

KANSAS CORPORATION COMMISSION
OIL & GAS CONSERVATION DIVISION

Form T-1
July 2014

Form must be Typed
Form must be Signed
All blanks must be Filled

**REQUEST FOR CHANGE OF OPERATOR
TRANSFER OF INJECTION OR SURFACE PIT PERMIT**

Form KSONA-1, Certification of Compliance with the Kansas Surface Owner Notification Act,
MUST be submitted with this form.

Check Applicable Boxes:

- Oil Lease: No. of Oil Wells _____ **
- Gas Lease: No. of Gas Wells _____ **
- Gas Gathering System: _____
- Saltwater Disposal Well - Permit No.: _____
Spot Location: _____ feet from N / S Line
_____ feet from E / W Line
- Enhanced Recovery Project Permit No.: _____
Entire Project: Yes No
Number of Injection Wells _____ **

Field Name: _____

**** Side Two Must Be Completed.**

Effective Date of Transfer: _____

KS Dept of Revenue Lease No.: _____

Lease Name: _____

_____ Sec. _____ Twp. _____ R. E W

Legal Description of Lease: _____

County: _____

Production Zone(s): _____

Injection Zone(s): _____

Surface Pit Permit No.: _____
(API No. if Drill Pit, WO or Haul)

_____ feet from N / S Line of Section

_____ feet from E / W Line of Section

Type of Pit: Emergency Burn Settling Haul-Off Workover Drilling

Past Operator's License No. _____

Contact Person: _____

Past Operator's Name & Address: _____

Phone: _____

Title: _____

Signature: _____

New Operator's License No. _____

Contact Person: _____

New Operator's Name & Address: _____

Phone: _____

Oil / Gas Purchaser: _____

Date: _____

Title: _____

Signature: _____

Acknowledgment of Transfer: The above request for transfer of injection authorization, surface pit permit # _____ has been noted, approved and duly recorded in the records of the Kansas Corporation Commission. This acknowledgment of transfer pertains to Kansas Corporation Commission records only and does not convey any ownership interest in the above injection well(s) or pit permit.

_____ is acknowledged as
the new operator and may continue to inject fluids as authorized by

Permit No.: _____ . Recommended action: _____

Date: _____

Authorized Signature

_____ is acknowledged as
the new operator of the above named lease containing the surface pit

permitted by No.: _____ .

Date: _____

Authorized Signature

DISTRICT _____ EPR _____ PRODUCTION _____ UIC _____

KANSAS CORPORATION COMMISSION
OIL & GAS CONSERVATION DIVISION

Form KSONA-1

July 2014

Form Must Be Typed**Form must be Signed****All blanks must be Filled**

CERTIFICATION OF COMPLIANCE WITH THE KANSAS SURFACE OWNER NOTIFICATION ACT

This form must be submitted with all Forms C-1 (Notice of Intent to Drill); CB-1 (Cathodic Protection Borehole Intent); T-1 (Request for Change of Operator Transfer of Injection or Surface Pit Permit); and CP-1 (Well Plugging Application). Any such form submitted without an accompanying Form KSONA-1 will be returned.

Select the corresponding form being filed: **C-1** (Intent) **CB-1** (Cathodic Protection Borehole Intent) **T-1** (Transfer) **CP-1** (Plugging Application)

OPERATOR: License # _____

Name: _____

Address 1: _____

Address 2: _____

City: _____ State: _____ Zip: _____ + _____

Contact Person: _____

Phone: (_____) _____ Fax: (_____) _____

Email Address: _____

Well Location:

____ - ____ - ____ - ____ Sec. ____ Twp. ____ S. R. ____ East West

County: _____

Lease Name: _____ Well #: _____

If filing a Form T-1 for multiple wells on a lease, enter the legal description of the lease below:

Surface Owner Information:

Name: _____

Address 1: _____

Address 2: _____

City: _____ State: _____ Zip: _____ + _____

When filing a Form T-1 involving multiple surface owners, attach an additional sheet listing all of the information to the left for each surface owner. Surface owner information can be found in the records of the register of deeds for the county, and in the real estate property tax records of the county treasurer.

If this form is being submitted with a Form C-1 (Intent) or CB-1 (Cathodic Protection Borehole Intent), you must supply the surface owners and the KCC with a plat showing the predicted locations of lease roads, tank batteries, pipelines, and electrical lines. The locations shown on the plat are preliminary non-binding estimates. The locations may be entered on the Form C-1 plat, Form CB-1 plat, or a separate plat may be submitted.

