KOLAR Document ID: 1567490

KANSAS CORPORATION COMMISSION OIL & GAS CONSERVATION DIVISION

Form T-1 April 2019 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:	ı
Oil Lease: No. of Oil Wells**	Effective Date of Transfer:
Gas Lease: No. of Gas Wells**	KS Dept of Revenue Lease No.:
Gas Gathering System:	Lease Name:
Saltwater Disposal Well - Permit No.:	
Spot Location:feet from N / S Line	SecTwpRE
feet from E / W Line	Legal Description of Lease:
Enhanced Recovery Project Permit No.:	
Entire Project: Yes No	County:
Number of Injection Wells**	Production Zone(s):
Field Name:	Injection Zone(s):
** Side Two Must Be Completed.	injection zone(s).
Surface Pit Permit No.:	feet from N / S Line of Section
(API No. if Drill Pit, WO or Haul)	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:
	Date:
Title:	Signature:
New Operator's License No	Contact Person:
New Operator's Name & Address:	Phone:
·	Oil / Gas Purchaser:
Nov. On antaria Faraili	
New Operator's Email:	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 0	Commission. This acknowledgment of transfer pertains to Kansas Corporation
Commission records only and does not convey any ownership interest in the a	above injection well(s) or pit permit.
is acknowledged as	is acknowledged as
the new operator and may continue to inject fluids as authorized by	the new operator of the above named lease containing the surface pit
Permit No.: Recommended action:	permitted by No.:
Date:	Date:
Authorized Signature	Authorized Signature
DIGITAL FOR	PROPULATION
DISTRICT EPR I	PRODUCTION UIC

KOLAR Document ID: 1567490

Side Two

Must Be Filed For All Wells

KDOR Lease No).:		_		
* Lease Name: _			_ * Location:		
Well No.	API No. (YR DRLD/PRE '67)	Footage from Sec (i.e. FSL = Feet from		Type of Well (Oil/Gas/INJ/WSW)	Well Status (PROD/TA'D/Abandoned)
		<i>Circle:</i> FSL/FNL	Circle: FEL/FWL _		
		FSL/FNL	FEL/FWL		
		FSL/FNL	FEL/FWL _		
		FSL/FNL	FEL/FWL _		
		FSL/FNL	FEL/FWL _		
		FSL/FNL	FEL/FWL _		
		FSL/FNL	FEL/FWL _		
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	_	FSL/FNL	FEL/FWL _		
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		FSL/FNL	FEL/FWL		
		FSL/FNL	FEL/FWL		
		FSL/FNL	FEL/FWL		
			FEL/FWL _		
		FSL/FNL	FEL/FWL _		
		FSL/FNL	FEL/FWL _		

A separate sheet may be attached if necessary.

^{*} When transferring a unit which consists of more than one lease please file a separate side two for each lease. If a lease covers more than one section please indicate which section each well is located.

KOLAR Document ID: 1567490

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: State: Zip:+	
Contact Person:	the lease heleur
Phone: () Fax: ()	
Email Address:	- -
Surface Owner Information:	
Name:	When filing a Form T-1 involving multiple surface owners, attach an additional
Address 1:	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
Address 2:	country and in the weel estate property toy records of the country traceurer
City: State: Zip:+	_
the KCC with a plat showing the predicted locations of lease roads, to	thodic Protection Borehole Intent), you must supply the surface owners and ank batteries, pipelines, and electrical lines. The locations shown on the plat d on the Form C-1 plat, Form CB-1 plat, or a separate plat may be submitted.
☐ I certify that, pursuant to the Kansas Surface Owner Notice owner(s) of the land upon which the subject well is or will be	e Act (House Bill 2032), I have provided the following to the surface e located: 1) a copy of the Form C-1, Form CB-1, Form T-1, or Form m being filed is a Form C-1 or Form CB-1, the plat(s) required by this c, and email address.
KCC will be required to send this information to the surface	I acknowledge that, because I have not provided this information, the owner(s). To mitigate the additional cost of the KCC performing this less of the surface owner by filling out the top section of this form and the KCC, which is enclosed with this form.
If choosing the second option, submit payment of the \$30.00 handling form and the associated Form C-1, Form CB-1, Form T-1, or Form C	ing fee with this form. If the fee is not received with this form, the KSONA-1 CP-1 will be returned.
I hereby certify that the statements made herein are true and correct	t to the best of my knowledge and belief.
Date: Signature of Operator or Agent:	Title:

RUSH COUNTY REGIS	STER OF DEEDS	
FROM MUSHER ENERGY THE WALLES OF A	y Inc	\$208.00
OFOR RENT OFOR	f of Merger	DOLLARO
ACCT. CASH CHECK PAID MONEY ORD DUE CREDIT CAR	ER \ \ \(\lambda \lam	то

.

AFFIDAVIT OF MERGER/CONSOLIDATION

STATE OF TEXAS

§

§

COUNTY OF HARRIS

§.

Affiant:

Keith L. Fite

Chief Executive Officer Thresher Energy, Inc.

10700 North Freeway, Suite 930

Houston, Texas 77037

Affiant on oath swears that the following statements are true.

My name is Keith L. Fite. I am the, Chief Executive Officer of Thresher Energy, Inc., which is the owner of certain Oil and Gas Leases located in Rush County, Kansas

Thresher Energy, Inc., is successor to each of Taos Resources Holding Company LLC, Taos Resources Operating Company LLC, Taos Resources Acquisition LP, Iron Star Energy LLC, Elk Meadows Resources LLC, Elk Meadows Oil & Gas LLC, Elk Meadows Production LLC and Dempsey Creek Water Handling LLC. This is a result of a merger/consolidation which is evidenced by the Certificate issued by the Secretary of State of Texas, on January 5, 2021 and the Certificate issued by the Secretary of State of Delaware, on January 5, 2021, which are on file in those respective offices. True and correct copies of those Certificates are attached to this Affidavit as Addendum A. As a result of the foregoing merger, Thresher Energy, Inc. is now the legal owner of all assets that immediately prior to the merger had been owned by any or all of the foregoing entities, including without limitation all oil and gas working interests, net revenue interests, royalty interests, overriding royalty interests, mineral interests, related equipment and other oil and gas assets, and this Affidavit is being filed to document the change in name of the legal owner of all such assets in the books and records of each county in which this Affidavit is filed. Without limiting the generality of the foregoing, Thresher Energy, Inc. is now the legal owner of all assets described on Exhibit A attached hereto.

Affiant

Keith L. Fite

Chief Executive Officer

Date: January 15, 2021

400000 ×	SCANNED
STER OF OF	STATE OF KANSAS, RUSH COUNTY, STHIS INSTRUMENT WAS FILED FOR THE
Seal *	20 21 AT 10.27 O'CLOCK DULY RECORDED IN BOOK 174 AT PAGE 489
	Debileshood

REGISTER OF DEEDS

- 4Z080

STATE OF TEXAS

COUNTY OF HARRIS

§ § §

This instrument was acknowledged before me on January 15, 2021, by Keith Fite, Chief Executive Officer of Thresher Energy, Inc., a Delaware corporation, on behalf of Thresher Energy, Inc., a Delaware corporation.

Before me, Chelsey Marie Redman, a Notary Public, on this day personally appeared Keith Fite, Chief Executive Officer of Thresher Energy, Inc., a Delaware corporation, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same for the purposes and consideration therein expressed, and at the same time affiant was duly sworn upon his oath.

Given under my hand and seal of office this 15th day of January, 2021.

