UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

UNITED STATES SECURITIES AND EXCHANGE COMMISSION, *Plaintiff*, v. THE HEARTLAND GROUP VENTURES, LLC, et al., *Defendants*, and DODSON PRAIRIE OIL & GAS LLC, et al. *Relief Defendants.*	§ § § § § § § § § § § § § § § § § § §	CIVIL ACTION NO. 4-21CV-13100

MEMORANDUM IN SUPPORT OF MOTION TO
TERMINATE OR MODIFY ASSET FREEZE AND RECEIVERSHIP ORDERS

Defendant Manjit "Roger" Sahota and Relief Defendants Harprit Sahota, Sunny Sahota, and Monrose Sahota (collectively the "Sahotas") respectfully submit this Memorandum in Support of Motion to Terminate or Modify Asset Freeze and Receivership Orders (together with the motion, "Motion"). As demonstrated herein and further supported by the Declaration of Sunny Sahota attached to this Motion,[1] the Receivership has sufficient assets to satisfy the financial remedies that may be imposed against all of the Sahotas and Sahota-related entity Defendants and

[1] In support of this Motion, the Sahotas attach and incorporate by reference Exhibit 1, Declaration of Sunny Sahota. The Sahota Declaration includes an Appendix, which contains documents cited in the Sahota Declaration.

Relief Defendants in this case. Accordingly, the Sahotas respectfully request that the Court grant all or some of the relief requested herein.

I. RELEVANT FACTS

The SEC Investigation/Action

Prior to the filing of this action, the Sahotas understand that the SEC requested documents and obtained testimony from Heartland and several of its principals. *See* Exhibit 1 (Declaration of Sunny Sahota ("Sahota Dec.") ¶ 5. We also understand that the formal investigation lasted more than a year. The SEC, however, never asked any of the Sahotas to produce documents or provide testimony before this case was filed. *Id.* In other words, the Sahotas never got an opportunity to tell their side of the story before this "emergency" action was filed. *Id.*

On or about December 3, 2021, the Sahotas were served a copy of the Complaint in *SEC v. The Heartland Group Ventures, LLC et al.*, Civil Action No. 4-21-CV-1310-O (N.D. Texas), and a copy of the Asset Freeze Order and Receivership Order issued in the case. Sahota Dec. ¶ 4. The Asset Freeze Order effectively froze all of the Sahotas' and Sahota-related entities' assets, including access to approximately $850,000 that was held in bank accounts in the names of various Sahota-related entities. *Id.* ¶ 6. With respect to the Receivership Order, the Receiver now controls the following Sahota-related entities: Defendants Arcooil and Barron Petroleum, and Relief Defendants Barron Energy Corporation, Dallas Resources Inc., Leading Edge Energy LLC, Sahota Capital LLC and 1178137 B.C. Ltd. (each a "Sahota-related entity"). *Id.* ¶ 7.

Since the commencement of this action, the Receiver has:

(a) secured all oil and gas leases owned by the Sahota-related entities, regardless of whether the funds used to acquire the leases was traceable to Heartland (Sahota Dec. ¶ 8);

(b) secured two ranches and a house owned by Dallas Resources in Eldorado, San Angelo and Gordon, Texas. From those residences, the Receiver took possession of 23 boxes of papers, files, cash, computers, phones and easily portable and potential valuable

objects. In addition, the Receiver took into possession jewelry that was acquired well before the Sahota/Heartland relationship began (*Id.*);

(c) secured the Sahotas' offices in Graham and Electra, Texas, and took possession of computers, phones, and documents (*Id.*);

(d) taken possession of oilfield equipment, including three complete drilling rigs, eight workover rigs, four backhoes, three dozers, four winch trucks, two forklifts, four welding machines, three vacuum trucks, two graders, frack tanks, drill pipe, frack pipe, tubing, completion equipment, a pressure washer and other work trucks and vehicles (*Id.*);

(e) taken possession of a plane and helicopter owned by Dallas Resources in Sherman, Texas (*Id.*); and

(f) secured tickets and rights to Dallas Cowboy games and other events at AT&T Stadium.[2] (*Id.*).

When the Court entered the Asset Freeze and Receivership Orders, the Sahotas had recently completed drilling 11 wells on the Sahota Carson and Soto-Childress leases and completed over 20 miles of gas line that connected to the Enterprise sales line. Sahota Dec. ¶ 9. The Sahota's had focused their efforts on the Sahota Carson and Soto-Childress leases because they believed that these leases had the most value. *Id.* The fracing of those wells to increase production was scheduled for December 10, 2021, a natural gas compressor was on order and soon to be delivered, and the wells were weeks away from being put in production. *Id.* That activity was stopped when this lawsuit was filed, and all of the leases were shut down and has not restarted. *Id.*[3]

[2] *See generally* Initial Report of Receiver (December 13, 2021) (Dkt. 50) (identifying assets secured by the Receiver).

[3] The Sahota's understand that all production has been shut down on all leases since the filing of this action. This includes non-Heartland related wells, which typically produced income of approximately $15,000 to $30,000 per month. Sahota Dec. ¶ 13 note 2.

The Sahotas

Defendant Roger Sahota has been an operator in oil and gas fields since 2003. Sahota Dec. ¶ 11. He has operated various entities in Colorado, Wyoming, Texas, Louisiana and Canada, which purchased leases, drilled and worked over existing wells, and produced oil and gas. *Id.* Roger (age 67) and his wife, Relief Defendant Harprit Sahota (age 65), live in a house in Eldorado, Texas. *Id.* The house is owned by Dallas Resources, a company now controlled by the Receiver. *Id.* Roger Sahota's only source of income was what he received in his roles with various Sahota-related entities. *Id.* Harprit Sahota is not employed. *Id.*

Relief Defendant Sunny Sahota is 39 years old and a son of Roger and Harprit Sahota. Sahota Dec. ¶ 10. He is married and has two children, ages 8 and 4. He lives with his family in a house in San Angelo, Texas. *Id.* The house is owned by Dallas Resources, a company now controlled by the Receiver. *Id.* In January 2019, Sunny joined his father to work in the oil and gas businesses that Roger Sahota operated through several corporate entities in Texas. *Id.* Sunny's wife is not employed. *Id.*

Relief Defendant Monrose Sahota, age 36, is a son of Roger and Harprit and lives with his wife at his parents' house in Eldorado. Sahota Dec. ¶ 12. His wife is not employed. *Id.*

Assets Acquired Before Heartland

Certain Sahota-related entities received funds from Heartland between February 2019 and September 2021. Sahota Dec. ¶ 13; *see also* Complaint ¶ 4. The following assets were acquired *before* the Sahotas or a related entity received *any* funds from Heartland:

(a) In approximately 2006 or 2007, Sunny Sahota purchased five acres of land in Twentynine Palms, CA. (*Id.*).

(b) In June 2017, Sunny Sahota purchased a home in Arlington, WA. (*Id.*).

(c) On or about June 1, 2017, Relief Defendant Leading Edge bought six mineral leases covering 2,000 acres in Wichita County, Texas. These leases included 93 existing oil and gas wells. (*Id.*).

(d) On or about September 28, 2017, Defendant Arcooil Corp. purchased 17 mineral leases covering 3,810 acres in Jack, Hardeman, Stephens, Wichita, and Archer Counties. These leases included 90 existing oil and gas wells. (*Id.*).

(e) On or about July 1, 2018, Arcooil Corp. purchased two acres of land in Graham, Texas, to use as an office, yard, and residence. The existing office was expanded and remodeled, and a new home for Roger and Harprit was constructed. (*Id.*).

(f) On or about July 28, 2018, Arcooil Corp. purchased seven mineral leases covering 1,040 acres in Palo Pinto County. These leases included seven existing oil and gas wells. (*Id.*).

(g) In December 2018, Barron purchased a mineral lease now called Sahota Carson covering 1,000 acres in Val Verde County to wildcat a discovery well. (*Id.*).

(h) On or about December 11, 2018, Dallas Resources purchased 4.5 acres of land in Electra, Texas to use as an office and yard. (*Id.*).

(i) Between 2017 and 2018, Arcooil Corp. and Barron purchased four drilling rigs, four workover rigs, eight work trucks, four winch and pole trucks, and three vacuum trucks, dozers, graders and other equipment to drill and work over oil wells. (*Id.*).

The Receiver shut down all production activity on the mineral leases held by the Sahota-related entities, including the leases in which Heartland owned no interest. The non-Heartland related wells previously produced income of approximately $10,000 – $20,000 per month. *Id.* at note 2.

Assets That Heartland Purchased from the Sahota-Related Entities

Between March 2019 and September 2021, Heartland made three categories of payments to the Sahota-related entities: (a) approximately $22,009,953 to purchase interests in mineral leases and oil and gas wells owned by Barron; (b) approximately $1,487,573 for a 49% interest in two drilling rigs, one work over rig, one sky track, drill pipe, and fracing pipe owned by Barron; and (c) $5,974,000 for development of the gas pipeline to deliver production to market, which pipeline is owned 49% by Heartland. Sahota Dec. ¶ 14. Accordingly, around $29.5 million of the $54 million Heartland sent to Barron was for the purchase of "hard assets." *Id.* The Sahotas used the balance of the funds received from Heartland (approximately $23.3 million) for operations,

workover and drilling activity. *Id.*[4] There is no credible allegation in the Complaint that the Sahotas misappropriated any of the funds received from Heartland.[5]

Importantly, Heartland paid the Sahota-related entities approximately $16,015,587 between February 2019 and January 2020. Sahota Dec. ¶ 15. These funds were paid *before* Roger Sahota is alleged to have made any false statement to Heartland or one of its investors.[6] *Id.*

Estimated Value of the Oil and Gas Assets

Throughout the relationship with Heartland, the Sahota-related entities used third party petroleum engineers, geologists, and geophysicists to assist in locating the best leases possible with potential high oil and gas reserves and to identify risk factors associated with the development, drilling and completion issues of the leases.[7] Sahota Dec. ¶ 16. The oil and gas assets that the Sahota-related entities owned and operated have significant value with a low risk factor. *Id.* The value of those assets is evidenced by the following:

(a) On or about November 15, 2021, Barron received an offer from Trevino Resources to purchase all of the lease interests and equipment held by Barron and Heartland in Val Verde, Crockett, and Schleicher Counties for $62,500,000. *Id.* ¶ 15(a).

(b) In June 2021, Dr. William J. Purvis provided an estimate of the possible and probable reserves for the Childress-Soto Lease in Crockett County, Texas. Dr. Purves estimated

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[4] Heartland was oftentimes behind in making payments to the Sahota-related entities. When this action was filed, Heartland owed the Sahota-related entities approximately $12 million. *Id.* ¶ 14 note 5.

[5] The SEC *suggests* that the Sahotas misapplied some of the Heartland funds to purchase a private plane, helicopter and real estate in the Bahamas. *See* Complaint ¶ 122. But the SEC concedes that during the relevant period, the Sahota's had more than sufficient funds from non-Heartland sources to acquire these assets. *See id.* ¶ 121; Exhibit 1 to Dkt. 3 (Declaration of Rebecca Hollenbeck) ¶ 42, filed by the SEC in support of its motion for emergency injunctive relief.

[6] The Complaint alleges that in January 2020, some 10 months after Heartland began transferring funds to the Sahota entities, Roger Sahota sent an "altered" reserve report to Heartland. Complaint ¶ 118.

[7] In particular, the Sahotas placed a great deal of reliance on the analysis of 3D seismic data provided by Dr. William J. Purves, who evaluated potential lease assets, assessed risk, and developed a drilling program for certain leases that the Sahota's strictly followed. Sahota Dec. ¶ 16 note 7.

that the leases had 1.8 million BBL Oil and Condensate, 232 BCF dry and wet gas feet of probable recoverable reserves in place. *Id.* ¶ 15(b).

(c) An economic evaluation report dated May 5, 2010, prepared by Richard G. Boyce, states that as of May 2010 there were estimated probable undiscovered gas reserves of more than 168,000 MMCF in place at the Childress/Soto lease in Crockett County, Texas. Dr. Boyce estimated future net income for these leases (discounted by 10% to net present values as of May 2010) ranging from $276,429,000 to $460,404,000. *Id.* ¶ 15(c).

(d) A reserve report dated April 26, 2021, prepared by Dr. Michael Fraim estimated that the Wolfcamp Leases in Schleicher County, Texas co-owned by Barron and Heartland had oil reserves of approximately 786 MMBO. *Id.* ¶ 15(d).

(e) A summary of reserve report dated November 1, 2020, prepared by Albert G. McDaniel, P.E., estimated that the Carson Lease and West Ranch leases I Val Verde County, Texas had 640 billion cubic feet of probable recoverable gas reserves in place. McDaniel estimated a "rough value of the lease" at $1.7 billion. *Id.* ¶ 15(e).

Use of Personal and Heartland Funds

The SEC concedes that between January 2018 until the filing of the action, the Sahotas received approximately $13.6 million in their bank accounts from sources *other* than Heartland. Sahota Dec. ¶ 17.[8] During the same period, the Sahotas acquired the following assets in the aggregate amount of approximately $10 million:

- $686k for non-Heartland leases
- $2.25m for Palo Pinto ranch
- $1.3m for Eldorado ranch
- $447k for San Angelo house
- $1.6m for airplane
- $2m for helicopter
- $1.5m for Bahamas properties
- $200,000 for AT&T Tickets

[8] Of that amount, the Sahotas received approximately $12 million from sources other than Heartland between February 2019 and September 2021. Sahota Dec. note 8.

The Sahotas did not draw salaries from the Sahota-related entities between 2017 to 2021. Personal expenses were paid by their companies. Sahota Dec. ¶ 18. The Sahotas largely spent money on the development of the oil and gas assets to grow the company. *Id.*

II. APPLICABLE LAW

Courts have broad equitable powers to institute and modify asset freezes and receiverships in securities cases brought by the SEC. *See SEC v. King*, 2021 WL 3598732, at *3 (C.D. Cal. Apr. 27, 2021); *SEC v. AmeriFirst Funding, Inc.*, No. 3:07-CV-1188-D, 2007 WL 2192632, at *3 (N.D. Tex. July 31, 2007). If the Court has the authority to freeze assets, it logically has the 'corollary authority to release frozen personal assets, or lower the amount frozen.'" *SEC v. North Star Finance, LLC*, 2017 WL 476602, at *1-2 (D. Md. Feb. 3, 2017).[9]

In considering modification of a freeze order, the Court "should weigh 'the disadvantages and possible deleterious effects of a freeze … against the considerations indicating the need for such relief.'" *SEC v. Gryphon Holdings, Inc.*, 2010 WL 11623063, at *1 (E.D.N.Y. June 28, 2010) (quoting *SEC v. Manor Nursing Centers, Inc.*, 458 F.2d 1082, 1106 (2d Cir. 1972)). Courts should "balance[] the ability to provide restitution to the victims with the defendants' ability to defend themselves prior to a finding of liability." *SEC v. Quiros*, 2016 WL 3032925, at *1 (S.D. Fla. May 27, 2016).

"[T]his suit was brought to establish defendants' wrongdoing; the court cannot assume the wrongdoing before judgment in order to remove the defendants' ability to defend themselves." *FSLIC v. Dixon*, 835 F.2d 554, 565 (5th Cir. 1987). In *Gryphon Holdings, Inc.*, the Magistrate Judge considered a requested stipulated modification to an asset freeze order, and after weighing the advantages and deleterious effects of that order, the court concluded that "at this stage of the

[9] Quoting *SEC v. Dowdell*, 175 F.Supp.2d 850, 854 (W.D. Va. 2001) and *SEC v. Duclaud Gonzalez de Castilla*, 170 F.Supp.2d 427 (S.D.N.Y. 2001).

proceedings – where the Commission has done no more than assert its claims in a Complaint and the defendants contest liability – the defendants' right to due process weighs heavily against the kind of unrestricted deprivation of property that would render them unable to mount a defense and make [defendant] a ward of the state." 2010 WL 11623063, at *2.

III. ARGUMENT AND RELIEF REQUESTED

A. Introduction

This suit is about Heartland and its alleged fraudulent offerings and Ponzi scheme. Roger Sahota and his family members and related entities are in this suit because they are a "deep pocket." The Sahotas have valuable assets available to be seized because they actually spent the money received from Heartland as agreed, developing jointly-owned oil and gas projects, rather than misappropriating it. Roger Sahota's status as an effective relief defendant is reflected in the paucity of substantive allegations of wrongdoing against him in the SEC's Complaint. In 172 paragraphs covering more than 60 pages, the SEC devotes only *three* paragraphs containing allegations of wrongdoing by Roger Sahota that relate to the claims alleged. *See* Complaint ¶¶ 18-20.

Certain of the Sahota-related entities, which are now in receivership, contracted with Heartland to (a) sell Heartland interests in mineral leases, equipment, and pipeline, and (b) develop the jointly-owned mineral leases. Heartland paid the Sahota entities approximately $54 million for these assets. And that is exactly what happened—the Sahotas used funds received from Heartland for the purchase of interests in mineral leases and the development on those leases. Sahota Dec. ¶ 14. Among those jointly owned leases are what several experts have stated are likely enormous deposits of oil and gas, worth far more than the potential financial remedies that might be imposed in this case against all defendants.[10] The Sahotas did not misappropriate the

[10] *See* Sahota Dec. ¶ ¶ 15(b) – (e) (Boyce Dec. ¶ 6 (APP 0132-151); Fraim Dec. ¶ 3 (APP 0153-206) and McDaniel Dec. ¶¶ 3-5 (APP 0207-217)).

funds received from Heartland (*id.*), as is the case in most securities fraud schemes. Instead, the Sahotas put the funds to work as they agreed to do. *Id.*

During the SEC's more than year-long investigation, before it came to this Court seeking an emergency, *ex parte* receivership order and asset freeze against the Sahotas and Sahota-related entities, the SEC never bothered to request any documents or testimony from Roger Sahota or any of the Sahota-related entities. Sahota Dec. ¶ 5. If they had, they would have known that the Sahotas were very close to putting into production wells that could prove out an enormous mineral discovery. *Id.* ¶ 9. They would have known that reserve reports and estimates from geoscientists and petroleum engineers stated that there were potentially billions of dollars' worth of minerals on land leased by the Sahotas. *Id.* ¶ 16. They would have known that on the Sahota Carson and Soto-Childress leases, the Sahotas were a week away from fracing 11 wells they had drilled, that a compressor had been ordered and scheduled to be delivered on December 10, 2021, and that those wells would have been in production within weeks. *Id.* at ¶ 9. But the SEC never bothered to find any of this out before seizing almost everything the Sahotas owned.

The impact of the extraordinary injunctive relief the SEC obtained against the Sahotas cannot be overstated. They have effectively been deprived of almost all of their property—now controlled by the Receiver—without being found liable for anything. Almost all of the Sahotas' significant assets were held by the Sahota-related entities. These assets, now under the control of the Receiver, include among other things the homes they live in and all of their bank accounts. Sahota Dec. ¶¶ 6-7. Moreover, the Receiver's decision to shut down all wells on the mineral leases—including those in which Heartland holds no interest—means the loss of approximately $10,000 to $20,000 per month in production revenues. *Id.* ¶ 13 note 2. It also means unemployed workers, potential liabilities to the State of Texas due to leaks caused by the production stoppage,

and a massive destruction of value for which the Sahotas will have no remedy, even if all of the SEC's claims are dismissed. All of this without even a finding of liability.

The SEC's allegations against Roger Sahota and Defendants Barron Petroleum and Arcooil Corp. do not justify the continuation of such draconian measures against them. The SEC does not allege that they created or disseminated or even reviewed Heartland's offering documents. Nor does the SEC allege that they had any role in or knowledge of the alleged Heartland Ponzi scheme. Instead, the SEC alleges that:

- The Sahotas failed to provide information requested by Heartland and were optimistic about the oil and gas venture's prospects. Complaint ¶¶ 79, 114, 115, 117.

- Roger Sahota sent Heartland a "one-page reserve report" that had been modified to include dollar amounts of natural gas reserves, knowing that it would be provided to Heartland investors. Complaint ¶ 118. However, the SEC does not allege any investor bought or sold securities "in connection with" this report; nor does it allege that this report was incorporated into any of Heartland's offering materials.[11]

- Unidentified Sahota-related Defendants provided to Heartland altered monthly statements from a gathering company, and that these alterations "inflated or otherwise altered oil production revenues" by unidentified amounts. Complaint ¶ 119. The SEC does not allege (a) that any Sahota-related Defendant provided these documents to Heartland's investors; (b) that Heartland provided these documents to its investors; (c) that any investor purchased or sold Heartland securities in reliance upon these documents; or (d) that these documents, individually or in the aggregate, would have been material to investors.[12] Indeed, although the SEC supplied these

[11] Other materials filed by the SEC with its initial motion for injunctive relief indicate this document was disseminated to Heartland "stakeholders" as part of a March 5, 2020 communication from Mr. Bruner. *See* Dkt. 5, Ex. 9 (Reinhart Declaration) at A572-574.

[12] The SEC filed the documents in question as an exhibit to its Emergency Motion for a TRO. *See* Dkt. 5, Ex. 4 (Betina Declaration). The delta between the aggregate amounts contained in the

statements (and the unaltered versions) to the Court, it did not bother to provide any quantitative analysis, and accordingly did not inform the Court that the *largest aggregate* delta between the amounts shown in the "altered" statements and the original ones is about $40,000 in an alleged $122 million fraud.

- In April 2021, Roger Sahota "personally made misrepresentations to at least one investor, Heartland personnel, and feeder fund managers who solicited investments for Debt Fund II and Equity Fund II." Complaint ¶ 120. Specifically, the SEC alleges that Roger Sahota predicted, in April 2021, that the first well to be drilled would produce a certain amount, and it later turned out, after the well later started producing, that it produced much less.[13] *Id.* The SEC does not allege that the "one investor" subsequently purchased more Heartland securities in reliance on Sahota's alleged projections. Nor does the SEC allege that the "Heartland personnel" or "feeder fund manager" who were allegedly present subsequently raised funds for Heartland based upon Sahota's alleged projections. Moreover, the alleged statement by Sahota is an inactionable projection or opinion.[14]

"true" documents (*id.*) versus the "modified" documents (*id.* at Ex. 3) is less than $40,000 at its peak (January and February 2020, *compare* A432-433 and A417-418), which in the context of what is alleged as a $122,000,000 fraud is quantitatively immaterial.

[13] In the conversation upon which the SEC basis these allegations, Roger Sahota plainly stated that the well in question had not been fraced and was speaking of the potential output once that had occurred. *See* Dkt. 5, Ex. 6 (Transcript of recorded conversation) (A451-452). That fracing was scheduled for December 10, 2021. Sahota Dec. ¶ 9. The SEC's emergency injunctive relief at the beginning of December stopped that fracing from going forward (*id.*), and the SEC should be estopped from proceeding with such fraud-by-hindsight allegations, particularly when the SEC's precipitous action—taken without ever interviewing any of the Sahotas—caused the projections not to be met.

[14] Projections are not actionable unless (a) the statement is not actually believed, (b) there is no reasonable basis for the belief, or (c) the speaker is aware of but fails to disclose facts seriously undermining the projections. *See Krim v. BancTexas Grp., Inc.*, 989 F.2d 1435, 1446 (5th Cir. 1993); *Ginsburg v. ICC Holdings, LLC*, 2017 WL 5467688, at *15 (N.D. Tex. Nov. 13, 2017). Statements of opinion are not actionable unless (a) the speaker did not actually hold the opinion, or (b) the speaker fails to disclose material facts that would conflict with what an investor would

The SEC sought a receivership over the Sahota-related entities not because they, or Roger Sahota, were key players in the alleged Heartland fraud—rather, the Sahota-related entities were put into receivership because they have assets and the Heartland defendants and relief defendants apparently do not. In other words, the Sahotas' assets are in receivership because the Sahotas actually used Heartland's funds to purchase leases, build pipelines, and drill wells as they had contracted to do, instead of running off with the money.

B. The Sahotas Should be Released from the Asset Freeze and the Sahota-Related Entities Released from the Receivership Because They Have No Profits to Disgorge

Because the Sahotas (and the Sahota-related entities within the Receivership) made no profits from the alleged transactions with Heartland, they cannot be required to disgorge any amount. Disgorgement "'is an equitable remedy meant to prevent the wrongdoer from enriching himself by his wrongs.'" *Allstate Ins. Co. v. Receivable Fin. Co., L.L.C.*, 501 F.3d 398, 413 (5th Cir. 2007) (quoting *SEC v. Huffman*, 996 F.2d 800, 802 (5th Cir. 1993)).“Because disgorgement is meant to be remedial and not punitive, it is limited to 'property causally related to the wrongdoing' at issue." *Allstate*, 501 F.3d at 413 (quoting *SEC v. First City Fin. Corp.*, 890 F.2d 1215, 1231 (D.C. Cir. 1989)).

"The SEC is authorized to seek, and the court is authorized to order disgorgement 'that does not exceed the wrongdoer's net profits and is awarded for victims.'" *SEC v. Gilman*, 2021 WL 4125195, at *6 (N.D. Tex. Sept. 9, 2021) (quoting *Liu v. SEC*, 140 S. Ct. 1936, 1940 (2020)). Once the SEC makes a showing that the amount sought in disgorgement was a reasonable approximation of the defendant's ill-gotten gains, "the burden shifts to the defendant to establish

take from the opinion. *See Omnicare, Inc. v. Laborers Dist. Council Constr. Indus. Pension Fund*, 135 S. Ct. 1318, 1327, 1329 (2015); *In re Plains All American Pipeline, L.P. Sec. Litig.*, 307 F.Supp.3d 583, 635 (S.D. Tex. 2018); *Woolgar v. Kingstone Companies, Inc.*, 477 F.Supp.3d 193, 225 (S.D.N.Y. 2020).

that the disgorgement figure was not a reasonable approximation." *SEC v. Sneed*, 2021 WL 4202171, at *10 (N.D. Tex. Sept. 10, 2021).

In its Complaint, the SEC has not alleged and makes no showing in its supporting declarations of any *profits* derived by any of the Sahota-related Defendants or Relief Defendants from the alleged securities fraud. The only allegation that the SEC makes is that Heartland paid the Sahota-related Defendants in the aggregate some $54 million. Complaint ¶¶ 4, 121, 129, 139. But this figure surely cannot be the measure of disgorgement in this case, because among other reasons, it includes approximately $16 million of funds that Heartland sent to Sahota *before* any of Roger Sahota's alleged fraudulent conduct even occurred.[15]

In contrast, the attached declaration of Sunny Sahota shows that the Sahota-related Defendants spent the $54 million they are alleged to have received from Heartland on purchasing and developing the jointly owned leases jointly. Sahota Dec. ¶ 14. There was no profit received by any of the Sahota-related Defendants—indeed, no profit is alleged—and accordingly there can be no disgorgement owed as a matter of law.

Because no disgorgement is owed, the Sahotas' assets should not be subject to the Receivership, and the Sahotas therefore respectfully request that the Court release each of them from the Asset Freeze Order and release each of the Sahota-related entities from the Receivership Order.

[15] The earliest allegation of fraud against Roger Sahota is that he sent Heartland a document that had been "fraudulently altered." Complaint ¶ 118. The SEC alleges that Heartland requested the document in "approximately January 2020," but does not allege when the document was provided. *See id.* An exhibit to the SEC's emergency motion for injunctive relief contains what is presumably the document in question, attached to a Heartland letter to "Stakeholders" dated March 5, 2020. Dkt. 5, Ex. 9 at A572 (Reinhart Declaration); *see* Sahota Dec. ¶ 15.

