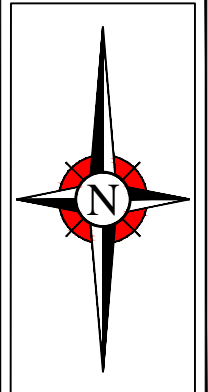
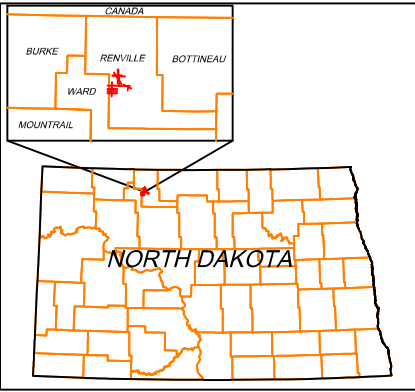
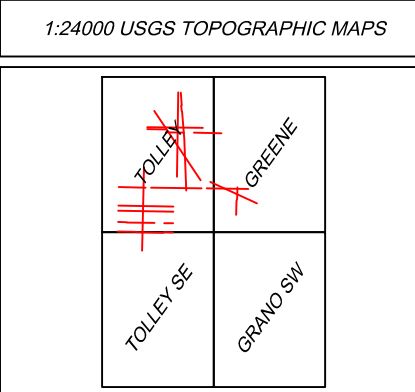
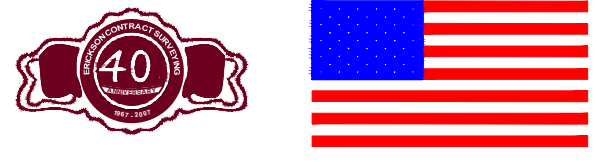


Client:

Geophysical Contractor:

Surveying, Mapping, and GIS done by:



SOUTH FRAM 2-D
 POSTPLOT MAP
 WARD & RENVILLE CO., ND
 TOWNSHIPS: 159, 160, & 161 N
 RANGES: 85, 86, & 87 W
 RECEIVER PT. INTERVAL: 110'
 SOURCE PT. INTERVAL: 220'
 VIBROSEIS
 SHEET 1 OF 1
 MARCH 12, 2014

NAD27
 NORTH DAKOTA STATE PLANE
 NORTH ZONE
 TOTAL RECEIVER POINTS: 2313
 TOTAL SOURCE POINTS: 1289
 AREA (LINEAR MILES): 14.48
 RECEIVER LINE INTERVAL: N/A
 SOURCE LINE INTERVAL: N/A
 RECEIVER LINE AZIMUTH: ???'???'.??'
 SOURCE LINE AZIMUTH: ???'???'.??'
 SCALE: 1:24000
 1" = 2000'

DRAWN BY: SHANDON ERIKSON / TRAVIS CLAFFY CHECKED BY: SHANDON ERIKSON ECG PROJECT NUMBER: 2014010

GPS CONTROL POINT SUMMARY						
STATION ID	SET	OPUS / RTK	WGS84 LATITUDE	WGS84 LONGITUDE	ELLIP. HEIGHT	ORTHO HEIGHT
?????	?????	?????	??-??-??	??-??-??	?????	?????

LEGEND

GOOD PERMITS	FENCE	RESTRICTED AREA - 330 FT
NO PERMITS	GATE	CEMETERY
NO FLY ZONES	LETDOWN	AIRPORT
CONDITIONAL PERMITS	OFF-ROAD ACCESS	INTERSTATE HIGHWAY
WILDLIFE REFUGE	DRYHOLES	U.S. HIGHWAY
WET AREAS / NO VEHICLES	OIL / GAS WELLS	STATE HIGHWAY
NO MINERAL	CONTROL POINTS	COUNTY ROAD
N/A	PREPLOT RECEIVERS	
PRIMARY HIGHWAY	PREPLOT SOURCE	
IMPROVED ROAD	POSTPLOT RECEIVERS	
PRIMITIVE ROAD	POSTPLOT SOURCE - VIBES	
WATER PIPELINES	POSTPLOT SOURCE - CONV. DRILLS	
POWER LINES	POSTPLOT SOURCE - BUGGY DRILLS	
TELEPHONE LINES	POSTPLOT SOURCE - HELI DRILLS	
	HAZARDS	

