



GEOPHYSICAL EXPLORATION COMPLETION REPORT - FORM GE 6A

INDUSTRIAL COMMISSION OF NORTH DAKOTA
OIL AND GAS DIVISION
600 EAST BOULEVARD DEPT 405
BISMARCK, ND 58505-0840
SFN 51456 (03-2011)

Permit No. 970153	
Shot Hole Operations	*Non-Explosive Operations 3-D Vibroseis

SECTION 1

Geophysical Contractor Geokinetics USA Inc.	
Project Name and Number Red Sky 156 3-D	County(s) Mountrail
Township(s) 146,147,155,156,157	Range(s) 89,90,91,92,93,94,95,96,97
Drilling and Plugging Contractors N/A	
Date Commenced August 26, 2008	Date Completed April 3, 2009

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 (Form GE 6B).



PERMIT NAME (Required): Red Sky 156 3-D

PERMIT NUMBER: 970153

AFFIDAVIT OF COMPLETION (GEOPHYSICAL CONTRACTOR)

STATE OF Montana)

COUNTY OF Hill)

Before me, Jena Hanson, a Notary Public in and for the said

County and State, this day personally appeared Rickie Scheetz

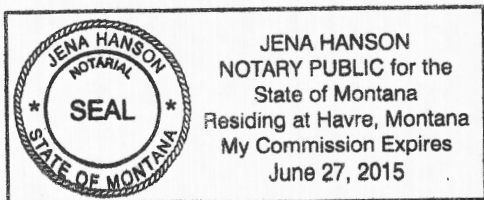
who being first duly sworn, deposes and says that (s)he is employed by _____

Geokinetics USA 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.

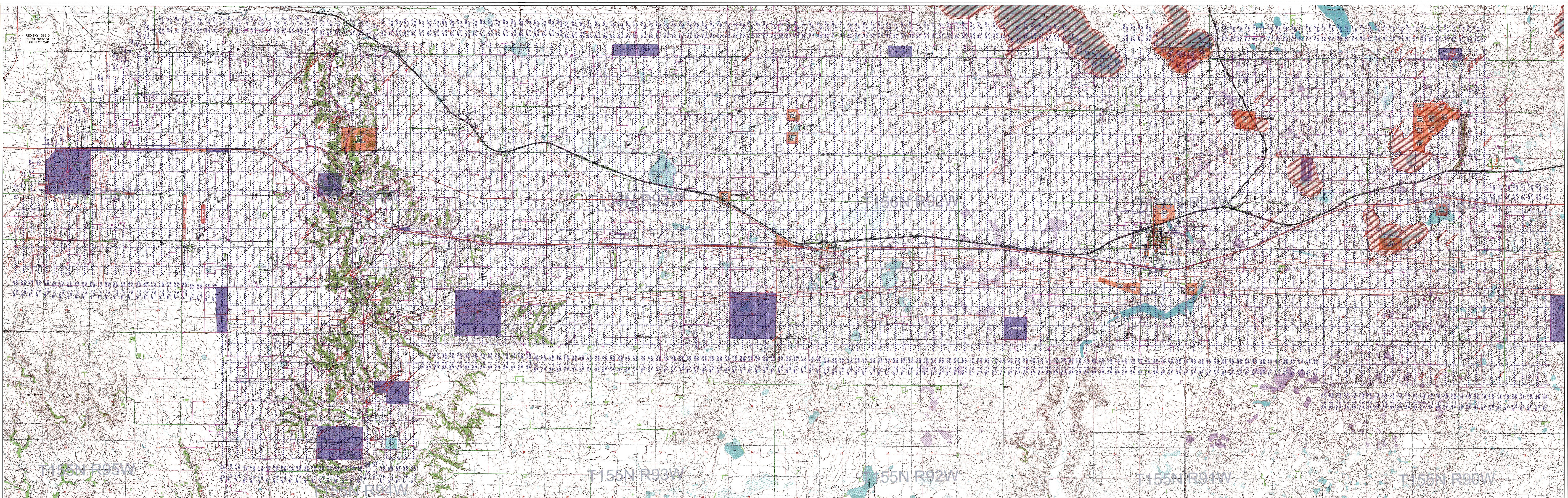
[Signature]
 Geophysical Contractor Representative

Subscribed in my presence and sworn before me this 20th day of May, 15.