C. In the Alternative, the Receiver Should Be Directed to Turn Over Certain Assets Wholly Owned by a Sahota-Related Entity That Were Purchased Before February 2019

As shown, certain of the mineral leases in the Receiver's possession are likely worth many times more than the total amount of potential disgorgement in this case of $122 million, per the SEC's allegations, of which $54 million was allegedly paid by Heartland to the Sahota-related entities. The Sahotas have made an adequate showing that there are sufficient assets to satisfy any potential liability. Sahota Dec. ¶ 16. Accordingly, the Court should direct the Receiver to relinquish certain assets in which Heartland does not have an ownership interest, that were purchased before February 2019 (*Id.* ¶ 13), which the SEC alleges is when Heartland first transferred funds to the Sahota-related entities. Complaint ¶ 62. Those assets are: (a) eight mineral leases owned by Defendant Arcooil in Wichita County; (b) two acres of partially-developed land in Graham, Texas owned by Arcooil; and (c) 4.5 acres of partially-developed land in Electra, Texas; and (d) all equipment in which Heartland did not buy an interest, that has not yet been sold by the Receiver.[16]

D. In the Alternative, Roger Sahota and the Individual Sahota Relief Defendants Should be Permitted to Stay in Their Homes Until and Unless Judgment Is Entered Against Them

Because there are sufficient assets in the Receivership Estate to satisfy any potential judgment against the Sahota-related Defendants, the Court should not authorize the Receiver to liquidate the Receivership properties in Eldorado and San Angelo until and unless judgment is rendered against Roger Sahota, and further permits the Sahotas to live in the homes pending a final resolution of this matter.

[16] That equipment was purchased by Arcooil and Barron in 2017 and 2018, before the Sahota-related Defendants are alleged to have received any funds from Heartland. Sahota Dec. ¶ 13(i).

E. In the Alternative, the Sahotas Should be Given Reasonable Living and Legal Expenses[17]

As shown above and in the attached declaration, the Sahotas do not have a source of income outside of the Sahota-related entities now held by the Receiver. Sahota Dec. ¶¶ 10-12. The Sahotas live in modest homes and do not live a life of luxury as suggested by the SEC. "Where the courts have denied requests for living expenses, the [defendants] were found to have other sources of income or were requesting funds for luxuries, not necessities." *King*, 2021 WL 3598732, at *3; *see SEC v. Santillo*, 2018 WL 3392881, at *4 (S.D.N.Y. July 11, 2018) (unfreezing funds where individual defendant "and his family do not have sufficient funds outside the asset freeze to satisfy their living expenses because all of [defendant's] assets are subject to the freeze").

Likewise, Roger Sahota does not have another source of income to pay legal fees to defend against the SEC's claims against him.[18] *See Dixon*, 835 F.2d at 564-65 (directing the district court to modify its receivership order "so as to allow each defendant's reasonable request for a release of assets that are necessary to pay attorneys unless FSLIC can carry the burden of demonstrating a likelihood of impropriety on the part of defendant"); *FTC v. Abili-Staff, Ltd.*, 2010 WL 11598073, at *6 (W.D. Tex. Oct. 7, 2010) (releasing frozen funds to pay attorneys' fees).

Because there are sufficient assets in the Receivership Estate to satisfy any potential judgment against the Sahota-related Defendants, the Court should direct the Receiver to release a reasonable amount of funds held or previously held in accounts owned by the Sahota-related

[17] In the event that the Court declines to direct the Receiver to permit the Sahotas to remain in their residences and/or to transfer certain vehicles to the Sahotas, the Sahotas reserve the right to amend these living expenses to provide for housing and transportation expenses, and to otherwise provide supplemental evidence of expenses.

entities to allow the Sahotas to live and defend themselves. As shown in the attached Declaration, the Sahotas' reasonable living expenses are as follows:[19]

Home	Expense	Estimated Monthly Amount
Eldorado	Electricity	$170/ month
San Angelo	Electricity	$150-$200 / month
San Angelo	Water	$200-$300 / month
Eldorado	Natural Gas	$50 / month
San Angelo	Natural Gas	$440 / month
Eldorado	Internet	$100 / month
San Angelo	Internet	$70 / month
Eldorado	Groceries/Medications	$3,500 / month
San Angelo	Groceries	$2,500 / month
	Mobile Phones	$515 / month
	Health Insurance	$2,000 / month (all Sahotas and dependents)
	Gasoline	$3,200 / month (4 vehicles)
	Car Insurance	$540 / month (4 vehicles)
	Car Payments	$ 4,116 / month (4 vehicles)

In addition, the Sahotas request funds to pay for their legal defense, in the amount of $250,000. Accordingly, the Sahotas respectfully request that the Court direct the Receiver to provide the Sahotas living and legal expenses as stated above.

[19] *See* Sahota Dec. ¶ 19. These costs are Sunny Sahota's best estimates, and the invoices that the Sahotas could locate are attached to Sunny Sahota's declaration. The Receiver may have possession of pertinent corporate records, including relevant invoices for these costs.

IV. CONCLUSION

For the foregoing reasons, the Sahotas respectfully request that the Court grant all or some of the relief requested, and any other relief to which the Sahotas have shown themselves to be justly entitled.

Respectfully submitted,

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COUNSEL FOR MANJIT SINGH "ROGER" SAHOTA, HARPRIT SAHOTA, SUNNY SAHOTA, AND MONROSE SAHOTA

Certificate of Conference

I do hereby certify that on February 11 and 14, 2022, I conferred with counsel for the SEC and the Receiver regarding the relief requested herein. The SEC and the Receiver oppose the relief requested in this motion.

/s/ J. Kevin Edmundson
J. Kevin Edmundson

Certificate of Service

I do hereby certify that on February 14, 2022, a true and correct copy of the above and foregoing instrument was filed electronically through the Court's CM/ECF system, which will give notice of this filing to all parties.

/s/ J. Kevin Edmundson
J. Kevin Edmundson

Exhibit 1 -- Sunny Sahota Declaration

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

UNITED STATES SECURITIES AND EXCHANGE COMMISSION, *Plaintiff*, v. THE HEARTLAND GROUP VENTURES, LLC, et al., *Defendants*, and DODSON PRAIRIE OIL & GAS LLC, et al. *Relief Defendants.*	§ § § § § § § § § § § § § § § § § §	CIVIL ACTION NO. 4-21CV-13100

DECLARATION OF SUNNY SAHOTA

I, Sunny Sahota, declare under penalty of perjury, in accordance with 28 U.S.C. § 1746, that the following is true and correct:

Background

1. I am over the age of 18 and competent to testify to the facts stated herein. Between approximately January 2019 to the present, I have worked closely with my father, Roger Sahota, and the various oil and gas businesses he operated, including Dallas Resources Inc, Barron Petroleum LLC, Arcooil Corp. and Leading Edge Energy LLC (the "Sahota-related entities"). During that period, I had access to the books and records of the companies, including bank records, and reviewed daily reports regarding the receipts and expenses of the companies.

2. Because of the Receiver's seizure of the Sahota-related entities' assets following the filing on this action, including their corporate documents, I am limited in my ability to provide an exact accounting of the use of funds that those entities received from Heartland. However, in the past 60 days, I have obtained bank statements and other records from our CPA. After reviewing the bank statements and other accounting records, and based on my personal knowledge, I am providing this declaration to explain, among other things, how the Sahota-related entities used the funds that were received from Heartland. In short, the Heartland funds were used to purchase and develop oil and gas interests pursuant to agreements between Heartland and the Sahota-related entities. Neither the Sahota Defendants nor the Sahota-related entities Defendants or Relief Defendants misappropriated Heartland funds.

3. I submit this declaration in support of a motion brought by the Sahotas for modification/termination of the Asset Freeze Order and the Receivership Order. The Sahotas are Defendant Roger Sahota and Relief Defendants Harprit Sahota, Sunny Sahota, and Monrose Sahota. I am attaching to this declaration an Appendix (0001-0226) that contains true and correct copies of documents and records that are referenced herein.

The SEC Action

4. On or about December 3, 2021, I was served a copy of the Complaint in *SEC v. The Heartland Group Ventures, LLC et al.*, Civil Action No. 4-21-CV-1310-O (N.D. Texas), and a copy of the Asset Freeze Order and Receivership Order issued in the case.

5. Prior to the filing of this action, it is my understanding that the SEC requested documents and obtained testimony from Heartland and several of its principals. The SEC, however, never asked me or any of my family members (or any of the Sahota-related entities) to produce documents or testimony before the filing of this action. We never got an opportunity to tell our side of the story before this "emergency" action was filed.

6. The Asset Freeze Order effectively froze all of the Sahotas' and related entities assets, including access to approximately $850,000 that was held in bank accounts in the names of various Sahota-related entities.

7. With respect to the Receivership Order, the Receiver now controls the following Sahota-related entities: Defendants Arcooil and Barron Petroleum, and Relief Defendants Barron Energy Corporation, Dallas Resources Inc., Leading Edge Energy LLC, Sahota Capital LLC and 1178137 B.C. Ltd. Each of the two homes where the Sahotas live, including my home where I live with my wife and minor children, are held in the name of one of the Sahota-related entities.

8. Since the commencement of this action, the Receiver has:

(a) secured all oil and gas leases owned by the Sahota related entities, regardless of whether the funds used to acquire the leases was traceable to Heartland;

(b) secured two ranches and a house owned by Dallas Resources in Eldorado, San Angelo and Gordon, Texas. From those residences, the Receiver took possession of 23 boxes of papers, files, cash, computers, phones and easily portable and potential valuable objects. In addition, the Receiver took into possession jewelry that was acquired well before the Sahota/Heartland relationship began;

(c) secured offices in Graham and Electra, Texas, and took possession of computers, phones and documents;

(d) taken possession of oilfield equipment, including three complete drilling rigs, eight workover rigs, four backhoes, three dozers, four winch trucks, two forklifts, four welding machines, three vacuum trucks, two graders, frack tanks, drill pipe, frack pipe, tubing, completion equipment, a pressure washer and other work trucks and vehicles;

(e) taken possession of a plane and helicopter owned by Dallas Resources in Sherman, Texas; and

(f) secured tickets and rights to Dallas Cowboy games and other events at AT&T Stadium.[1]

9. At the time the Court entered the Asset Freeze and Receivership Orders, we had recently completed drilling 11 wells on the Sahota Carson and Soto-Childress leases and

1 *See generally* Initial Report of Receiver (December 13, 2021) (Dkt. 50) (identifying assets secured by the Receiver).

completed over 20 miles of gas line that connected to the Enterprise sales line. The fracing of those wells to increase production was scheduled for December 10, 2021, a natural gas compressor was soon to be delivered, and the wells were weeks away from being put in production. That activity was stopped when this lawsuit was filed, and all of the leases were shut down and has not restarted. We had focused our efforts on the Sahota Carson and Soto-Childress leases because we believed that these leases had the most value (as described further below).

The Sahota Family

10. I am 39 years old and a son of Roger and Harprit Sahota. I am married and have two children, ages 8 and 4. I live with my family in a house in San Angelo, Texas. The house is owned by Dallas Resources, a company now controlled by the Receiver. In January 2019, I joined my father to work in the oil and gas businesses that he operated through several corporate entities in Texas. My wife is not employed.

11. Defendant Roger Sahota has been an operator in oil and gas fields since 2003. My father has operated various entities in Colorado, Wyoming, Texas, Louisiana and Canada, which purchased leases, drilled and worked over existing wells, and produced oil and gas. Roger (age 67) and his wife, Relief Defendant Harprit Sahota (age 65), live in a house in Eldorado, Texas. The house is owned by Dallas Resources, a company now controlled by the Receiver. Roger Sahota's only source of income was what he received in his roles with various Sahota-related Defendants and Relief Defendants. Harprit Sahota is not employed.

Relief Defendant Monrose Sahota, my brother and a son of Roger and Harprit, lives with his wife and our parents in the Eldorado house, which is owned by Dallas Resource, a company now controlled by the Receiver. His wife is not employed.

Assets Acquired Before Heartland

12. The Sahota-related entities received funds from Heartland between February 2019 and September 2021. The following list of assets were acquired *before* the Sahota-related entities received *any* funds from Heartland:[2]

(a) In approximately 2006 or 2007, I purchased five acres of land in Twentynine Palms, CA.

(b) In June 2017, I purchased a home in Arlington, WA.

(c) On or about June 1, 2017, Relief Defendant Leading Edge bought six mineral leases covering 2,000 acres in Wichita County, Texas. These leases included 93 existing oil and gas wells.

(d) On or about September 28, 2017, Defendant Arcooil Corp purchased 17 mineral leases covering 3,810 acres in Jack, Hardeman, Stephens, Wichita, and Archer Counties. These leases included 90 existing oil and gas wells.

(e) On or about July 1, 2018, Arcooil Corp purchased two acres of land in Graham, Texas, to use as an office, yard, and residence. The existing office was expanded and remodeled, and a new home for Roger and Harprit was constructed.

(f) On or about July 28, 2018, Arcooil Corp purchased seven mineral leases covering 1,040 acres in Palo Pinto County. These leases included seven existing oil and gas wells.

(g) In December 2018, Barron purchased a mineral lease now called Sahota Carson covering 1,000 acres in Val Verde County to wildcat a discovery well.

(h) On or about December 11, 2018, Dallas Resources purchased 4.5 acres of land in Electra, Texas to use as an office and yard.

(i) Between 2017 and 2018, Arcooil Corp and Barron purchased four drilling rigs, four workover rigs, eight work trucks, four winch and pole trucks, and three vacuum trucks, dozers, graders and other equipment to drill and work over oil wells.

Assets That Heartland Purchased from the Sahota-Related Entities

13. Between February 2019 and September 2021, Heartland made three categories of payments to the Sahota-related entities: (a) approximately $22,009,953 to purchase interests in

[2] I understand that the Receiver shut down all production activity on the mineral leases held by the Sahota-related entities, including the leases in which Heartland owned no interest. The non-Heartland related wells produced income of approximately $10,000 – $20,000 per month.

mineral leases and oil and gas wells owned by Barron (APP 0002);[4] (b) approximately $1,487,573 for a 49% interest in two drilling rigs, one work over rig, one sky track, drill pipe, and fracing pipe owned by Barron (APP 0004); and (c) $5,974,000 for development of the gas pipeline to deliver production to market, which pipeline is owned 49% by Heartland *(Id.).* Accordingly, around $29.5 million of the $54 million Heartland sent to Barron was for the purchase of "hard assets." The Sahota Defendants used the balance of the funds received from Heartland (approximately $23.3 million) for operations, workover and drilling activity (APP 0006-7).[5]

14. It is important to note that Heartland paid the Sahota-related entities approximately $16,015,587 between February 2019 and January 2020. These funds were paid *before* the time when Roger Sahota allegedly made any false statement to Heartland or one of its investors.[6]

Estimated Value of the Oil and Gas Assets

15. Throughout the relationship with Heartland, we used third party petroleum engineers, geologists and geophysicists to assist in locating the best leases possible with potential high oil and gas reserves and to identify risk factors associated with the development, drilling and

4 Appendix 0001-0009 are worksheets that I prepared based on my review of bank records. I provide them with this declaration to show how I arrived at the calculations stated in Paragraph 14.

5 In addition, Heartland paid the Sahota-related entities approximately $413,725 for (a) insurance ($71,354), (b) legal fees ($39,220), and (c) private trips Heartland executives took in Dallas Resources' plane ($303,151). (App 0008-9). Heartland's payments of (a) and (b) were directly related to the mineral leases co-owned by Barron Petroleum and Heartland. Also, Heartland was oftentimes behind in making payments to the Sahota-related entities, and according to my calculations, Heartland owed the Sahota entities approximately $12 million when the lawsuit was filed.

6 The Complaint alleges that in January 2020, some 10 months after Heartland began transferring funds to the Sahota entities, Roger Sahota sent an "altered" reserve report to Heartland. (Complaint ¶ 118).

completion issues of the leases.[7] The oil and gas assets that the Sahota-related entities owned and operated have significant value with a low risk factor. The value of those assets is evidenced by the following:

(a) On or about November 15, 2021, Barron received an offer from Trevino Resources to purchase all of the lease interests and equipment held by Barron and Heartland in Val Verde, Crockett, and Schleicher Counties for $62,500,000. A true and correct copy of the letter is attached as APP 0010-13.

(b) In June 2021, Dr. William J. Purves provided an estimate of the possible and probable reserves for the Childress-Soto Lease in Crockett County, Texas. Dr. Purves estimated that the leases had 1.8 million BBL Oil and Condensate, 232 BCF dry and wet gas feet of probable recoverable reserves in place. A true and correct copy of the summary report is attached as App 0014-21.

(c) An economic evaluation report dated May 5, 2010, prepared by Richard G. Boyce, states that as of May 2010 there were estimated probable undiscovered gas reserves of more than 168,000 MMCF in place at the Childress/Soto lease in Crockett County, Texas. (APP 0132-151); *see also* Declaration of Richard G. Boyce ¶ 6 (App 0131) ("Using gas prices ranging from $4.40 to $6.40 per MCF, I estimated future net income (discounted by 10% to net present values as of May 2010) ranging from $276,429,000 to $460,404,000.").

(d) A reserve report dated April 26, 2021, prepared by Dr. Michael Fraim, estimated that the Wolfcamp Leases in Schleicher County, Texas co-owned by Barron and Heartland had oil reserves of approximately 786 MMBO. Declaration of Michael Fraim, Ph.D. ¶ 3 (App 0154 and documents referenced therein).

(e) A summary of reserve report dated November 1, 2020, prepared by Albert G. McDaniel, P.E., estimated that the Carson Lease and West Ranch leases I Val Verde County, Texas had 640 billion cubic feet of probable recoverable gas reserves in place. Declaration of Albert G. McDaniel ¶¶ 3-5 (APP 208 and report referenced therein)(McDaniel stated a "rough value of lease" at $1.7 billion (APP 0211).

Use of Personal and Heartland Funds

16. The SEC concedes that between January 2018 until the filing of the action, the Sahota's received approximately $13.6 million in its bank accounts from sources other than

7 In particular, we placed a great deal of reliance on the analysis of 3D seismic data provided by Dr. William J. Purves, who evaluated potential lease assets, assessed risk and developed a drilling program for certain leases that we strictly followed. Examples of his analysis are attached at APP 0022-0098 for the Sahota Carson lease and APP 0099-128 for the Childress-Soto lease. Dr. Purves' qualifications are set forth in his resume at APP 0017-21.

Heartland.[8] During the same period, the Sahota's acquired the following assets in the aggregate amount of approximately $10 million:

- $686k for non-Heartland leases
- $2.25m for Palo Pinto ranch
- $1.3m for Eldorado ranch
- $447k for San Angelo house
- $1.6m for airplane
- $2m for helicopter
- $1.5m for Bahamas properties
- $200,000 for AT&T Tickets

17. The Sahotas did not draw salaries from the Sahota-related entities between 2017 to 2021. Personal expenses were paid by the companies. The Sahotas largely spent money on the development of the oil and gas assets to grow the company.

Living Expenses

19. Throughout the relevant period, I paid all of the bills for each of the households maintained by myself, my parents and my brother Monrose. Below is a summary of approximate amounts for living expenses on a monthly basis:[9]

Electrical
Eldorado: $170.85 / month
San Angelo: $150-$200 / month

Water
Eldorado: $0 / month
San Angelo: $200-$300 / month

Natural Gas

[8] According to my calculations, the Sahota's received approximately $12 million from sources other than Heartland during between February 2019 and September 2021.

9 Appendix 0218–0226 includes household bills/invoices for some of the recurring monthly expenses for the Sahota family. Because of the Receivership Order, I do not have access to a complete file of bills/invoices.

Eldorado: $50 / month
San Angelo: $438 / month

Internet
Eldorado: $100 / month
San Angelo: $70 / month

Groceries / Household
Eldorado: $3,500 / month
San Angelo: $2,500 / month

Mobile Phones
Verizon: $515 / month

Gasoline
Eldorado: $1,600 / month
San Angelo: $1,600 / month

Health Insurance
Kemper Health National Federal Reserve Insurance all family members: $2,000 / month

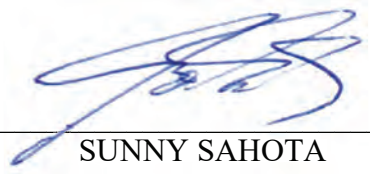
Car Insurance
Progressive: $540 / month

Vehicle Notes

2022 Ford F250: $1,450.25 / month (balance approximately $90k)
2020 GMC Yukon: $1,238.46 / month (balance approximately $17k)
2020 GMC 3500: $1,428.47 / month (balance approximately $30k)

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on February 13, 2022



SUNNY SAHOTA

Appendix to Sunny Sahota Declaration

Worksheet of Oil and Gas Interests by Heartland

Heartland Purchase of Oil & Gas Leases

Heartland Oil & Gas Property Purchase Payments for 49%		
Date	Description	Payments
2/4/19	Val Verde Purchase 1,000 Acres (Payment #1)	$500,000.00
4/11/19	Val Verde Purchase 1,000 Acres (Payment #2)	$500,000.00
4/22/19	Val Verde Purchase 1,000 Acres (Payment #3)	$500,000.00
6/3/19	Val Verde Purchase 1,000 (Payment #4)	$500,000.00
6/26/19	Val Verde Purchase 1,000 Acres (Payment #5)	$1,064,000.00
3/16/20	2nd Val Verde Purchase 3072.25 Acres (Payment #1)	$245,000.00
4/29/20	2nd Val Verde Purchase 3072.25 Acres (Payment #2)	$2,180,500.00
7/21/20	2nd Val Verde Purchase 3072.25 Acres (Payment #3)	$90,552.00
7/20/20	Val Verde Purchase Additional Acreage	$107,000.00
12/22/20	3rd Val Verde Purchase 3200 Acres	$2,579,236.27
7/29/20	Val Verde Purchase Down Payment	$250,000.00
6/29/21	4th Val Verde Purchase 3,048.7 Acres Payment #1	$1,232,436.98
7/22/21	4th Val Verde Purchase 3,048.7 Acres Payment #2	$410,812.33
8/26/21	4th Val Verde Purchase 3,048.7 Acres Payment #3	$410,812.33
9/23/20	Crockett County 1,000 Acres Down Payment- (Payment #1)	$275,000.00
10/27/20	Crockett County 1,000 Acres Down Payment- (Payment #2)	$47,916.68
11/23/20	Crockett County 1,000 Acres Down Payment- (Payment #3)	$47,916.68
12/29/20	Crockett County 1,000 Acres Down Payment- (Payment #4)	$47,916.68
2/18/21	Crockett County 1,000 Acres Down Payment- (Payment #5)	$47,916.68
3/2/21	Crockett County 1,000 Acres Down Payment- (Payment #6)	$47,916.68
4/1/21	Crockett County 1,000 Acres Down Payment- (Payment #7)	$47,916.68
4/29/21	Crockett County 1,000 Acres Down Payment- (Payment #8)	$47,916.68
5/28/21	Crockett County 1,000 Acres Down Payment- (Payment #9)	$47,916.68
6/25/21	Crockett County 1,000 Acres Down Payment- (Payment #10)	$47,916.68
7/22/21	Crockett County 1,000 Acres Down Payment- (Payment #11)	$5,406.16
8/13/21	Crockett County 1,000 Acres Down Payment- (Payment #12)	$42,510.52
9/26/21	Crockett County 1,000 Acres Down Payment- (Payment #13)	$54,333.20
10/7/20	West Ranch Down Payment (Payment #1)	$250,000.00
10/27/20	West Ranch- (Payment #2)	$200,000.00
11/23/20	West Ranch- (Payment #3)	$200,000.00
12/29/20	West Ranch- (Payment #4)	$200,000.00
2/18/21	West Ranch Payment #5	$200,000.00
3/2/21	West Ranch Payment #6	$200,000.00
4/1/21	West Ranch Payment #7	$200,000.00
4/29/21	West Ranch Payment #7	$200,000.00
5/28/21	West Ranch Payment #8	$200,000.00
6/25/21	West Ranch Payment #9	$200,000.00
7/22/21	West Ranch Payment #10	$200,000.00
8/26/21	West Ranch Payment #11	$200,000.00
3/14/19	Heartland- Deposit for 49% WI in Wolfcamp (Payment #1)	$1,500,000.00
4/1/19	Heartland- Wolfcamp (Payment #2)	$500,000.00
1/31/20	Heartland- Wolfcamp (Payment #3)	$200,000.00
2/11/20	Heartland- Wolfcamp (Payment #4)	$200,000.00
2/14/20	Heartland- Wolfcamp (Payment #5)	$200,000.00
2/21/20	Heartland- Wolfcamp (Payment #6)	$200,000.00
3/2/20	Heartland- Wolfcamp (Payment #7)	$200,000.00
3/17/20	Heartland- Wolfcamp (Payment #8)	$200,000.00
8/10/20	Heartland- Wolfcamp (Payment #9)	$75,000.00
8/19/20	Heartland- Wolfcamp (Payment #10)	$17,697.83
8/25/20	Heartland- Wolfcamp (Payment #11)	$75,000.00
9/14/20	Heartland- Wolfcamp (Payment #12)	$13,404.81
9/23/20	Heartland- Wolfcamp (Payment #13)	$75,000.00
9/30/20	Heartland- Wolfcamp (Payment #14)	$75,000.00
10/7/20	Heartland- Wolfcamp (Payment #15)	$75,000.00
10/13/20	Heartland- Wolfcamp (Payment #16)	$75,000.00
10/20/20	Heartland- Wolfcamp (Payment #17)	$75,000.00
10/27/20	Heartland- Wolfcamp (Payment #18)	$75,000.00
11/3/20	Heartland- Wolfcamp (Payment #19)	$75,000.00
11/12/20	Heartland- Wolfcamp (Payment #20)	$75,000.00
11/17/20	Heartland- Wolfcamp (Payment #21)	$75,000.00
11/23/20	Heartland- Wolfcamp (Payment #22)	$75,000.00
12/1/20	Heartland- Wolfcamp (Payment #23)	$75,000.00
12/8/20	Heartland- Wolfcamp (Payment #24)	$75,000.00
12/15/20	Heartland- Wolfcamp (Payment #25)	$75,000.00
12/22/20	Heartland- Wolfcamp (Payment #26)	$75,000.00
12/30/20	Heartland- Wolfcamp (Payment #27)	$75,000.00
1/5/21	Heartland- Wolfcamp (Payment #28)	$75,000.00
1/12/21	Heartland- Wolfcamp (Payment #29)	$75,000.00
1/19/21	Heartland- Wolfcamp (Payment #30)	$75,000.00
1/26/21	Heartland- Wolfcamp (Payment #31)	$75,000.00
2/2/21	Heartland- Wolfcamp (Payment #32)	$75,000.00
2/24/21	Heartland- Wolfcamp (Payment #33)	$75,000.00
3/24/21	Heartland- Wolfcamp (Payment #34)	$225,000.00
4/5/19	Heartland- Conway (Payment #1)	$300,000.00
5/16/19	Heartland- Conway (Payment #2)	$450,000.00
6/27/19	Heartland- Conway (Payment #3)	$500,000.00
6/28/19	Heartland- Conway (Payment #4)	$1,750,000.00
		$22,009,952.55