E.C.S., INC. IS NOT LIABLE FOR UNDERGROUND UTILITIES. ALL TOPO FEATURES ON THIS MAP ARE APPROXIMATE ONLY. IT IS E.C.S., INC. POLICY TO STAKE ALL SOURCE POINTS A MINIMUM OF 1320 FT. FROM WATERWELLS, SPRINGS, OILWELLS, AND / OR ANY OTHER STRUCTURES. ANY SOURCE POINTS CLOSER THAN 1320 FT. TO THE ABOVE REFERENCED ITEMS HAVE BEEN UNDER THE DIRECTION OF THE CLIENT. THEREFORE, E.C.S., INC. ASSUMES NO LIABILITY ON ANY SOURCE POINTS CLOSER THAN 1320 FT. TO THE ABOVE MENTIONED ITEMS.



GEOPHYSICAL EXPLORATION AFFIDAVIT OF COMPLETION REPORT - FORM GE 6B

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

PERMIT NAME (Required): South Fram 2D

PERMIT NUMBER: 97-0248

AFFIDAVIT OF COMPLETION (GEOPHYSICAL CONTRACTOR)

STATE OF North Dakota)

COUNTY OF Renville, Ward)

Before me, Sonja Jackson, a Notary Public in and for the said

County and State, this day personally appeared Matthew Michaeli

who being first duly sworn, deposes and says that (s)he is employed by Fram Operating / Geoknetics USA, Inc, that (s)he has read North Dakota

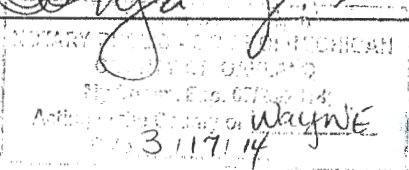
Century Code Section 38-08.1, that the foregoing seismic project has been completed in accordance with North Dakota Administrative Code Rule 43-02-12 and that the statements on the reverse side of this document are true.

Matthew Michaeli
Geophysical Contractor Representative

Subscribed in my presence and sworn before me this 17th day of March, 2014.

Notary Public Sonja Jackson

My Commission Expires July 25, 2018





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. 97-0248	
Shot Hole Operations N/A	*Non-Explosive Operations Vibroseis

SECTION 1

Geophysical Contractor Geokinetics USA, Inc.	
Project Name and Number South Fram 2D Project # 10114	County(s) Renville, Ward
Township(s) 161N, 160N, 159N	Range(s) 87W, 86W, 85W
Drilling and Plugging Contractors N/A	
Date Commenced February 24, 2014	Date Completed March 15, 2014

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).



William J. Michaeli
Owner, President
Office: (970) 471-4878
Fax: (918) 649-0217

March 17, 2014

To whom it may concern,

The intent of this letter to notify the North Dakota Industrial Commission (NDIC) that Fram Operating through their contractor Michaeli Land Services has provided all surface owners within the South Fram 2D project and all surface owners with lands located within one-half mile of the project a copy of NDCC Section 38-08.1-04.1 and NDCC Chapter 38-11.1 as notification requirements to conduct geophysical operations

Sincerely,

William J. Michaeli
Michaeli Land Services, LLC
(970) 471-4878
bill@michaeliland.com



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/

FEBRUARY 20, 2014

HENRY BIGGERT
GEOKINETICS USA, INC.
1500 CITYWEST BLVD
HOUSTON, TX 77042

RE: SOUTH FRAM 2-D
GEOPHYSICAL EXPLORATION PERMIT # 97-0248
WARD AND RENVILLE COUNTIES
NON-EXPLOSIVE METHOD

Dear MR. BIGGERT:

Please be advised that we are in receipt of your Geophysical Exploration permit application and it is conditionally approved; effective for one year from FEBRUARY 20, 2014. **PURSUANT TO NDAC 43-02-12-05 (DISTANCE RESTRICTION) non-explosive method may not be conducted not less than 300 feet from a water well, building, underground cistern, pipelines, and flowing spring. In addition, pursuant to NDAC 43-02-12-06 (NOTIFICATION OF WORK PERFORMED), "The director is authorized to suspend operations of the entire geophysical project, or any portion thereof, if further activity will cause excessive damage to the surface of the land".**

Be aware that there are military installations within the confines of this project.