Select one of the following:

- I certify that, pursuant to the Kansas Surface Owner Notice Act (House Bill 2032), I have provided the following to the surface owner(s) of the land upon which the subject well is or will be located: 1) a copy of the Form C-1, Form CB-1, Form T-1, or Form CP-1 that I am filing in connection with this form; 2) if the form being filed is a Form C-1 or Form CB-1, the plat(s) required by this form; and 3) my operator name, address, phone number, fax, and email address.
- I have not provided this information to the surface owner(s). I acknowledge that, because I have not provided this information, the KCC will be required to send this information to the surface owner(s). To mitigate the additional cost of the KCC performing this task, I acknowledge that I must provide the name and address of the surface owner by filling out the top section of this form and that I am being charged a \$30.00 handling fee, payable to the KCC, which is enclosed with this form.

If choosing the second option, submit payment of the \$30.00 handling fee with this form. If the fee is not received with this form, the KSONA-1 form and the associated Form C-1, Form CB-1, Form T-1, or Form CP-1 will be returned.

I hereby certify that the statements made herein are true and correct to the best of my knowledge and belief.

Date: _____ Signature of Operator or Agent: _____ Title: _____

ASSIGNMENT AND BILL OF SALE

County and State: McPherson County, Kansas

Assignors: Waveland Energy Partners, LLC
19800 MacArthur Blvd., Suite 650
Irvine, CA 92612

Jayhawk Investments, LLC
15 East 5th Street, Suite 3200
Tulsa, OK 74103

HB&R Kansas, LLC
4880 S. Lewis, Suite 200
Tulsa, OK 74105

FJP Resources, LLC
427 S. Boston Avenue, Suite 400
Tulsa, OK 74103

Claremont Corporation
P.O. Box 3226
Tulsa, OK 74101

Timson Exploration Company, LLC
2740 E. 22nd Street
Tulsa, OK 74114

Orca Operating Company, LLC
427 S. Boston, Suite 400
Tulsa, OK 74103

Effective Date: May 1, 2018

For adequate consideration, Assignors, named above, assign, sell, and convey to Assignees, named below, to be owned in the percentages set forth next to their names:

<u>Assignees</u>	<u>Percentage of Interest</u>
Terry P. Bandy, d/b/a Te-Pe Oil & Gas Box 522 Canton, KS 67428	50.00%
Radell W. Koehn 1977 Moccasin Road Galva, KS 67433	<u>50.00%</u> 100.00%

all of their right, title, and interest in and to the following (the "Interests"):

(a) The entire estates created by the leases, licenses, permits, and other agreements (the "Leases") located in the county and state named above (the "Lands"), all as described in Exhibit "A" to this Assignment;

together with:

(i) all rights, privileges, benefits, and powers conferred upon the holder of the Leases with respect to the use and occupation of the surface of the Lands that may be necessary, convenient, or incidental to the possession and enjoyment of the Leases;

- (ii) all rights in respect of any pooled or unitized acreage located in whole or in part within the Lands by virtue of the Leases, including rights to production from the pool or unit, regardless of whether such production is from the Lands;
 - (iii) all rights, options, titles, and interests of Assignor granting Assignor the right to obtain, or otherwise earn interests within the Lands no matter how earned; and
 - (iv) all tenements, hereditaments, and appurtenances belonging to any of the foregoing.
- (b) The oil and gas wells, salt water disposal wells, brine wells, and injection wells (the "Wells") and all of the personal property, fixtures, and improvements located on the Lands, appurtenant to the Lands, or used in connection with the Wells or with the production, treatment, sale, or disposal of hydrocarbons or water produced from the Wells or attributable to the Wells, and all other appurtenances belonging to the Wells;
 - (c) All contracts and contractual rights, obligations, and interest, including all farmout agreements, farmin agreements, drilling contracts, operating agreements, sales contracts, salt water disposal agreements, division orders and transfer orders, and other contracts or agreements covering or affecting any or all of the Leases or Lands; and
 - (d) All easements, licenses, authorizations, permits, and similar rights and interests applicable to, or pertinent to, the ownership and operation of the Wells.