Heartland Oil & Gas Property Purchase Payments for 49%			
Date	Description	Payments	
2/4/19	Val Verde Purchase 1,000 Acres (Payment #1)	$500,000.00	
3/14/19	Heartland- Deposit for 49% WI in Wolfcamp (Payment #1)	$1,500,000.00	
4/1/19	Heartland- Wolfcamp (Payment #2)	$500,000.00	
4/5/19	Heartland- Conway (Payment #1)	$300,000.00	
4/11/19	Val Verde Purchase 1,000 Acres (Payment #2)	$500,000.00	
4/22/19	Val Verde Purchase 1,000 Acres (Payment #3)	$500,000.00	
5/16/19	Heartland- Conway (Payment #2)	$450,000.00	
6/3/19	Val Verde Purchase 1,000 (Payment #4)	$500,000.00	
6/26/19	Val Verde Purchase 1,000 Acres (Payment #5)	$1,064,000.00	
6/27/19	Heartland- Conway (Payment #3)	$500,000.00	2019 Total
6/28/19	Heartland- Conway (Payment #4)	$1,750,000.00	$8,064,000.00
1/31/20	Heartland- Wolfcamp (Payment #3)	$200,000.00	
2/11/20	Heartland- Wolfcamp (Payment #4)	$200,000.00	
2/14/20	Heartland- Wolfcamp (Payment #5)	$200,000.00	
2/21/20	Heartland- Wolfcamp (Payment #6)	$200,000.00	
3/2/20	Heartland- Wolfcamp (Payment #7)	$200,000.00	
3/16/20	2nd Val Verde Purchase 3072.25 Acres (Payment #1)	$245,000.00	
3/17/20	Heartland- Wolfcamp (Payment #8)	$200,000.00	
4/29/20	2nd Val Verde Purchase 3072.25 Acres (Payment #2)	$2,180,500.00	
7/20/20	Val Verde Purchase Additional Acreage	$107,000.00	
7/21/20	2nd Val Verde Purchase 3072.25 Acres (Payment #3)	$90,552.00	
7/29/20	Val Verde Purchase Down Payment	$250,000.00	
8/10/20	Heartland- Wolfcamp (Payment #9)	$75,000.00	
8/19/20	Heartland- Wolfcamp (Payment #10)	$17,697.83	
8/25/20	Heartland- Wolfcamp (Payment #11)	$75,000.00	
9/14/20	Heartland- Wolfcamp (Payment #12)	$13,404.81	
9/23/20	Crockett County 1,000 Acres Down Payment- (Payment #1)	$275,000.00	
9/23/20	Heartland- Wolfcamp (Payment #13)	$75,000.00	
9/30/20	Heartland- Wolfcamp (Payment #14)	$75,000.00	
10/7/20	West Ranch Down Payment (Payment #1)	$250,000.00	
10/7/20	Heartland- Wolfcamp (Payment #15)	$75,000.00	
10/13/20	Heartland- Wolfcamp (Payment #16)	$75,000.00	
10/20/20	Heartland- Wolfcamp (Payment #17)	$75,000.00	
10/27/20	Crockett County 1,000 Acres Down Payment- (Payment #2)	$47,916.68	
10/27/20	West Ranch- (Payment #2)	$200,000.00	
10/27/20	Heartland- Wolfcamp (Payment #18)	$75,000.00	
11/3/20	Heartland- Wolfcamp (Payment #19)	$75,000.00	
11/12/20	Heartland- Wolfcamp (Payment #20)	$75,000.00	
11/17/20	Heartland- Wolfcamp (Payment #21)	$75,000.00	
11/23/20	Crockett County 1,000 Acres Down Payment- (Payment #3)	$47,916.68	
11/23/20	West Ranch- (Payment #3)	$200,000.00	
11/23/20	Heartland- Wolfcamp (Payment #22)	$75,000.00	
12/1/20	Heartland- Wolfcamp (Payment #23)	$75,000.00	
12/8/20	Heartland- Wolfcamp (Payment #24)	$75,000.00	
12/15/20	Heartland- Wolfcamp (Payment #25)	$75,000.00	
12/22/20	3rd Val Verde Purchase 3200 Acres	$2,579,236.27	
12/22/20	Heartland- Wolfcamp (Payment #26)	$75,000.00	
12/29/20	Crockett County 1,000 Acres Down Payment- (Payment #4)	$47,916.68	
12/29/20	West Ranch- (Payment #4)	$200,000.00	2020 Total
12/30/20	Heartland- Wolfcamp (Payment #27)	$75,000.00	$9,227,140.95
1/5/21	Heartland- Wolfcamp (Payment #28)	$75,000.00	
1/12/21	Heartland- Wolfcamp (Payment #29)	$75,000.00	
1/19/21	Heartland- Wolfcamp (Payment #30)	$75,000.00	
1/26/21	Heartland- Wolfcamp (Payment #31)	$75,000.00	
2/2/21	Heartland- Wolfcamp (Payment #32)	$75,000.00	
2/18/21	Crockett County 1,000 Acres Down Payment- (Payment #5)	$47,916.68	
2/18/21	West Ranch Payment #5	$200,000.00	
2/24/21	Heartland- Wolfcamp (Payment #33)	$75,000.00	
3/2/21	Crockett County 1,000 Acres Down Payment- (Payment #6)	$47,916.68	
3/2/21	West Ranch Payment #6	$200,000.00	
3/24/21	Heartland- Wolfcamp (Payment #34)	$225,000.00	
4/1/21	Crockett County 1,000 Acres Down Payment- (Payment #7)	$47,916.68	
4/1/21	West Ranch Payment #7	$200,000.00	
4/29/21	Crockett County 1,000 Acres Down Payment- (Payment #8)	$47,916.68	
4/29/21	West Ranch Payment #7	$200,000.00	
5/28/21	Crockett County 1,000 Acres Down Payment- (Payment #9)	$47,916.68	
5/28/21	West Ranch Payment #8	$200,000.00	
6/25/21	Crockett County 1,000 Acres Down Payment- (Payment #10)	$47,916.68	
6/25/21	West Ranch Payment #9	$200,000.00	
6/29/21	4th Val Verde Purchase 3,048.7 Acres Payment #1	$1,232,436.98	
7/22/21	4th Val Verde Purchase 3,048.7 Acres Payment #2	$410,812.33	
7/22/21	Crockett County 1,000 Acres Down Payment- (Payment #11)	$5,406.16	
7/22/21	West Ranch Payment #10	$200,000.00	
8/13/21	Crockett County 1,000 Acres Down Payment- (Payment #12)	$42,510.52	
8/26/21	4th Val Verde Purchase 3,048.7 Acres Payment #3	$410,812.33	
8/26/21	West Ranch Payment #11	$200,000.00	2021 Total
9/26/21	Crockett County 1,000 Acres Down Payment- (Payment #13)	$54,333.20	$4,718,811.60

Worksheet of Heartland Payments for Pipe, Pipeline Construction and Equipment

Heartland Payments for 49% Ownership

Date	Pipeline Asset	Payments	
7/31/20	Sahota Carson # 1 & 2 Gas Pipeline Construction	$103,000.00	
8/10/20	Sahota Carson 1 & 2 Gas Pipeline Construction (increased from $225k)	$300,000.00	
12/30/20	Sahota Carson # 1 & 2 Gas Pipeline Construction	$461,000.00	2020 Total
12/15/20	Sahota Carson # 1 & 2 Gas Pipeline Construction (40k out of 115k wire)	$40,000.00	$904,000.00
3/18/21	Sahota Carson # 1 & 2 Gas Pipeline Construction	$450,000.00	
4/9/21	Sahota Carson # 1 & 2 Gas Pipeline Construction	$400,000.00	
4/12/21	Sahota Carson # 1 & 2 Gas Pipeline Construction	$450,000.00	
4/15/21	Sahota Carson # 1 & 2 Gas Pipeline Construction	$600,000.00	
4/23/21	Sahota Carson # 1 & 2 Gas Pipeline Construction	$300,000.00	
2/8/21	Sahota Carson # 1 & 2 Gas Pipeline Construction	$470,000.00	
3/11/21	Sahota Carson # 1 & 2 Gas Pipeline Construction	$500,000.00	
4/28/21	Sahota Carson # 1 & 2 Gas Pipeline Construction	$400,000.00	
5/6/21	Sahota Carson # 1 & 2 Gas Pipeline Construction	$400,000.00	
5/12/21	Sahota Carson # 1 & 2 Gas Pipeline Construction	$300,000.00	
5/19/21	Sahota Carson # 1 & 2 Gas Pipeline Construction	$200,000.00	
5/25/21	Sahota Carson # 1 & 2 Gas Pipeline Construction	$300,000.00	2021 Total
6/17/21	Sahota Carson # 1 & 2 Gas Pipeline Construction	$300,000.00	$5,070,000.00
		$5,974,000.00	
	Total of Heartland Payments for Lease Purchases and Other Equipment - Hard Assets	**$29,471,525.68**	

Heartland Payment for 49% Ownership

Date	35,000 Foot of Drill Pipe	Payment
6/25/21	Payment #1	$328,593.75

Heartland Payment for 49% Ownership

Date	8,000 Foot of Frack Pipe	Payment
7/9/21	Frac Pipe Payment #1	$133,979.38

Heartland Payments for 49% Ownership

Date	2 - Drilling Rigs	Payments
9/14/20	Drill Rig Payment	$200,000.00
9/30/20	Drill Rig Payment	$200,000.00
10/7/20	Drill Rig Payment	$250,000.00
11/12/20	Drill Rig Payment	$175,000.00
11/23/20	Drill Rig Payment	$200,000.00
		$1,025,000.00
	Total for Equipment	**$1,487,573.13**

Worksheet of Heartland Payments for Drilling and Workover

Heartland Payments for Drilling and Workover Programs

Heartland Drilling and Workover Payments

Date	Description	Payment
7/26/19	Conway 2 wells & Tank Battery (Payment #1)	$299,475.75
9/24/19	Conway 2 wells & Tank Battery (Payment #2)	$299,475.75
11/26/19	Conway 2 wells & Tank Battery (Payment #3)	$300,000.00
12/27/19	Conway 2 wells & Tank Battery (Payment #4)	$298,951.50
1/30/20	Conway New drill (Payment #1)	$112,500.00
2/4/20	Conway New drill (Payment #2)	$225,000.00
2/12/20	Conway New drill (Payment #3)	$112,500.00
3/1/19	BU #20 Well Drilling (Payment #1)	$2,500,000.00
8/23/19	BU #20 Well Drilling (Payment #2)	$435,000.00
9/4/19	BU #20 Well Drilling (Payment #3)	$436,600.00
1/15/20	BU #20 Well Drilling (Payment #4)	$200,000.00
1/17/20	BU #20 Well Drilling (Payment #5)	$200,000.00
1/24/20	BU #20 Well Drilling (Payment #6)	$200,000.00
3/6/20	BU #20 Well Drilling (Payment #7)	$200,000.00
4/9/20	BU #20 Well Drilling (Payment #8)	$400,000.00
8/31/20	BU #20 Well Drilling (Payment #9)	$75,000.00
9/8/20	BU #20 Well Drilling (Payment #10)	$75,000.00
9/14/20	BU #20 Well Drilling (Payment #11)	$61,595.19
11/8/19	BU #19 Well Drilling (Payment #1)	$413,021.00
11/19/19	BU #19 Well Drilling (Payment #2)	$413,021.00
12/4/19	BU #19 Well Drilling (Payment #3)	$413,021.00
12/27/19	BU #19 Well Drilling (Payment #4)	$413,021.00
5/29/20	BU #19 Well Drilling (Payment #5)	$100,000.00
5/22/20	BU #19 Well Drilling Payment #6	$100,000.00
6/5/20	BU #19 Well Drilling (Payment #7)	$100,000.00
6/12/20	BU #19 Well Drilling (Payment #8)	$100,000.00
8/19/20	BU #19 Well Drilling (Payment #9)	$57,302.17
6/3/21	Val Verde BU20 Completion Payment #1	$50,000.00
5/25/21	Val Verde BU19 Completion Payment #1	$200,000.00
5/6/21	Carson I Tank Battery BU20	$100,000.00
1/12/21	Sahota #4 Drilling Costs Payment #1	$ 442,095.14
1/21/21	Sahota #4 Drilling Costs Payment #2	$ 331,214.07
4/21/21	Sahota #4 Drilling Costs Payment #3	$ 400,000.00
1/28/21	Sahota #5 Drilling Costs Payment #1	$ 400,000.00
2/11/21	Sahota #5 Drilling Costs Payment #2	$ 450,000.00
2/25/21	Sahota #5 Drilling Costs Payment #3	$ 400,000.00
3/11/21	Sahota #6 Drilling Costs Payment #1	$450,000.00

Heartland Drilling and Workover Payments

Date	Description	Payment	
3/1/19	BU #20 Well Drilling (Payment #1)	$2,500,000.00	
7/26/19	Conway 2 wells & Tank Battery (Payment #1)	$299,475.75	
8/23/19	BU #20 Well Drilling (Payment #2)	$435,000.00	
9/4/19	BU #20 Well Drilling (Payment #3)	$436,600.00	
9/24/19	Conway 2 wells & Tank Battery (Payment #2)	$299,475.75	
10/4/19	Well Drilling AFE-Louann 1505 (Payment #1)	$200,000.00	
10/11/19	Well Drilling AFE-Louann 1505 (Payment #2)	$230,000.00	
10/17/19	Well Drilling AFE-Louann 1505 (Payment #3)	$200,000.00	
10/25/19	Well Drilling AFE-Louann 1505 (Payment #4)	$250,000.00	
11/1/19	Well Drilling AFE-Louann 1505 (Payment #5)	$250,000.00	
11/8/19	BU #19 Well Drilling (Payment #1)	$413,021.00	
11/19/19	BU #19 Well Drilling (Payment #2)	$413,021.00	
11/22/19	14 Well Workover Program Cost (Payment #1)	$200,000.00	
11/26/19	Conway 2 wells & Tank Battery (Payment #3)	$300,000.00	
12/4/19	BU #19 Well Drilling (Payment #3)	$413,021.00	
12/6/19	14 Well Workover Program Cost (Payment #2)	$200,000.00	
12/16/19	14 Well Workover Program Cost (Payment #3)	$200,000.00	
12/27/19	Conway 2 wells & Tank Battery (Payment #4)	$298,951.50	2019 Total
12/27/19	BU #19 Well Drilling (Payment #4)	$413,021.00	$7,951,587.00
1/6/20	14 Well Workover Program Cost (Payment #4)	$200,000.00	
1/15/20	BU #20 Well Drilling (Payment #4)	$200,000.00	
1/17/20	BU #20 Well Drilling (Payment #5)	$200,000.00	
1/24/20	BU #20 Well Drilling (Payment #6)	$200,000.00	
1/30/20	Conway New drill (Payment #1)	$112,500.00	
2/4/20	Conway New drill (Payment #2)	$225,000.00	
2/12/20	Conway New drill (Payment #3)	$112,500.00	
3/6/20	BU #20 Well Drilling (Payment #7)	$200,000.00	
4/9/20	BU #20 Well Drilling (Payment #8)	$400,000.00	
5/22/20	BU #19 Well Drilling Payment #6	$100,000.00	
5/29/20	BU #19 Well Drilling (Payment #5)	$100,000.00	
6/5/20	BU #19 Well Drilling (Payment #7)	$100,000.00	
6/12/20	BU #19 Well Drilling (Payment #8)	$100,000.00	
8/19/20	BU #19 Well Drilling (Payment #9)	$57,302.17	
8/31/20	BU #20 Well Drilling (Payment #9)	$75,000.00	
9/8/20	BU #20 Well Drilling (Payment #10)	$75,000.00	2020 Total
9/14/20	BU #20 Well Drilling (Payment #11)	$61,595.19	$2,518,895.36
1/12/21	Sahota #4 Drilling Costs Payment #1	$ 442,095.14	

Appendix to Sunny Sahota Declaration 0006

40	3/11/21	Sahota #6 Drilling Costs Payment #1	$450,000.00
41	3/24/21	Sahota #6 Drilling Costs Payment #2	$400,000.00
42	3/30/21	Sahota #6 Drilling Costs Payment #3	$ 300,000.00
43	4/28/21	Sahota #6 Drilling Costs Payment #4	$ 200,000.00
44	5/3/21	Sahota #6 Drilling Costs Payment #5	$ 200,000.00
45	5/12/21	Sahota #6 Drilling Costs Payment #6	$ 200,000.00
46	4/8/21	Sahota #7 Drilling Costs Payment #1	$400,000.00
47	4/23/21	Sahota #7 Drilling Costs Payment #2	$250,000.00
48	6/25/21	Sahota #7 Drilling Costs Payment #3	$400,000.00
49	3/30/21	Sahota #8 Drilling Costs Payment #1	$300,000.00
50	4/23/21	Sahota #8 Drilling Costs Payment #2	$250,000.00
51	5/3/21	Sahota #8 Drilling Costs Payment #3	$200,000.00
52	5/6/21	Sahota #8 Drilling Costs Payment #4	$200,000.00
53	6/25/21	Sahota #8 Drilling Costs Payment #5	$300,000.00
54	5/12/21	Sahota #9 Drilling Costs Payment #1	$300,000.00
55	5/19/21	Sahota #9 Drilling Costs Payment #2	$300,000.00
56	7/9/21	Sahota #10 Drilling Costs Payment #1	$80,000.00
57	7/9/21	Sahota #11 Drilling Costs Payment #1	$80,000.00
58	5/19/21	Sahota #12 Drilling Costs Payment #1	$300,000.00
59	6/3/21	Sahota #12 Drilling Costs Payment #2	$400,000.00
60	6/10/21	Sahota #12 Drilling Costs Payment #3	$400,000.00
61	6/17/21	Sahota #12 Drilling Costs Payment #4	$300,000.00
62	7/9/21	Sahota #12 Drilling Costs Payment #5	$200,000.00
63	8/13/21	Sahota #12 Drilling Costs Payment #6	$300,000.00
64	5/25/21	Sahota #13 Drilling Costs Payment #1	$300,000.00
65	6/3/21	Sahota #13 Drilling Costs Payment #2	$300,000.00
66	6/10/21	Sahota #13 Drilling Costs Payment #3	$300,000.00
67	6/17/21	Sahota #13 Drilling Costs Payment #4	$200,000.00
68	7/9/21	Sahota #13 Drilling Costs Payment #5	$200,000.00
69	8/19/21	Sahota #13 Drilling Costs Payment #6	$300,000.00
70	6/17/21	Sahota #14 Drilling Costs Payment #1	$125,000.00
71	7/12/21	Sahota #14 Drilling Costs Payment #2	$300,000.00
72	8/19/21	Sahota #14 Drilling Costs Payment #3	$300,000.00
73	8/19/21	Sahota #14 Drilling Costs Payment #4	$400,000.00
74	6/17/21	Sahota #15 Drilling Costs Payment #1	$125,000.00
75	8/13/21	Sahota #15 Drilling Costs Payment #2	$93,492.00
76	6/17/21	Sahota #16 Drilling Costs Payment #1	$125,000.00
77	8/13/21	Sahota #16 Drilling Costs Payment #2	$93,492.00
78	6/17/21	Sahota #17 Drilling Costs Payment #1	$125,000.00
79	8/13/21	Sahota #17 Drilling Costs Payment #2	$93,492.00
80	10/4/19	Well Drilling AFE-Louann 1505 (Payment #1)	$200,000.00
81	10/11/19	Well Drilling AFE-Louann 1505 (Payment #2)	$230,000.00
82	10/17/19	Well Drilling AFE-Louann 1505 (Payment #3)	$200,000.00
83	10/25/19	Well Drilling AFE-Louann 1505 (Payment #4)	$250,000.00
84	11/1/19	Well Drilling AFE-Louann 1505 (Payment #5)	$250,000.00
85	11/22/19	14 Well Workover Program Cost (Payment #1)	$200,000.00
86	12/6/19	14 Well Workover Program Cost (Payment #2)	$200,000.00
87	12/16/19	14 Well Workover Program Cost (Payment #3)	$200,000.00
88	1/6/20	14 Well Workover Program Cost (Payment #4)	$200,000.00
89			**$23,334,269.57**
90			

	1/12/21	Sahota #4 Drilling Costs Payment #1	$ 442,095.14
	1/21/21	Sahota #4 Drilling Costs Payment #2	$ 331,214.07
	1/28/21	Sahota #5 Drilling Costs Payment #1	$ 400,000.00
	2/11/21	Sahota #5 Drilling Costs Payment #2	$ 450,000.00
	2/25/21	Sahota #5 Drilling Costs Payment #3	$ 400,000.00
	3/11/21	Sahota #6 Drilling Costs Payment #1	$450,000.00
	3/24/21	Sahota #6 Drilling Costs Payment #2	$400,000.00
	3/30/21	Sahota #6 Drilling Costs Payment #3	$ 300,000.00
	3/30/21	Sahota #8 Drilling Costs Payment #1	$300,000.00
	4/8/21	Sahota #7 Drilling Costs Payment #1	$400,000.00
	4/21/21	Sahota #4 Drilling Costs Payment #3	$ 400,000.00
	4/23/21	Sahota #7 Drilling Costs Payment #2	$250,000.00
	4/23/21	Sahota #8 Drilling Costs Payment #2	$250,000.00
	4/28/21	Sahota #6 Drilling Costs Payment #4	$ 200,000.00
	5/3/21	Sahota #6 Drilling Costs Payment #5	$ 200,000.00
	5/3/21	Sahota #8 Drilling Costs Payment #3	$200,000.00
	5/6/21	Carson I Tank Battery BU20	$100,000.00
	5/6/21	Sahota #8 Drilling Costs Payment #4	$200,000.00
	5/12/21	Sahota #6 Drilling Costs Payment #6	$ 200,000.00
	5/12/21	Sahota #9 Drilling Costs Payment #1	$300,000.00
	5/19/21	Sahota #9 Drilling Costs Payment #2	$300,000.00
	5/19/21	Sahota #12 Drilling Costs Payment #1	$300,000.00
	5/25/21	Val Verde BU19 Completion Payment #1	$200,000.00
	5/25/21	Sahota #13 Drilling Costs Payment #1	$300,000.00
	6/3/21	Val Verde BU20 Completion Payment #1	$50,000.00
	6/3/21	Sahota #12 Drilling Costs Payment #2	$400,000.00
	6/3/21	Sahota #13 Drilling Costs Payment #2	$300,000.00
	6/10/21	Sahota #12 Drilling Costs Payment #3	$400,000.00
	6/10/21	Sahota #13 Drilling Costs Payment #3	$300,000.00
	6/17/21	Sahota #12 Drilling Costs Payment #4	$300,000.00
	6/17/21	Sahota #13 Drilling Costs Payment #4	$200,000.00
	6/17/21	Sahota #14 Drilling Costs Payment #1	$125,000.00
	6/17/21	Sahota #15 Drilling Costs Payment #1	$125,000.00
	6/17/21	Sahota #16 Drilling Costs Payment #1	$125,000.00
	6/17/21	Sahota #17 Drilling Costs Payment #1	$125,000.00
	6/25/21	Sahota #7 Drilling Costs Payment #3	$400,000.00
	6/25/21	Sahota #8 Drilling Costs Payment #5	$300,000.00
	7/9/21	Sahota #10 Drilling Costs Payment #1	$80,000.00
	7/9/21	Sahota #11 Drilling Costs Payment #1	$80,000.00
	7/9/21	Sahota #12 Drilling Costs Payment #5	$200,000.00
	7/9/21	Sahota #13 Drilling Costs Payment #5	$200,000.00
	7/12/21	Sahota #14 Drilling Costs Payment #2	$300,000.00
	8/13/21	Sahota #12 Drilling Costs Payment #6	$300,000.00
	8/13/21	Sahota #15 Drilling Costs Payment #2	$93,492.00
	8/13/21	Sahota #16 Drilling Costs Payment #2	$93,492.00
	8/13/21	Sahota #17 Drilling Costs Payment #2	$93,492.00
	8/19/21	Sahota #13 Drilling Costs Payment #6	$300,000.00
	8/19/21	Sahota #14 Drilling Costs Payment #3	$300,000.00
	8/19/21	Sahota #14 Drilling Costs Payment #4	$400,000.00
			$23,334,269.57

2021 Total **$ 12,863,785.21**

Other Heartland Payments

Other Heartland Payments	
Insurance	$71,354.01
Legal Fees	$39,220.36
Private Jet Trips Heartland	$303,150.50
Total	$413,724.87

Heartland Payments for Plane Trips They Took	
Plane trips to June 2021	$80,260.18
Invoice 2062 Aug 2020 to Sept 2	$82,857.00
Invoice 2061 Aug 2020 to Sept 2	$65,946.00
Invoice 2051 Jan 2020	$30,134.00
Invoice 2039	$8,363.16
Invoice 2050	$21,190.20
Invoice 2040	$14,400.00
	$303,150.54

Offer Letter from Trevino Resources (Nov. 15, 2021)

roger barronpetroleum.com

From: roger barronpetroleum.com
Sent: Monday, November 15, 2021 4:37 PM
To: R.T. Trevino
Subject: RE: Pecos LOI

Thanks for your offer on our assets. Our counter is $250 Mil for all the assets listed on your LOI.

From: R.T. Trevino <rt@pecoscountryenergy.com>
Sent: Monday, November 15, 2021 10:50 AM
To: roger barronpetroleum.com <roger@barronpetroleum.com>
Subject: Pecos LOI

Good Morning Roger;

I hope your weekend was well.

Thank you again for spending last Wednesday with my Father and I as we toured your leases down and around Ozona, TX
It was a real pleasure getting to know you and Monrose.

After looking at the infrastructure in place and reviewing the geology and 3D Seismic, we would like to make an offer on your assets in Crockett, Val Verde, and Schleicher Counties.
Also included in the offer are the SWD in Schleicher County and the 640 acre ranch near Ozona.

Please review the offer/Letter of Intent that is attached to this email.

If you have any questions or concerns please let me know. And as we discussed last week, this offer opens negotiations between Pecos and Barron.

I look forward to working with you and your team.

Regards,

Rey "RT" Trevino III
Vice President of Operations

(O) 817-581-3877 (C) 817-395-3231
Fort Worth, TX 76111
www.pecoscountryenergy.com / rt@pecoscountryenergy.com

TREVINO RESOURCES

November 15, 2021

Attn: Roger Sahota
Barron Petroleum, LLC
471 TX-67
Graham, TX

Re: Letter of Intent
Properties located in Val Verde, Crockett, and Schleicher Counties, TX

Per our discussions and correspondence, and subject to this letter of intent Trevino Resources LLC ("Trevino") hereby offers to purchase 100% interest and 100% assets in all the oil, gas and mineral leasehold rights and all right, title and interest in all casing, pump equipment, compressors, joint accounts, wells, pipeline easements, surface easements, use of, and held for use for operations in the Barron Petroleum ("Barron") properties represented in EXHIBIT "A" attached, located in Val Verde, Crockett, and Schleicher Counties, TX.

Purchase Price: The purchase price for the Assets shall be Sixty-Two Million, Five Hundred Thousand Dollars ($62,500,000.00).

Effective Date: The effective date of the sale shall be Dec 1, 2021.

Closing: Unless extended to the terms of this Agreement, the Closing shall occur on or before March 30, 2022 unless extended by mutual consent of the parties hereto.

Trevino agrees to assume all lease obligations under said leasehold and agrees to assume all responsibility for the plugging and abandonment of any or all the wellbores necessary in the future according to the state regulatory rules and regulations.