Review the following conditions for your permit:

1. A pre-program meeting with state seismic inspector Tom Torstenson is required. You must contact him at 701-290-1546 (cell) or 701-227-7436 at least 24 hours prior to any exploration operations. Also, a copy of the entire permit is required for all contractors at the pre-program meeting.
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,


Todd L. Holweger
DMR Permit Manager



GEOPHYSICAL EXPLORATION PERMIT - FORM GE 1

INDUSTRIAL COMMISSION OF NORTH DAKOTA
 OIL AND GAS DIVISION
 600 EAST BOULEVARD DEPT 405
 BISMARCK, ND 58505-0840
 SFN 51459 (03-2011)



1) a. Company Geokinetics USA, Inc.		Address 1500 Citywest Blvd		
Contact Henry E. Biggart		Telephone (281) 848-6813	Fax (281) 217-8977	
Surety Company U.S. Specialty Ins. Co.		Bond Amount \$50,000.00	Bond Number BOO4059	
2) a. Subcontractor(s)		Address		Telephone
b. Subcontractor(s)		Address		Telephone
3) Party Manager Vince Hanrahan		Address (local) 819 N Central Ave, Kenmare, ND		Telephone (local) (832) 776-8983
4) Project Name or Line Numbers South Fram 2D				
5) Exploration Method (Shot Hole, Non-Explosive, 2D, 3D, Other) 2D Vibroseis Non-Explosive				
6) Distance Restrictlons (Must check all that apply)				
<input checked="" type="checkbox"/> 300 feet - NonExplosive - Distance setbacks apply to water wells, buildings, underground cisterns, pipelines, and flowing springs.				
<input type="checkbox"/> 660 feet - Shot Hole - Distance setbacks apply to water wells, buildings, underground cisterns, pipelines, and flowing springs.				
7) Size of Hole	Amt of Charge	Depth	Source points per sq. mi.	No. of sq. mi.
3-D				
Size of Hole	Amt of Charge	Depth	Source points per ln. mi.	No. of ln. mi.
2-D NA	NA	NA	24	52.86
8) Approximate Start Date February 18, 2014			Approximate Completion Date March 25, 2014	

THE COMMISSION MUST BE NOTIFIED AT LEAST 24 HOURS IN ADVANCE OF COMMENCEMENT OF GEOPHYSICAL OPERATIONS

9) Location of Proposed Project - County Renville and Ward County				
Section(s), Township(s) & Range(s)	Section	See Exhibit "A"	T.	R.
	Section	See Map Attachment	T.	R.
	Section		T.	R.
	Section		T.	R.
	Section		T.	R.
	Section		T.	R.

I hereby swear or affirm that the information provided is true, complete and correct as determined from all available records			Date 2-14-14
Signature 	Printed Name Henry E. Biggart	Title Western US Area Manager	
Email Address(es) henry.biggart@geokinetics.com			

(This space for State office use)		Permit Conditions
Permit No. 970248	Approval Date 2/20/14	
Approved by 		
Title Mineral Resources Permit Manager		<ul style="list-style-type: none"> * Permit in hand required at pre-program meeting with field inspector and be aware of all NDIC Rules and Regulations (i.e. distance restrictions). * See attached letter.

*See Instructions On Reverse Side

South Fram 2D
Geokinetics USA, Inc.
Renville and Ward County, North Dakota

Form GE 1 Exhibit "A" Legal Description

Township	Range	Sections
161 N	86 W	26, 34-36
160 N	87 W	25, 36
160 N	86 W	2-5, 8-11, 15-16, 19, 21-34, 36
160 N	85 W	30
159 N	87 W	1
159 N	86 W	4-7



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/

FEBRUARY 20, 2014

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

RE: Geophysical Exploration
Permit # 97-0248

Dear Ms. Pollman:

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, 2014 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



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/

FEBRUARY 20, 2014

The Honorable Devera Smestad
Ward County Auditor
315 3ed St SE
Minot, ND 58701

RE: Geophysical Exploration
Permit # 97-0248

Dear Ms. Smestad:

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, 2014 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

Erbele, Nathaniel H.