Assignees shall assume Assignors' plugging, replugging, abandonment, removal, disposal, and restoration obligations associated with the Interests acquired under this Assignment in accordance with the laws and regulations of the State of Kansas or with any other governmental or regulatory entity having jurisdiction over the Wells. The obligations being assumed shall include, but not be limited to, all necessary and proper plugging and abandonment and removal and disposal of the Wells, and all structures and equipment located on or associated with the Leases, and the necessary and proper capping and burying of all associated flow lines.

This Assignment is made by Assignors and accepted by Assignees with warranty of title by, through, and under Assignors but not otherwise. Furthermore, this Assignment is executed without representation as to the merchantability or fitness for any purpose of any of the equipment. Assignees acknowledges that it has inspected the Wells and premises and satisfied itself as to its physical and environmental condition, both surface and subsurface, and that Assignees accept the Wells in an "as is, where is" condition. Assignees covenant and agree to hold Assignors harmless from any and all liability whatsoever that might arise after the Effective Date due to Assignees' operations on the Wells.

Assignees, their successors and assigns, shall bear and be subject to all burdens affecting or encumbering the interest in the Leases assigned to Assignees, which are of record as of the Effective Date.

The terms and provisions of this Assignment shall be binding on and inure to the benefit of Assignors and Assignees and their respective heirs, legal representatives, successors, and assigns.

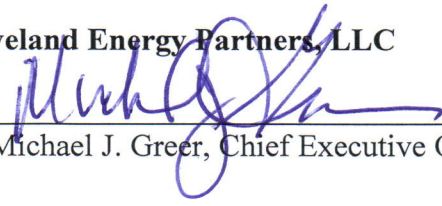
This Assignment is subject to the terms and conditions of that certain Assignment and Assumption Agreement dated March 28, 2018 between Orca Operating Company, LLC and Te-Pe Oil & Gas.

This Assignment may be executed in any number of counterparts, each of which shall be considered an original for all purposes, and all counterparts together shall be deemed one and the same Assignment.

This Assignment is signed by Assignors and Assignees as of the dates appearing next to their signatures below, but is effective for all purposes as of the Effective Date.

ASSIGNORS:

Waveland Energy Partners, LLC

By:  Date: April 11, 2018
Michael J. Greer, Chief Executive Officer

Jayhawk Investments, LLC

By: _____ Date: _____
James E. Adelson, Manager

HB&R Kansas, LLC

By: _____ Date: _____
Michael L. Graves, Manager

FJP Resources, LLC

By: _____ Date: _____
F. Joe Podpechan, Manager

Claremont Corporation

By: X-Hale Consulting, LLC, its agent

By: _____ Date: _____
Megan Hale, Manager

Timson Exploration Company, LLC

By: _____ Date: _____
Glenn Timson, Manager

Orca Operating Company, LLC

By: _____ Date: _____
Jason C. Andrews, Manager

ASSIGNEES:

Terry P. Bandy, d/b/a Te-Pe Oil & Gas

By: _____ Date: _____
Terry P. Bandy

Radell W. Koehn Date: _____

This Assignment is signed by Assignors and Assignees as of the dates appearing next to their signatures below, but is effective for all purposes as of the Effective Date.

ASSIGNORS:

Waveland Energy Partners, LLC

By: _____ Date: _____
Michael J. Greer, Chief Executive Officer

Jayhawk Investments, LLC

By: Nadel and Gussman Management, LLC

By: _____ Date: 4-11-18
James E. Adelson, Manager

HB&R Kansas, LLC

By: _____ Date: _____
Michael L. Graves, Manager

FJP Resources, LLC

By: _____ Date: _____
F. Joe Podpechan, Manager

Claremont Corporation

By: X-Hale Consulting, LLC, its agent

By: _____ Date: _____
Megan Hale, Manager

Timson Exploration Company, LLC

By: _____ Date: _____
Glenn Timson, Manager

Orca Operating Company, LLC

By: _____ Date: _____
Jason C. Andrews, Manager

ASSIGNEES:

Terry P. Bandy, d/b/a Te-Pe Oil & Gas

By: _____ Date: _____
Terry P. Bandy

Radell W. Koehn Date: _____

This Assignment is signed by Assignors and Assignees as of the dates appearing next to their signatures below, but is effective for all purposes as of the Effective Date.