Notary Public Jena Hanson

My Commission Expires 6/27/15



1:2400 USGS TOPOGRAPHIC MAPS

RED SKY 156 3-D POSTPLOT MAP
WILLIAMS & MOYTRAIL CO., INC.
TOWNSHIPS: T55, T56, & T57 N
RANGES: R90, R91, R92, R93, R94 & R95 W
RECEIVER PT. INTERVAL: 200'
SOURCE PT. INTERVAL: 211.127'
LIBRUSSES

NAD83 NORTH DAKOTA STATE PLANE NORTH ZONE
TOTAL RECEIVER POINTS: 31699
TOTAL SOURCE POINTS: 6866
AREA (SQUARE KILOMETERS): 218.9
RECEIVER LINE INTERVAL: 200'
SOURCE LINE INTERVAL: 1700'
SOURCE LINE AZIMUTH: S117°58.71'
SCALE: 1:2400
T* = 2000'
MARCH 23, 2009

GPS CONTROL POINT SUMMARY

STATION ID	SET	GPS#	WGS84		ELLIP. HEIGHT	NAD83*		ORTHO HEIGHT
			Easting	Northing		Easting	Northing	
CP001	RESH	RTK	461915.65	1202032.88	2176.25	165622.29	4236.13	2064.02
CP002	RESH	RTK	461774.81	1202422.89	2289.71	166622.29	4235.74	2017.00
CP003	RESH	RTK	461848.16	1202032.88	2224.62	165622.29	4236.13	2016.00
CP004	RESH	RTK	462032.17	1202422.89	2288.99	166622.29	4235.74	2022.00
CP005	RESH	RTK	461824.16	1202422.89	2226.26	166622.29	4235.74	2016.00
AGE	USGS GCP	RTK	462031.44	1202422.89	2288.67	166622.29	4235.74	2016.00
AVTS	USGS GCP	RTK	462032.16	1202422.89	2289.23	166622.29	4235.74	2016.00

LEGEND

- ▬ NATIONAL GRIDLINE
- ▬ BOUNDARY OF LAND MANAGEMENT
- ▬ STATE
- ▬ U.S. ARMY COPY OF BOUNDARY
- ▬ NATIONAL FOREWIND SERVICE
- ▬ CONTRACTUAL AGREEMENT
- ▬ CANAL / ONLY ON PERMITS
- ▬ NO PERMITS
- ▬ PRIVATE HIGHWAY
- ▬ PRIVATE ROAD
- ▬ PRIVATE ROAD
- ▬ WATER PIPELINES
- ▬ POWER LINES
- ▬ TELEPHONE LINES

- ▬ FENCE
- ▬ GATE
- ▬ LEFT/RIGHT FENCE
- ▬ STATE
- ▬ U.S. ARMY COPY OF BOUNDARY
- ▬ NATIONAL FOREWIND SERVICE
- ▬ CONTRACTUAL AGREEMENT
- ▬ CANAL / ONLY ON PERMITS
- ▬ NO PERMITS
- ▬ PRIVATE HIGHWAY
- ▬ PRIVATE ROAD
- ▬ PRIVATE ROAD
- ▬ WATER PIPELINES
- ▬ POWER LINES
- ▬ TELEPHONE LINES

- RESTRICTED AREA - 30X17'
- OBSTACLE
- AIRWAY
- INTERSTATE HIGHWAY
- U.S. HIGHWAY
- STATE HIGHWAY
- COUNTY ROAD

* U.S. INC. IS NOT LIABLE FOR UNDERGROUND UTILITIES. ALL TOPO FEATURES ON THIS MAP ARE APPROXIMATE ONLY. IF U.S. INC. POLICY TO STATE ALL SOURCE POINTS A MINIMUM OF 100 FT. FROM UNDERWELL SPRINGS, THERMALS, AND/OR ANY OTHER STRUCTURES. U.S. INC. ASSURES NO LIABILITY ON ANY SOURCE POINTS CLOSER THAN 100 FT. TO THE ABOVE MENTIONED ITEMS.



