

FORM NO. 20 R 10/09

SUBMIT IN QUADRUPLICATE TO

ARM 36.22.307
36.22.1308

MONTANA BOARD OF OIL AND GAS CONSERVATION
2535 ST. JOHNS AVENUE BILLINGS, MONTANA 59102

RECEIVED
APR - 3 2019

Notice of Intent to Change Operator

MONTANA BOARD OF OIL &
GAS CONSERVATION - BILLINGS

The undersigned Transferor hereby notifies the Board of Oil and Gas Conservation of its intention to transfer ownership and/or operation of the following wells to the undersigned Transferee:

Lease Name: See Exhibit "A" attached	Lease type:(Private, State, Federal, Indian) See Exhibit "A" attached
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County: See Exhibit "A" attached	Field name: See Exhibit "A" attached
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Description of wells: Include API well number, well name and number, and exact location of the well including Township, Range, Section, quarter-quarter and footage measurements, and lease type . (Federal, Indian, Private, State) Attach additional sheets as necessary.

See Exhibit "A" attached listing the 16 wells being transferred.
19

Number of Wells to be Transferred: 16 Effective Date of Transfer: _____

Transferor's Statement:
I hereby designate the Transferee named herein as the owner and/or operator of record of the above described well(s). I acknowledge that the Transferor continues to be responsible for said well(s) and all associated equipment and facilities until such time as this transfer is approved by the Montana Board of Oil and Gas Conservation. I certify that the information contained herein is true and correct:

Transferee's Statement:
I hereby accept the designation of operator/owner for the above described well(s). I understand that this transfer will not be approved until the Transferee has complied with the Board's bonding requirements. I acknowledge that under Section 82-11-101 MCA, the Transferee herein is responsible for the costs of proper plugging and restoration of the surface of the well(s) described above. I certify that the information contained herein is true and correct:

Company EnergyQuest II, LLC
Street Address 4526 Research Forest Dr., Ste. 200
P.O. Box _____
City, State, ZIP The Woodlands, Texas 77381
Signed Wayne Greenwalt
Print Name Wayne Greenwalt
Title President and CEO
Telephone (281) 875-6200
Date 3/29/2019

Company Empire North Dakota LLC
Street Address 1203 East 33rd Street, Suite 250
P.O. Box _____
City, State, ZIP TULSA, OK 74104
Signed Thomas Pritchard
Print Name THOMAS PRITCHARD
Title CEO
Telephone (539) 444-8002
Date 3/29/2019

BOARD USE ONLY

Approved _____ Date _____

Name Title

Field Office Review	Date	Initial
Inspection	_____	_____
Records Review	_____	_____
Operations	_____	_____

Oper. No. _____ Bond No. _____

Oper. No. _____ Bond No. _____

Instructions for Form 20

MONTANA BOARD OF OIL & GAS CONSERVATION

This form is used to change the Operator of Record for wells. Complete the front portion of this form as indicated.

To transfer a number of wells please type: "See attached list" in the **Description of Wells** area and include the list of wells as an attachment.

The list of wells should be separated by lease and sorted by Township, Range, and Section. Wells should be identified as Federal, Indian, Private, or State under lease type. **Injection/SWD** wells should be identified as such. Plugged and Abandoned wells should not be included for transfer. The list should be in the following format:

<u>API Number</u>	<u>Lease Name</u>	<u>Well Number</u>	<u>Twp. Rge. Sec.</u>	<u>Qtr Qtr</u>	<u>Footage</u>	<u>Lease Type</u>
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The form must be signed by both the current owner/operator (transferor) and the proposed new owner/operator (transferee). The current operator of record will continue to be responsible for any wells and associated equipment or facilities until the transfer is approved by an authorized agent of the Montana Board of Oil and Gas Conservation.

For large change of operator submissions, if possible, please include a diskette containing the data list.

The Montana Board of Oil and Gas Conservation may withhold approval of the transfer until the well(s) made the subject of this form is (are) in substantial compliance with all applicable Board rules. All production reports, notices, forms, logs, samples, or other information required by Board law, rule, or order must be on file with the Board. The transferee must be in compliance with the Board's bonding requirements, as provided in Rules 36.22.1308 and 1408 ARM, before the transfer can be approved. A copy of the approved or disapproved Form 20 will be returned to each party.