ASSIGNORS:

Waveland Energy Partners, LLC

By: _____ Date: _____
Michael J. Greer, Chief Executive Officer

Jayhawk Investments, LLC

By: _____ Date: _____
James E. Adelson, Manager

HB&R Kansas, LLC

By: Michael L. Graves Date: 7-24-18
Michael L. Graves, Manager

FJP Resources, LLC

By: _____ Date: _____
F. Joe Podpechan, Manager

Claremont Corporation

By: X-Hale Consulting, LLC, its agent

By: _____ Date: _____
Megan Hale, Manager

Timson Exploration Company, LLC

By: _____ Date: _____
Glenn Timson, Manager

Orca Operating Company, LLC

By: _____ Date: _____
Jason C. Andrews, Manager

ASSIGNEES:

Terry P. Bandy, d/b/a Te-Pe Oil & Gas

By: _____ Date: _____
Terry P. Bandy

Radell W. Koehn Date: _____

This Assignment is signed by Assignors and Assignees as of the dates appearing next to their signatures below, but is effective for all purposes as of the Effective Date.

ASSIGNORS:

Waveland Energy Partners, LLC

By: _____ Date: _____
Michael J. Greer, Chief Executive Officer

Jayhawk Investments, LLC

By: _____ Date: _____
James E. Adelson, Manager

HB&R Kansas, LLC

By: _____ Date: _____
Michael L. Graves, Manager

FJP Resources, LLC

By:  _____ Date: 4/18/18 _____
F. Joe Podpechan, Manager

Claremont Corporation

By: X-Hale Consulting, LLC, its agent

By: _____ Date: _____
Megan Hale, Manager

Timson Exploration Company, LLC

By: _____ Date: _____
Glenn Timson, Manager

Orca Operating Company, LLC

By: _____ Date: _____
Jason C. Andrews, Manager

ASSIGNEES:

Terry P. Bandy, d/b/a Te-Pe Oil & Gas

By: _____ Date: _____
Terry P. Bandy

Radell W. Koehn Date: _____

This Assignment is signed by Assignors and Assignees as of the dates appearing next to their signatures below, but is effective for all purposes as of the Effective Date.

ASSIGNORS:

Waveland Energy Partners, LLC

By: _____ Date: _____
Michael J. Greer, Chief Executive Officer

Jayhawk Investments, LLC

By: _____ Date: _____
James E. Adelson, Manager

HB&R Kansas, LLC

By: _____ Date: _____
Michael L. Graves, Manager

FJP Resources, LLC

By: _____ Date: _____
F. Joe Podpechan, Manager

Claremont Corporation

By: X-Hale Consulting, LLC, its agent

By: _____ Date: 4/23/2018
Megan Hale, Manager

Timson Exploration Company, LLC

By: _____ Date: _____
Glenn Timson, Manager

Orca Operating Company, LLC

By: _____ Date: _____
Jason C. Andrews, Manager

ASSIGNEES:

Terry P. Bandy, d/b/a Te-Pe Oil & Gas

By: _____ Date: _____
Terry P. Bandy

Radell W. Koehn Date: _____

This Assignment is signed by Assignors and Assignees as of the dates appearing next to their signatures below, but is effective for all purposes as of the Effective Date.

ASSIGNORS:

Waveland Energy Partners, LLC

By: _____ Date: _____
Michael J. Greer, Chief Executive Officer

Jayhawk Investments, LLC

By: _____ Date: _____
James E. Adelson, Manager

HB&R Kansas, LLC

By: _____ Date: _____
Michael L. Graves, Manager

FJP Resources, LLC

By: _____ Date: _____
F. Joe Podpechan, Manager

Claremont Corporation

By: X-Hale Consulting, LLC, its agent

By: _____ Date: _____
Megan Hale, Manager

Timson Exploration Company, LLC

By:  _____ Date: 4-17-2018
Glenn Timson, Manager

Orca Operating Company, LLC

By:  _____ Date: 4-18-2018
Jason C. Andrews, Manager

ASSIGNEES:

Terry P. Bandy, d/b/a Te-Pe Oil & Gas

By:  _____ Date: 4-10-2018
Terry P. Bandy

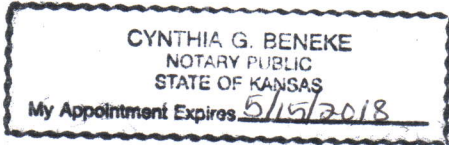
 _____ Date: 4-11-2018
Radell W. Koehn

STATE OF KANSAS

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COUNTY OF McPHERSON

This instrument was acknowledged before me on the 11th day of April, 2018 by **Terry P. Bandy, d/b/a Te-Pe Oil & Gas**, a sole proprietorship.



