

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

API NUMBER: 103 24695

Approval Date: 12/11/2014
Expiration Date: 06/11/2015

Straight Hole Oil & Gas

PERMIT TO DRILL

WELL LOCATION: Sec: 14 Twp: 22N Rge: 2W County: NOBLE
SPOT LOCATION: FEET FROM QUARTER: FROM SOUTH FROM WEST
SECTION LINES: 330 1480

Lease Name: **ROGER SWARTZ** Well No: **2** Well will be **160** feet from nearest unit or lease boundary.
Operator Name: **MAGNOLIA PETROLEUM INC** Telephone: 9184498750 OTC/OCC Number: 22814 0

MAGNOLIA PETROLEUM INC
18452 E 111TH ST
BROKEN ARROW, OK 74011-9408

ROGER SWARTZ
5901 PIONEER
PERRY OK 73074

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

Name	Depth	Name	Depth
1 VERTZ	1960	6 VERDIGRIS	4575
2 CHECKERBOARD	4250	7 SKINNER	4625
3 BIG LIME	4345	8 PINK LIME	4672
4 OSWEGO 2	4395	9 MISSISSIPPI LIME	4820
5 OSWEGO 3	4520	10 WOODFORD	5005

Spacing Orders: 212377 Location Exception Orders: 201408417 Increased Density Orders:
21591
70089

Pending CD Numbers: Special Orders:

Total Depth: 5500 Ground Elevation: 1070 **Surface Casing: 260** Depth to base of Treatable Water-Bearing FM: 210

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: WELLINGTON

Approved Method for disposal of Drilling Fluids:

D. One time land application -- (REQUIRES PERMIT) PERMIT NO: 14-28737
H. CLOSED SYSTEM=STEEL PITS PER OPERATOR REQUEST

Notes:

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.

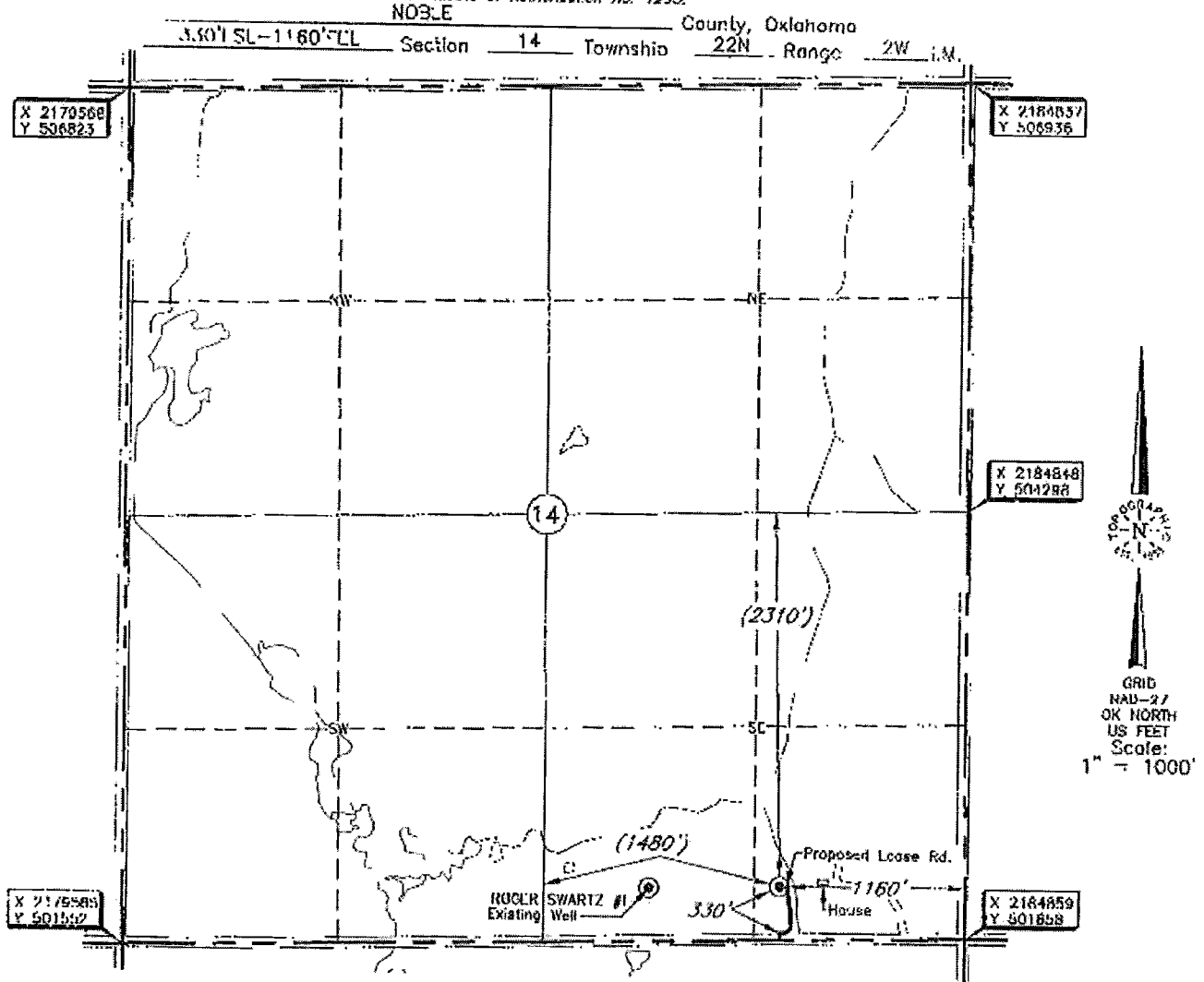
Category	Description
FRAC FOCUS	11/6/2014 - G71 - THE REQUIREMENT FOR CHEMICAL DISCLOSURE OF HYDRAULIC FRACTURING INGREDIENTS WILL BE EXTENDED TO INCLUDE ALL NON-HORIZONTAL WELLS FOR HYDRAULIC FRACTURING OPERATIONS BEGINNING JANUARY 1, 2014. REFER TO OCC RULE 165:10-3-10 FOR COMPLIANCE REQUIREMENTS. PLEASE REPORT DIRECTLY TO FRACFOCUS USING THE FOLLOWING LINK HTTP://FRACFOCUS.ORG/ OR FOR OCC ASSISTANCE CONTACT DENNIS NISKERN AT 405-522-2977 OR D.NISKERN@OCCEMAIL.COM
LOCATION EXCEPTION - 201408417	12/10/2014 - G76 - SE4 SE4 14-22N-2W X21591 MSSLM X70089 VRTZ X212377 BGLM, OSWG2, OSWG3, SKNR, MSSLM, OTHERS 330 FSL, 160 FWL NO OP. NAMED REC. 12/9/2014 (P. PORTER)
SPACING	12/11/2014 - G76 - CHECKERBOARD, VERDIGRIS, PINK LIME, WOODFORD UNSPACED; 160-ACRE LEASE (SE4)
SPACING - 212377	12/10/2014 - G76 - (40) 14-22N-2W EXT 44244/VAR/150319 SKNR EXT 161787 BGLM, OSWG2, OSWG3, OTHERS EXT 183504 MSSLM, OTHERS EXT OTHERS
SPACING - 21591	12/10/2014 - G76 - (40) S2 14-22N-2W EXT 19935 MSSLM
SPACING - 70089	12/10/2014 - G76 - (40) 14-22N-2W VAC OTHERS EST VRTZ