CHELSEY MARIE REDMAN Notary Public, State of Texas Comm. Expires 03-29-2024 Notary ID 130599814

Notary Public in and for the State of Texas Printed Name Chelsey Marie Redman

My Commission Expires 03-29-2024

ADDENDUM A

[See Certificates of Merger attached hereto]

Ruth R. Hughs Secretary of State

Corporations Section P.O.Box 13697 Austin, Texas 78711-3697



Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

Dempsey Creek Water Handling LLC Foreign Limited Liability Company (LLC) Delaware, USA [File Number: 802128894]

Elk Meadows Oil & Gas LLC
Foreign Limited Liability Company (LLC)
Delaware, USA
[Entity not of Record, Filing Number Not Available]

Elk Meadows Production LLC Foreign Limited Liability Company (LLC) Delaware, USA [File Number: 801866482]

Elk Meadows Resources LLC Foreign Limited Liability Company (LLC) Delaware, USA [File Number: 801866475]

Iron Star Energy LLC
Foreign Limited Liability Company (LLC)
Delaware, USA
[Entity not of Record, Filing Number Not Available]

Taos Resources Acquisition LP Domestic Limited Partnership (LP) [File Number: 800100916]

Taos Resources Holding Company LLC
Foreign Limited Liability Company (LLC)
Delaware, USA
[Entity not of Record, Filing Number Not Available]

Taos Resources Operating Company LLC Domestic Limited Liability Company (LLC) [File Number: 800100915]

Into

Come visit us on the internet at https://www.sos.texas.gov/ Fax: (512) 463-5709

TID: 10343

Dial: 7-1-1 for Relay Services Document: 1017980950002

Ruth R. Hughs Secretary of State

Corporations Section P.O.Box 13697 Austin, Texas 78711-3697



Office of the Secretary of State

Thresher Energy, Inc.
Foreign For-Profit Corporation
Delaware, USA
[Entity not of Record, Filing Number Not Available]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 01/05/2021

Effective: 01/05/2021

HHE OF ANY STATE O

Ruth R. Hughs Secretary of State

Delaware The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"TAOS RESOURCES OPERATING COMPANY LLC", A TEXAS LIMITED LIABILITY COMPANY,

"IRON STAR ENERGY, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"ELK MEADOWS PRODUCTION LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"ELK MEADOWS RESOURCES LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"TAOS RESOURCES ACQUISITION LP", A TEXAS LIMITED PARTNERSHIP,

"TAOS RESOURCES HOLDING COMPANY LLC", A DELAWARE LIMITED

LIABILITY COMPANY,

"ELK MEADOWS OIL & GAS LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"DEMPSEY CREEK WATER HANDLING LLC", A DELAWARE LIMITED LIABILITY COMPANY,

Authentication: 202216030

Date: 01-05-21

Delaware The First State

Page 2

WITH AND INTO "THRESHER ENERGY, INC." UNDER THE NAME OF
"THRESHER ENERGY, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2020,
AT 3:08 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF

THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF

DECEMBER, A.D. 2020 AT 11:59 O'CLOCK P.M.



Authentication: 202216030

Date: 01-05-21

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:08 PM 12/29/2020
FILED 03:08 PM 12/29/2020
SR 20208783983 - File Number 7861422

STATE OF DELAWARE CERTIFICATE OF MERGER

OF

TAOS RESOURCES HOLDING COMPANY LLC
TAOS RESOURCES OPERATING COMPANY LLC
TAOS RESOURCES ACQUISITION LP
IRON STAR ENERGY, LLC
ELK MEADOWS RESOURCES LLC
ELK MEADOWS PRODUCTION LLC
ELK MEADOWS OIL & GAS LLC
DEMPSEY CREEK WATER HANDLING LLC
WITH AND
INTO
THRESHER ENERGY, INC.

Pursuant to the provisions of Sections 263 and 264 of the Delaware General Corporation Law and Section 18-209 of the Delaware Limited Liability Company Act, the undersigned foreign limited liability company, foreign limited partnership, domestic limited liability companies and domestic corporation certify the following Certificate of Merger adopted for the purpose of effecting a merger in accordance with the Delaware General Corporation Law and the Delaware Limited Liability Company Act.

