Department of Mineral Resources

Lynn D. Helms - Director

North Dakota Industrial Commission

www.oilgas.nd.gov

August 17, 2007

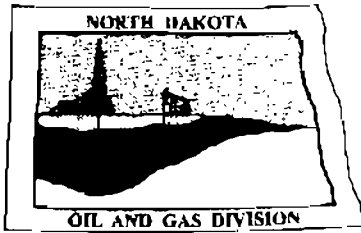
Mr. Bruce Fulker
One Riverway, Ste 440
Houston, TX 77056

RE: Passport 3-D Geophysical Exploration Permit #97-0140
Mountrail County, North Dakota

Dear Mr. Fulker:

Please be advised that we are in receipt of your Geophysical Exploration permit and have conditionally approved your permit effective for one year from August 17, 2007. Please 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 post plot map 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.
4. If available, a SEG PI with all source and receiver points should be made available to the Oil and Gas Division upon filing of the seismic completion report within 30 days of the completion of the program.
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.



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

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. 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