

1. OTC/OCC OPERATOR NUMBER
15136-0

2. API NUMBER
141-20316

OKLAHOMA CORPORATION COMMISSION
Oil & Gas Conservation Division
Jim Thorpe Building
Oklahoma City, Oklahoma 73105-4993
(Rule 3-204)

BATCH NUMBER (OCC USE ONLY)
05221403

3. NOTICE OF INTENTION TO:
 DRILL RECOMPLETE REENTER AMEND
Reason: Change location & purpose

4. TYPE OF DRILLING OPERATION:
 STRAIGHT HOLE DIRECTIONAL HOLE HORIZONTAL HOLE
Note: If, directional or horizontal, see reverse side for bottom hole loc.

5. WELL LOCATION:

Section	Township	Range	County
4	5S	14W	TILLMAN

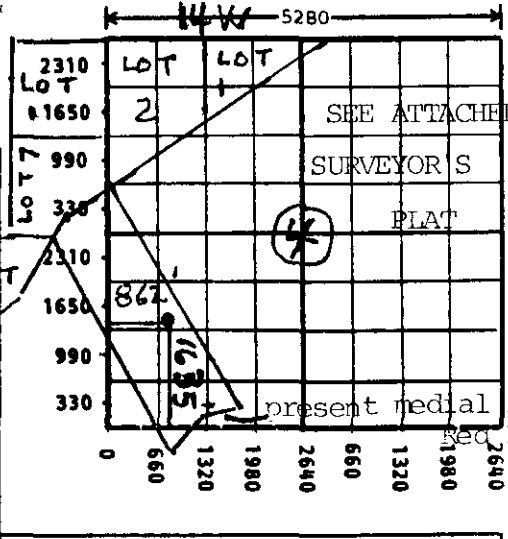
Spot Location: Feet from quarter section lines
SW 1/4 SE 1/4 NW 1/4 SW 1/4 South line 1635 West line 862

7. Well will be 142 feet from nearest lease, unit or property boundary.

8. LEASE NAME: STEWART-WELFARE WELL NUMBER: 1

9. NAME OF OPERATOR: HELTON OIL COMPANY

ADDRESS: 713 LAMAR ST., WICHITA FALLS, TX 76301
PHONE (AC/NUMBER): 817-723-0729



10. NAME OF SURFACE OWNER: (one only, attach sheet for additional owners)
MARTIN L. STEWART
ADDRESS: 3849 So. DRIVE, FORT WORTH, TX 76109

11. Is well located on lands under federal jurisdiction? Y N

12. Will a water well be drilled? Y N
Will surface water be used? Y N

13. DATE OPERATION TO BEGIN

14. TARGET FORMATIONS AND DEPTHS OF EACH (limited to ten)
GUNSITE SAND at 1691' Perforation: 1691-1693 New G.R. Log.

ORIG. OPEN HOLE LOG FURNISHED. NEW CEMENT BOND, G.R. & COLAR LOG FURNISHED

OLD WELL RE-ENTRY This well to be re-entered is on land accreted to LOT 7-Sec. 5-5S-14W.

15. SPACING ORDER NUMBER(S) AND SIZE UNIT(S):
1/5 Statewide order - 2.5 acres.

16. Pending Application C.D. No. N/A 17. Location Exception Order No. N/A 18. Increase Density Order No. N/A

19. Total Depth 1755' 20. Ground Elev. 1010' 21. Depth to base of treatable water-bearing fm MCK 36' 22. Surface Casing MCK 60' 23. Will alternative casing program be used? Y N

24. Alternative Casing Procedures, check box and fill in blank (Affidavit Required, see Reverse Side):
 A. Cement will be circulated from total depth to the ground surface on the production casing string.
 B. Cement will be circulated from _____ depth to _____ depth by use of a two stage cementing tool.

25. Pit Information:
A. Type of Pit System: Non-site off-site closed If off-site, specify location: _____
B. Type of Mud System: water based oil based gas based (air drilled)
C. Expected chloride content: maximum 2200 ppm; average 1200 ppm.
D. Is depth to top of ground water greater than 6 ft. below base of pit? Yes No

26. For OCC Use Only:
A. Is pit located in an hydrologically sensitive area? Yes No
B. Category of pit: 1 (2) 3 4 C. Liner Required: Yes No

27. PROPOSED METHOD FOR DISPOSAL OF DRILLING FLUIDS (must be completed):
 A. Evaporation/dewater and backfilling of reserve pit;
 B. Solidification of pit contents;
 C. Annular injection (requires permit and surface casing set 200 ft. below base of Treatable Water-bearing fm);
 D. Noncommercial land application (requires permit);
 E. Haul to commercial pit facility; specify site _____
 F. Haul to commercial soil farming facility; specify site _____
 G. Other method; specify _____

60' - 8.675" surface pipe
1755' - 4.5" production pipe

I hereby certify that I am authorized to submit this two page application which was prepared by me or under my supervision. The facts and proposals made herein are true, correct and complete to the best of my knowledge and belief.