This offer is subject to execution Barron and Trevino of a mutually acceptable purchase and sale agreement, which shall include, among other things, a due diligence period and adjustment mechanism for title and environmental issues, and a provision allowing Trevino to examine and satisfy itself as to the cash flow on said properties. Trevino shall also have time to determine the mechanical integrity of temporarily abandoned wells and their plugging liability.

Trevino makes the above offer request with the stipulation that the subject leases are free and clear of any preferential rights to purchase, consent requirement or other restrictions against assignment or conveyances, and are free and clear of any claims, lawsuits, liens, mortgages, or other encumbrances.

If this letter of intent sets forth our agreement regarding the purchase and sale of the Assets please execute and return one (1) copy of the signature page. Failure to execute a signature page before Tuesday, November 30, 2022 at 5:00 PM shall result in an automatic termination of this letter of intent.

Sincerely,

TREVINO RESOURCES, LLC

_____
Rey Trevino Jr, Owner/President

AGREED TO AND ACCEPTED THIS___day of _____, 2022

BARRON PETROLEUM, LLC

_____
Roger Sahota, Owner/President

Trevino Resources, LLC
Fort Worth, TX
CELL (817) 395-3231 OFFICE (817) 581-3877 rt@pecoscountryenergy.com

TREVINO RESOURCES

"Exhibit A"

Infrastructure/Leases

Val Verde County:
Total Acres: 22,200 Acres
All Minerals and Production
2 Wells drilled to Strawn Formation. Waiting for Frac to put on line.
Built 9 Miles of 6-1/2 inch gasline from our leases to Enterprises Sales line.
Tank batteries/Pump Jacks.
Any/ALL 3-D Seismic
All locations.

Crockett County:
7,800 Acres
All Minerals and Production
Drilled 9 Wells, Fracing and completing to put on production.
12 Miles 6-1/2 inch gasoline built from this lease to enterprise sales point.
Tank batteries/Pump Jacks.
Any/ALL 3-D Seismic
All locations.

Schleicher County:
9,000 acres
All Minerals and Production
14 wells drilled
10 Miles 8 inch gas line built.
Tank batteries/Pump Jacks.
Injection well (SWD)
Any/ALL 3-D Seismic
All locations.

Equipment:
Three drilling rigs.
Two service rigs
One swab rig
One backhoe
Two Telehandlers.
One bob Cat
One lowboy

Ranch:
640 Acres

Trevino Resources, LLC
Fort Worth, TX
CELL (817) 395-3231 OFFICE (817) 581-3877 rt@pecoscountryenergy.com

Childress/Soto
Estimated Possible and Probably Reserves
June 16, 2021

Subject: FW: SOME GEOSCIENCE RESERVE ESTIMATES FOR THE SAHOTA CHILDRESS SOTO5000 ACRES-PLEASE FORWARD FILE TO MICHAEL
Date: Sunday, February 6, 2022 at 7:00:22 PM Central Standard Time
From: roger arcooil.com
To: Kevin Edmundson, Jesse Weiss
Attachments: ESTIMATED POSSIBLE AND PROBABLE RESERVES CHILDRESS SOTO.xlsx

From: William Purves <wjpurves@yahoo.com>
Sent: Wednesday, June 16, 2021 2:42 AM
To: roger arcooil.com <roger@arcooil.com>
Subject: SOME GEOSCIENCE RESERVE ESTIMATES FOR THE SAHOTA CHILDRESS SOTO5000 ACRES-PLEASE FORWARD FILE TO MICHAEL

Hi Roger,
I created an xcel spreadsheet which provides an estimate of the possible and probable reserves, the potential number of wells, reserves by formation and a risked reserve number for both potential oil and gas reserves, etc. The work done on the Ellenburger, Strawn, Canyon are well documented. Potential reserves, number of wells for the newly discovered Clearfork, Wolfcamp, Devonian-Fusselman-Montoya intervals are difficult to properly assess at this time and hence should be treated in a more speculative manner until more wells and results occur. However, this should give some idea until more data is available. Please forward this spreadsheet to Michael Fraim so that he can get started with his evaluation.
Best Regards and Aloha from Bill Purves

POSSIBLE AND PROBABLE RESERVE ESTIMATES ON THE 5000 ACRES OF THE SAHOTA-CHILDRESS-SOTO LEASES--GEOSCIENCE A

GEOSCIENCE EVALUATION BY DR. W.J. PURVES--HIGHLANDER ENERGY LLC

FORMATION	TRAPPING STYLE-RESERVOIR	# WELLS ID 3D SEISMIC	WELL SPACING (ACRES)	PRODUCT	EXPECTED CUM PER WELL (BBL)	RANGE OIL/COND PER WELL -LOW	RANGE OIL/COND PER WELL-HIGH	EXPECTED GAS CUM PER WELL (BCF)	RANGE GAS/WELL LOW (BCF)	RANGE GAS/WELL HIGH (BCF)	Ps	TOTAL EXPECTED CUM OIL PER FORMATION (BBL)	RISKED CUM OIL/FM	TOTAL EXPECTED CUM GAS PER FORMATION (BCF)	RISKED CUM GAS/FM
UPPER CLEARFORK	CHANNELS	20	10	OIL/GAS	35,000	25,000	60,000				0.75	700000	525000		
MIDDLE CLEARFORK	CHANNELS	15	10	OIL/GAS	35,000	25,000	60,000				0.75	525,000	393750		
LOWER CLEARFORK-WOLFCAMP	NOT WELL DEFINED YET??	15	10	OIL/GAS	80,000	60,000	130,000				0.5	1,200,000	600000		
WOLFCAMP CARBONATE	REEFAL LIKE BUILDUP?	8	40	OIL/GAS	80,000	50,000	100,000				0.5	640000	320000		
UPPER-MIDDLE CANYON SS	TOE OF SLOPE SAND BUILDUPS	33	40	WET GAS					2	1.5	3 0.75			66	49.5
STRAWN LS	EROSIONAL UNCONFORMITY	4	80	DRY GAS					3	2	3 0.75			12	9
STRAWN LS	BIOHERMS BUILDUP	8	80	DRY GAS					4	2	6 0.8			32	25.6
DEVONIAN-FUSSELMAN-MONTOYA	NOT WELL DEFINED YET	6	80	DRY GAS					3	1.5	4 0.5			18	9
ELLENBURGER	SOLUTION COLLAPSE BRECCIA	10	640	DRY GAS					15	5	25 0.75			150	112.5
ELLENBURGER	TECTONIC FAULTED	3	640	DRY GAS					15	5	25 0.6			45	27
												3065000	***1838750***	***323***	***232.6***

Seatle

POSSIBLE AND PROBABLE RISKED RESERVES OF 1.8 MILLION BBL OIL/COND AND 232 BCF DRY AND WET GAS

NOTE: RESERVE ESTIMATES FOR ELLENBURGER, STRAWN, AND CANYON ARE WELL FOUNDED,
RESERVE ESTIMATES ARE MORE SPECULATIVE FOR CLEARFORK, WOLFCAMP, DEVONIAN-FUSSELMAN-MONTOYA FORMATIONS AS THEY ARE JUST BEING DISCOVERED ON PROPERTY
FORMATIONS PRODUCING WET GAS HAVE NOT INCLUDED NGL OR CONDENSATE ESTIMATES. OIL ZONES HAVE NOT INCLUDED POSSIBLE ASSOCIATED GAS IN THE GAS CUMS
RESERVE EVALUATIONS INCORPORATES USE OF 3D SEISMIC, WELL DATA, PRODUCTION INFORMATION AND GEOLOGIC KNOWLEDGE

William John Purves

Summary of qualifications

Maintained multidisciplinary technical proficiencies throughout the past 40 plus years. Served as Chief Geologist of Pioneer, technically reviewing corporate-wide E&P projects as well as executing special basin studies projects . Prior to joining Pioneer (Parker & Parsley) worked many of my 18 years at Mobil in a high performance work team environment (considerable team training); have been project coordinator for lease sales, team leader and considered a technical advisor/specialist. Started career working in an active research environment at Phillips Petroleum. Have worked in exploration, production, exploitation, research and operations positions. Have extensive experience in exploration and production of carbonates, (12 years Permian Basin); rift basinal sedimentation; siliceous sediments (Monterey); integration of core, petrography and e-logs for reservoir descriptions; been involved over the past 20 years in 3D seismic interpretation and visualization in exploration and production settings. Developed expertise in karsted-tectonized-hydrothermal reservoirs. Operationally, have drilled wells greater than 25,000', horizontal wells, air drilled wells as well as conventionally drilled wells. Have worked on domestic and international projects. In Canada, familiar with BC, Alberta and Scotian Shelf geology. Maintained active participation in Geologic Societies and received a Lifetime Member status with the West Texas Geological Society, Co-chaired sessions in Carbonates at National AAPG meetings.

Education/Family

- Ph.D. Geosciences-University of Arizona-Tucson, Arizona, 1978
- MS Geology, Civil Engineering Minor-Washington State Univ. 1969
- BS Geology-University of Redlands, Redlands, California, 1965
- Attended South Pasadena, California schools-Marengo Elementary, South Pasadena Junior High School, and South Pasadena High School, 1949-1961

- Born-October 29, 1943, Los Angeles, California
- Marital Status—Married, Susan Ann Purves, B.A., M.A. Anthropologist
- Two Children
  John-born 3/7/79—Lawyer, Deputy Prosecutor Kitsap County,WA
  Julie-born 3/7/81—Partner, Carlson Law Firm Texas

Professional experience

- **1/2004 to present—Form Highlander Energy, LLC—Form a company whose goal is to explore, exploit and ultimately produce natural resources. The startup goals are to identify opportunities and obtain carried interests in prospects or plays. Also, specific properties are being sought to enhance development or opportunities.**

- 8/97 to 12/2003—Corporate Chief Geologist/Chief Geoscientist/Technical Specialist—Pioneer Natural Resources, Irving Texas-Technically review E&P corporate portfolio, improve

technical capabilities of Pioneer, co-organize corporate wide G&G conference, monthly video conference technical reviews, organize corporate training program. Execute special basin analysis studies in South Africa, Canada, Alaska, and the Appalachian Basin-Trenton-Black River-Beekmantown, Williston Basin, East Texas and other areas. During the early phases of Pioneer at the time of the amalgamation of Mesa, Chauvco, Greenhill & Parker & Parsley-1997)-worked in business development assessments of properties in Argentina, Canada, Caspian Sea, and other areas.

- **3/96 to 8/97--Chief Geoscientist Business Development-Parker & Parsley, Midland, Texas**—worked on projects in Neuquen Basin, Argentina; worked on building up technical capabilities in company; evaluations of offshore Peru Z1/Z3 blocks, assessment of properties in Colombia and other domestic properties
- **1990-3/96—Senior Staff Geological Advisor—Mobil, Midland Division.** Worked on High performance multidiscipline work team exploiting, producing and exploring for gas in the Permian Basin; participated and interpreted 3D seismic programs including a joint BEG, DOE, GRI, Shell 175 mile survey; 60 mile Brown Bassett field survey, Provident Technologies 11 company group shoot in Pecos-Terrell counties, Rojo Caballos-Coyanosa 110 mile shoot. In 1990 acquired and interpreted Pegasus field Ellenburger karsted reservoirs including and publishing on methods to delineate karsted reservoirs. Also participated and monitored in excess of 40 wells including horizontal, air drilled, and conventional drilling programs. Acted as a corporate resource for Tarim Basin Mobil/Exxon joint venture in karsted reservoirs. Provided Mobil Research/Exxon research with field trips and lectures on karsted reservoirs for Chinese.
- **8/86-1990—Geological Advisor, Mobil Exploration-Midland.**—Deep Gas Exploration—worked in a team environment; developed new play concept of subthrust which led to the drilling of a 25,201' exploration test in the Permian Basin. Did regional studies incorporating a comprehensive Permian Basin wide study that integrated geological/geophysical/geochemical source rock study of carbonates & clastic reservoirs that included gas isotope study; stratigraphic and core studies. A major focus was on the Ordovician Ellenburger Group.
- **3/85-8/86---Geological Advisor, Mobil Production, Midland**—Worked in reservoir management teams to assess various fields for CO2 floods. Involved detailed integration of core, e-log, production data, seismic data to provide detailed volumetric reservoir studies. A study of the San Andres, Vacuum Field area was the main focus area. Two University of Texas Bureau of Economic Geology publications summarized this work.
- **1/79 to 3/85---Staff Geologist to Tier II, Senior Technical Advisor, Mobil Exploration, Denver, Colorado**—Worked on Management Staff to assess and support exploration teams working a 35 state area, initially focused on petrography studies of areas from the North Slope of Alaska, Williston Basin, Oregon, etc. Was the Project Coordinator for the offshore California lease sale 53 that involved heading up technical coordination for over 30 multidiscipline professionals including Denver staff, & Dallas based MEPSI, and Mobil Research personnel. Continued further federal lease sale activities including OCS 73 and Pt. Conception state lease sales. Developed and internally published a detailed report on prediction of Monterey Facies and associated producibilities. Coordinated and led Williston Basin teams as well as worked on numerous projects. Supervised and tracked all Denver core and core repository activities for

Denver Division.

- **11/75 to 1/79—Research Geologist, Geophysics Branch, Phillips Petroleum R&D, Bartlesville, OK.—**Worked with Geophysicist Bob Hardage (now at Univ. ofTexas BEG) on R&D North Sea Seismic Project, British Sector, Developed North Sea Rift Model, Worked on Williston Basin, Intracratonic rifts subsidence models with Phillips Denver Division
- **Summer 1970—Geologist, Shell Oil Company, Los Angeles**—Worked on developing understanding of Monterey Formation facies variations for Bill Montz and John Castano.
- **Summer 1969—Watts Griffis & McQuat, Toronto, Canada**—Worked as Senior Assistant to 30 man base metal Arctic exploration and drilling program, Victoria Island, Canadian Arctic. Supervised 10 fly camps that were mapping base metal alteration as well as helicopter fly mapped.
- **Summer 1967—Washington State Water Research Center, Pullman, Washington**—Worked on a multidisciplinary team to assess potential ground water pollution in Spokane Valley, Washington (part of MS thesis)
- **Summer 1966—Watts, Griffis & McQuat, Toronto, Canada-**Worked as a Party Chief doing helicopter supported fly mapping as part of a regional base metal exploration program
- **Academic,** During part of my BS (1964-65), throughout MS degree (1965-1968) worked as ½ teaching assistant, research groundwater geologist (1967) and on Ph.D. worked as research groundwater geologist (1968-1969) & instructor as well as having fellowship stipends (3 years NDEA Title IV Fellow, Asarco Fellow).

Publications

- Presented Paper in London-Mobil Worldwide Conference—3D identification of karsted reservoirs, 1993 (In House, Univ. Surrey, England)
- 3D Visualization for Reservoir Description and Development: Ca. A Clayton, M. W. Dobin, W. J. Purves, MA. Stallsworth and L. K. Wipperman, SPE 24511, Abui Dhabi National Co. SPE, 1992
- Presented Paper on Karst Detection using 3D visualization-National AAPG Calgary, 1992
- Presented Paper, Abstract, at National AAPG, Subthrust Play, Permian Basin-San Francisco , 1991
- Delaware Basin/Central Basin Platform Margin: The Development of a Subthrust Deep-Gas Province in the Permian Basin, WTGS Abstract, v. 30 No. 1, Sept 1990.
- 2 Papers published in Univ. Texas, Bureau of Economic Geology publications –discussing reservoir description of San Andres Shoals, Vacuum Field-1988, 1990
- Paleoenvironmental Evaluation of Mississippian Age Carbonate Rocks in Central and Southeastern Arizona,

Univ. of Arizona Ph.D. Dissertation, 1978

- Possible Arizona Faulting as Suggested buy Mississippian Facies Analysis and Plate Tectonics—At Stratotectonic Approach, Arizona Geological Soc. Digest X-Tectonic Digest., 1976
- Stratigraphic Control of the Ground Water through Spokane Valley, MS thesis, Washington State University, Pullman, Washington, 1969

Professional memberships

- AAPG, West Texas Geological Soc. (honorary lifetime member), SEPM Permian Basin Section, Dallas Geological Soc., Dallas International Geological Soc. Fort Worth Geological Society, Austin Geological Society

State of Texas Professional Geoscientist License #3643

- 2004 to present

Languages

- **Spanish**—speak, read, write (not fluent but can survive)
- **German**—read, 2 years college German

References

- Dale A. Walker, Geologic Manager, Oxy-Colombia and Permian Basin Tech Manager (formerly Geoscientist with Exxon-Mobil), flint_ridge@yahoo.com now retired
- Dr. Mark Dablain, Chief Geophysicist (now retired), Pioneer Natural Resources (formerly Mobil Oil), 972-250-9227, email madablain@sbcglobal.net
- Sam Ting, Geophysicist, Mobil Oil Research-retired, 1232 Jeanette Way, Carrollton TX. 75006; (214-405-2688), sam1950@gmail.com
- Dr. Deet Schumacher, (formerly professor at Univ Arizona, Phillips Research, Director of Geochemistry Geo-Microbial Tech, Inc.) email, deetschumacher@gmail.com

Awards/Activities

- 2004 Co-Chair for the SEPM Hydrothermal Dolomite Carbonate session at the 2004 National AAPG Convention
- 2003-2004 Chairman of the International Section of the Dallas Geological Society
- 2002-2003 Program Chairman-International Section-Dallas Geological Society
- 1999 recipient of the Honorary Life Member-West Texas Geological Society
- 1996--Co-Chaired Worldwide Carbonate Exploration & Development at National AAPG Meeting in Houston
- President , Secretary, Speaker Chairman, SEPM—Permian Basin Section
- 1st VP, 2nd V.P., Secretary, Speaker Chairman, Road log Chairman, West Texas Geological Society
- Ph.D. Program-NDEA Title IV Fellowship 3 years, Asarco Fellowship, received D.F. Bryant Award for outstanding student in Strat-Sed-Paleo
- Former Speaker Chairman-Dallas Geological Soc International Group (2003-2004)

3D Seismic / Sahota Carson

CARSON LEASES, VAL VERDE COUNTY, TEXAS

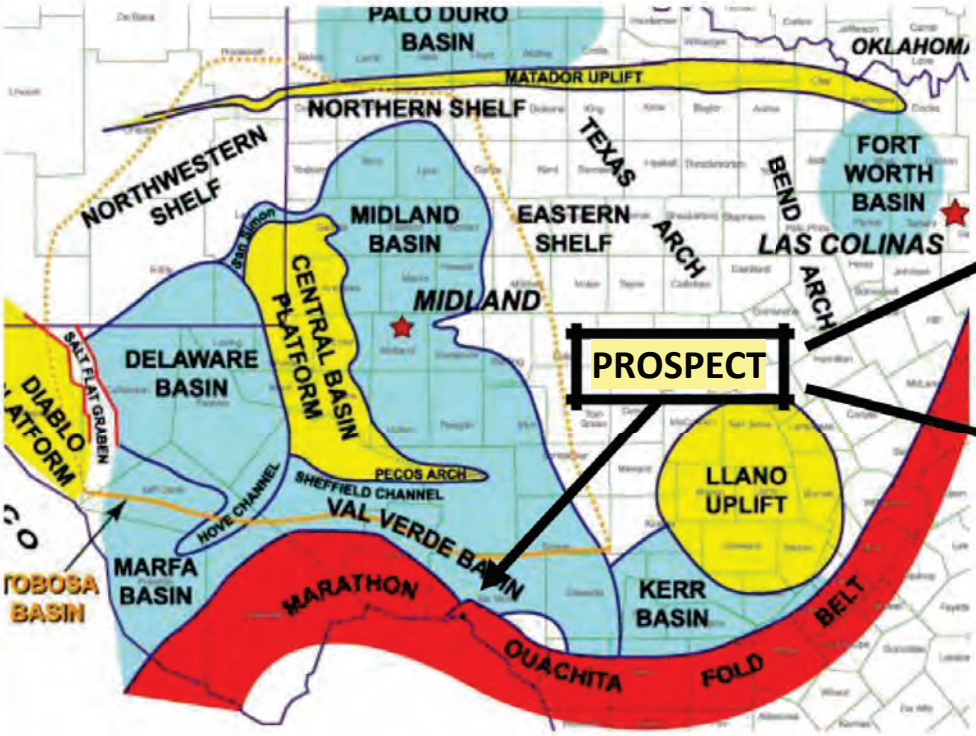
GREAT OPPORTUNITY FOR MULTIPAY POTENTIAL

PROSPECTIVE RESERVOIRS:

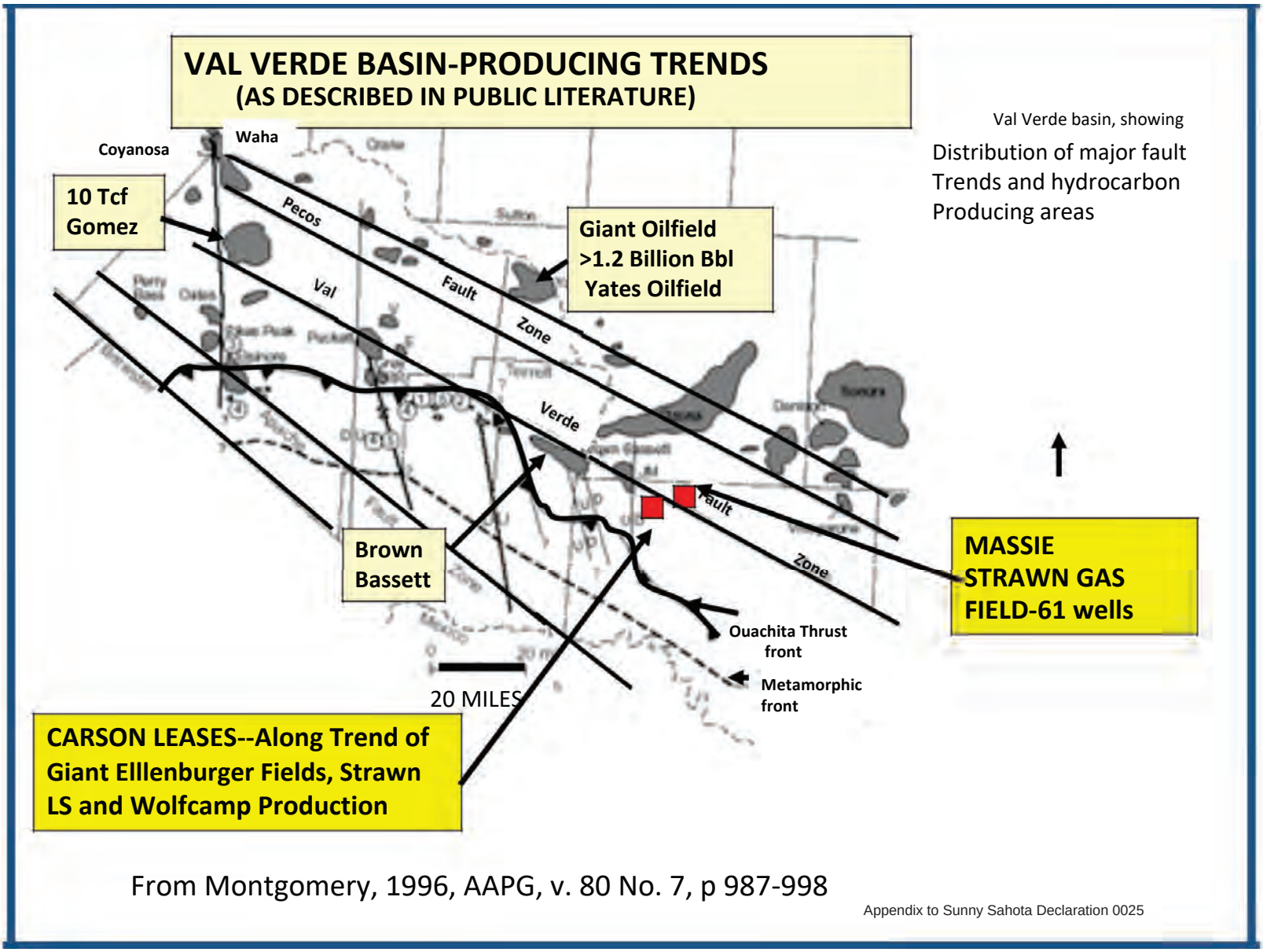
- **STRAWN LS (BIOHERMAL BUILDUPS-TECTONICALLY FRACTURED**
- **ELLENBURGER (TECTONIC, HYDROTHERMAL AND SOLUTION COLLAPSE)**
- **WOLFCAMP-CANYON SANDS**