FIRST: The name and jurisdiction of formation or organization of the limited liability companies, the limited partnership and the corporation which are to merge (the "Constituent Entities") are:

<u>Name</u>	State of Domicile	Type of Business Entity
Thresher Energy, Inc.	Delaware	Corporation
Taos Resources Holding Company LLC	Delaware	Limited Liability Company
Taos Resources Operating Company LLC	Texas	Limited Liability Company
Taos Resources Acquisition LP	Texas	Limited Partnership
Iron Star Energy, LLC	Delaware	Limited Liability Company
Elk Meadows Resources LLC	Delaware	Limited Liability Company
Elk Meadows Production LLC	Delaware	Limited Liability Company
Elk Meadows Oil & Gas LLC	Delaware	Limited Liability Company
Dempsey Creek Water Handling LLC	Delaware	Limited Liability Company

SECOND: The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the Constituent Entities in accordance with Sections 263 and 264 of the Delaware General Corporation Law, Section 18-209 of the Delaware Limited Liability Company Act and Section 10.001 of the Texas Business Organizations Code, as applicable.

THIRD: Effective as 11:59 p.m. Eastern Time December 31, 2020, Taos Resources Holding Company LLC, Taos Resources Operating Company LLC, Taos Resources Acquisition LP, Iron Star Energy, LLC, Elk Meadows Resources LLC, Elk Meadows Production LLC, Elk Meadows

Oil & Gas LLC, and Dempsey Creek Water Handling LLC shall merge with and into Thresher Energy, Inc. (the "Surviving Corporation"). The name of the Surviving Corporation shall be Thresher Energy, Inc., and it will continue in existence under the laws of Delaware.

FOURTH: The Certificate of Incorporation of the Surviving Corporation shall be the Certificate of Incorporation of Thresher Energy, Inc. immediately prior to the Merger.

FIFTH: The Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation, the address of which is 10700 North Freeway, Suite 930, Houston Texas 77037-1142.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation on request, without cost, to any stockholder of any constituent corporation, member of any constituent limited liability company, or partner of any constituent limited partnership.

[Signature page to follow]

IN WITNESS WHEREOF, said Surviving Corporation has caused this Certificate to be signed by an authorized officer on this 21st day of December, 2020.

THRESHER ENERGY, INC.

Keith Fite President

Exhibit "A"