SUNDRY NOTICE

INDUSTRIAL COMMISSION OF NORTH DAKOTA
OIL AND GAS DIVISION
600 EAST BOULEVARD DEPT 405
BISMARCK, ND 58505-0840
SFN 51468 (03-2003)



PERMIT # 97-0153

Project Name Red Sky 156 3D
County Mountrail - Williams
Supplemental Information Legal descriptions for project extension into Tonwhip 155 North Ranges 92-95 West attached.

Company Geokinetics USA Inc.		
Address 1500 City West Blvd Suite 800		
City Houston	State TX	Zip Code 77042
By <i>David E. Bush</i>	Date May 12, 2009	
Title Permit Manager US	Telephone Number (713) 840-3380	

FOR OFFICE USE ONLY

Date Received 5/14/09
By <i>[Signature]</i>
Title Mineral Resources Permit Manager

COPY

Township	Range	Section
155N	95W	1
155N	95W	12
155N	95W	13

155N	94W	1
155N	94W	2
155N	94W	3
155N	94W	4
155N	94W	5
155N	94W	6
155N	94W	7
155N	94W	8
155N	94W	9
155N	94W	10
155N	94W	11
155N	94W	14
155N	94W	15
155N	94W	16
155N	94W	17
155N	94W	18

155N	93W	1
155N	93W	2
155N	93W	3
155N	93W	4
155N	93W	5
155N	93W	6

155N	92W	1
155N	92W	2
155N	92W	3
155N	92W	4
155N	92W	5
155N	92W	6

58



April 18, 2008

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

Attn: Todd Holweger

**Re: Red Sky 3D Project
Geophysical Permit 97-0153
Mountrail County**

Dear Mr. Holweger;

This letter shall serve as certification that Geokinetics USA, Inc. has contacted all surface owner's within the boundaries of the above referenced survey. All surface owners' have, 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,

A handwritten signature in black ink, appearing to read "BF", written over a horizontal line.

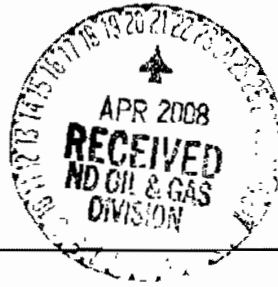
Bruce Fulker

**VP 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 # 97-0153

Project Name

Red Sky 156 3D

County

Mountrail, Williams

Supplemental Information

The Red Sky 156 3D project has been expanded to 229.14 square miles. The attached spreadsheet outlines the townships, ranges, and sections for the entire project area. Map attached.

Company

Geokinetics USA, Inc.

Address

1500 City West Suite 800

City

Houston

State

TX

Zip Code

77042

By

Bruce Fulker *[Signature]*

Date

April 18, 2008

Title

VP Permit Services

Telephone Number

713-840-3380

FOR OFFICE USE ONLY

Date Received

4/25/08

By

[Signature]

Title

Mineral Resources Permit Manager

Township Range Section

157	94	31
157	94	32
157	94	33
157	94	34
157	94	35
157	94	36

157	93	31
157	93	32
157	93	33
157	93	34
157	93	35
157	93	36

157	92	31
157	92	32
157	92	33
157	92	34
157	92	35
157	92	36

157	91	31
157	91	32
157	91	33
157	91	34
157	91	35
157	91	36

157	90	31
157	90	32
157	90	33
157	90	34
157	90	35
157	90	36

157	89	31
157	89	32
157	89	33

156	95	1
156	95	2
156	95	3
156	95	9
156	95	10

156	95	11
156	95	12
156	95	13
156	95	14
156	95	15
156	95	16
156	95	17
156	95	20
156	95	21
156	95	22
156	95	23
156	95	24
156	95	25
156	95	26
156	95	27
156	95	28
156	95	29
156	95	36

156	94	1
156	94	2
156	94	3
156	94	4
156	94	5
156	94	6
156	94	7
156	94	8
156	94	9
156	94	10
156	94	11
156	94	12
156	94	13
156	94	14
156	94	15
156	94	16
156	94	17
156	94	18
156	94	19
156	94	20
156	94	21
156	94	22
156	94	23
156	94	24
156	94	25
156	94	26
156	94	27
156	94	28
156	94	29
156	94	30
156	94	31
156	94	32