TECTONIC SETTING OF THE CARSON RANCH LEASES—

LIES WITHIN VAL VERDE-MIDLAND FORELAND BASIN IN FRONT OF THE MARATHON OUCHITA FOLD BELT, VAL VERDE COUNTY, TX

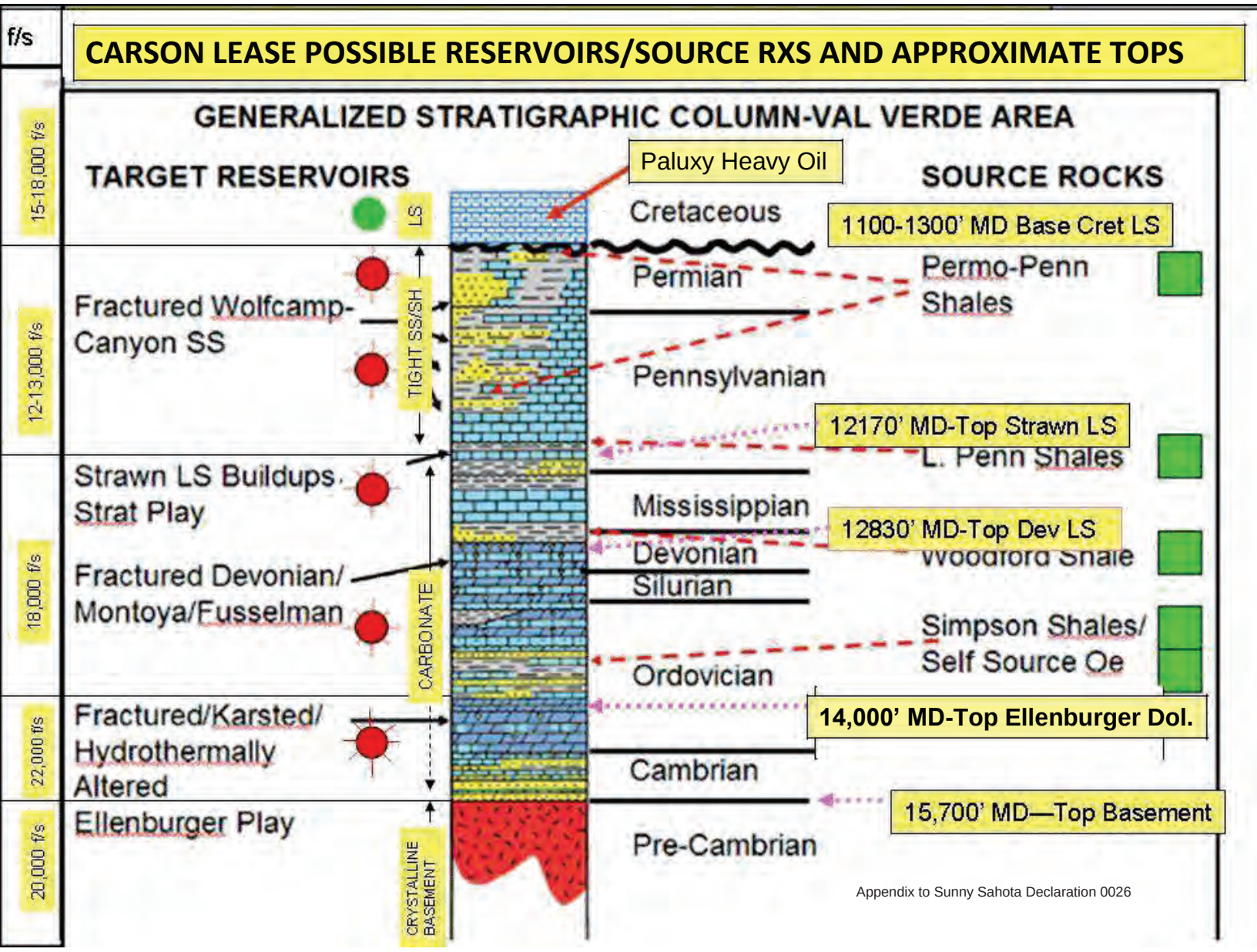


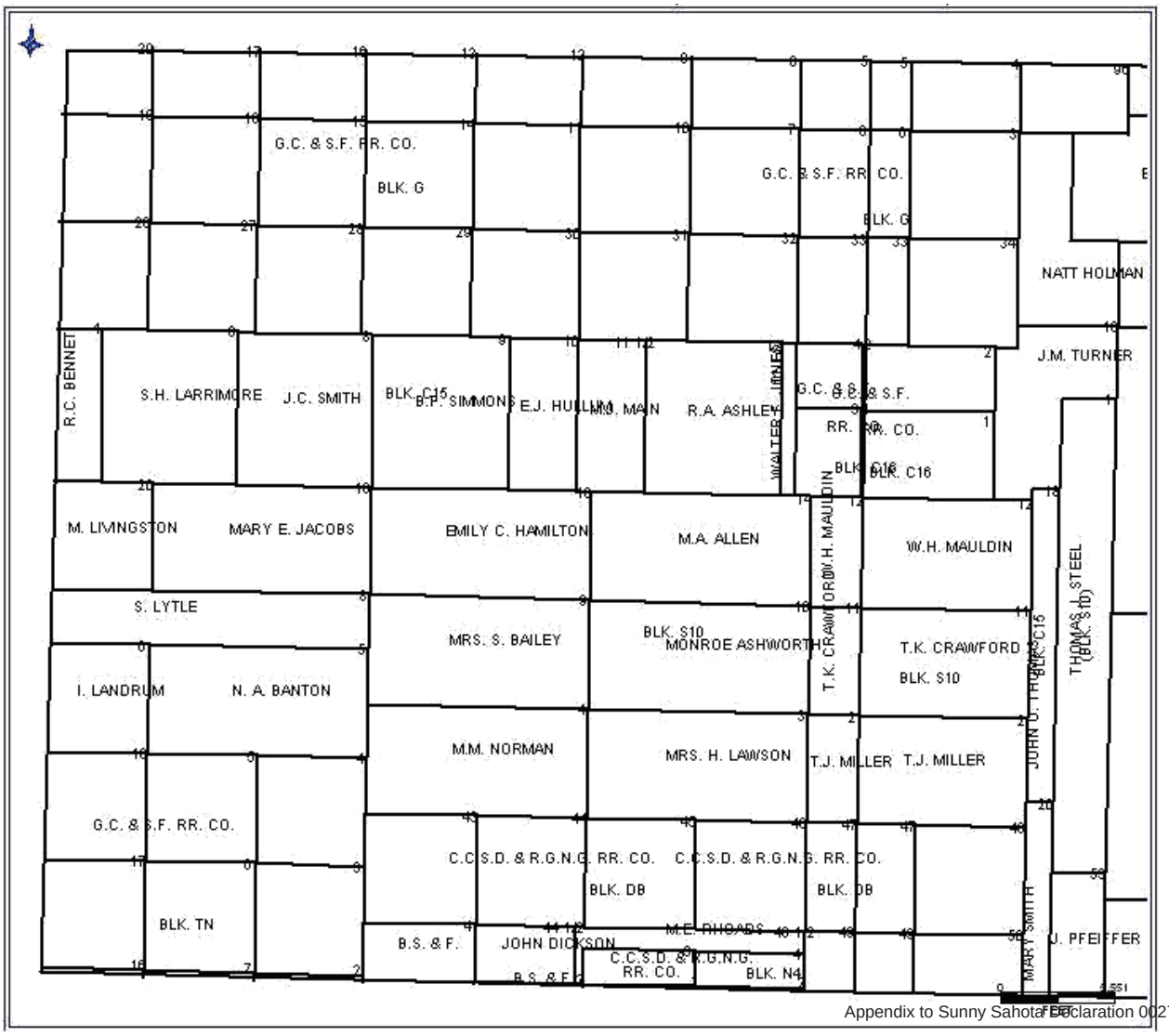
Appendix to Sunny Sahota Declaration 0024



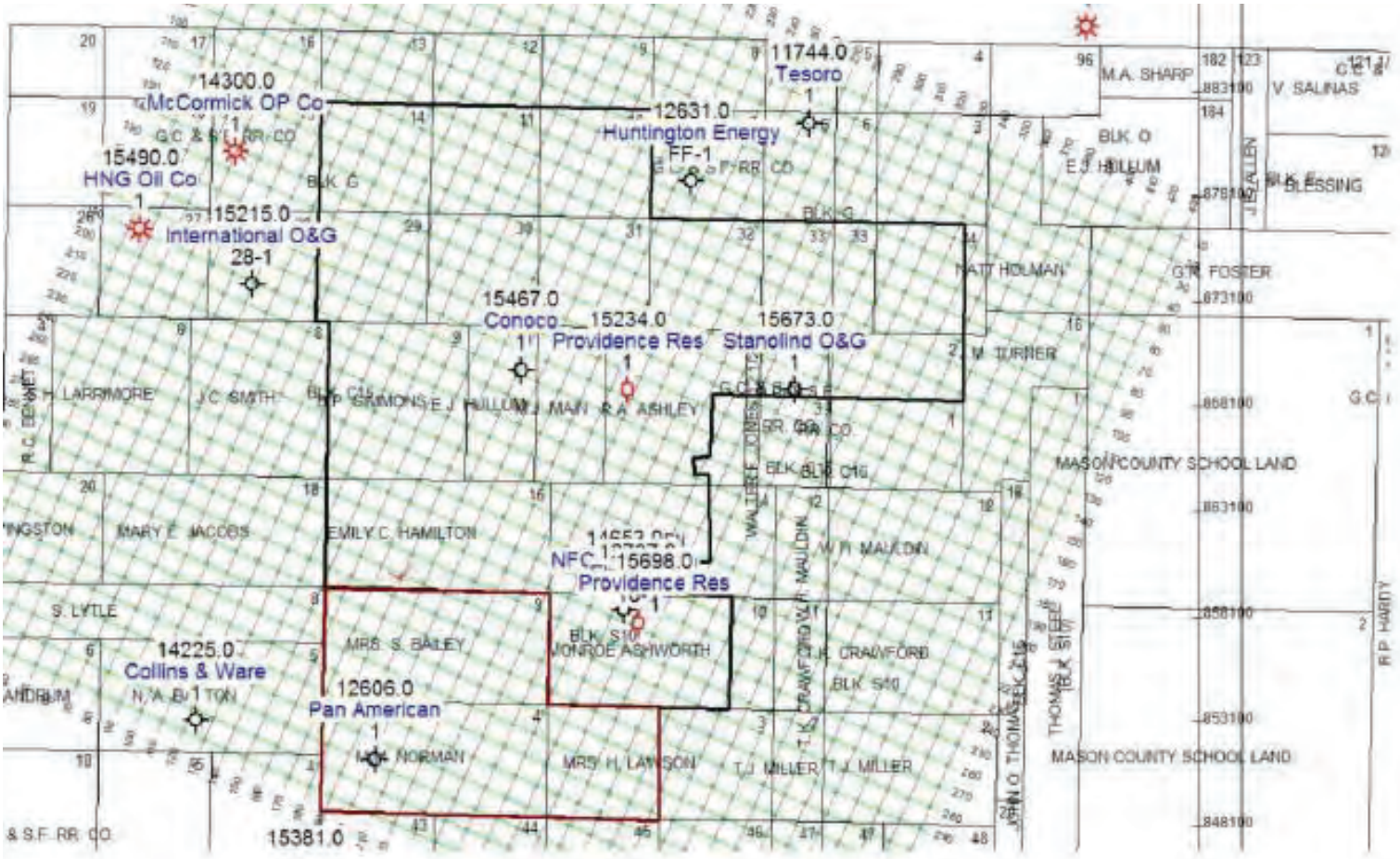
Val Verde basin, showing
Distribution of major fault
Trends and hydrocarbon
Producing areas

From Montgomery, 1996, AAPG, v. 80 No. 7, p 987-998

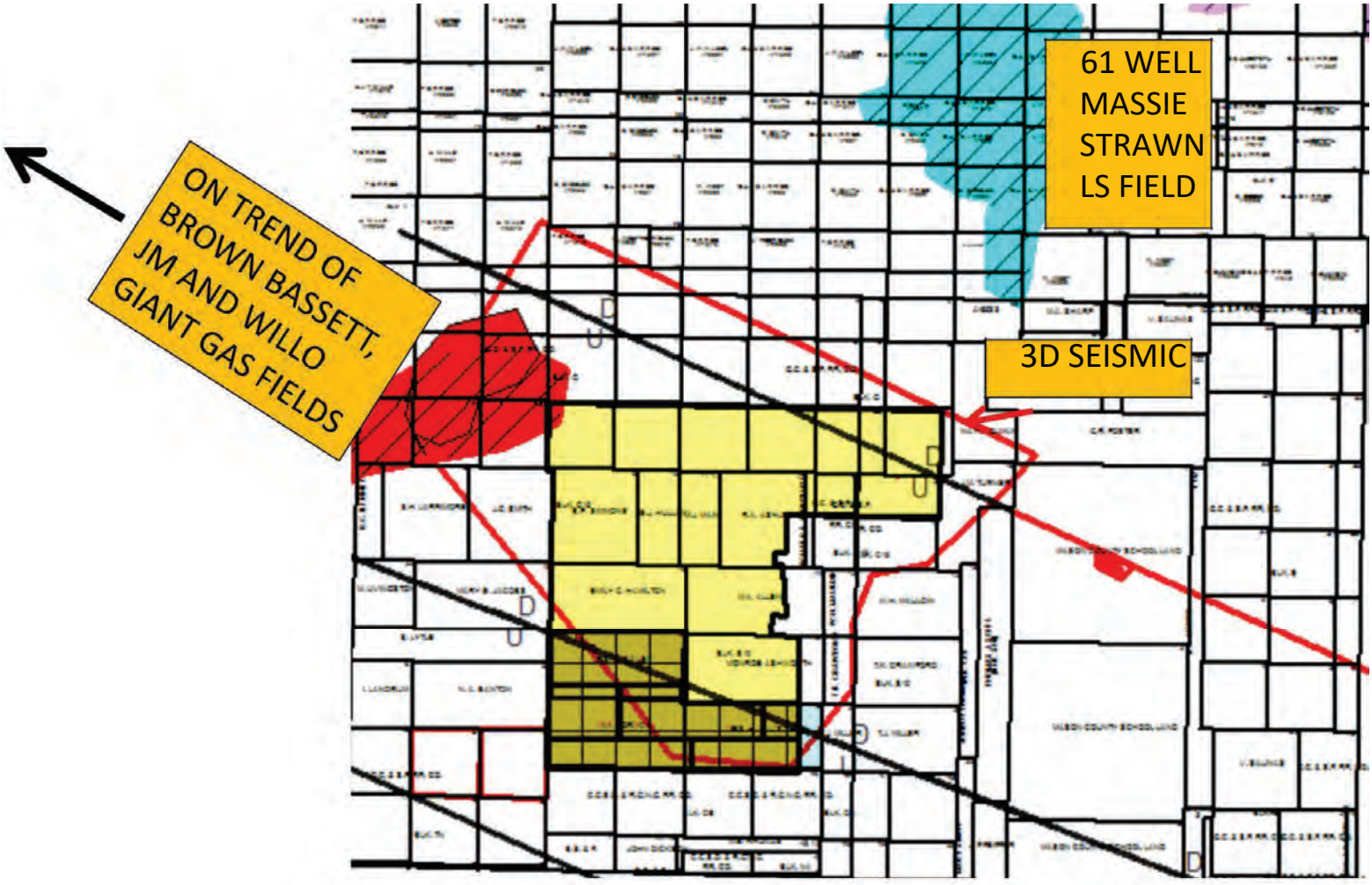

f/s
CARSON LEASE POSSIBLE RESERVOIRS/SOURCE RXS AND APPROXIMATE TOPS
GENERALIZED STRATIGRAPHIC COLUMN-VAL VERDE AREA
15-18,000 f/s
12-13,000 f/s
18,000 f/s
22,000 f/s
20,000 f/s
TARGET RESERVOIRS
SOURCE ROCKS
LS
TIGHT SS/SH
CARBONATE
CRYSTALLINE BASEMENT
Paluxy Heavy Oil
Cretaceous
1100-1300' MD Base Cret LS
Permian
Permo-Penn Shales
Fractured Wolfcamp-Canyon SS
Pennsylvanian
12170' MD-Top Strawn LS
L. Penn Shales
Strawn LS Buildups Strat Play
Mississippian
12830' MD-Top Dev LS
Devonian
Woodford Shale
Fractured Devonian/ Montoya/Fusselman
Silurian
Simpson Shales/ Self Source Oe
Ordovician
Fractured/Karsted/ Hydrothermally Altered
14,000' MD-Top Ellenburger Dol.
Cambrian
Ellenburger Play
15,700' MD—Top Basement
Pre-Cambrian
Appendix to Sunny Sahota Declaration 0026


G.C. & S.F. RR. CO.
BLK. G
G.C. & S.F. RR. CO.
BLK. G
NATT HOLMAN
J.M. TURNER
R.C. BENNET
S.H. LARRIMORE
J.C. SMITH
BLK. C15
B.P. SIMMONS
E.J. HULLUM
M.S. MAIN
R.A. ASHLEY
WALTER JAMES
G.C. & S.F.
RR. CO.
BLK. C16
M. LIVINGSTON
MARY E. JACOBS
EMILY C. HAMILTON
M.A. ALLEN
T.K. CRAWFORD
W.H. MAULDIN
W.H. MAULDIN
S. LYTLE
MRS. S. BAILEY
BLK. S10
MONROE ASHWORTH
T.K. CRAWFORD
BLK. S10
THOMAS J. STEEL
(BLK. S10)
I. LANDRUM
N. A. BANTON
M.M. NORMAN
MRS. H. LAWSON
T.J. MILLER
T.J. MILLER
JOHN O. TRIBBLE
BLK. C15
G.C. & S.F. RR. CO.
C.C.S.D. & R.G.N.G. RR. CO.
C.C.S.D. & R.G.N.G. RR. CO.
BLK. DB
BLK. DB
BLK. TN
B.S. & F.
JOHN DICKSON
M.E. RHOADS
C.C.S.D. & R.G.N.G. RR. CO.
BLK. N4
B.S. & F.
MARY SMITH
J. PFEIFFER
FEET

INDEX MAP OF CARSON RANCH LEASES WITH WELLS POSTED-(Oe Tests)



Appendix to Sunny Sahota Declaration 0028



Appendix to Sunny Sahota Declaration 0029

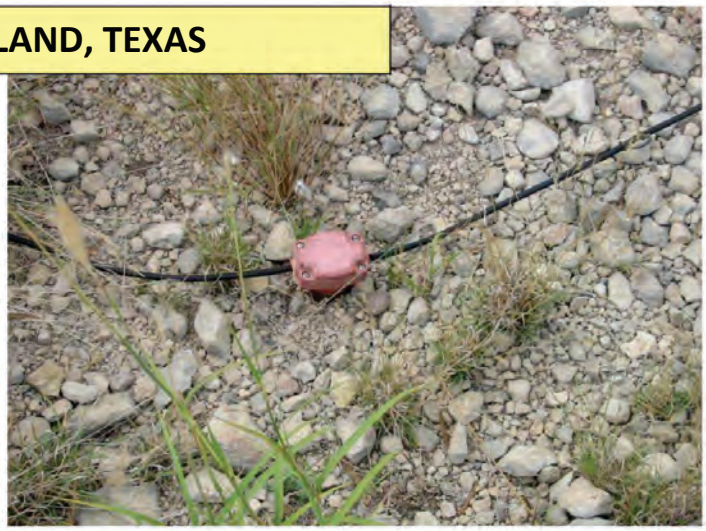
DAWSON GEOPHYSICAL VIBRATOR TRUCKS IN ACTION---

VAL VERDE ONE---
DAWSON
GEOPHYSICAL-
TRNCO 3D SEISMIC
PROGRAM FOR
PROVIDENCE

Vibrators (1 of 2 sets of 3) on the move---following a bulldozed path below
Through dense vegetation

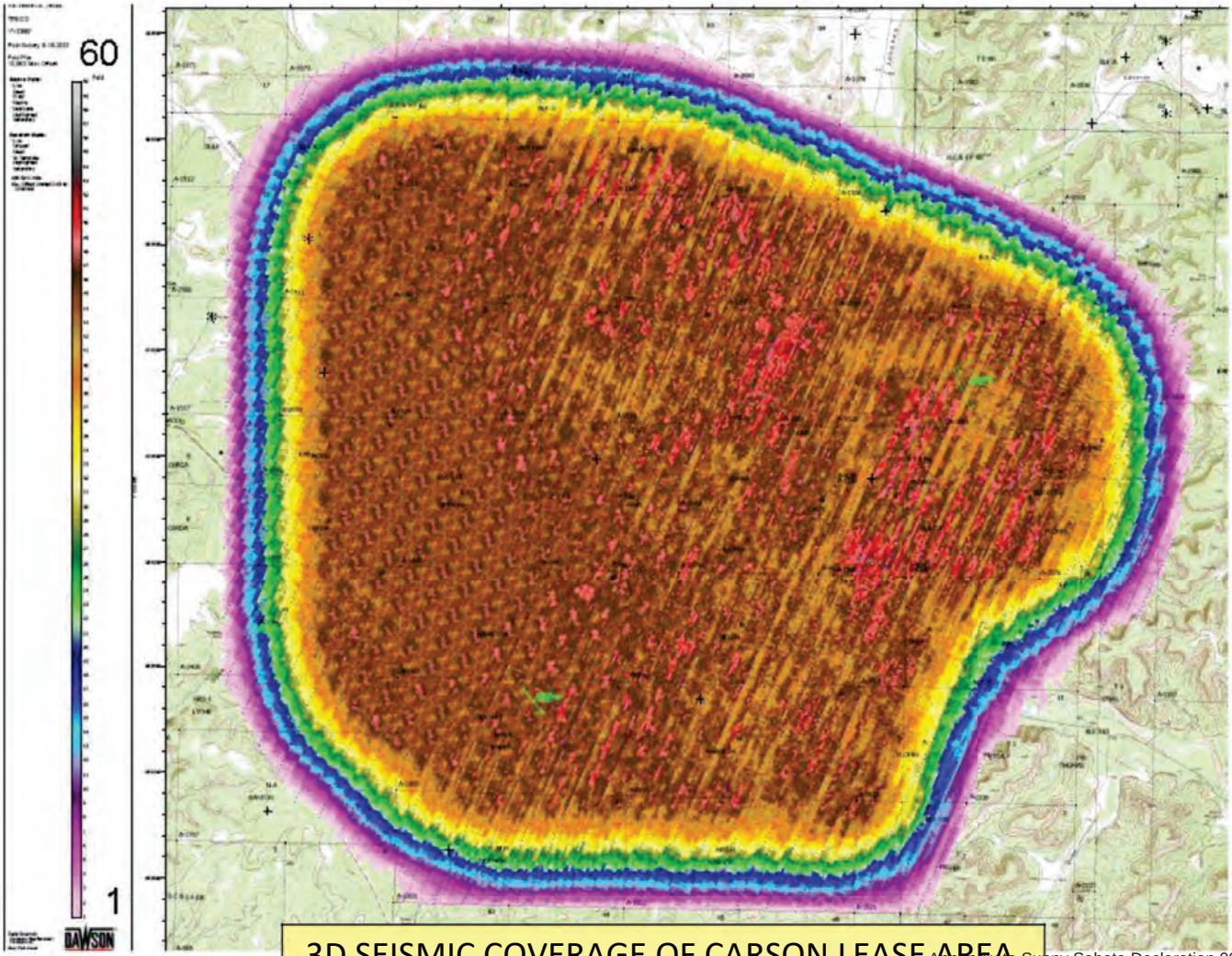
Appendix to Sunny Sahota Declaration 0030

DAWSON GEOPHYSICAL, MIDLAND, TEXAS



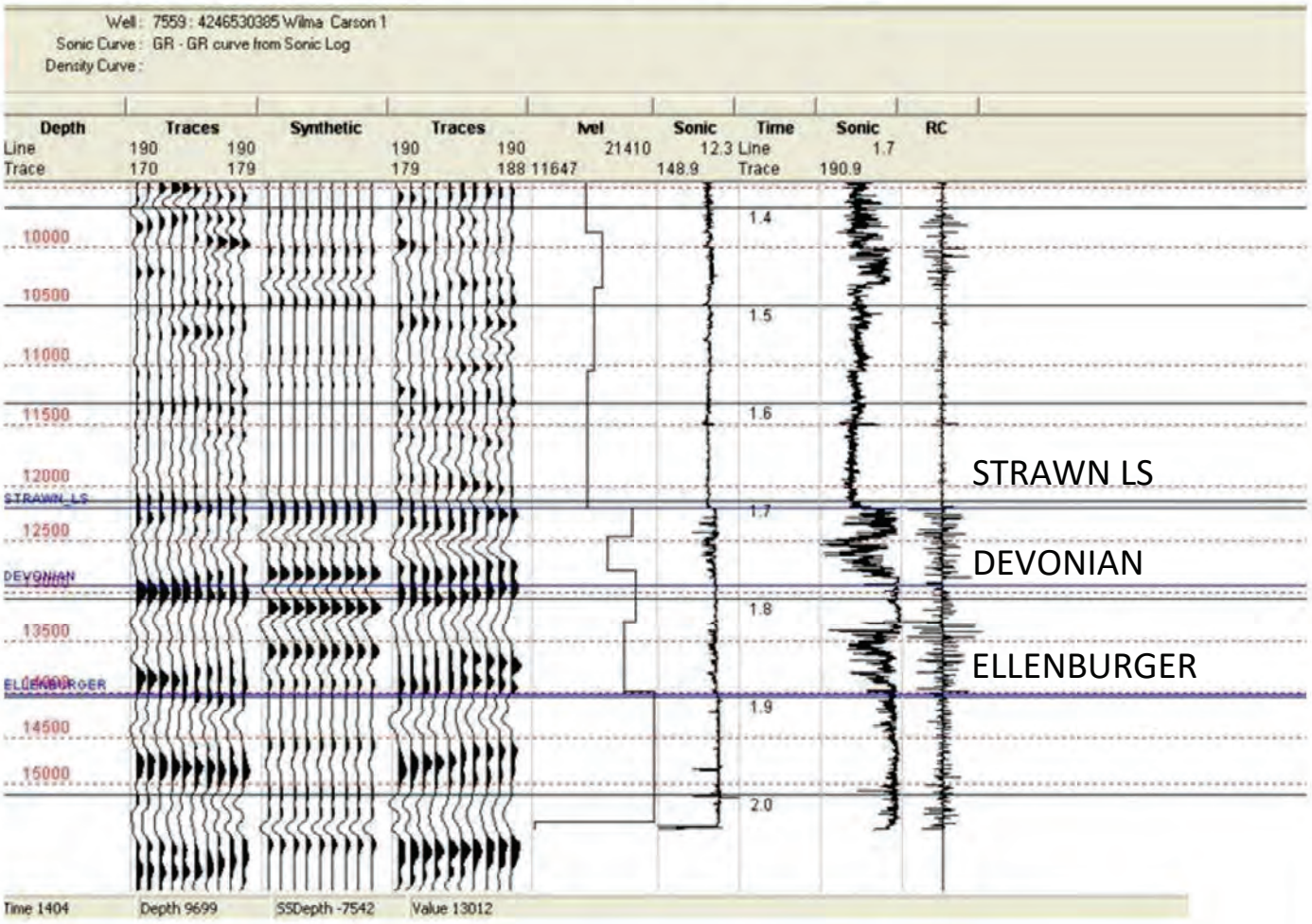
Appendix to Sunny Sahota Declaration 0031

FOLD AT 10,000 FT



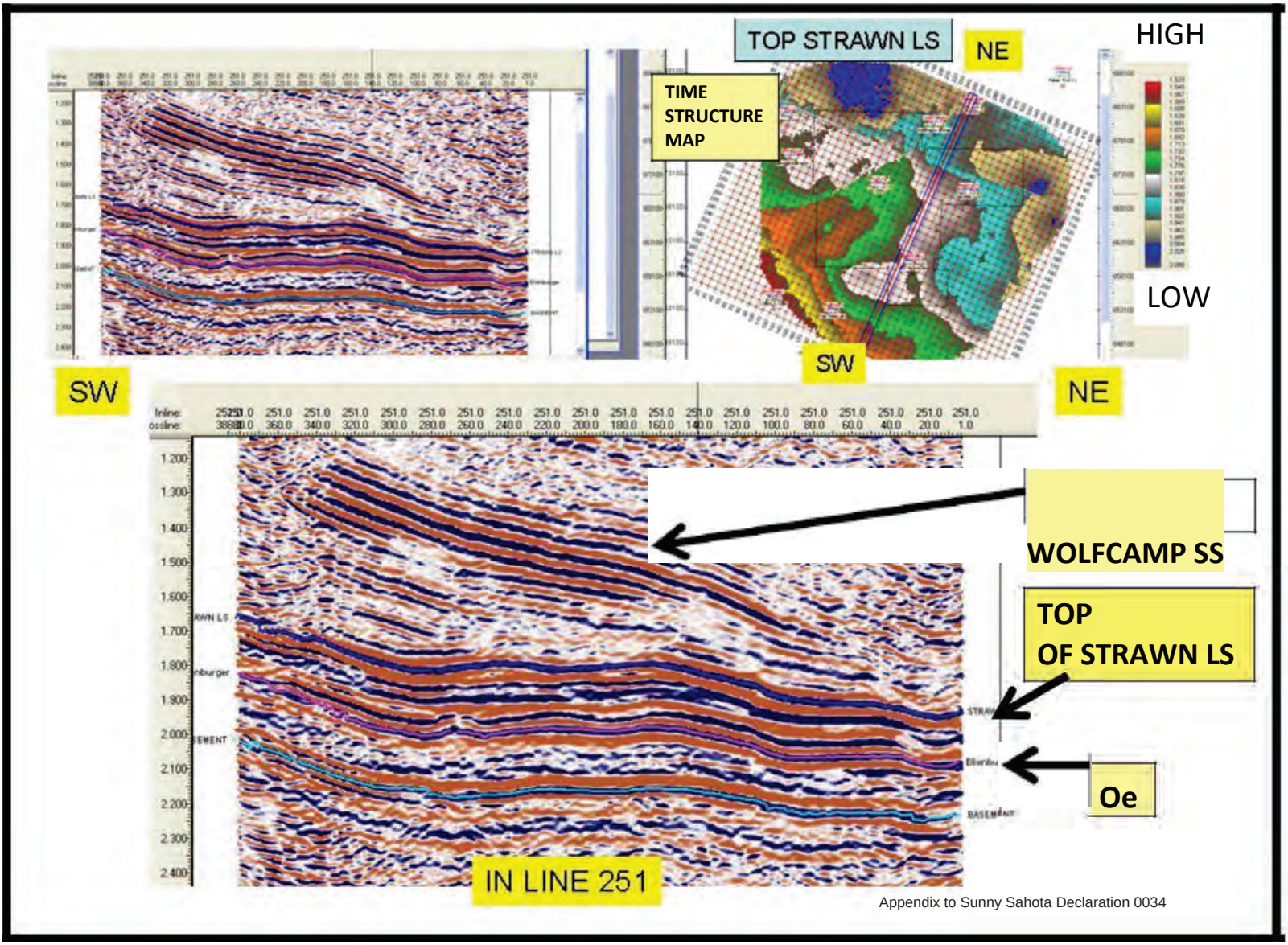
3D SEISMIC COVERAGE OF CARSON LEASE AREA