Раде	791 201 203	141 713	262 211	723 291	260	88 12 13 13 13 13 13
Book	126 Misc. 79 Misc. 79 Misc.	79 Misc. 130 Misc.	99 Misc. 99 Misc.	94 Misc. 99 Misc.	97 Misc.	121 Misc. 121 Misc. 121 Misc. 121 Misc. 94 Misc.
State	Kansas Kansas Kansas	Kansas Kansas	Kansas Kansas	Kansas Kansas	Kansas	Kansas Kansas Kansas Kansas Kansas
County	Rush Rush Rush	Rush Rush	Rush Rush	Rush Rush	Rush	Rush Rush Rush Rush Rush
Legal Discription	NE/4 Sec. 23, T18S, R18W S/2NE/4 Sec. 15, T18S, R18W E/2NW/4SW/4 & E/2SW/4 Sec. 15, T18S, P.18W	NW/4 Sec. 25, T18S, R18W SE/4 Sec. 30, T18S, R17W	SE/4 Sec. 23, T18S, R18W W/2NE/4 & NE/4NE/4 Sec. 26, T18S, D18M	NEW NW/ANE/4 Sec. 27, T18S, R18W and from NW/ANE/4 Sec. 27, T18S, R18W and from the southwest corner of the southeast Quarter of Sec. 22, T18S, R18W; thence 41.8' north to K-96 highway right-of-way line; thence 310' east along right-of-way for a point of beginning; thence 1297' east along right-of-way line; thence 156.3' north perpendicular to highway right-of- way to south right-of-way line; thence westerly along right-of-way line; thence westerly along right of-way line; thence westerly along right of-way line; thence westerly along right of-way line approximately 1297" thence south to the point of beginning, containing 5.71z acres, more or less	SW/4 Sec. 24, T18S, R18W	NE/4 Sec. 24, T18S, R18W SE/4 Sec. 24, T18S, R18W NW/4 Sec. 24, T18S, R18W N/2SE/4 Sec. 15, T18S, R18W NW/4 Sec. 14, T18S, R18W & N/2NE/4 Sec. 15, T18S, R18W
Lessee	Perry Petroleum, Inc. Neil Hotchkiss Neil Hotchkiss	Orlin R. Phelps Dillard Oil, Inc.	J. A. Allison Orlin R. Phelps	Orlin R. Phelos Orlin R. Phelos	Orlin R. Phelps	J. A. Allison J. A. Allison J. A. Allison J. A. Allison Orlin R. Phelps
Lessor Name	Patricia L. Bahr, a single person H. Orvin Jones & Fern C. Jones, his wife H. Orvin Jones & Fern C. Jones, his wife	Frank A. Oborny, a widower Leonard Joseph Ohmes, Jr., ssp	James A. Bahr & donna Bahr, h/w Clarence O. Deighton & Loia F. Deighton, h/w	Fred H. Dirks & Leona A. Dirks, h/w Doris G. Ford, a widow	Anna A. Haberman & Joe F. Haberman, her	Rudolf J. Oborny & Rose B. Oborny, h/w Rudolf J. Oborny & Rose B. Oborny, h/w Rudolf J. Oborny & Rose B. Oborny, h/w H. Orvin Jones & Fern C. Jones, h/w Nors L. Popp, a widow
Date of Lease	1/23/1987 9/14/1965 9/14/1965	7/14/1965 7/11/1989	2/7/1977 12/28/1976	2/23/1977 2/23/1977	1/28/1976	11/11/1983 11/11/1983 11/11/983 12/6/1983 2/5/1974
Lease Name	Bahr 'P' Jones 'A' Jones 'B'	Oborny Ohmes	Bahr Deighton	Porks Ford	Haberman &	naberman #4 Oborny 'A' Oborny 'A' Oborny 'A' O'Jones Popp

Exhibit "A"

Renz	1/19/1976	Ray Renz, a/k/a Ray J. Renz & Janet S. Renz, h/w	Orlin R. Phelps	SW/4 Sec. 14, T18S, R18W	Rush	Kansas	97 Misc.	273	
Rush Co.	7/31/1978	County of Rush, State of Kansas, a municipal corporation	J. A. Allison	SW/4 Sec. 23, T18S, R18W	Rush	Kansas	100 Misc.	820	
Rush Co.	7/31/1978	County of Rush, State of Kansas, a municipal corporation	J. A. Allison	NW/4 Sec. 23, T18S, R18W	Rush	Kansas	100 Misc.	818	
Strecker	3/31/1977	Hermine Strecker & Paul Strecker, her husband; Boyce P. Hardman, Administrator de Bonis Non, Estate of Ann Hoffman, deceased	Orlin R. Phelps	NW/4 Sec. 22, T18S, R18W	Rush	Kansas	99 Misc.	603	
Strecker Rush Co. SWD	3/31/1977 1/8/2007	Herman Hoffman Rush County Commision	Orlin R. Phelps Abercrombie Energy, LLC	NW/4 Sec. 22, T18S, R18W SW/4 & NW/4 Sec. 23, T18S, R18W	Rush Rush	Kansas Kansas	99 Misc. 149 Miše	601 9/9	
Barron SWD	1/10/1979	T. D. Barron and Mary Barron, h/w	J. A. Allison	SW/4 Sec. 25, S/2SE/4 and NE/4SE/4 Sec. 26 all in T18S, R18W	Rush	Kansas	101 Misc.	775	
Rush Co. Surface Lease	1/8/2007	Rush County Commision	Abercrombie Energy, LLC	An area 559 feet by 389 feet located in the Northeast Quarter (NE4) of the Northeast Quarter of the Southwest Quarter (SW/4) of Sec. 23, T18S, R18W.	Rush	Kansas	149 MISG.	226	