

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: _____

Signature: _____

New Operator's License No. _____

Contact Person: _____

New Operator's Name & Address: _____

Phone: _____

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 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)
		Circle: FSL/FNL	Circle: 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.

KANSAS CORPORATION COMMISSION
OIL & GAS CONSERVATION DIVISION

Form KSONA-1

July 2021

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 (see Chapter 55 of the Kansas Statutes Annotated), 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 OF MEMBERSHIP INTEREST

This Assignment of Membership Interest (this “**Assignment**”) is made and entered into as of August 23, 2022 (the “**Effective Date**”), by and among (i) Toto Energy, LLC, a Delaware limited liability company (the “**Company**”) (ii) Yorktown Energy Partners IX, L.P., a Delaware limited partnership (“**Yorktown**”), (iii) North Shore Energy, LLC, a Delaware limited liability company (“**North Shore**”) and (iv) Roemer Interests, Ltd., a Texas limited partnership (“**Roemer Interests**”) and Roemer Oil Company, a Colorado Corporation (“**Roemer Company**”, and together with Roemer Interests, “**Roemer**”) (each an “**Assignor**” and collectively, the “**Assignors**”), and (v) NEC Operating, LLC, a Texas limited liability company (“**Assignee**”). If a term is capitalized in this Assignment but not defined, then it has the meaning given to it in the Purchase Agreement.

RECITALS

WHEREAS, Assignors own all of the issued and outstanding membership interests in the Company (the “**Conveyed Interest**”).

WHEREAS, pursuant to that certain Membership Interest Purchase Agreement dated as of August 23, 2022 (the “**Purchase Agreement**”), by and among the Company, the Assignors, and the Assignee, the Assignee agreed to purchase from the Assignors, and the Assignors have agreed to sell to the Assignee, the Conveyed Interest pursuant to and in accordance with the terms and conditions therein.

NOW, THEREFORE, in consideration of the mutual covenants and agreements hereinafter set forth and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. **Assignment of Conveyed Interest.** For the consideration recited in the Purchase Agreement, by this Assignment, the Assignors sell, assign, transfer, convey, and deliver to the Assignee, all of the Assignors’ right, title and interest in and to the Conveyed Interest, and the Assignee purchases, acquires, accepts, and receives, the Conveyed Interest. The Assignors intend to convey all of the right, title, and interest, legal or equitable, contingent, deferred or otherwise, of the Assignors in and to the Conveyed Interest. Upon the execution of this Assignment, the Assignors acknowledge and agree that the Assignors shall no longer own any membership interest in the Company and shall cease to be members of the Company.

2. **Acceptance.** The Assignee accepts the Conveyed Interest and assumes, and agrees to be bound by, all of the attendant privileges and obligations represented by the Conveyed Interest.

3. **Further Actions.** The Company, Assignors and the Assignee agree to execute and deliver promptly upon request of any other party such further agreements or instruments and to do, or cause to be done, such further acts and things as may be reasonably necessary or appropriate to complete the assignment and transfer of the Conveyed Interest to the Assignee as contemplated hereby.

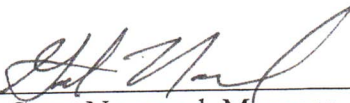
4. **Miscellaneous.** This Assignment (a) will be governed by and construed in accordance with the laws of the State of Texas; (b) will be binding upon and inure to the benefit of the Assignors, the Assignee, the Company, and their respective successors and assigns; (c) may be amended, modified or supplemented only by an instrument in writing executed by the Assignors, the Assignee, and the Company; and (d) may be executed in one or more counterparts, each of which will be deemed an original, but all of which together will constitute one and the same instrument. Signatures given by portable document format (or similar format) shall be binding and effective to the same extent as original signatures.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed as of the date first written above by their respective officers thereunto duly authorized.

ASSIGNEE:

NEC Operating, LLC

By: 
Grant Norwood, Manager

COMPANY:

Toto Energy, LLC

By: _____
Lamar B. Roemer, CEO

ASSIGNORS:

Yorktown Energy Partners IX, L.P.

By: Yorktown IX Company LP,
its general partner

By: Yorktown IX Associates LLC,
its general partner

By: _____
Peter A. Leidel, Member

North Shore Energy, LLC

By: _____
Steve Swanson, CEO

Roemer Interests, Ltd.

By: _____
Lamar B. Roemer, President

Roemer Oil Company

By: _____
Lamar B. Roemer, President

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed as of the date first written above by their respective officers thereunto duly authorized.


ASSIGNEE:

NEC Operating, LLC

By: _____
Grant Norwood, Manager

COMPANY:

Toto Energy, LLC

By:  _____
Lamar B. Roemer, CEO

ASSIGNORS:

Yorktown Energy Partners IX, L.P.

By: Yorktown IX Company LP,
its general partner


By: Yorktown IX Associates LLC,
its general partner

By: _____
Peter A. Leidel, Member


North Shore Energy, LLC

By: _____
Steve Swanson, President

Roemer Interests, Ltd.

By:  _____
Lamar B. Roemer, President

Roemer Oil Company

By:  _____
Lamar B. Roemer, President

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed as of the date first written above by their respective officers thereunto duly authorized.

ASSIGNEE:

NEC Operating, LLC

By: _____
Grant Norwood, Manager

COMPANY:

Toto Energy, LLC

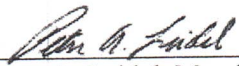
By: _____
Lamar B. Roemer, CEO

ASSIGNORS:

Yorktown Energy Partners IX, L.P.

By: Yorktown IX Company LP,
its general partner

By: Yorktown IX Associates LLC,
its general partner

By:  _____
Peter A. Leidel, Member

North Shore Energy, LLC

By: _____
Steve Swanson, President

Roemer Interests, Ltd.

By: _____
Lamar B. Roemer, President

Roemer Oil Company

By: _____
Lamar B. Roemer, President

IN WITNESS WHEREOF, the parties hereto have caused this Assignment to be executed as of the date first written above by their respective officers thereunto duly authorized.

ASSIGNEE:

NEC Operating, LLC

By: _____
Grant Norwood, Manager

COMPANY:

Toto Energy, LLC

By: _____
Lamar B. Roemer, CEO

ASSIGNORS:

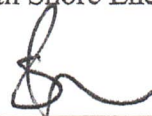
Yorktown Energy Partners IX, L.P.

By: Yorktown IX Company LP,
its general partner

By: Yorktown IX Associates LLC,
its general partner

By: _____
Peter A. Leidel, Member

North Shore Energy, LLC

By:  _____
Steve Swanson, CEO

Roemer Interests, Ltd.

By: _____
Lamar B. Roemer, President

Roemer Oil Company

By: _____
Lamar B. Roemer, President