Conoco Wilma Carson No. 1 Synthetic



CONOCO DRILLED IN 1981, TD 15,467 ELLENBURGER DRY HOLE—MECHANICAL ISSUES-PACKER FAILURE

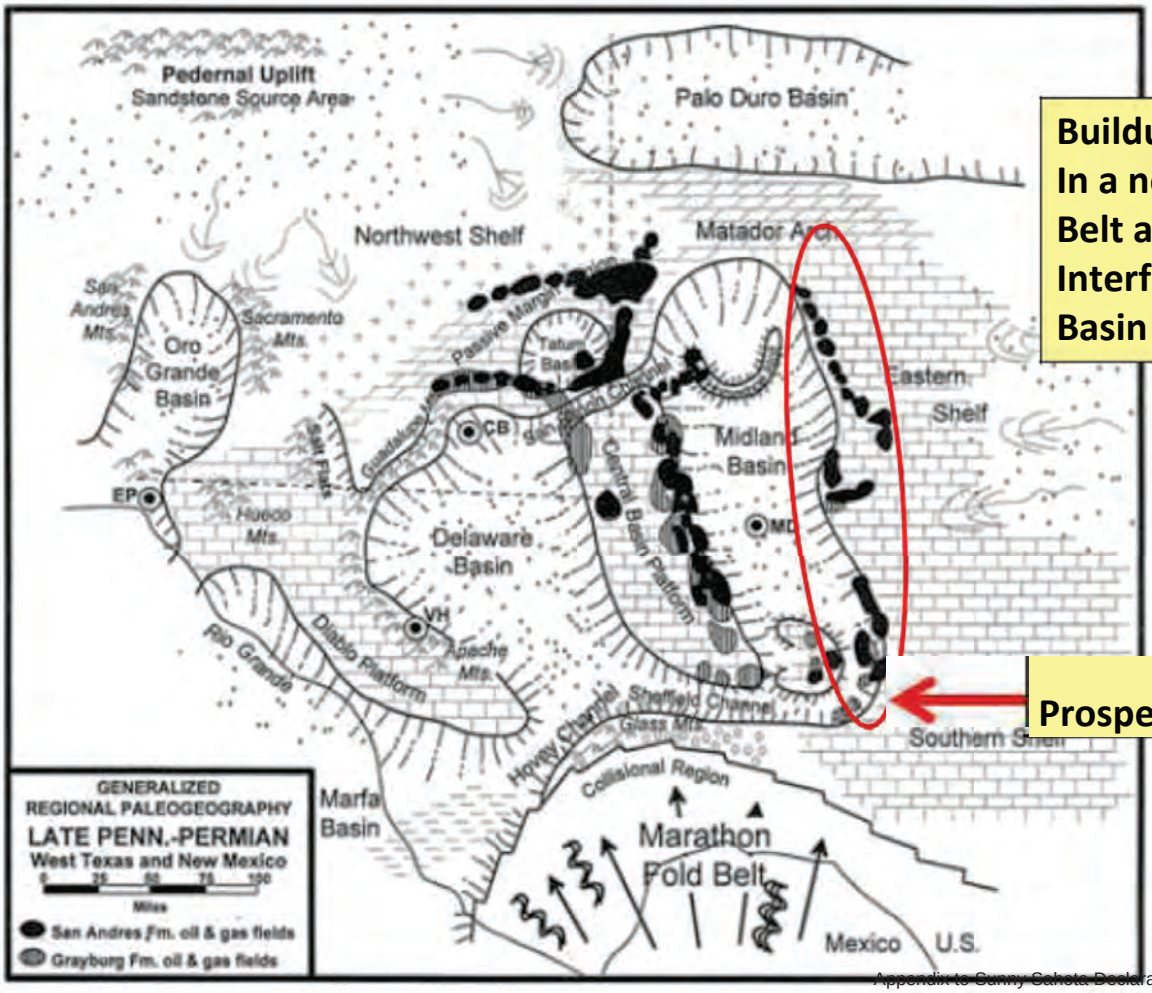
Appendix to Sunny Sahota Declaration 0033



Appendix to Sunny Sahota Declaration 0034

STRAWN LS BIOHERMAL BUILDUPS AND TECTONICALLY FRACTURED RESERVOIRS

Generalized tectonic map showing major basin and shelf elements of west Texas Southeast New Mexico

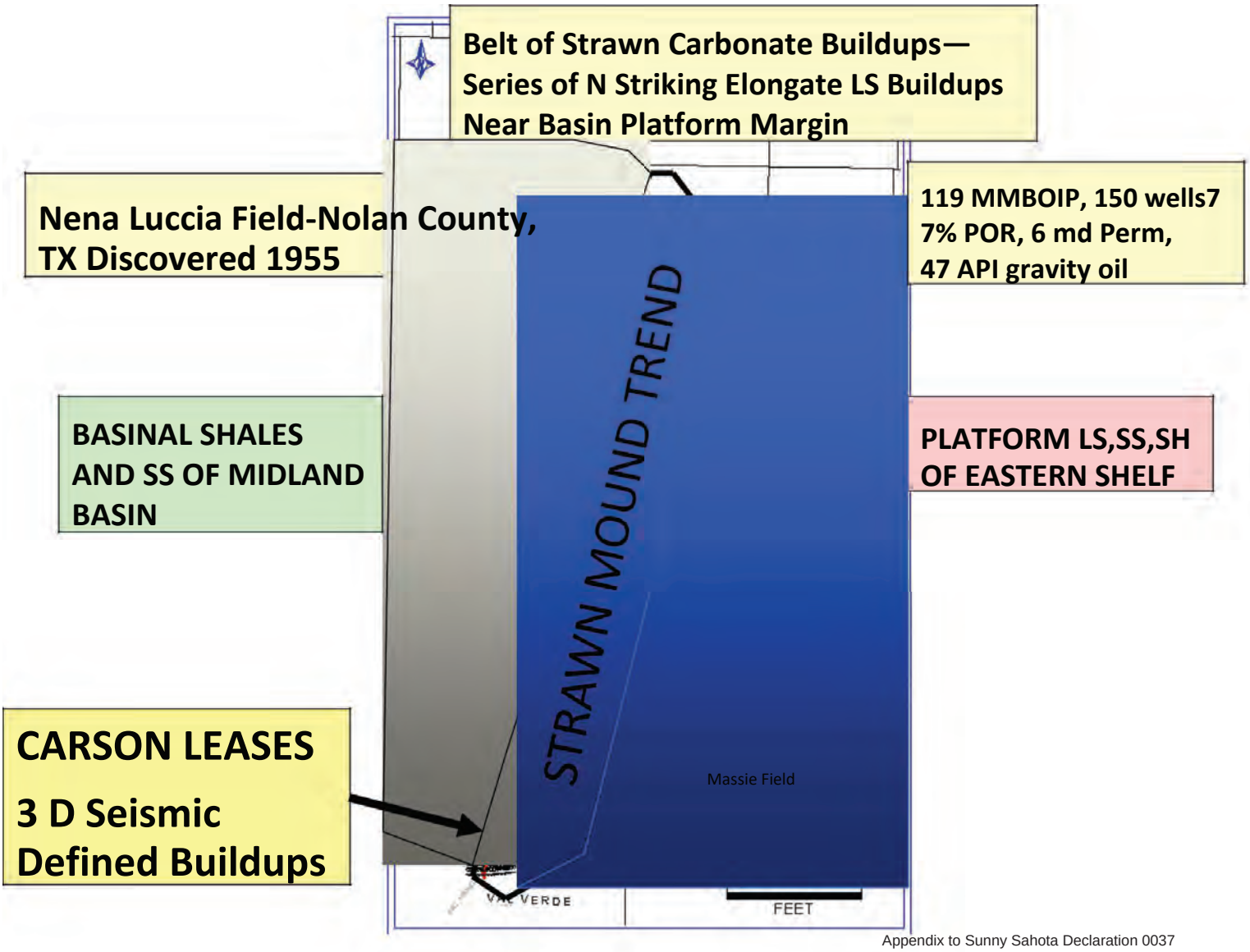


Buildups occur In a northerly Belt at the Interface of Basin to Shelf

Prospect

Appendix to Sunny Sahota Declaration 0036

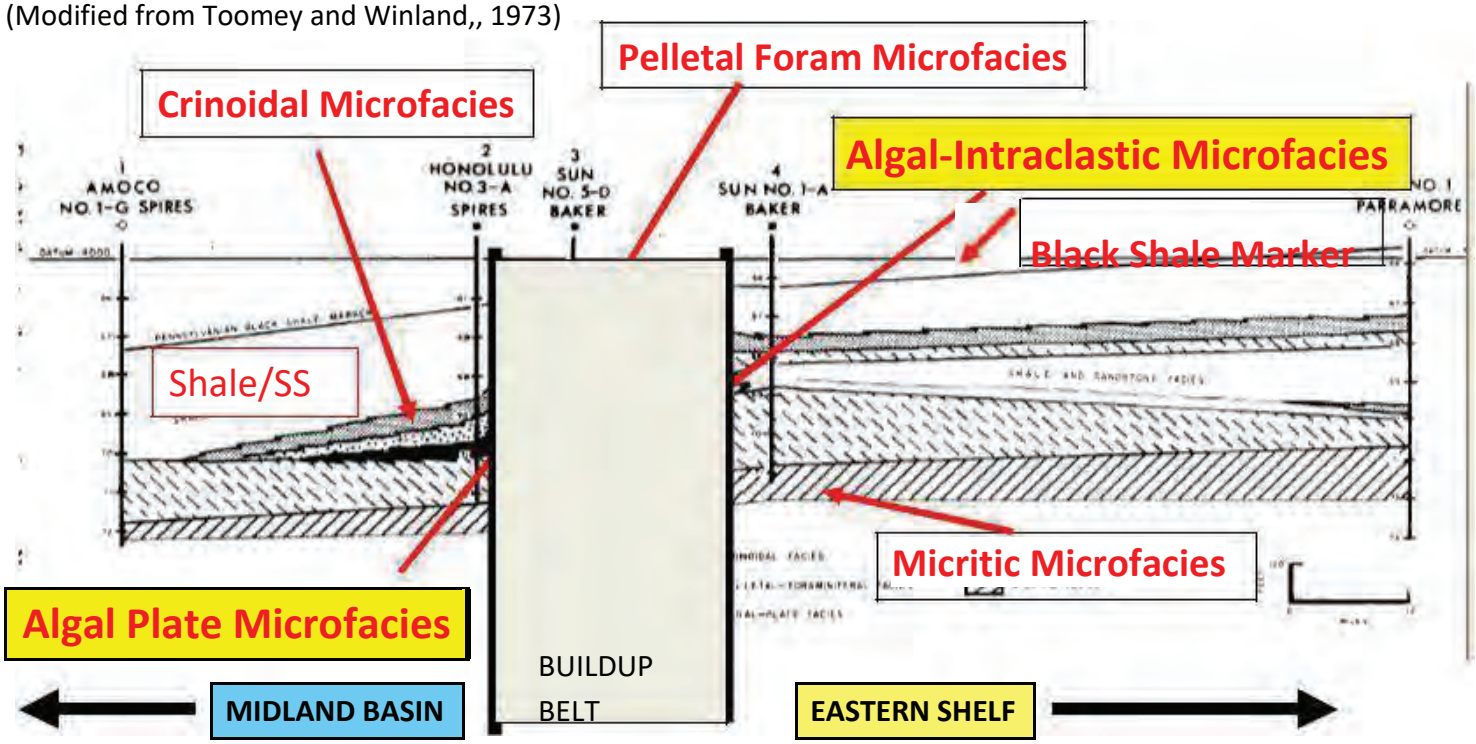
Source: Sarg et al. (1999)



Appendix to Sunny Sahota Declaration 0037

Nolan County Strawn LS Buildups—
Microfacies Example of a Penn Strawn Buildup

(Modified from Toomey and Winland,, 1973)

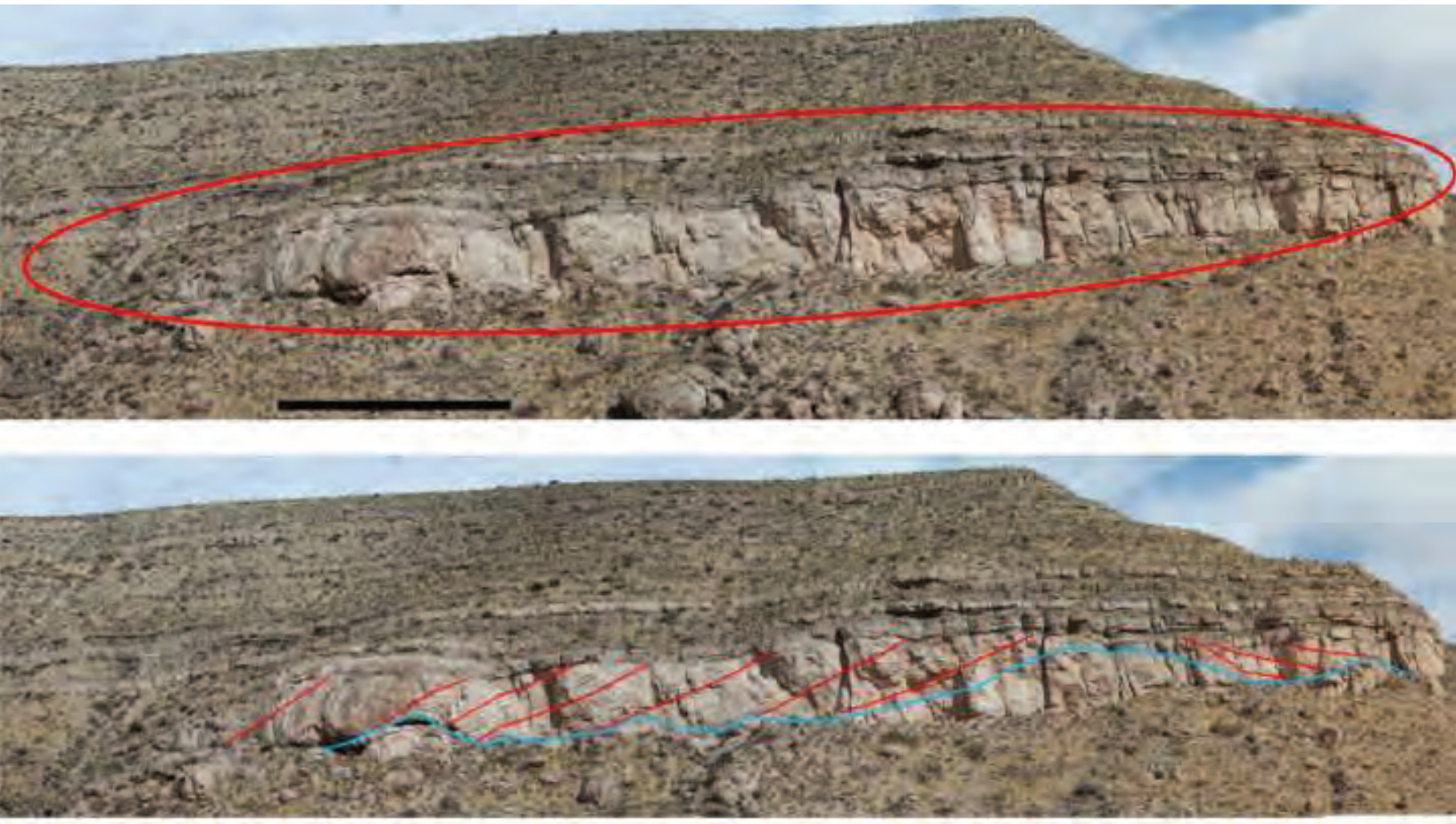


From Toomey and Winland, 1973-Nena Lucia Field—An Algal Buildup

Nena Lucia field, 11 miles long by 1-3 miles wide, 100 ft porous algal plate Producing interval, EUR 40 million bbl

Pennsylvanian phylloid algal mound structure

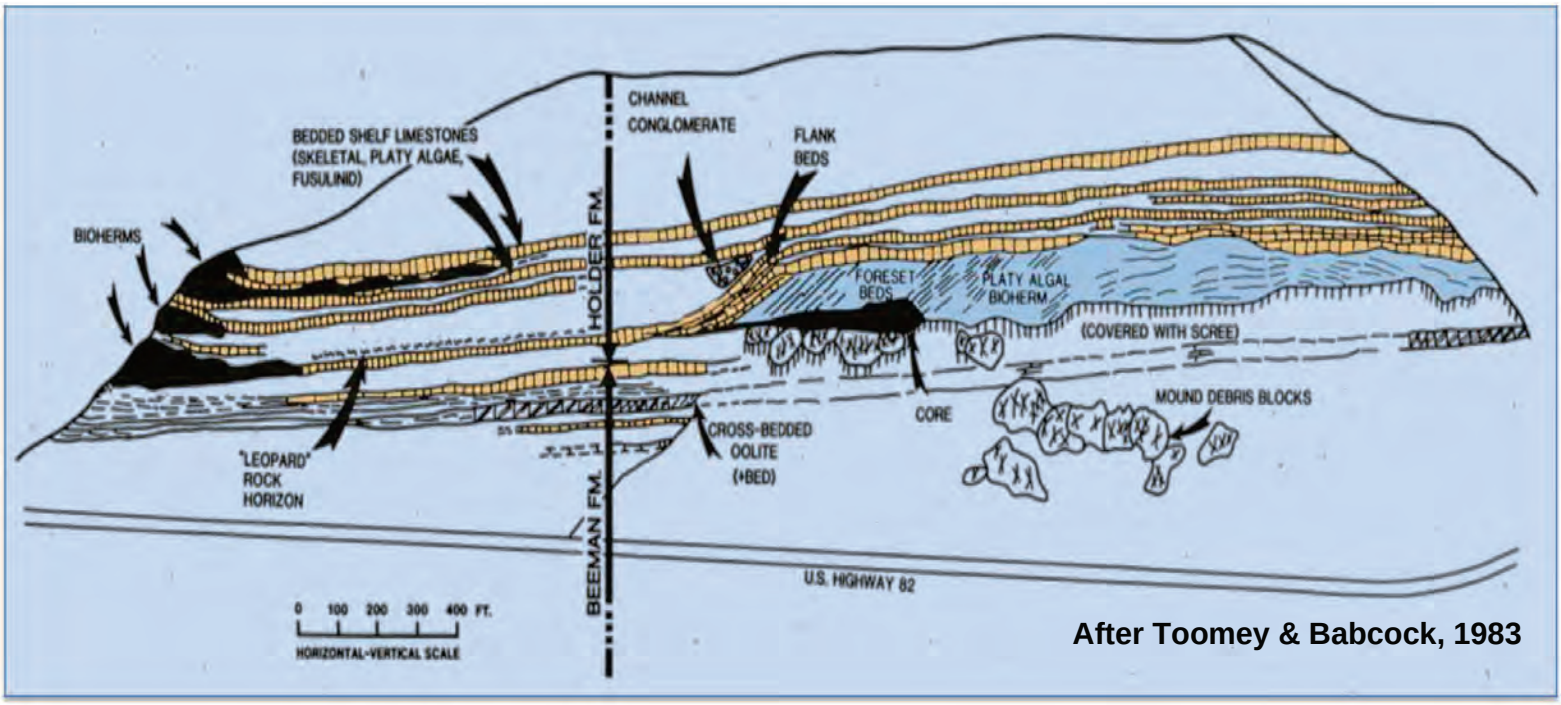
WHAT A BUILDUP OR MOUND STRUCTURE LOOKS LIKE IN OUTCROP



Scale bar is about 100 m (330 ft)

(after Scholle)