156	94	33
156	94	34
156	94	35
156	94	36

156	93	1
156	93	2
156	93	3
158	93	4
156	93	5
158	93	6
156	93	7
156	93	8
156	93	9
156	93	10
156	93	11
156	93	12
156	93	13
156	93	14
156	93	15
156	93	16
156	93	17
156	93	18
156	93	19
156	93	20
156	93	21
158	93	22
156	93	23
156	93	24
156	93	25
156	93	26
156	93	27
156	93	28
156	93	29
156	93	30
156	93	31
156	93	32
156	93	33
156	93	34
156	93	35
156	93	36

156	92	1
156	92	2
156	92	3
156	92	4
156	92	5
156	92	6
156	92	7
156	92	8

156	92	9
156	92	10
156	92	11
156	92	12
156	92	13
156	92	14
156	92	15
156	92	16
156	92	17
156	92	18
156	92	19
156	92	20
156	92	21
156	92	22
156	92	23
156	92	24
156	92	25
156	92	26
156	92	27
156	92	28
156	92	29
156	92	30
156	92	31
156	92	32
156	92	33
156	92	34
156	92	35
156	92	36

156	91	1
156	91	2
156	91	3
156	91	4
156	91	5
156	91	6
156	91	7
156	91	8
156	91	9
156	91	10
156	91	11
156	91	12
156	91	13
156	91	14
156	91	15
156	91	16
156	91	17
156	91	18
156	91	19
156	91	20
156	91	21
156	91	22

156	91	23
156	91	24
156	91	25
156	91	26
156	91	27
156	91	28
156	91	29
156	91	30
156	91	31
156	91	32
156	91	33
156	91	34
156	91	35
156	91	36

156	90	1
156	90	2
156	90	3
156	90	4
156	90	5
156	90	6
156	90	7
156	90	8
156	90	9
156	90	10
156	90	11
156	90	12
156	90	13
156	90	14
156	90	15
156	90	16
156	90	17
156	90	18
156	90	19
156	90	20
156	90	21
156	90	22
156	90	23
156	90	24
156	90	25
156	90	26
156	90	27
156	90	28
156	90	29
156	90	30
156	90	31
156	90	32
156	90	33
156	90	34
156	90	35
156	90	36

156	89	6
156	89	7
156	89	18
156	89	19
156	89	30
156	89	31



GEOPHYSICAL EXPLORATION PERMIT

INDUSTRIAL COMMISSION OF NORTH DAKOTA
 OIL AND GAS DIVISION
 600 EAST BOULEVARD DEPT 405
 BISMARCK, ND 58505-0840
 SFN 51459 (11-2007)



1) a. Company Geokinetics USA, Inc.		Address 1500 City West Suite 800 Houston, TX 77042	
Contact Bruce Fulker	Telephone 713-840-3389	Fax 713-850-7783	
Surety Company US Specialty Insurance	Bond Amount \$50,000.00	Bond Number B004059	
2) a. Subcontractor(s) Erickson Contract Surveying		Address 111 5th SW Sidney, Mt 59270	
b. Subcontractor(s)		Telephone (406)482-6606	
c. Subcontractor(s)		Telephone	
3) Party Manager Raul Arredondo		Address (local)	
Telephone (local) 713-252-8919			
4) Project Name or Line Numbers Red Sky 156 3D			
5) Exploration Method (Shot Hole, Non-Explosive, 2D, 3D, Other) Vibroseis			
6) Approximate Start Date March 1, 2008		Approximate Completion Date April 15, 2008	

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)	Section	<i>See attachment</i>			T.	R.
	Section				T.	R.
	Section				T.	R.
	Section				T.	R.
8) Size of Hole 3-D	Amt of Charge	Depth	Source points per sq. mi. 72	No. of sq. mi. 79.23	9) Must supply latitude/longitudes of 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?
No

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

Signed <i>Bruce Fulker</i>	Title VP Permit Services	Date 2/14/08
(This space for State office use)		Conditions of Approval if any <i>See Attached letter</i>
Permit No. 970153	Approval Date 2/20/2008	
Approved by <i>[Signature]</i>		
Title Mineral Resources Permit Manager		
County Approval Sent Mountrail County		