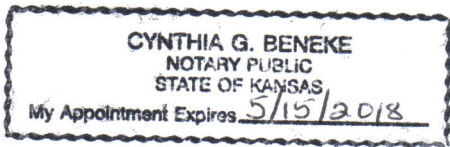
Cynthia G. Beneke
Notary Public
My Commission Expires: 5/15/2018

STATE OF KANSAS

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COUNTY OF McPHERSON

This instrument was acknowledged before me on the 11th day of April, 2018 by **Radell W. Koehn**, an individual.



Cynthia G. Beneke
Notary Public
My Commission Expires: 5/15/2018

STATE OF CALIFORNIA

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COUNTY OF ORANGE

This instrument was acknowledged before me on the ____ day of _____, 2018 by **Michael J. Greer**, Chief Executive Office of **Waveland Energy Partners, LLC**, a limited liability company.

Notary Public
My Commission Expires: _____

STATE OF KANSAS

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COUNTY OF McPHERSON

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This instrument was acknowledged before me on the _____ day of _____, 2018 by **Terry P. Bandy, d/b/a Te-Pe Oil & Gas**, a sole proprietorship.

Notary Public
My Commission Expires: _____

STATE OF KANSAS

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COUNTY OF McPHERSON

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This instrument was acknowledged before me on the _____ day of _____, 2018 by **Radell W. Koehn**, an individual.

Notary Public
My Commission Expires: _____

STATE OF CALIFORNIA

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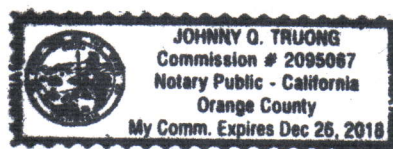
COUNTY OF ORANGE

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This instrument was acknowledged before me on the 11th day of April, 2018 by **Michael J. Greer**, Chief Executive Office of **Waveland Energy Partners, LLC**, a limited liability company.

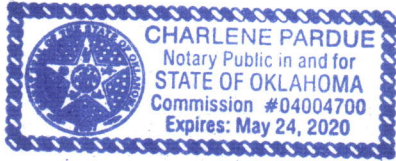
Notary Public
My Commission Expires: 12/26/2018



STATE OF OKLAHOMA §
COUNTY OF TULSA §

This instrument was acknowledged before me on the 11 day of April, 2018 by **James F. Adelson**, Manager of Nadel and Gussman Management, LLC, in its capacity as Manager of Jayhawk Investments, LLC, a limited liability company.

Charlene Pardue
Notary Public
My Commission Expires: 5-24-20



STATE OF OKLAHOMA §
COUNTY OF TULSA §

This instrument was acknowledged before me on the ____ day of _____, 2018 by **Michael L. Graves**, Manager of **HB&R Kansas, LLC**, a limited liability company.

Notary Public
My Commission Expires: _____

STATE OF OKLAHOMA §
COUNTY OF TULSA §

This instrument was acknowledged before me on the ____ day of _____, 2018 by **Megan Hale**, Manager of **X-Hale Consulting, LLC**, in its capacity as agent for **Claremont Corporation**, a corporation.

Notary Public
My Commission Expires: _____

STATE OF OKLAHOMA

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COUNTY OF TULSA

This instrument was acknowledged before me on the ____ day of _____, 2018 by **James E. Adelson**, Manager of **Jayhawk Investments, LLC**, a limited liability company.

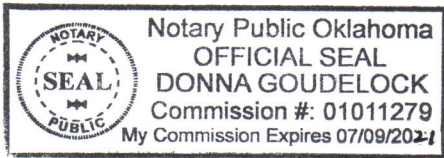
Notary Public
My Commission Expires: _____

STATE OF OKLAHOMA

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COUNTY OF TULSA

This instrument was acknowledged before me on the 24th day of April, 2018 by **Michael L. Graves**, Manager of **HB&R Kansas, LLC**, a limited liability company.



Donna Goudelock

Notary Public
My Commission Expires: 7-9-21

STATE OF OKLAHOMA

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COUNTY OF TULSA

This instrument was acknowledged before me on the ____ day of _____, 2018 by **Megan Hale**, Manager of **X-Hale Consulting, LLC**, in its capacity as agent for **Claremont Corporation**, a corporation.