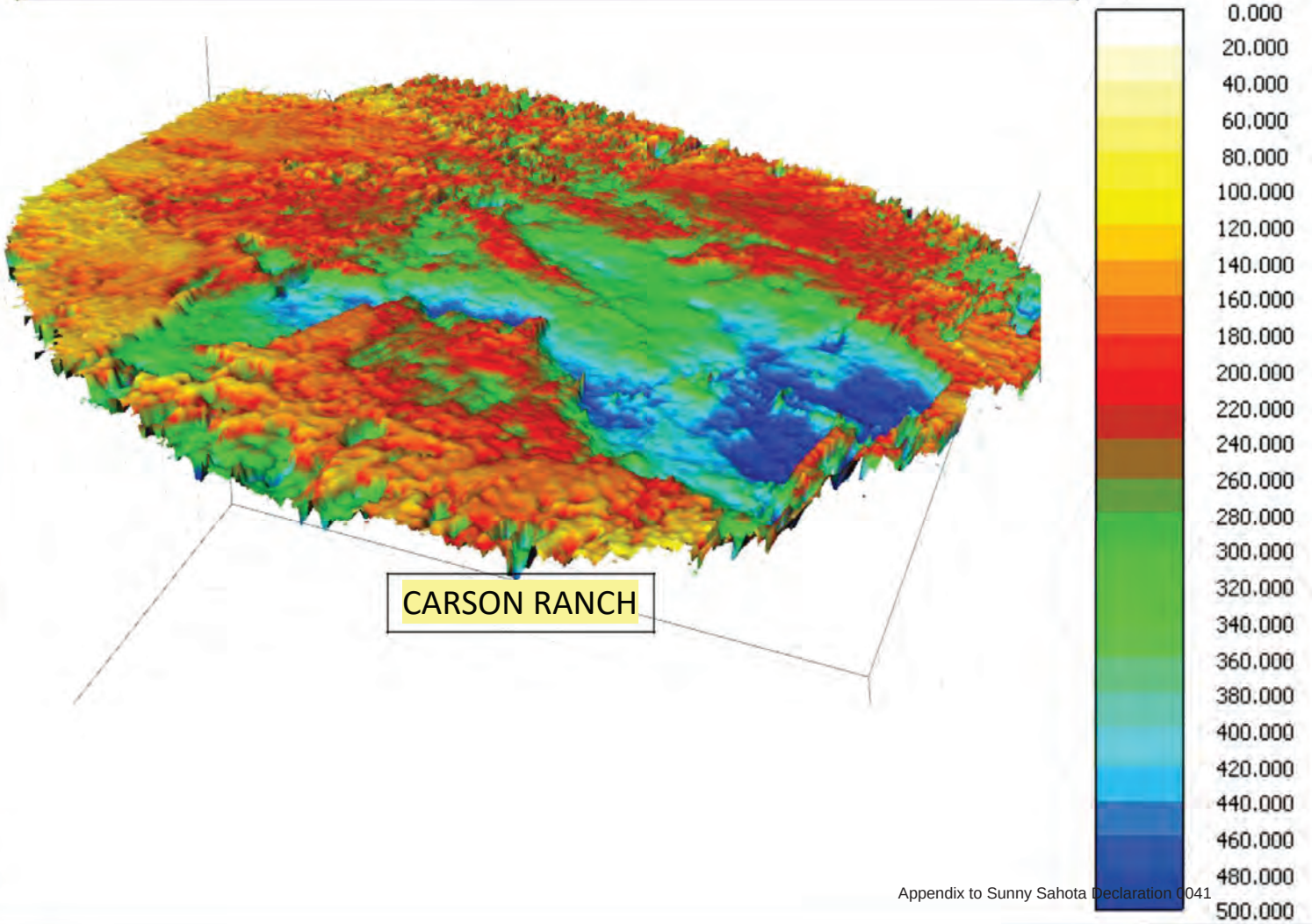
Dry Canyon Phylloid Algal Bioherms



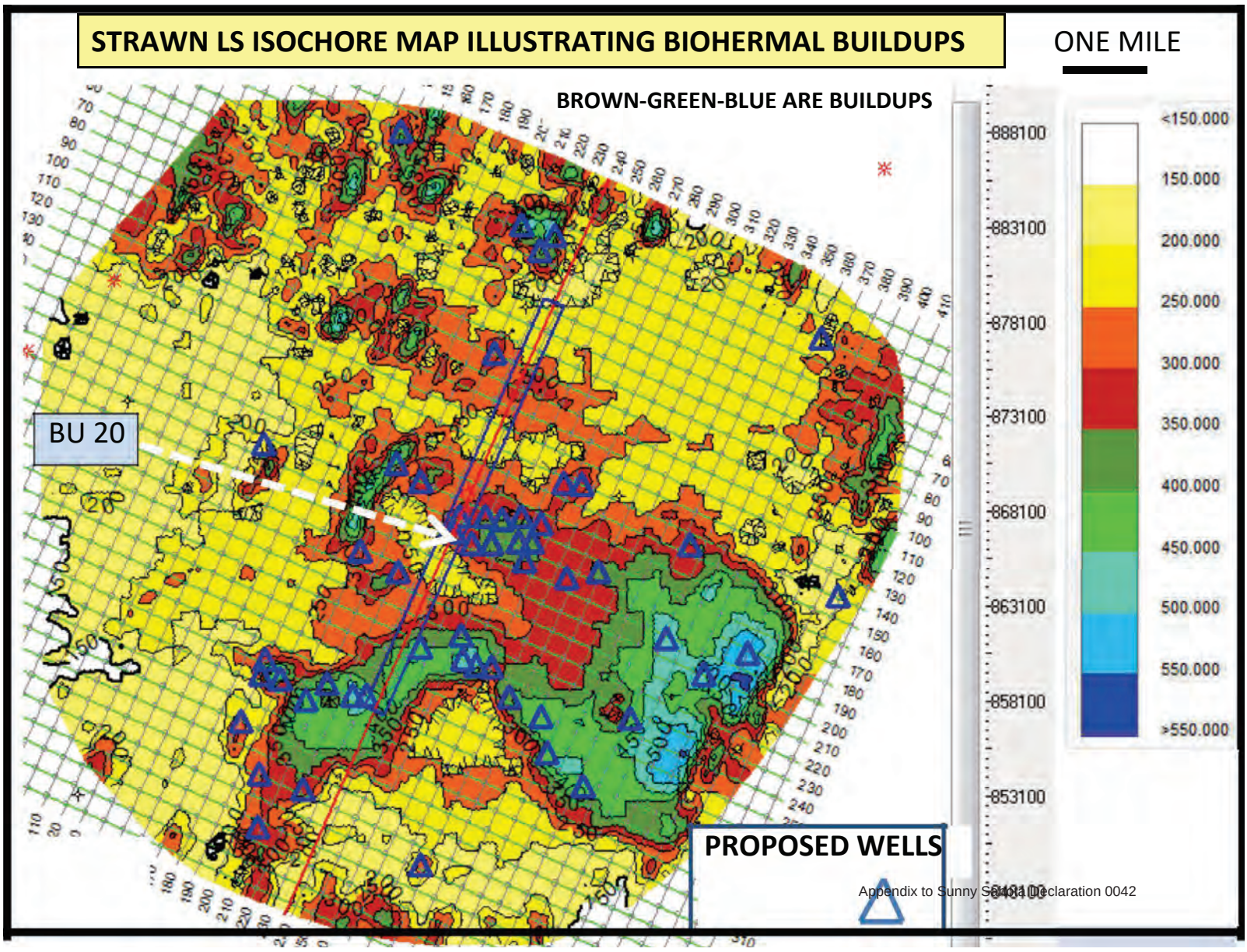
After Toomey & Babcock, 1983

MICROFACIES EXAMPLE OF PENN BIOHERM IN NEW MEXICO—NOTE THE AUTHOR TOOMEY DESCRIBED THE NOLAN MOUND IN TEXAS

ISOMETRIC VIEW--STRAWN LS BIOHERMAL BUILDUPS IN GREEN-BLUE

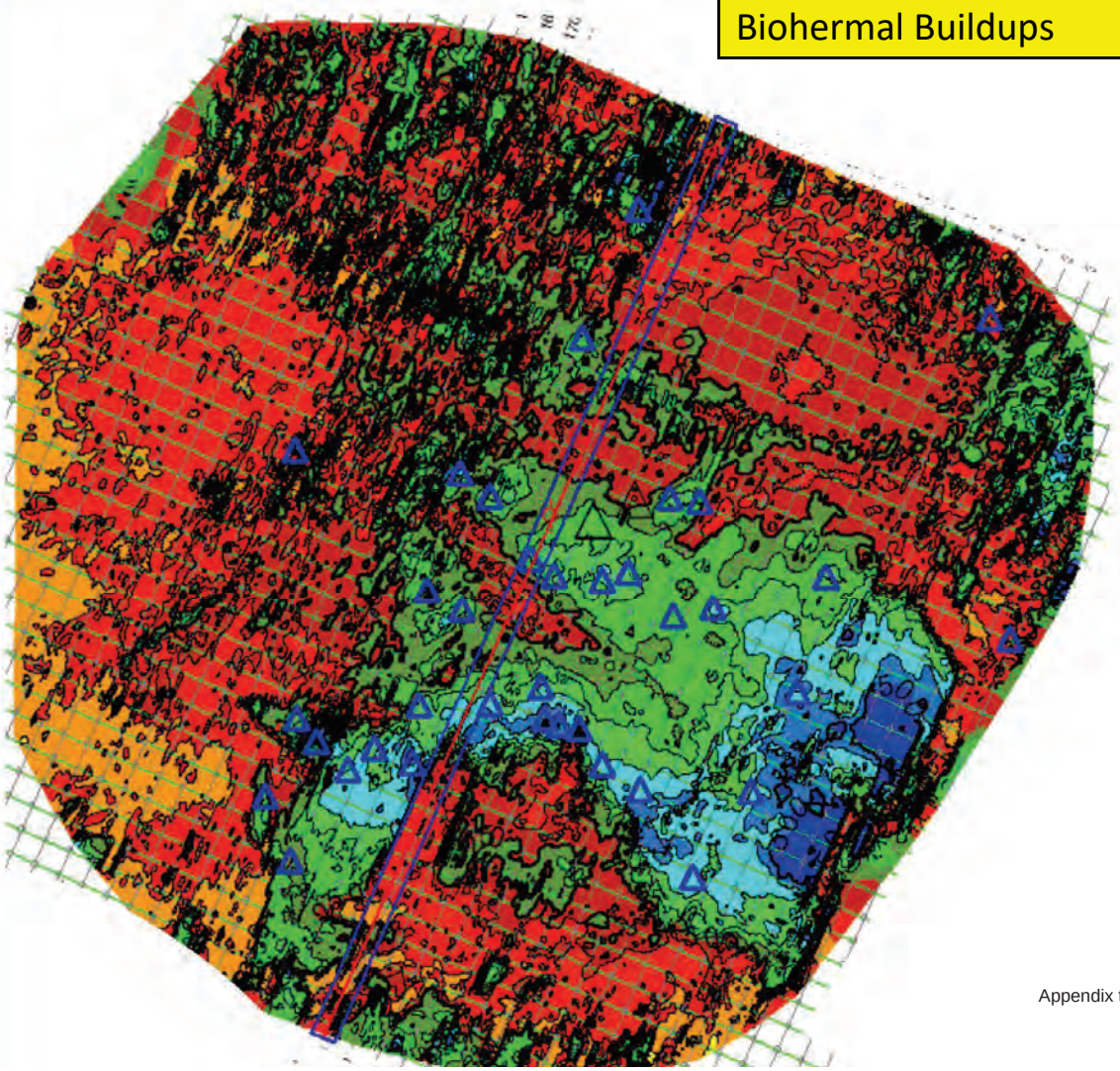


Appendix to Sunny Sahota Declaration 0041

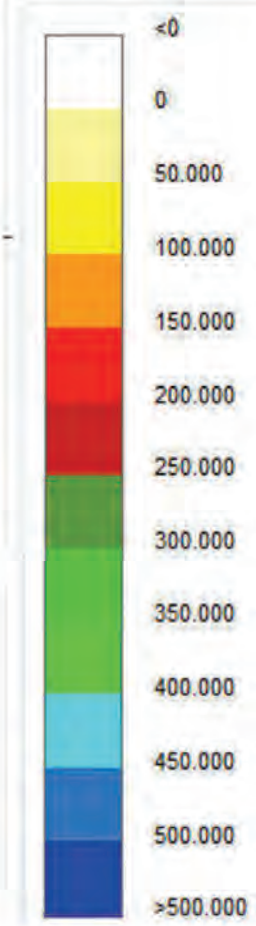

STRAWN LS ISOCHORE MAP ILLUSTRATING BIOHERMAL BUILDUPS
ONE MILE
BROWN-GREEN-BLUE ARE BUILDUPS
BU 20
PROPOSED WELLS
888100
883100
878100
873100
868100
863100
858100
853100
<150.000
150.000
200.000
250.000
300.000
350.000
400.000
450.000
500.000
550.000
>550.000

STRAWN ISCHORE MAP—

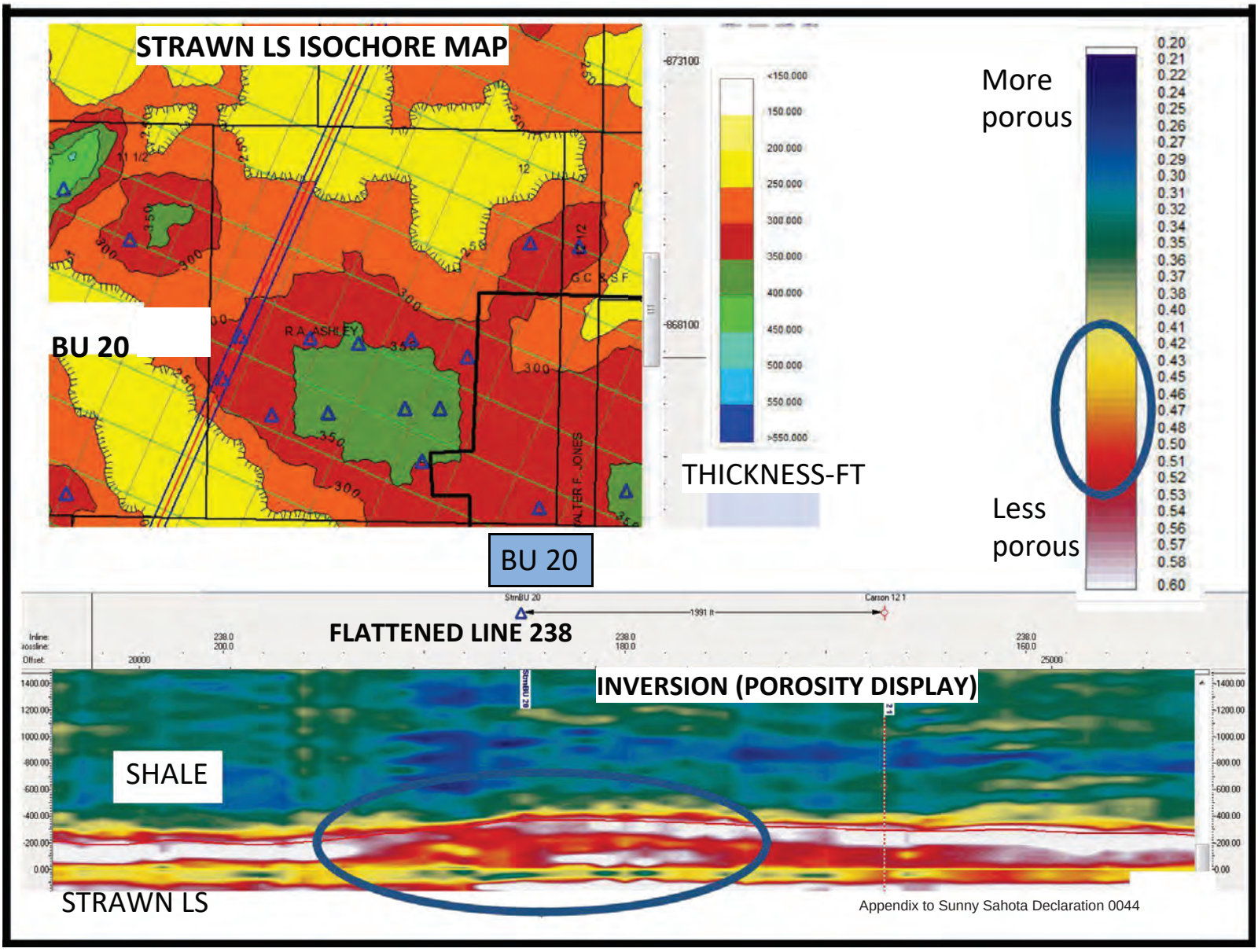
Green and Blue areas are Biohermal Buildups



Thickness (ft)

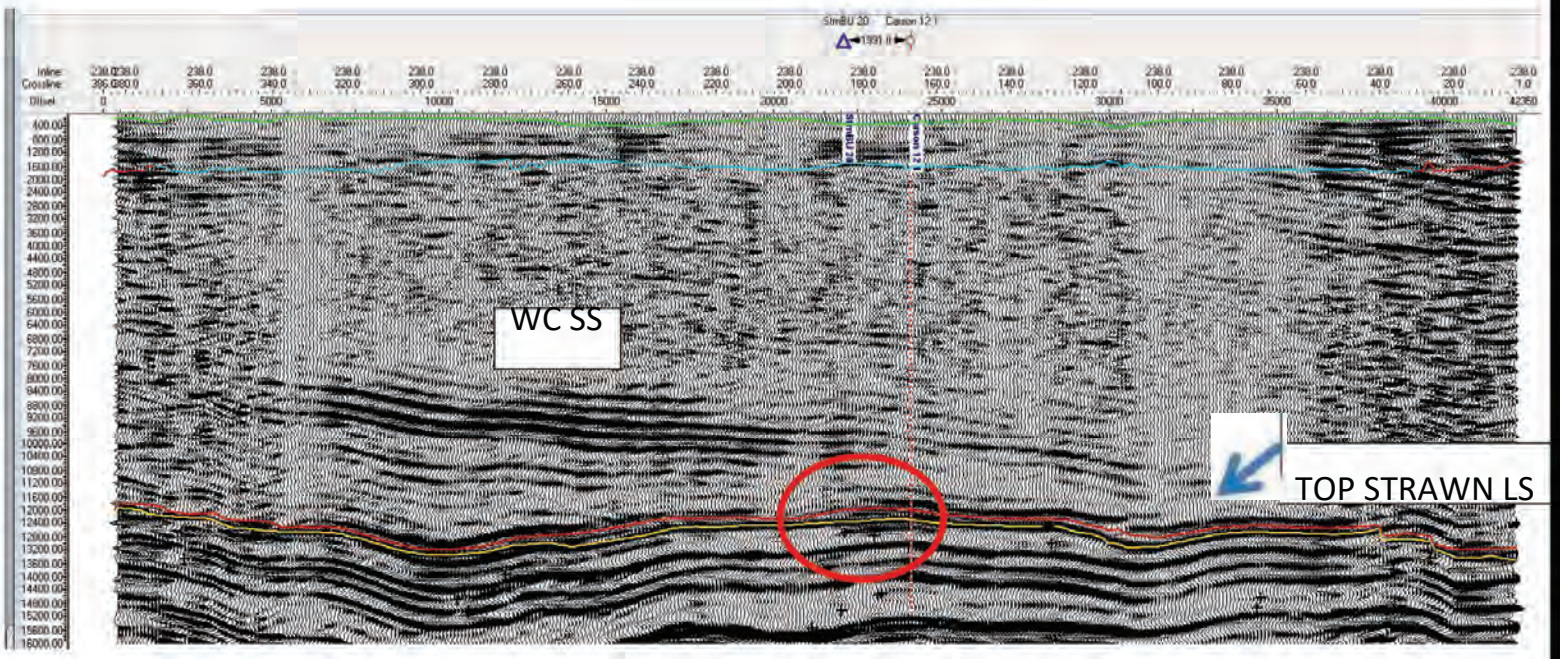


Appendix to Sunny Sahota Declaration 0043


STRAWN LS ISOCHORE MAP
BU 20
BU 20
THICKNESS-FT
<150.000
150.000
200.000
250.000
300.000
350.000
400.000
450.000
500.000
550.000
>550.000
More porous
Less porous
FLATTENED LINE 238
INVERSION (POROSITY DISPLAY)
SHALE
STRAWN LS
Appendix to Sunny Sahota Declaration 0044

STRAWN LS BUILDUP 20 WELL

INLINE 238



HOR = VERTICAL

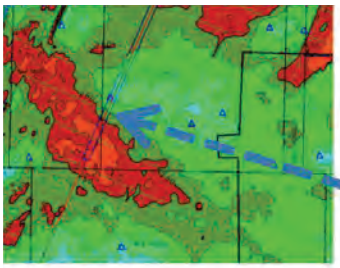
4000 ft

Appendix to Sunny Sahota Declaration 0045

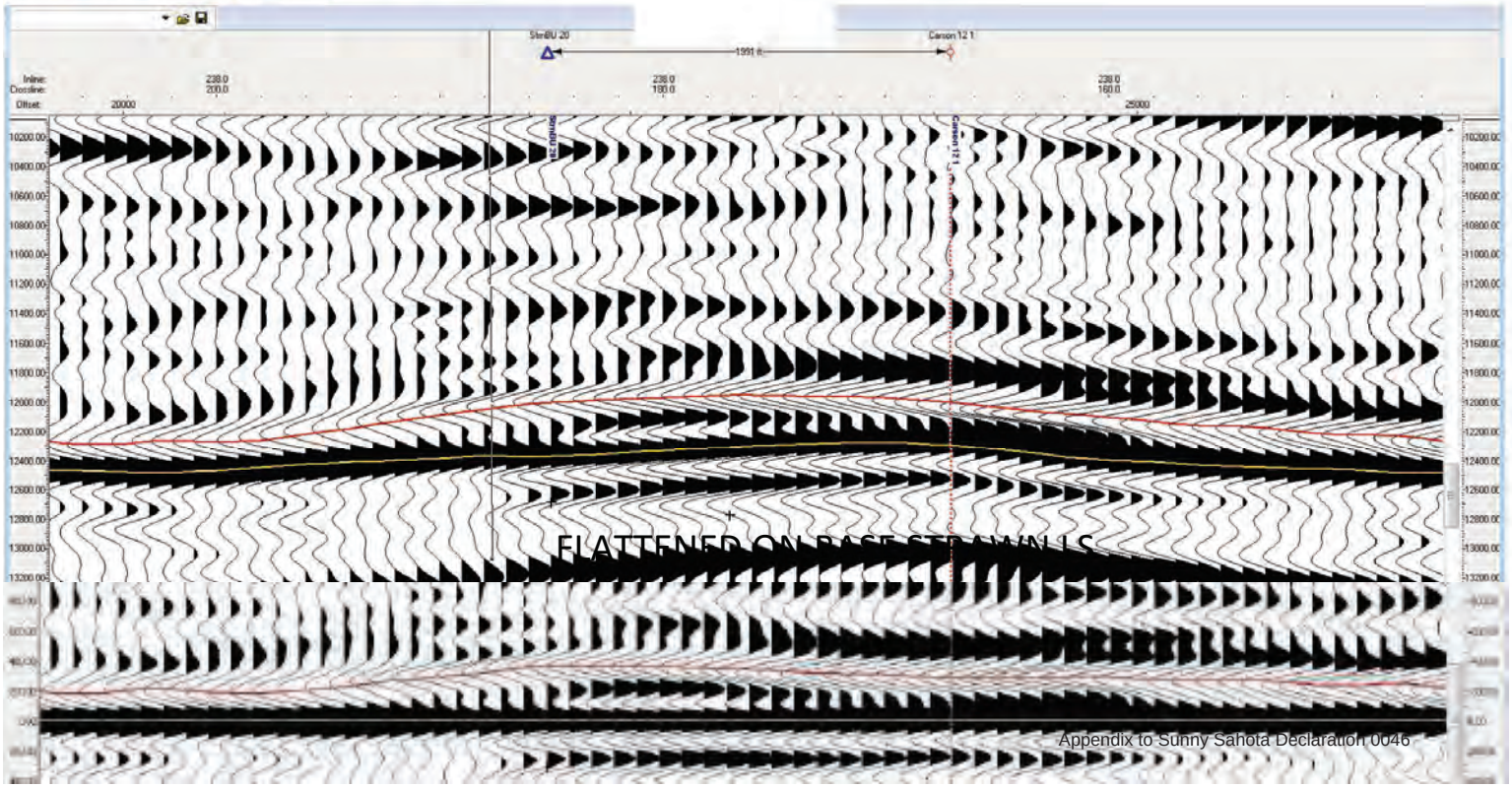
STRAWN LS BUILDUP EXAMPLE

2000 FT

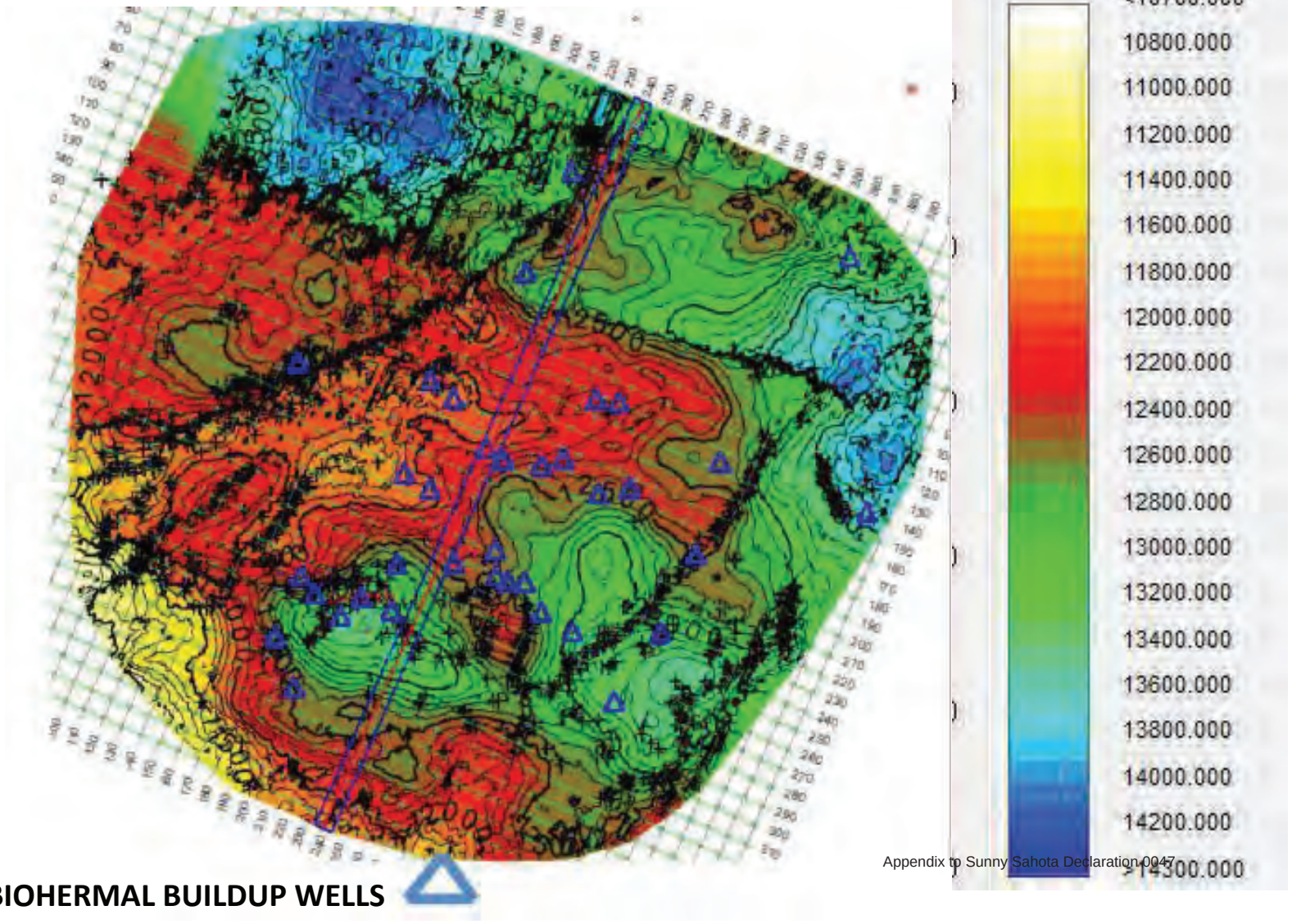
HOR = VERTICAL



Bu 20 INLNE 238



STRAWN LS STRUCTURE



35 YEARS PLUS OF STRAWN LS PRODUCTION HISTORY FROM THE 61 WELL MASSIE FIELD— 3 MILES TO THE NE OF THE CARSON LEASES

MASSIE FIELD-PIE DIAGRAM OF STRAWN CUM PRODUCTION

Completion Dates-1980-2000 NO 3D SEISMIC FOR FIELD DEVELOPMENT

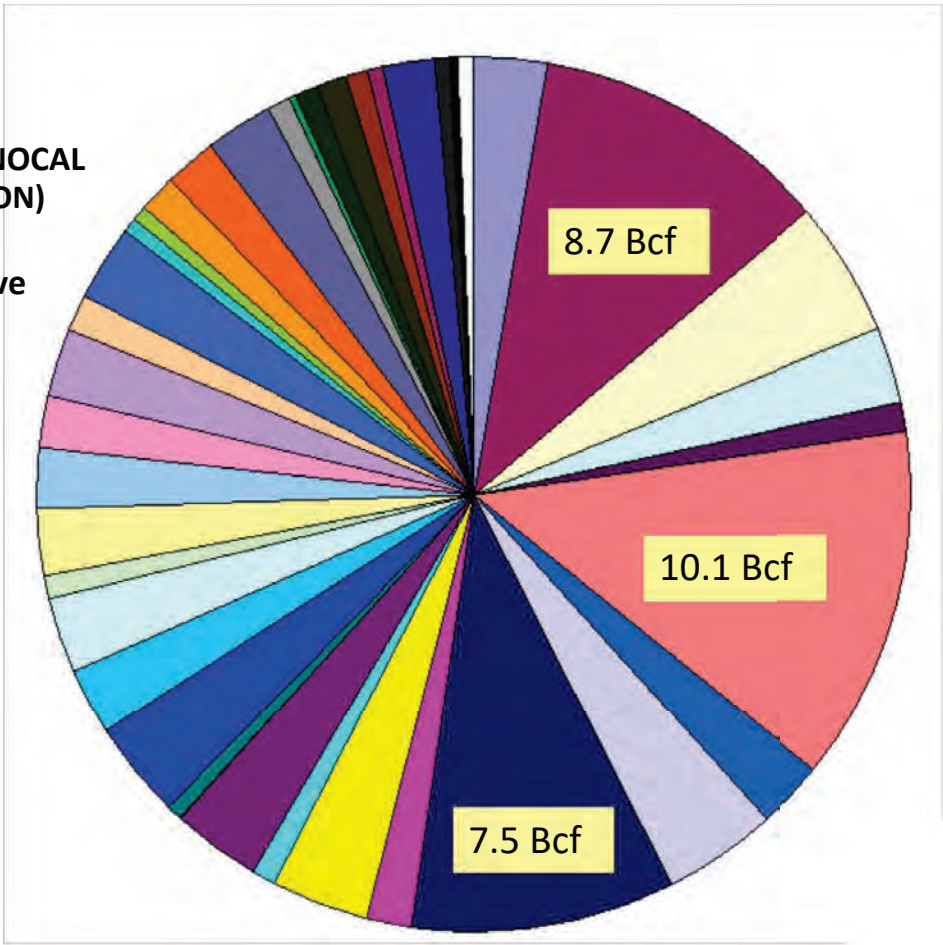
Operators- CITGO(OXY) & PURE-UNOCAL (CHEVRON)

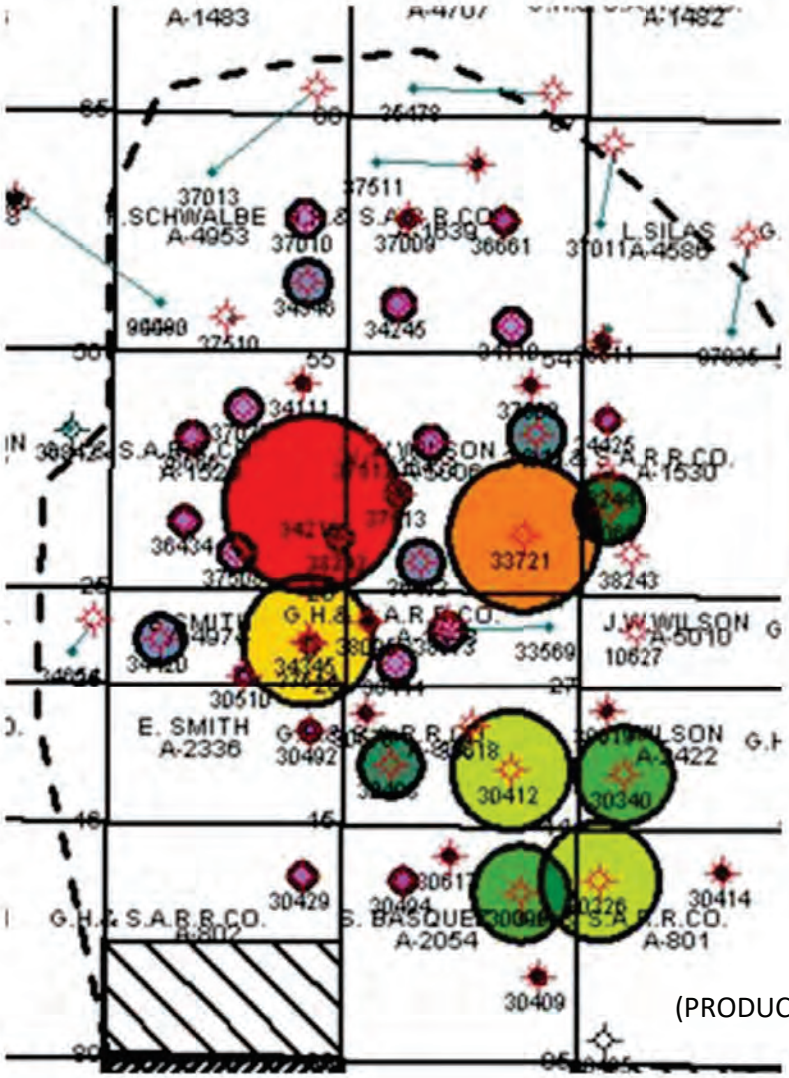
Pie Diagram uses 39/42 wells active (total wells 61)