SIGNATURE: *M. Helton* NAME (Print or Type): R. M. HELTON PHONE (AC/NUMBER): 817-723-0729 DATE: May 14, 1991

NOTICE: Approval is void if operations have not commenced within six months of the date of approval. An approved permit must be posted at the location during drilling and completion operations. File the Form 1001A, Spud Report, within fourteen days of commencement of operations.

Locate bottom hole location(s)

29. BOTTOM HOLE LOCATION FOR DIRECTIONAL HOLE N/A

SEC	TWP	RGE	COUNTY
Spot location			
1/4	1/4	1/4	1/4 South line West line
Measured	True	Bottom hole location from	
Total Depth	Vertical Depth	lease, unit or property line:	

30. BOTTOM HOLE LOCATION FOR HORIZONTAL HOLE (DRAIN HOLES)

Drain hole #1

SEC	TWP	RGE	COUNTY
Spot location of end point			
1/4	1/4	1/4	1/4 South line West line
Depth of	Radius of	Direction	Total
Deviation	Turn	Length	
Measured	True	End point location from	
Total Depth	Vertical Depth	lease, unit or property line:	

Drain hole #2

SEC	TWP	RGE	COUNTY
Spot location of end point			
1/4	1/4	1/4	1/4 South line West line
Depth of	Radius of	Direction	Total
Deviation	Turn	Length	
Measured	True	End point location from	
Total Depth	Vertical Depth	lease, unit or property line:	

If more than two drainholes are proposed, attach separate sheet indicating the necessary information.

Direction must be stated in degree azimuth.

Please note, the horizontal drainhole and its end point must be located within the legal boundaries of the lease or spacing unit. Directional surveys are required for all drainholes and directional wells.

31. AFFIDAVIT FOR ALTERNATIVE CASING PROGRAM

(signature on front of form attests to this affidavit)

- This well will not penetrate any known lost circulation zone.
- During the drilling of this well, withdrawals from any water well within 1/4 mile of this well will not exceed 50 gallons per minute.
- List the following for each water well within 1/4 mile of this well (the information concerning each water well may be obtained through the Oklahoma Water Resources Board, P.O. Box 53585, Oklahoma City, OK 73152, or the Oklahoma Conservation Commission, 2800 N. Lincoln, Ste. 160, Oklahoma City, OK 73105). If no water wells are found, please state:

Name of owner/operator	Address of owner/operator	Location (nearest 1/4 1/4 1/4)	Deepest producing interval

- A cement bond log is required to be run and submitted from not less than 100 ft below the base of the treatable water-bearing formations to the ground surface.

INTENT TO DRILL CHECKLIST
(For OCC Use Only)

Approved TD Rejected _____

TD _____

TD _____

- Surety
 - None filed
 - Expired: date _____
 - Outstanding Contempt Order _____
- Intents

- Spacing
- Geology
 - Surface Casing
 - Insufficient amount, requires _____ ft.
 - Insufficient Alternative Casing Program
 - No Affidavit Submitted for Alternative Casing Program
 - Reentry, requires _____ ft., only _____ current
 - Unspaced: less than 2500 Ft. (165')/more than 2500 Ft. (330') only _____ ft. from N/S and _____ from E/W line
 - Spaced: Spacing Order No.
 - Square pattern; 2, 10, 40, 160, 640
 - Rectangular pattern; 5, 20, 80, 320 NW/SE or NE/SW
 - Rectangular slot pattern; 5, 20, 80, 320 prior to 1971 (Y,N) SU/LD
 - Location Exception
 - Surface hole location different
 - Bottom hole location different
 - Pending Application: Spacing/Location Exception C.D. No.: _____ H.O.M. Date: _____
 - Operator Name different in order No. _____ Name on Order: _____ Location Exception/Increase Density/Pooling
 - Increase Density/Location Exception Order expired: date _____
 - Outline lease or property boundary lines