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103 24695 ROGER SWARTZ 2

API 103-24695

TOPOGRAPHIC LAND SURVEYORS OF OKLAHOMA
 8709 NORTH CLASSEN BLVD., OKLA. CITY, OKLA. 73116 • LOCAL (405) 843-4847 • OUT OF STATE (800) 654-3219
 Certificate of Authorization No. 1293



Distances shown in (parenthesis) are calculated based upon the Quarter Section being 2540 feet. Distances shown in [brackets] are based on GLO (General Land Office) distances and have NOT been measured on the ground.

NOTE:
 The information shown herein is for construction purposes ONLY.

Operator: MAGNOLIA PETROLEUM, INC.
 Lease Name: ROGER SWARTZ

ELEVATION:
1976' Gr. at Stake

Topography & Vegetation Location 'til in sowing wheat field ±252' West of house.

Good Drill Site? Yes Reference Stakes or Alternate Location: Stakes Set - None

Best Accessibility to Location From South of county road.

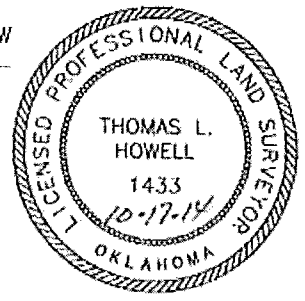
Distance & Direction from Hwy Jct. or Town From the Jct. of I-35 and U.S. Hwy 412, go West ±2.5 miles on U.S. Hwy. 412, then go South ±1.5 miles to the SE corner of Section 14, T22N-R2W.

DATE: NAD-27
 LAT: 36°22'38.5"N
 LONG: 97°22'33.6"W
 LAT: 36.377357422°N
 LONG: 97.37602144°W
 STATE PLANE COORDINATES (US FEET):
 ZONE: OK NORTH
 X: 2183698
 Y: 501965

Date of Drawing: Oct. 15, 2014
 Invoice # 237224 Date Staked: Oct. 14, 2014 JCW

CERTIFICATE:
 I, Thomas L. Howell, a Licensed Land Surveyor and an authorized agent of Topographic Land Surveyors, do hereby certify to the information shown herein.

Thomas L. Howell
 Oklahoma Reg. No. 1433



This information was generated with a GCS receiver with ±1 foot horizontal accuracy.