

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:

- 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: _____

Date: _____

Signature: _____

New Operator's License No. _____

Contact Person: _____

New Operator's Name & Address: _____

Phone: _____

New Operator's Email: _____

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 _____

Side Two

Must Be Filed For All Wells

KDOR Lease No.: _____

* Lease Name: _____ * Location: _____

Well No.	API No. (YR DRLD/PRE '67)	Footage from Section Line (i.e. FSL = Feet from South Line)		Type of Well (Oil/Gas/INJ/WSW)	Well Status (PROD/TA'D/Abandoned)
		<i>Circle:</i> FSL/FNL	<i>Circle:</i> FEL/FWL		
_____	_____	_____	_____	_____	_____
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_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____

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.

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: _____

RUSH COUNTY REGISTER OF DEEDS

DEBI WHERRY

DATE: 1-29-2021

FROM: Thresher Energy Inc \$ 208⁰⁰

Two hundred and eight DOLLARS

FOR RENT

FOR Att of Merger

ACCT.		<input type="radio"/> CASH	FROM		TO
PAID		<input checked="" type="radio"/> CHECK	BY	<u>Debi Wherry</u>	
DUE		<input type="radio"/> MONEY ORDER			
		<input type="radio"/> CREDIT CARD			

AFFIDAVIT OF MERGER/CONSOLIDATION

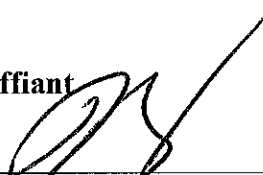
STATE OF TEXAS §
 §
COUNTY OF HARRIS §

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

SCANNED



STATE OF KANSAS, RUSH COUNTY, S.S.
THIS INSTRUMENT WAS FILED FOR RECORD ON
THE 29 DAY OF Jan A.D.
20 21 AT 10:27 O'CLOCK A M., AND
DULY RECORDED IN BOOK 174 OF Misc
AT PAGE 489

Debi Wheeler
REGISTER OF DEEDS

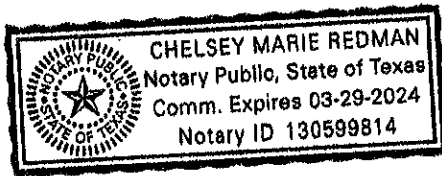
INDEXED G N #65 420820


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.




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]



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/>

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



Ruth R. Hughs
Secretary of State

Office of the Secretary of State

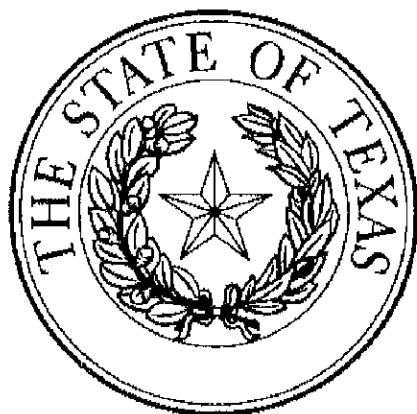
Thresher Energy, Inc.
Foreign For-Profit Corporation
Delaware, USA
[Entity not of Record, Filing Number Not Available]

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



A handwritten signature in black ink, appearing to read "Ruth R. Hughs".

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,




Jeffrey W. Bullock, Secretary of State

7861422 8100M
SR# 20208783983

Authentication: 202216030
Date: 01-05-21

You may verify this certificate online at corp.delaware.gov/authver.shtml

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.




Jeffrey W. Bullock, Secretary of State

7861422 8100M
SR# 20208783983

Authentication: 202216030
Date: 01-05-21

You may verify this certificate online at corp.delaware.gov/authver.shtml

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>	<u>State of Domicile</u>	<u>Type of Business Entity</u>
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.