<u>Township</u>	<u>Range</u>	<u>Section</u>
157 N	91 W	33
157 N	91 W	34
157 N	91 W	35
157 N	91 W	36
157 N	90 W	31
157 N	90 W	32
157 N	90 W	33
157 N	90 W	34
157 N	90 W	35
157 N	90 W	36
157 N	89 W	31
157 N	89 W	32
157 N	89 W	33
156 N	91 W	1
156 N	91 W	2
156 N	91 W	3
156 N	91 W	4
158 N	91 W	5
156 N	91 W	6
156 N	91 W	7
158 N	91 W	8
156 N	91 W	9
156 N	91 W	10
156 N	91 W	11
156 N	91 W	12
156 N	91 W	13
156 N	91 W	14
156 N	91 W	15
156 N	91 W	16
156 N	91 W	17
158 N	91 W	18
156 N	91 W	19
156 N	91 W	20
156 N	91 W	21
156 N	91 W	22
156 N	91 W	23
156 N	91 W	24
156 N	91 W	25
156 N	91 W	26
156 N	91 W	27
156 N	91 W	28
156 N	91 W	29
156 N	91 W	30
156 N	91 W	31

156 N	91 W	32
156 N	91 W	33
156 N	91 W	34
156 N	91 W	35
156 N	91 W	36

156 N	90 W	1
156 N	90 W	2
156 N	90 W	3
156 N	90 W	4
156 N	90 W	5
156 N	90 W	6
156 N	90 W	7
156 N	90 W	8
156 N	90 W	9
156 N	90 W	10
156 N	90 W	11
156 N	90 W	12
156 N	90 W	13
156 N	90 W	14
156 N	90 W	15
156 N	90 W	16
156 N	90 W	17
156 N	90 W	18
156 N	90 W	19
156 N	90 W	20
156 N	90 W	21
156 N	90 W	22
156 N	90 W	23
156 N	90 W	24
156 N	90 W	25
156 N	90 W	26
156 N	90 W	27
156 N	90 W	28
156 N	90 W	29
156 N	90 W	30
156 N	90 W	31
156 N	90 W	32
156 N	90 W	33
156 N	90 W	34
156 N	90 W	35
156 N	90 W	36

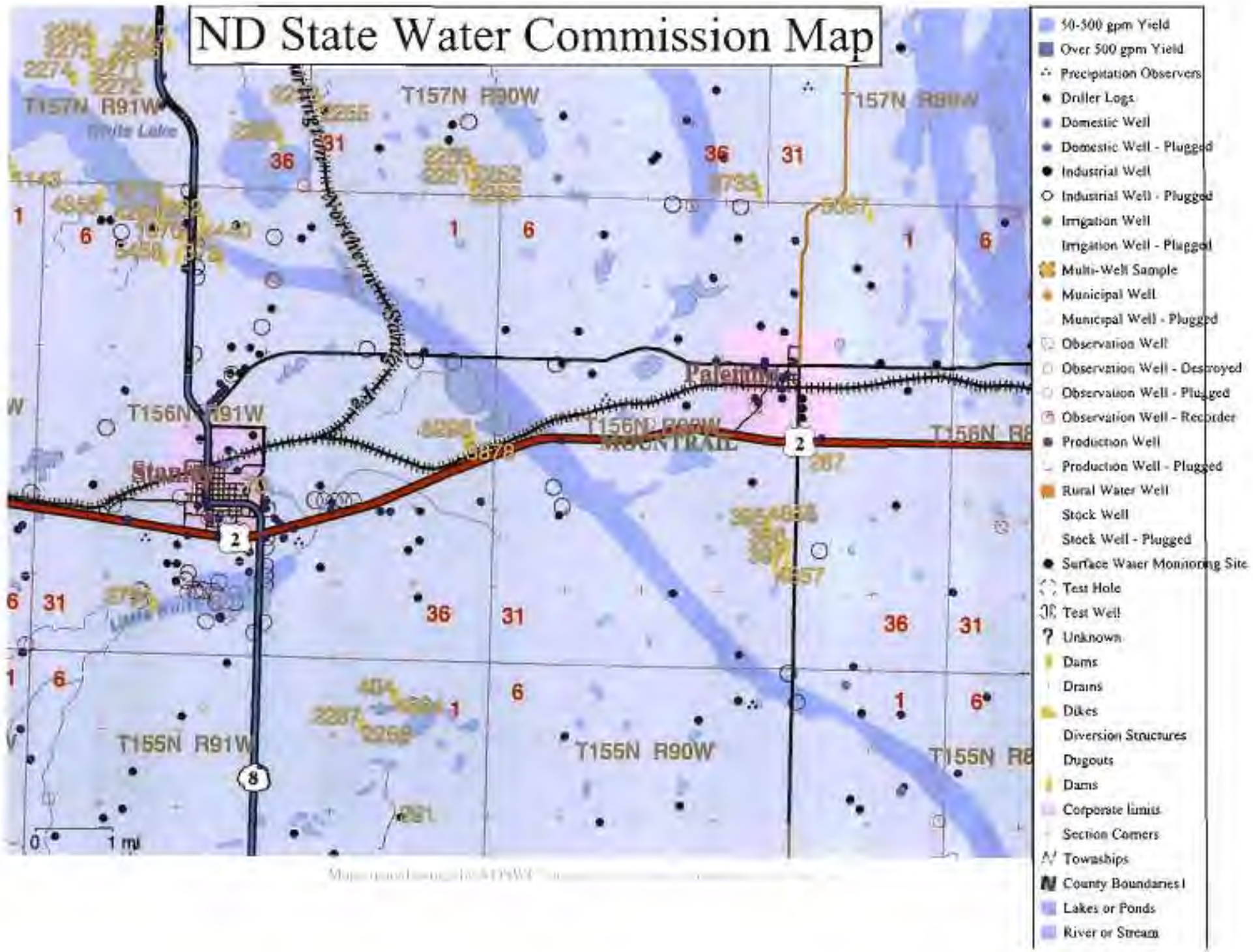
156 N	89 W	6
156 N	89 W	7
156 N	89 W	18
156 N	89 W	19
156 N	89 W	30
156 N	89 W	31