From: Matthew Michaeli <mmichaeli1978@yahoo.com>
Sent: Thursday, February 20, 2014 10:47 AM
To: Holweger, Todd L.; Erbele, Nathaniel H.
Subject: Fw: Approval for Fram 2D Seismic Project for Fram Operating & Exploration

Todd & Nathan,

Here is the approval email from the Minot Airforce Base.

----- Forwarded Message -----

From: "LARSEN, JAMES A GS-11 USAF AFGSC 91 MMXS/MMXSFK" <james.larsen.3@us.af.mil>
To: Matt Michaeli <matt@michaeliland.com>
Cc: "MUNOS, CY I GS-09 USAF AFGSC 91 MMXS/MMXSFK" <cy.munos@us.af.mil>
Sent: Thursday, February 20, 2014 11:08 AM
Subject: Approval for Fram 2D Seismic Project for Fram Operating & Exploration

Mr. Michaeli:

Our Safety and Engineering offices have approved the portion of your project near our missile site in section 25.

The balance of the project, that portion located outside of 500' from the missile site, has been approved by our office.

We ask that the vibe crew notify our office about an hour before activity at stations 55171539, 55171541 and 55171543 (these are the three points closest to our missile site fence). At that time we will give our engineers a heads-up that they will see seismic activity on their sensors.

We will continue working with Mr. Cundiff should further questions arise during the project.

Thanks;

Jim Larsen
91 Missile Maintenance Squadron
Cable Affairs Office
701-723-6053

-----Original Message-----

From: Matt Michaeli [mailto:matt@michaeliland.com]
Sent: Wednesday, February 19, 2014 4:03 PM
To: LARSEN, JAMES A GS-11 USAF AFGSC 91 MMXS/MMXSFK
Subject: Fram 2D Seismic Project for Fram Operating & Exploration

James,

We're working on the NDIC permit for the Fram 2D seismic project near Kenmare, ND. Our 2D lines come within 1 quarter mile of a military facility near Sec 25 160N-86W and Sec 5 159N-86W. Fram personnel have informed me that they have spoken with someone at the facility as well as your office and supplied maps.

The NDIC is requiring an email from the Cable Affairs office to show that you have been informed of our project and received maps to verify acceptance of the proposed project. Please call or email me if you need anything else from us for approval.

Thank You,

Matt Michaeli
Project Coordinator
Michaeli Land Services
734-308-4506
matt@michaeliland.com



North Dakota Industrial Commission Department of Mineral Resources Oil & Gas Division

FORM GE 1 FILING AUTHORIZATION

COMPANY NAME: Geokinetics USA, Inc.

ADDRESS: 1500 CityWest Blvd, Suite #800

CITY: Houston STATE: TX ZIP: 77042

This form authorizes the person(s) listed below to submit a NDIC Geophysical Exploration Permit – Form GE 1 for approval on behalf of the designated company as listed above.

A new authorization will be required if any changes are to be made to the authorized individuals on the form.

The data submitted from the authorized individuals listed below have been checked and conform to the standards and procedures set forth by the NDIC Department of Mineral Resources.

The authorized individual(s) will ensure that the company, as listed above, and party manager receive a copy of the approved Form GE 1

<u>Authorized Individuals</u>	<u>E-Mail Address</u>	<u>Phone Number</u>
Henry Biggart	henry.biggart@geokinetics.com	281-848-6813
Vince Hanrahan	vince.hanrahan@geokinetics.com	832-776-8983
Matt Michaeli	matt@michaeliland.com	734-308-4506

Company Authorized Signature: [Signature] Date: 02/19/2014

Printed Name: Henry Biggart Title: Western US Area Manager

Phone: 281-848-6813 Email Address: henry.biggart@geokinetics.com

Witness Signature: Vincent Hanrahan Date: 02-19-2014

Witness Printed Name: Vincent Hanrahan (Project Manager)

