

OKLAHOMA CORPORATION COMMISSION
OIL & GAS CONSERVATION DIVISION
P.O. BOX 52000
OKLAHOMA CITY, OK 73152-2000
(Rule 165:10-3-1)

API NUMBER: 119 24239 B

Approval Date: 06/27/2014
Expiration Date: 12/27/2014

Horizontal Hole Oil & Gas

Amend reason: CHANGE SHL AND BHL

AMEND PERMIT TO DRILL

WELL LOCATION: Sec: 36 Twp: 19N Rge: 2E County: PAYNE
SPOT LOCATION: NW NE NW NE FEET FROM QUARTER: FROM NORTH FROM EAST
SECTION LINES: 246 1652

Lease Name: STILLWATER CREEK 25-19N-2E Well No: 2WH Well will be 261 feet from nearest unit or lease boundary.

Operator Name: AMERICAN ENERGY-WOODFORD LLC Telephone: 4056085540; 4054188 OTC/OCC Number: 23358 0

AMERICAN ENERGY-WOODFORD LLC
PO BOX 18756
OKLAHOMA CITY, OK 73154-0756

COMMISSIONERS OF THE LAND OFFICE
PO BOX 248896
OKLAHOMA CITY OK 73124

Formation(s) (Permit Valid for Listed Formations Only):

Name	Depth	Name	Depth
1 WOODFORD	4460	6	
2		7	
3		8	
4		9	
5		10	

Spacing Orders: 619173 Location Exception Orders: 627919 Increased Density Orders: 629514

Pending CD Numbers: Special Orders:

Total Depth: 10000 Ground Elevation: 908 **Surface Casing: 340** Depth to base of Treatable Water-Bearing FM: 90

Under Federal Jurisdiction: No Fresh Water Supply Well Drilled: No Surface Water used to Drill: Yes

PIT 1 INFORMATION

Type of Pit System: CLOSED Closed System Means Steel Pits

Type of Mud System: WATER BASED

Chlorides Max: 5000 Average: 3000

Is depth to top of ground water greater than 10ft below base of pit? Y

Within 1 mile of municipal water well? N

Wellhead Protection Area? N

Pit is located in a Hydrologically Sensitive Area.

Category of Pit: C

Liner not required for Category: C

Pit Location is BED AQUIFER

Pit Location Formation: OSCAR

Approved Method for disposal of Drilling Fluids:

D. One time land application -- (REQUIRES PERMIT) PERMIT NO: 14-27121
H. CLOSED SYSTEM=STEEL PITS PER OPERATOR REQUEST

This permit does not address the right of entry or settlement of surface damages.
The duration of this permit is SIX MONTHS, except as otherwise provided by Rule 165: 10-3-1.
Rule 165: 10-3-4 (c) (7) (e) - The Operator shall give 24 Hours notice by telephone to the appropriate District Office of the Conservation Division as to when Surface Casing will be run.

HORIZONTAL HOLE 1

Sec 25 Twp 19N Rge 2E County PAYNE

Spot Location of End Point: NE NE NW NE

Feet From: NORTH 1/4 Section Line: 215

Feet From: EAST 1/4 Section Line: 2150

Depth of Deviation: 3679

Radius of Turn: 780

Direction: 360

Total Length: 4500

Measured Total Depth: 10000

True Vertical Depth: 4585

End Point Location from Lease,
Unit, or Property Line: 215

Notes:

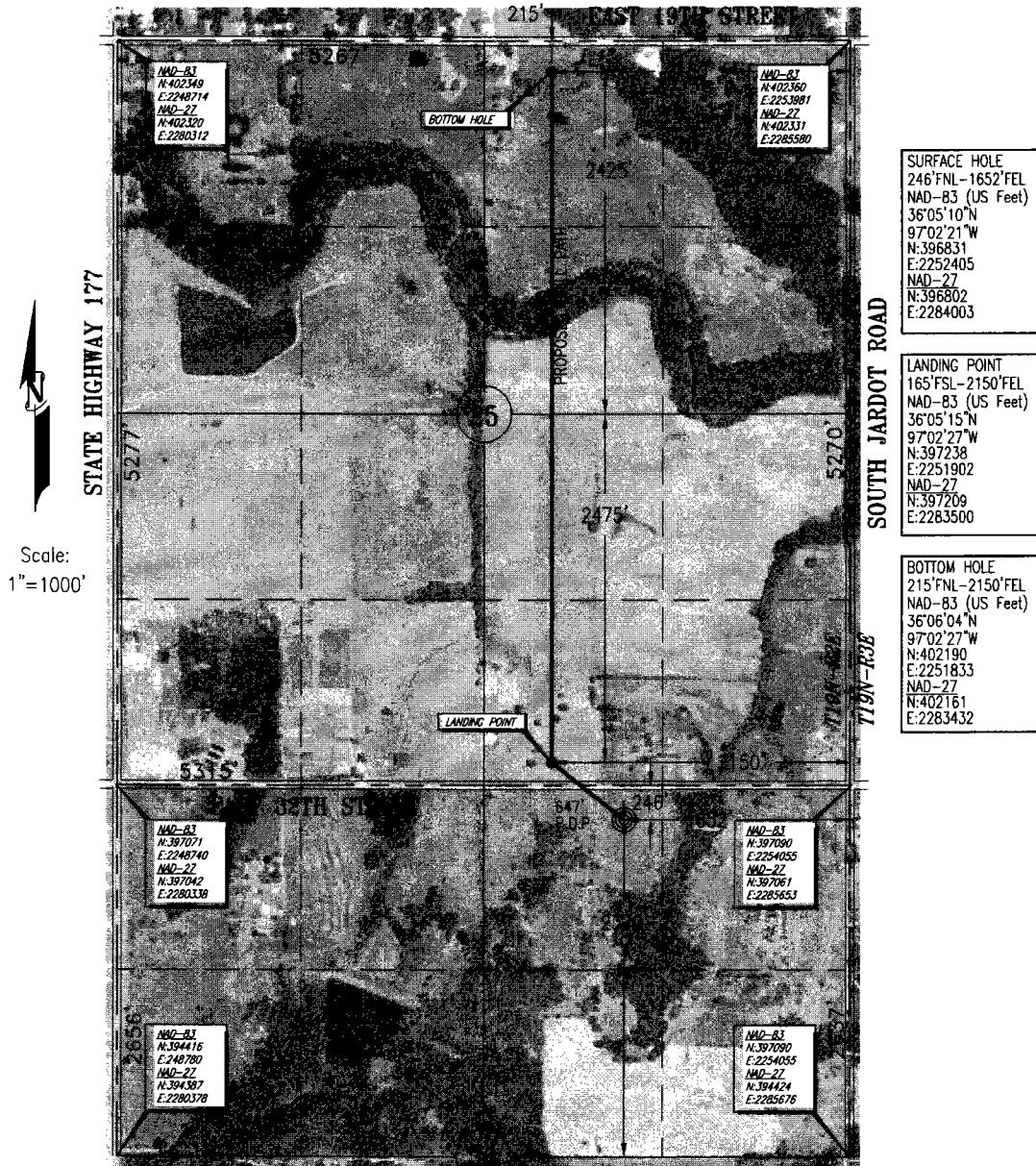
Category	Description
INCREASED DENSITY - 629514	9/24/2014 - G91 - 25-19N-02E X 619173 WDFD 2 WELLS AMERICAN ENERGY - WOODFORD,LLC. 8-21-2014
LOCATION EXCEPTION - 627919	9/24/2014 - G91 - (I.O.) 25-19N-02E X 619173 MSSP, WDFD, MSRH COMP INT. NCT 165 FSL NCT 165 FNL NCT 1320 FEL AMERICAN ENERGY - WOODFORD,LLC. 7-16-2014
SPACING - 619173	6/27/2014 - G72 - (640 HORZ) 25-19N-02E EXT 605008 MSSP, WDFD, MSRH, OTHER MSSP, MSRH NCT 660' FB, WDFD, OTHER NCT 330 FB; SUPERCEDE EXISTING NON-DEVELOPED NON -HORIZONTAL DRILLING AND SPACING UNITS
WATERSHED STRUCTURE	6/23/2014 - G71 - WELL WITHIN 1/2 MILE OF AN OKLAHOMA CONSERVATION COMMISSION WATERSHED STRUCTURE. CONTACT THE LOCAL CONSERVATION DISTRICT OFFICE AT (405) 372-7201 PRIOR TO DRILLING

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Rule 165: 10-3-4 (c) (7) (e) - The Operator shall give 24 Hours notice by telephone to the appropriate District
Office of the Conservation Division as to when Surface Casing will be run.

119-24239 B

PROPOSED WELL LOCATION

PAYNE County, Oklahoma
 246' FNL, 1652' FEL NE/4 Section 36, Township 19N, Range 2E 1.M.



SURFACE HOLE
 246' FNL-1652' FEL
 NAD-83 (US Feet)
 36°05'10" N
 97°02'21" W
 N: 396831
 E: 2252405
 NAD-27
 N: 396802
 E: 2284003

LANDING POINT
 165' FSL-2150' FEL
 NAD-83 (US Feet)
 36°05'15" N
 97°02'27" W
 N: 397238
 E: 2251902
 NAD-27
 N: 397209
 E: 2283500

BOTTOM HOLE
 215' FNL-2150' FEL
 NAD-83 (US Feet)
 36°06'04" N
 97°02'27" W
 N: 402190
 E: 2251833
 NAD-27
 N: 402161
 E: 2283432

Bottom Hole, Landing Point, and Drill Path information provided by operator listed, NOT Surveyed; distance between drill paths are calculated.

Operator: AMERICAN ENERGY-WOODFORD, LLC Well No.: 2WH **ELEVATION:** 908' GR. AT STAKE

Lease Name: STILLWATER CREEK 25-19N-2E

Topography & Vegetation: LOCATION FELL IN PASTURE LAND

Good Drill Site: YES

Best Accessibility to Location: FROM NORTH

Distance and Direction from Hwy Junction or Town: FROM THE INTERSECTION OF STATE HIGHWAY 177 AND EAST 32nd ROAD EAST
0.65 MILES TO WELL PAD

Keystone Engineering and Land Surveying, Inc. CA #5877 Exp. 6/30/15 P.O. Box 436 Stillwater, OK. 74076 Ph. (405) 743-3355



CERTIFICATE: W14-170 REVISED 11-06-14
 I, Carey E. Harris, an Oklahoma Professional Land Surveyor and an authorized agent of Keystone Engineering and Land Surveying, Inc., does hereby certify that on April 24th, 2014, the above described well location was surveyed on the ground as shown herein.

CEH 7 Nov 14
 Carey E. Harris, Oklahoma Professional Land Surveyor No. 1719

(THE FOLLOWING INFORMATION WAS GATHERED USING A GPS RECEIVER. ACCURACY ±3 FOOT.)

GPS DATUM: NAD-83
 LATITUDE: 36°05'11" N
 LONGITUDE: 97°02'21" W

STATE PLANE COORDINATES
 ZONE: OK NORTH
 X: 2252405
 Y: 396831