Parties transferring wells are advised that the identity of responsible persons as defined by Section 82-11-101, MCA, will be determined by the Board's records.

If this form relates to a proposed change in the operator of record for a State of Montana oil and gas lease issued by the Montana Board of Land Commissioners, the parties should send a separate copy of this form to the Montana Department of Natural Resources and Conservation, Trust Lands Management Division, Minerals Management Bureau, 1625 Eleventh Avenue, P.O. Box 201601, Helena Montana 59620-1601.

The proposed new operator should have a current copy of the rules and laws of the Montana Board of Oil and Gas Conservation. Copies of the rules and laws may be obtained from any Board office, or are available on the Internet at <http://www.bogc.dnrc.mt.gov>.

NOTICE: False or inaccurate information can void the transfer of a well or wells to another operator's bond. Be sure to verify the accuracy of all well descriptions and other information supplied with this form.

BOARD USE ONLY

CONDITIONS OF APPROVAL

Exhibit "A"

API	Well (Lease) Name	Well Number	Township & Range	Sec	Qtr-Qtr	Footage N/S	Footage E/W	Lease Type
25-083-21008	Curtis Hunter	A-1	25N-58E	14	NESE	1980 S	660 E	Private
25-083-21013	Christiansen	B-1	25N-58E	14	SENE	1980 N	660 E	Private
25-083-21014	Vanderhoof	C-1	25N-59E	18	NESW	1980 N	1974 W	Private
25-083-21591	Curtis Hunter	1-14	25N-58E	14	NWSE	1980 S	1980 E	Private
25-083-21471	Young Heirs	4	25N-59E	30	SESW	660 S	1810 W	Private
25-083-21009	Vanderhoof	B-1	25N-59E	18	SWNW	1980 N	660 W	Private
25-083-21347	Christiansen	2	25N-58E	13	SESW	660S	1950 W	Private
25-083-21425	Ullman	2	25N-58E	13	SWNW	2200 N	800 W	Private
25-083-21028	Ullman (aka Hay Creek)	1	24N-58E	13	SWNW	1980 N	660 W	Private
25-083-21032	Henderson	13-24	24N-58E	13	NESW	1421 S	1964 W	Private
25-083-21194	C. S. Lein	1	22N-60E	7	NENE	660 N	660 E	Private
25-083-21693	C. S. Lein	3	22N-59E	1	SENE	1980 N	1850 E	Private
25-083-22988	Lien	4	22N-59E	1	NESW	2351 S	1431 W	Private
25-083-22989	Lien	5	22N-59E	1	NESW	2338 S	1398 W	Private
25-091-21560	Hensler	1-21	36N-57E	21	NWNE	1100 N	1550 E	Private
25-083-21656	C.S. Lein	2	22N-59E	1	S2SE	850 S	1320 E	Private
25-083-21063	Fort Gilbert	1	24N-59E	32	NWNW	800 N	1000 W	Federal
25-083-21458	Levno	1	24N-59E	29	NESE	1682 S	676 E	Private
25-083-21482	Fort Gilbert	5	24N-59E	32	NENE	660 N	660 E	Federal

→ SWD ←

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GAS CONSERVATION • BILLINGS**

FORM NO. 20 R 10/09

SUBMIT IN QUADRUPLICATE TO

RECEIVED ARM 36.22.307 36.22.1308

MONTANA BOARD OF OIL AND GAS CONSERVATION
2535 ST. JOHNS AVENUE BILLINGS, MONTANA 59102

APR 19 2019

Notice of Intent to Change Operator

MONTANA BOARD OF OIL & GAS CONSERVATION • BILLINGS

The undersigned Transferor hereby notifies the Board of Oil and Gas Conservation of its intention to transfer ownership and/or operation of the following wells to the undersigned Transferee:

Lease Name: See Below	Lease type:(Private, State, Federal, Indian) See Below
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County: Blaine	Field name: Exploratory (Thirty Mile)
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Description of wells: Include API well number, well name and number, and exact location of the well including Township, Range, Section, quarter-quarter and footage measurements, and lease type . (Federal, Indian, Private, State) Attach additional sheets as necessary.