155 N	91 W	1
155 N	91 W	2
155 N	91 W	3
155 N	91 W	4
155 N	91 W	5
155 N	91 W	6

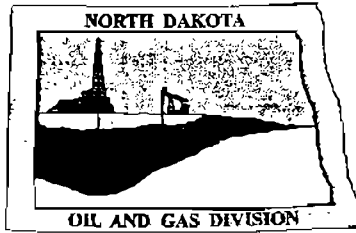
155 N	90 W	1
155 N	90 W	2
155 N	90 W	3
155 N	90 W	4
155 N	90 W	5
155 N	90 W	6

155 N	89 W	6
-------	------	---

ND State Water Commission Map



Map prepared for the ND State Water Commission



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

February 20, 2008

Mr. Bruce Fulker
Vice President Permit Services
Geokinetics USA, Inc
1500 CityWest Blvd.
Suite 800
Houston, TX 77042

RE: Red Sky 156 3-D
Geophysical Exploration Permit #97-0153
Mountrail County

Dear Mr. Fulker:

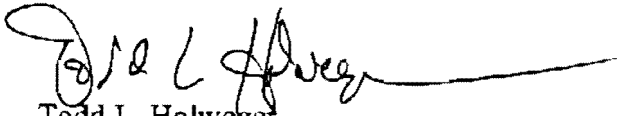
Please be advised that we are in receipt of your Geophysical Exploration permit and it is conditionally approved; effective for one year from February 20, 2008. Review the following conditions for your permit:

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

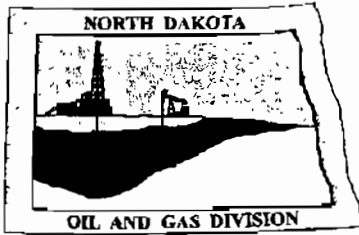
5. It is required that within seven days of initial contact between the permitting agent and the operator of the land, the permitting agent shall provide the operator of the land and each landowner owning land within one-half mile of the land on which geophysical exploration activities are to be conducted 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.swe.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. 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

February 20, 2008

The Honorable Joan Hollekim
Mountrail County Auditor
P.O. Box 69
Stanley, ND 58784

RE: Geophysical Exploration
 Permit #97-0153

Dear Ms. Hollekim:

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 February 20, 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,

A handwritten signature in black ink, appearing to read "Todd L. Holweger". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