By: 

Keith Fite, President

Exhibit "A"

<u>Lease Name</u>	<u>Date of Lease</u>	<u>Lessor Name</u>	<u>Lessee</u>	<u>Legal Description</u>	<u>County</u>	<u>State</u>	<u>Book</u>	<u>Page</u>
Bahr 'P'	1/23/1987	Patricia L. Bahr, a single person	Perry Petroleum, Inc.	NE/4 Sec. 23, T18S, R18W	Rush	Kansas	126 Misc.	791
Jones 'A'	9/14/1965	H. Orvin Jones & Fern C. Jones, his wife	Neil Hotchkiss	S/2NE/4 Sec. 15, T18S, R18W	Rush	Kansas	79 Misc.	201
Jones 'B'	9/14/1965	H. Orvin Jones & Fern C. Jones, his wife	Neil Hotchkiss	E/2NW/4SW/4 & E/2SW/4 Sec. 15, T18S, R18W	Rush	Kansas	79 Misc.	203
Oborny Ohmes	7/14/1965 7/11/1989	Frank A. Oborny, a widower Leonard Joseph Ohmes, Jr., ssp	Orlin R. Pheips Dillard Oil, Inc.	NW/4 Sec. 25, T18S, R18W SE/4 Sec. 30, T18S, R17W	Rush Rush	Kansas Kansas	79 Misc. 130 Misc.	141 713
Bahr Deighton	2/7/1977 12/28/1976	James A. Bahr & donna Bahr, h/w Clarence O. Deighton & Lola F. Deighton, h/w	J. A. Allison Orlin R. Pheips	SE/4 Sec. 23, T18S, R18W W/2NE/4 & NE/4NE/4 Sec. 26, T18S, R18W	Rush Rush	Kansas Kansas	99 Misc. 99 Misc.	262 211
Dirks Ford	2/6/1974 2/23/1977	Fred H. Dirks & Leona A. Dirks, h/w Doris G. Ford, a widow	Orlin R. Pheips Orlin R. Pheips	NE/4 Sec. 16, T18S, R18W NW/4NE/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 of Santa Fe Railway right-of-way line; thence westerly along right-of-way line approximately 1297" thence south to the point of beginning, containing 5.712 acres, more or less	Rush Rush	Kansas Kansas	94 Misc. 99 Misc.	723 291
Haberman & Haberman #4	1/28/1976	Anna A. Haberman & Joe F. Haberman, her husband	Orlin R. Pheips	SW/4 Sec. 24, T18S, R18W	Rush	Kansas	97 Misc.	260
Oborny 'A'	11/11/1983	Rudolf J. Oborny & Rose B. Oborny, h/w	J. A. Allison	NE/4 Sec. 24, T18S, R18W	Rush	Kansas	121 Misc.	69
Oborny 'A'	11/11/1983	Rudolf J. Oborny & Rose B. Oborny, h/w	J. A. Allison	SE/4 Sec. 24, T18S, R18W	Rush	Kansas	121 Misc.	71
Oborny 'A'	11/11/1983	Rudolf J. Oborny & Rose B. Oborny, h/w	J. A. Allison	NW/4 Sec. 24, T18S, R18W	Rush	Kansas	121 Misc.	73
O'Jones	12/6/1983	H. Orvin Jones & Fern C. Jones, h/w	J. A. Allison	N/2SE/4 Sec. 15, T18S, R18W	Rush	Kansas	121 Misc.	66
Popp	2/5/1974	Nora L. Popp, a widow	Orlin R. Pheips	NW/4 Sec. 14, T18S, R18W & N/2NE/4 Sec. 15, T18S, R18W	Rush	Kansas	94 Misc.	735

Exhibit "A"

Renz	1/19/1976	Ray Renz, a/k/a Ray J. Renz & Janet S. Renz, h/w	Orlin R. Phelps	SW1/4 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	SW1/4 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	NW1/4 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	NW1/4 Sec. 22, T18S, R18W	Rush	Kansas	99 Misc.	603
Strecker Rush Co. SWD	3/31/1977 1/8/2007	Herman Hoffman Rush County Commission	Orlin R. Phelps Abercrombie Energy, LLC	NW1/4 Sec. 22, T18S, R18W SW1/4 & NW1/4 Sec. 23, T18S, R18W	Rush Rush	Kansas Kansas	99 Misc. 149 Misc.	601 919
Barron SWD	1/10/1979	T. D. Barron and Mary Barron, h/w	J. A. Allison	SW1/4 Sec. 25, S1/2SE1/4 and NE/4SE1/4 Sec. 26 all in T18S, R18W	Rush	Kansas	101 Misc.	775
Rush Co. Surface Lease	1/8/2007	Rush County Commission	Abercrombie Energy, LLC	An area 559 feet by 389 feet located in the Northeast Quarter (NE1/4) of the Northeast Quarter of the Southwest Quarter (SW1/4) of Sec. 23, T18S, R18W	Rush	Kansas	149 Misc.	922