1. ML&E NW Cherr Patch 2-12 Sec. 12, T34N, R21E 1106' FNL and 2533' FEL Private 25-005-23554

2. ML&E et al Cherry Patch 9-12 Sec. 12, T34N, R21E 1693' FSL and 487' FEL Federal 25-005-23290

Number of Wells to be Transferred: <u>2</u>	Effective Date of Transfer: <u>01-May-19</u>
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Transferor's Statement:
 I hereby designate the Transferee named herein as the owner and/or operator of record of the above described well(s). I acknowledge that the Transferor continues to be responsible for said well(s) and all associated equipment and facilities until such time as this transfer is approved by the Montana Board of Oil and Gas Conservation. I certify that the information contained herein is true and correct:

Transferee's Statement:
 I hereby accept the designation of operator/owner for the above described well(s). I understand that this transfer will not be approved until the Transferee has complied with the Board's bonding requirements. I acknowledge that under Section 82-11-101 MCA, the Transferee herein is responsible for the costs of proper plugging and restoration of the surface of the well(s) described above. I certify that the information contained herein is true and correct:

Company Montana Land & Exploration, Inc.
 Street Address Suite 2200, 300- - 5th Avenue, S.W.
 P.O. Box _____
 City, State, ZIP Calgary, Alberta, Canada, T2P 3N4
 Signed [Signature]
 Print Name Don Jackson
 Title Vice President & COO
 Telephone (403) 265-9091
 Date 4/9/2019

Company Lonewolf Operating, LLC
 Street Address 7061 Commercial Avenue
 P.O. Box 81026
 City, State, ZIP Billings, Montana, 59108
 Signed [Signature]
 Print Name Trent Sizemore
 Title General Manager
 Telephone (406) 255-0637
 Date 4-1-2019

BOARD USE ONLY

Approved _____ Date _____
 _____ Name _____ Title _____

Oper. No. 377 Bond No. ML, FI

Field Office Review	Date	Initial
Inspection	_____	_____
Records Review	_____	_____
Operations	_____	_____

Oper. No. 839 Bond No. ML, FI

#7854

Breton, Jennifer

From: Breton, Jennifer
Sent: Thursday, May 09, 2019 1:34 PM
To: 'Jace Smith'
Subject: RE: New Operator filing - Powder River Energy Management LLC

Hi Jace,

Thanks for the email with all the details. This information will allow me to put Powder River Energy Management LLC on the June docket.

Regards,

Jennifer Breton

Program Specialist
Montana Board of Oil & Gas Conservation
2535 St. Johns Avenue
Billings, MT 59102
(406) 656-0040 - Office
(406) 655-6015 - Fax

From: Jace Smith <jace.seminoe@gmail.com>
Sent: Thursday, May 09, 2019 1:27 PM
To: Breton, Jennifer <Jennifer.Breton@mt.gov>
Subject: New Operator filing - Powder River Energy Management LLC

Jennifer -

Thanks for your time on the phone. I've attached the completed FORM 1 that has been notarized. IT will be in the mail shortly.

I will be taking over operations for all of Bayswater Exploration and Production wellbores and assets in Montana. I don't have a complete well list from them yet, but know wells are in Musselshell, Rosebud, and Golden Valley Counties. Possible some wells in Northern Stillwater County but I'm not certain. Mr. Halverson may be able to access the state database and generate a complete list of wells.

I'll have a completed Form 20 - Change of Operator and Form 3 - Bonding completed by the June 13th hearing date. I've registered Powder River Energy Management LLC with the SOS office. Additionally, I'll get setup with MT Department of Treasury to pay taxes by June 13th.

Please inform me of anything I am missing. Thanks again for your assistance! - Jace

Jace Smith
406-490-2838
Seminole Engineering
Powder River Energy Management
ReRide Exploration