Todd L. Holweger
DMR Permit manager

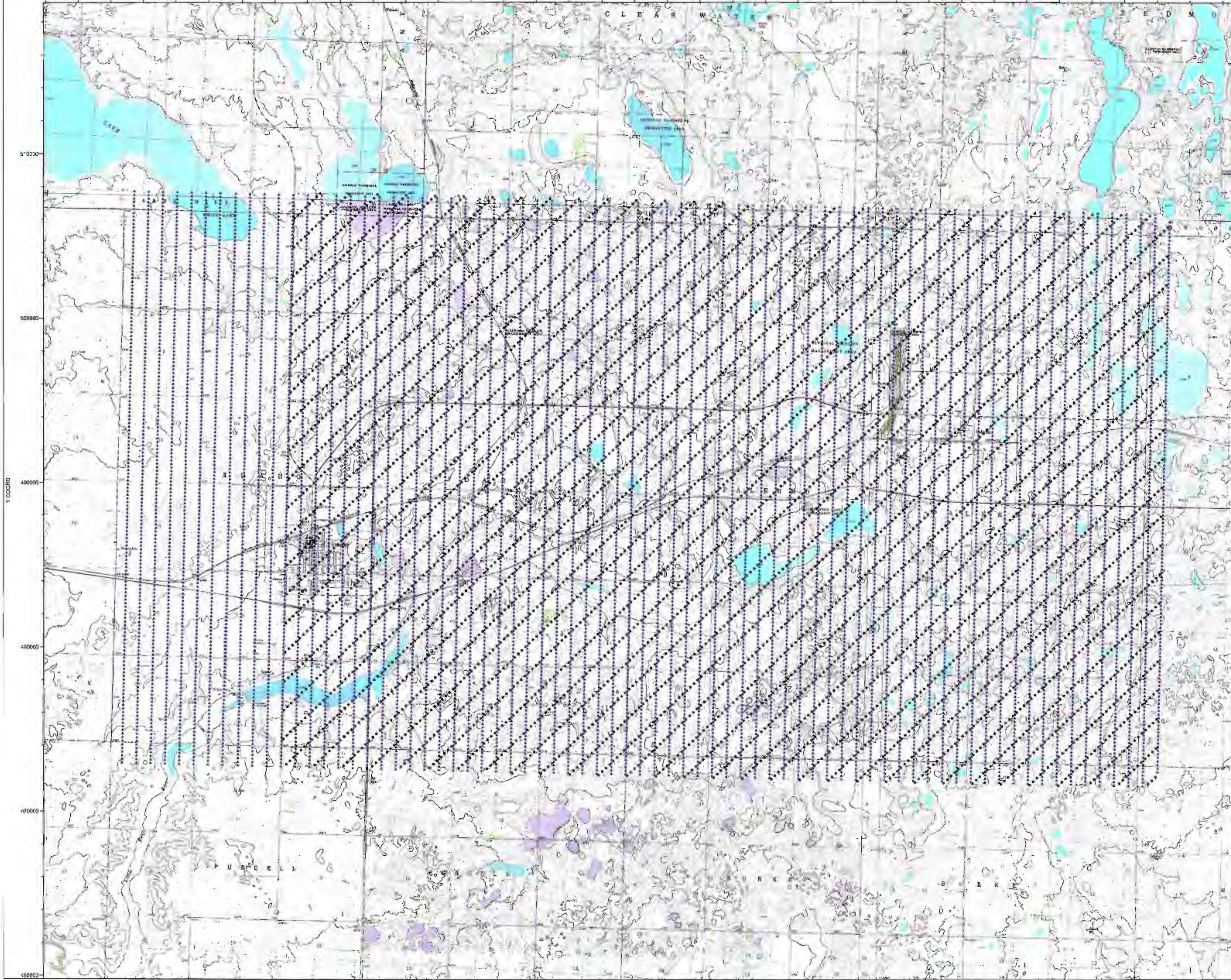
preplot phase I
Hess
970153

Red Sky 3D

3000.00 Feet per inch
0 1000 2000 3000 4000 5000

1530000 1540000 1550000 1560000 1570000 1580000 1590000

510000
500000
490000
480000
470000
460000





97613
pre plot map
expansion of project to
229 mi.2

Red Sky 3D
1:62500

2000 Feet per inch
1:62500