Notary Public
My Commission Expires: _____

STATE OF OKLAHOMA §
 §
COUNTY OF TULSA §

This instrument was acknowledged before me on the _____ day of _____, 2018 by **James E. Adelson**, Manager of **Jayhawk Investments, LLC**, a limited liability company.

Notary Public
My Commission Expires: _____

STATE OF OKLAHOMA §
 §
COUNTY OF TULSA §

This instrument was acknowledged before me on the _____ day of _____, 2018 by **Michael L. Graves**, Manager of **HB&R Kansas, LLC**, a limited liability company.

Notary Public
My Commission Expires: _____

STATE OF OKLAHOMA §
 §
COUNTY OF TULSA §

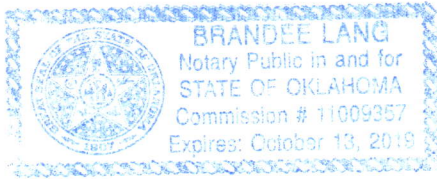
This instrument was acknowledged before me on the 23rd day of April, 2018 by **Megan Hale**, Manager of **X-Hale Consulting, LLC**, in its capacity as agent for **Claremont Corporation**, a corporation.



Hutton Lowry
Notary Public
My Commission Expires: 08.27.2019

STATE OF OKLAHOMA §
COUNTY OF TULSA §

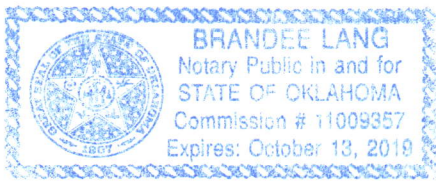
This instrument was acknowledged before me on the 18 day of April, 2018 by **F. Joe Podpechan**, Manager of **FJP Resources, LLC**, a limited liability company.



Brandee Lang
Notary Public
My Commission Expires: 10-13-2019

STATE OF OKLAHOMA §
COUNTY OF TULSA §

This instrument was acknowledged before me on the 18 day of April, 2018 by **Glenn Timson**, Manager of **Timson Exploration Company, LLC**, a limited liability company.



Brandee Lang
Notary Public
My Commission Expires: 10-13-2019

STATE OF OKLAHOMA §
COUNTY OF TULSA §

This instrument was acknowledged before me on the 18 day of April, 2018 by **Jason C. Andrews**, Manager of **Orca Operating Company, LLC**, a limited liability company.



Brandee Lang
Notary Public
My Commission Expires: 10-13-2019

EXHIBIT "A"

To Assignment and Bill of Sale effective May 1, 2018 from Waveland Energy Partners, LLC, et al, as Assignors, to Te-Pe Oil and Gas, as Assignee
(McPherson County, Kansas)

Lessor	Lessee	Township-Range	Description	Date	Book / Page
Alfred D. Koehn and Arvilla Koehn	J. Fred Hambright, Inc.	19S-1W	Township 19 South, Range 1 West Section 36: NW/4	02/03/10	649-1028
Dennis E. Bitikofer and Mary J. Bitikofer, Trustees of the Dennis E. and Mary J. Bitikofer Revocable Living Trust dated January 15, 2007	J. Fred Hambright, Inc.	19S-1W	Township 19 South, Range 1 West Section 35: North 44 acres of the E/2SE/4 Section 36: N/2SW/4 Section 36: S/2SW/4, less a tract of land described as commencing at a point 1105 feet East of the Southwest corner of the SW/4; thence North 623 feet; East 380 feet; South 623 feet; West 380 feet to the point of beginning	04/22/09	647-4965
Brian W. Nickel	J. Fred Hambright, Inc.	19S-1W	Township 19 South, Range 1 West Section 36: A tract of land in the SW/4 described as commencing at a point 1105 feet East of the Southwest corner of the SW/4; thence North 656 feet; thence East 380 feet; thence South 656 feet; thence West 380 feet to the point of beginning	05/19/09	647-8454

Surface Use and Salt Water Disposal Agreement dated February 3, 2010 between Alfred D. and Arvilla Koehn, as Lessor, and Orca Operating Company, LLC, as Lessee, of which a Memorandum of Surface Use and Salt Water Disposal Agreement was recorded in Book 649, Page 1031.