Perfs Range—10871-11725-Up 11,200-13840 Low

78.2 Bcf Gas Cum as of 2003 (Now 130 Bcf+)
Best Well—10.1 Bcf (Pure Wayne West B)
Well Avg 1.8 Bcf

(HDPI data base)





MASSIE FIELD STRAWN LS CUM PRODUCTION BUBBLE MAP--- DEPICTS AREAL VARIATION IN PRODUCTION

RED CIRCLE IS A 10 BCF WELL

(PRODUCTION DATA TO 2003)

Appendix to Sunny Sahota Declaration 0050

CARSON LEASE STRAWN LS

SITE OF BIOHERM BUILDUP OR MOUNDS AND TECTONICALLY FRACTURED RESERVOIR

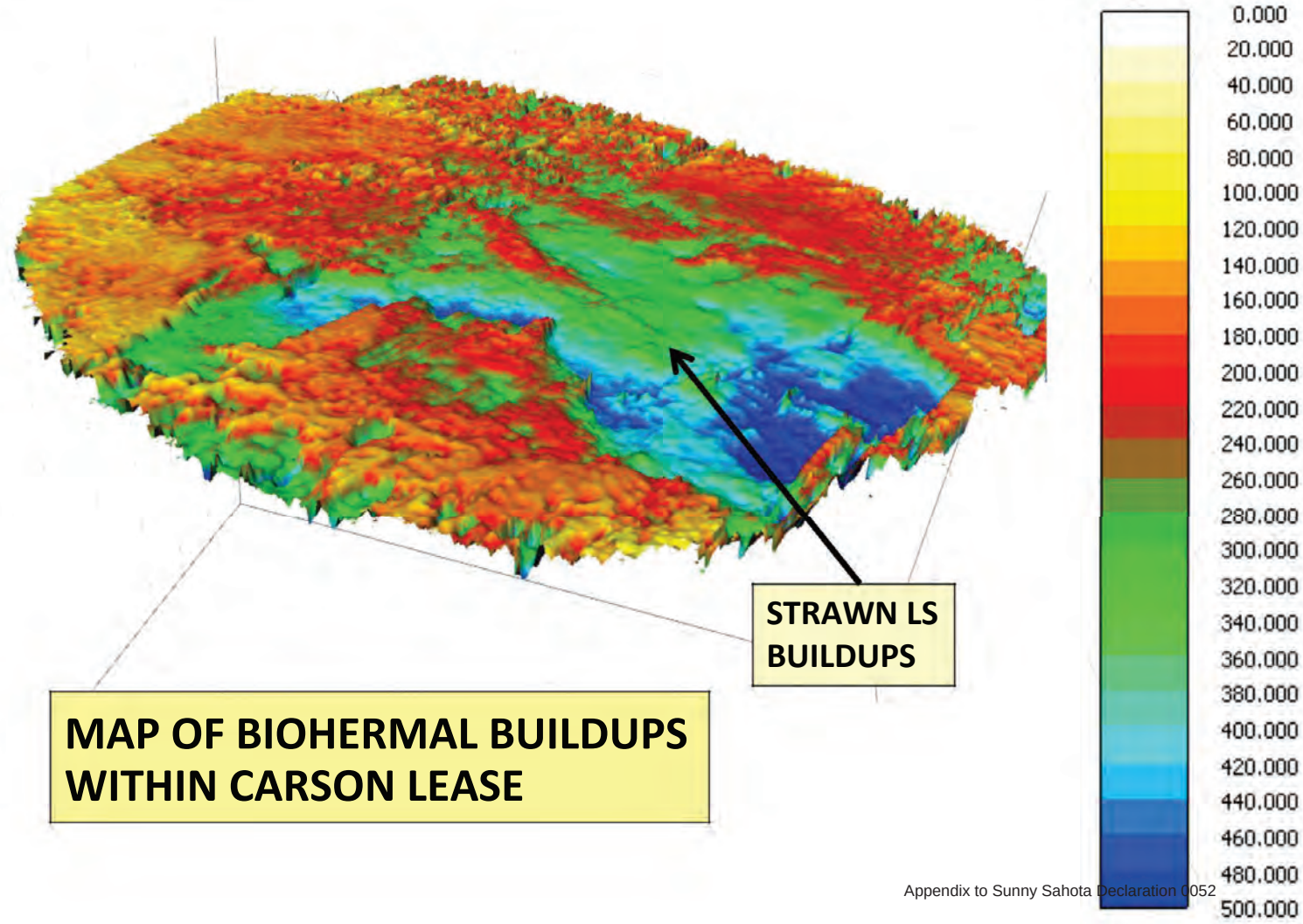
BIOHERMS ARE MOUND-LIKE TO LENSOIDAL IN SHAPE AND LIE IN RELIEF ABOVE THE SEA FLOOR. IN THE CARSON LEASE AREA THESE BUILDUPS ARE ABOUT 300 TO 350 FT IN RELIEF. PALEO WINDS AND TOPOGRAPHY AFFECT THE SHAPE AND MICROFACIES DISTRIBUTION. CERTAIN MICROFACIES, WITHIN THESES BUILDUPS SUCH AS THE POTATO CHIP LIKE ALGAE CAN FORM EXCELLENT RESERVOIR ROCK. THESE MOUNDS TEND TO FORM OFF STRUCTURE WHERE ACCOMODATION SPACE ALLOWS THEM TO GROW VERTICALLY. SO THE MOUNDS NOT ONLY PROVIDE POROUS RESERVOIR MICROFACIES BUT ARE A MECHANISM TO CREATE A THICK RESERVOIR SEQUENCE.

IN ADDITION TO THE MOUND BUILDUPS, STRAWN LS PRODUCTION OCCURS ALONG FRACTURED FAULT ZONES WHERE POROSITY CAN BE ENHANCED BY HYDROTHERMAL DOLOMITIZATION. THE CARSON LEASES LIE ALONG A MAJOR FRACTURE ZONE,

THE VAL VERDE FAULT ZONE WHICH HAS CREATED SITES OF ENHANCED FRACTURED RESERVOIR ROCK.

60+ STRAWN LS DRILLSITES HAVE BEEN IDENTIFIED—AT A CONSERVATIVE VALUE OF 2.5 BCF AVG PER LOCATION MIGHT YIELD 150+ BCF GAS

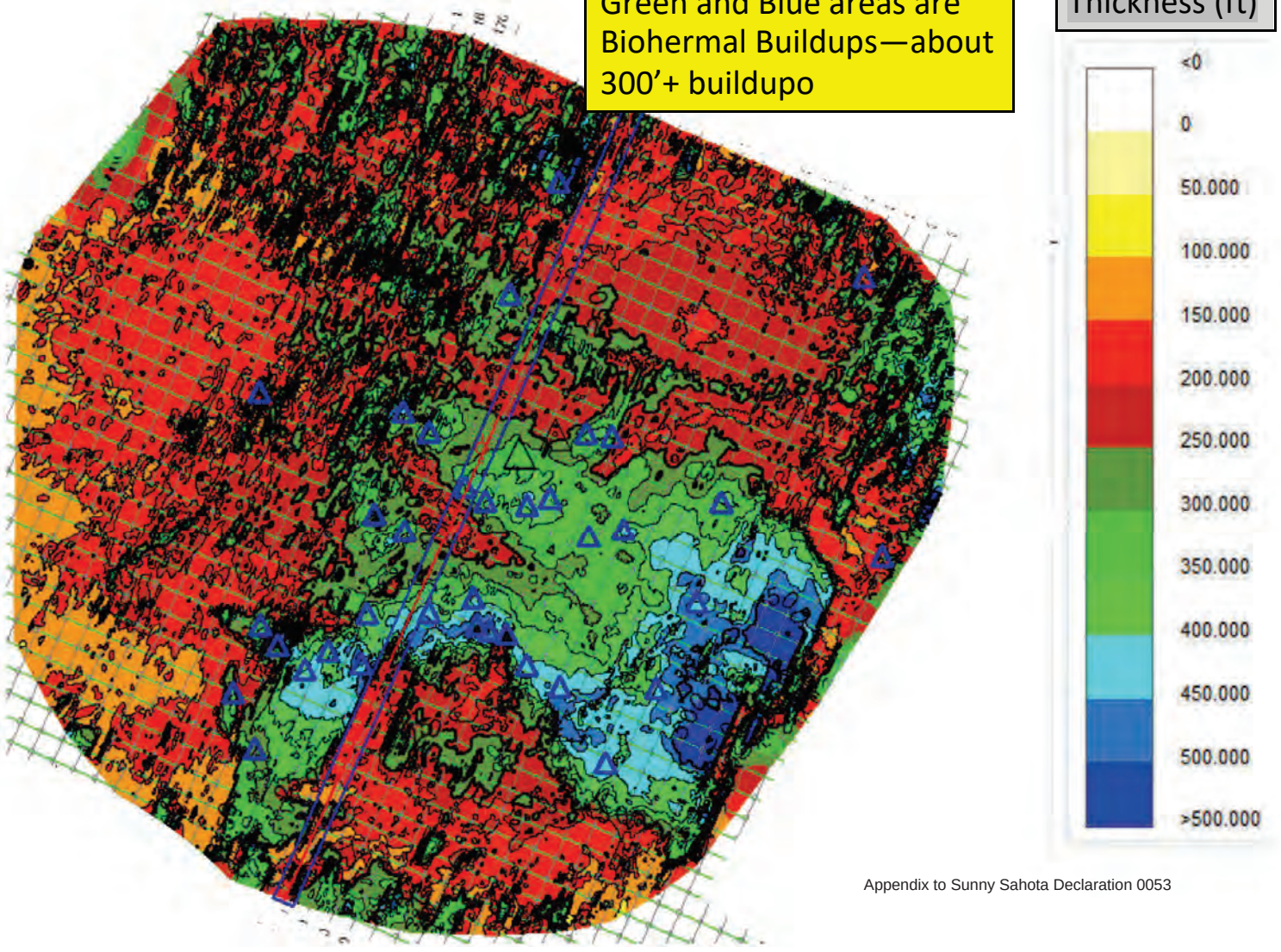
ISOMETRIC VIEW--STRAWN LS BIOHERMAL BUILDUPS IN GREEN-BLUEI

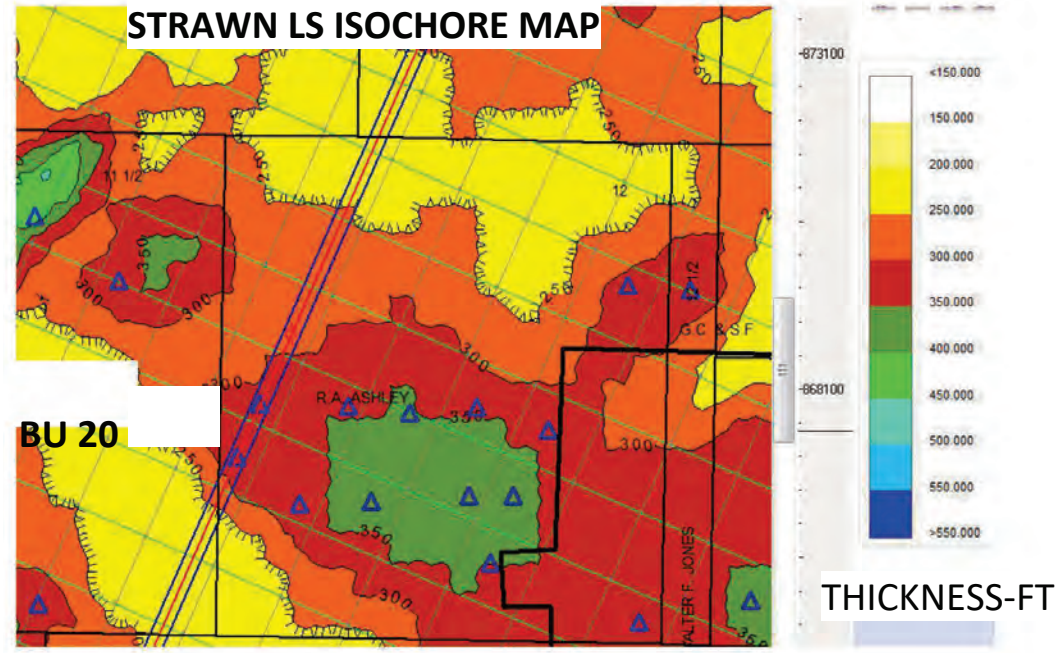


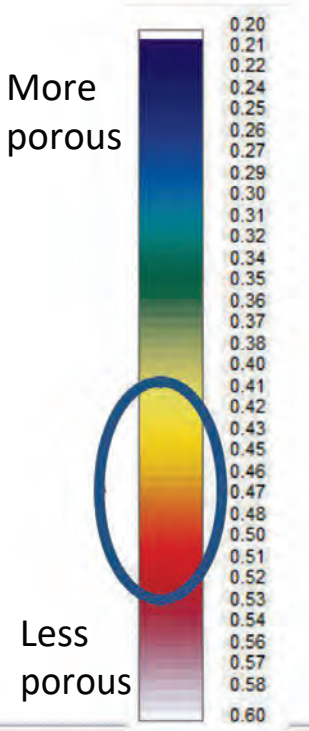
MAP OF BIOHERMAL BUILDUPS WITHIN CARSON LEASE

STRAWN ISCHORE MAP—

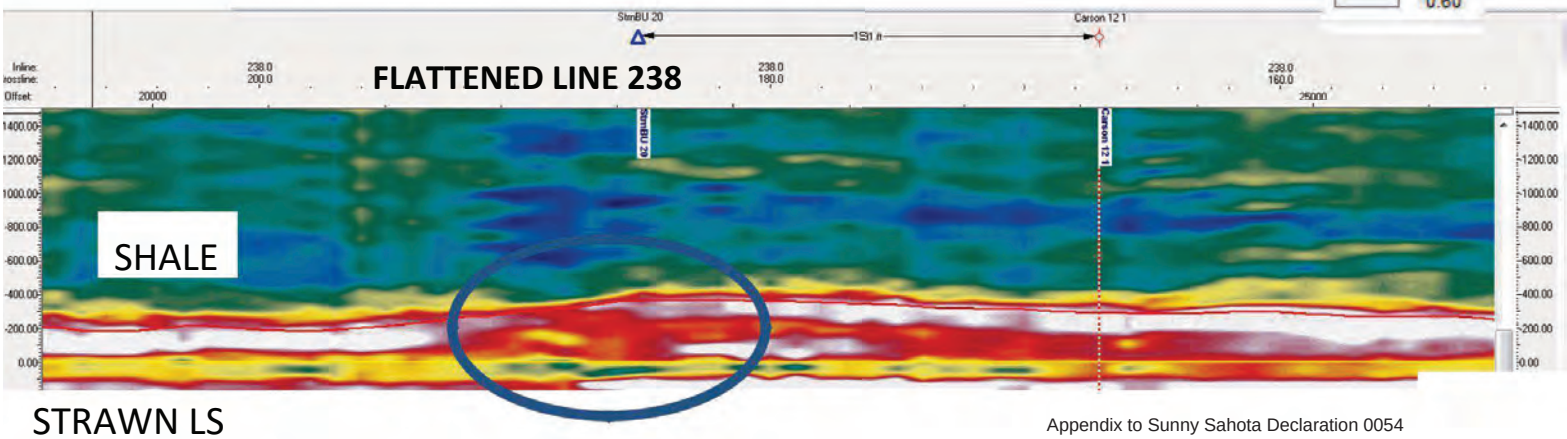
Green and Blue areas are Biohermal Buildups—about 300'+ buildupo







BU 20

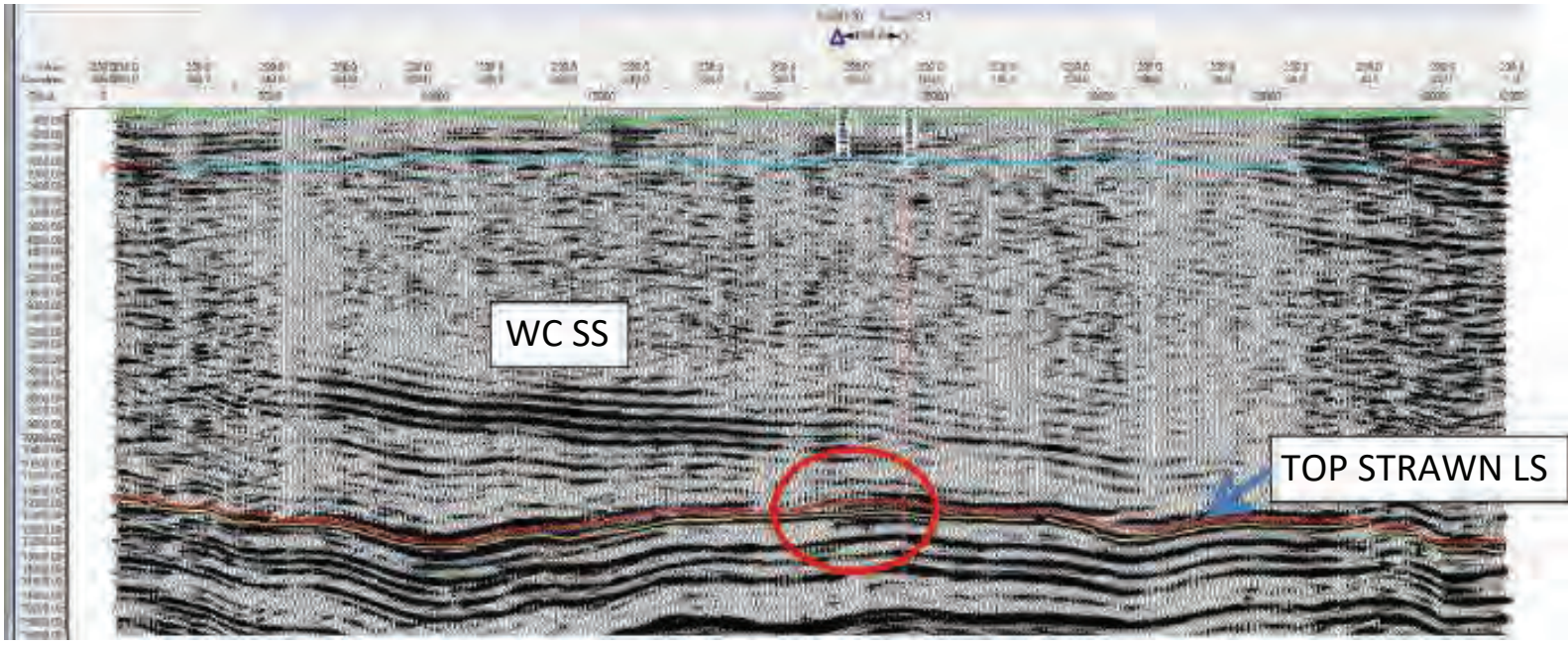


Appendix to Sunny Sahota Declaration 0054

INVERSION (POROSITY DISPLAY)

STRAWN LS BUILDUP 20 WELL

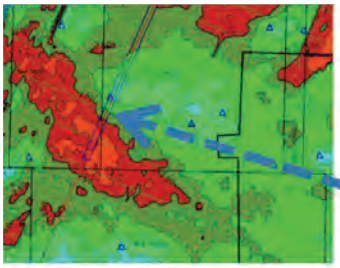
INLINE 238



HOR = VERTICAL

4000 ft

Appendix to Sunny Sahota Declaration 0055

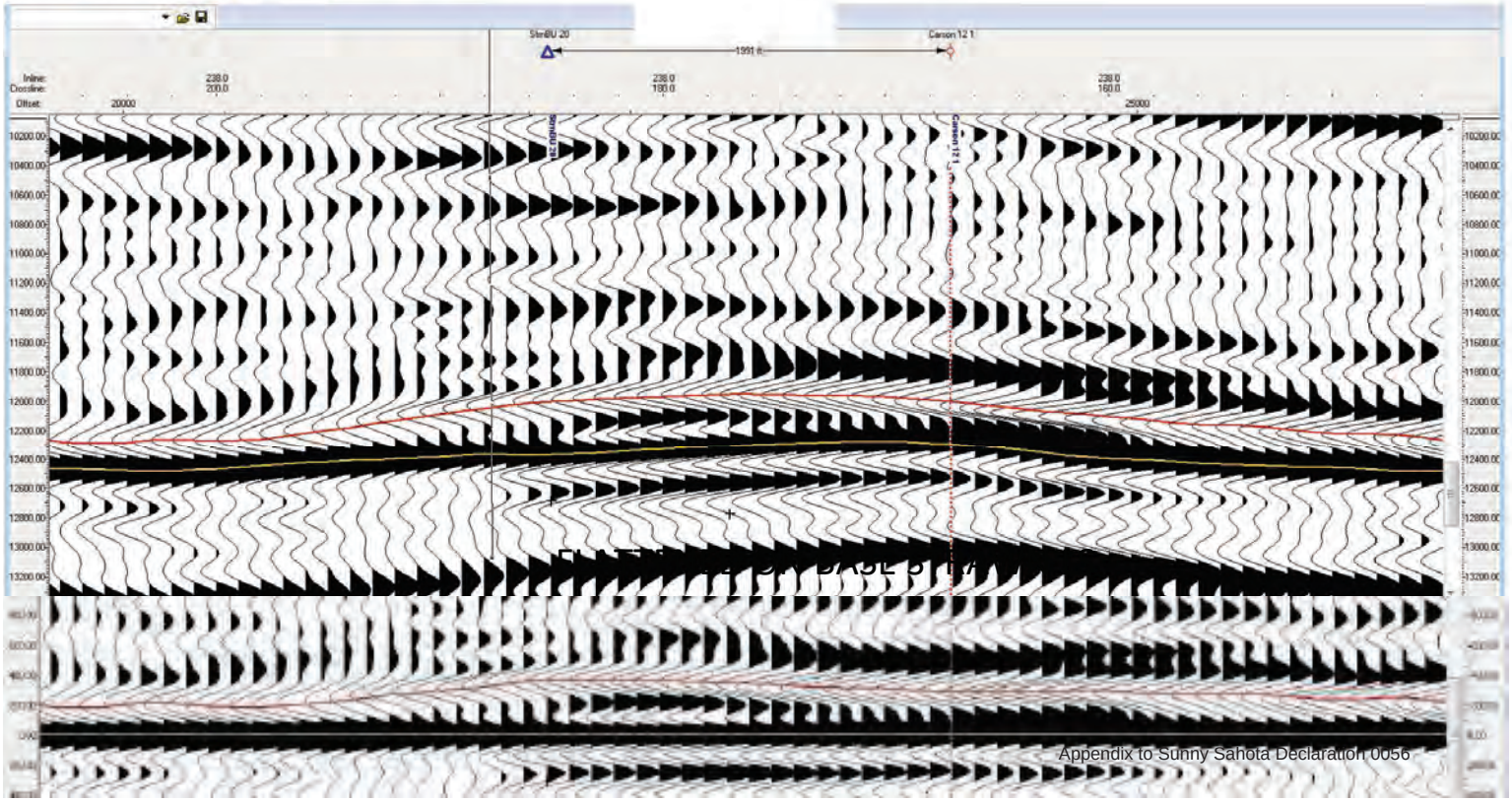


STRAWN LS BUILDUP EXAMPLE

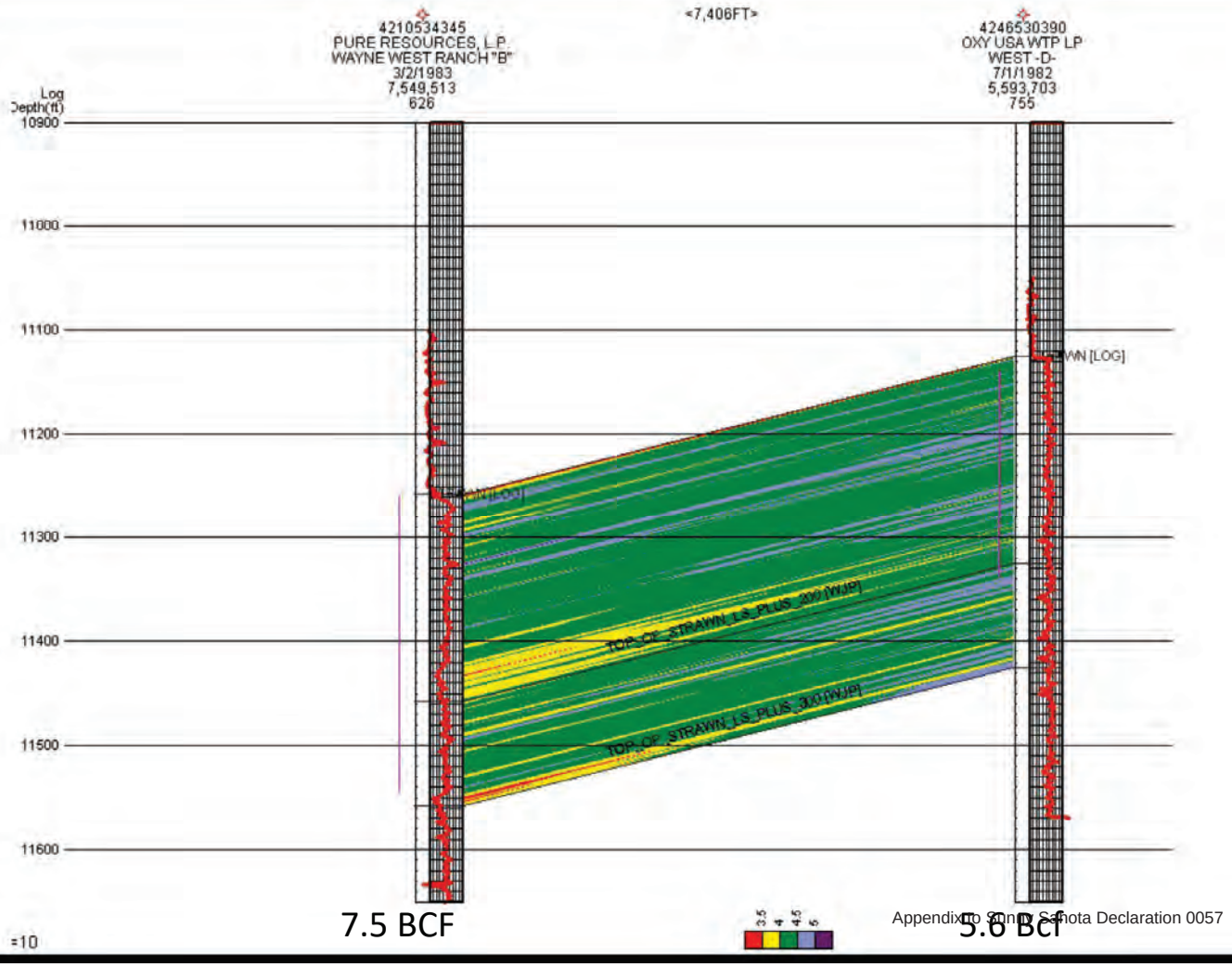
2000 FT

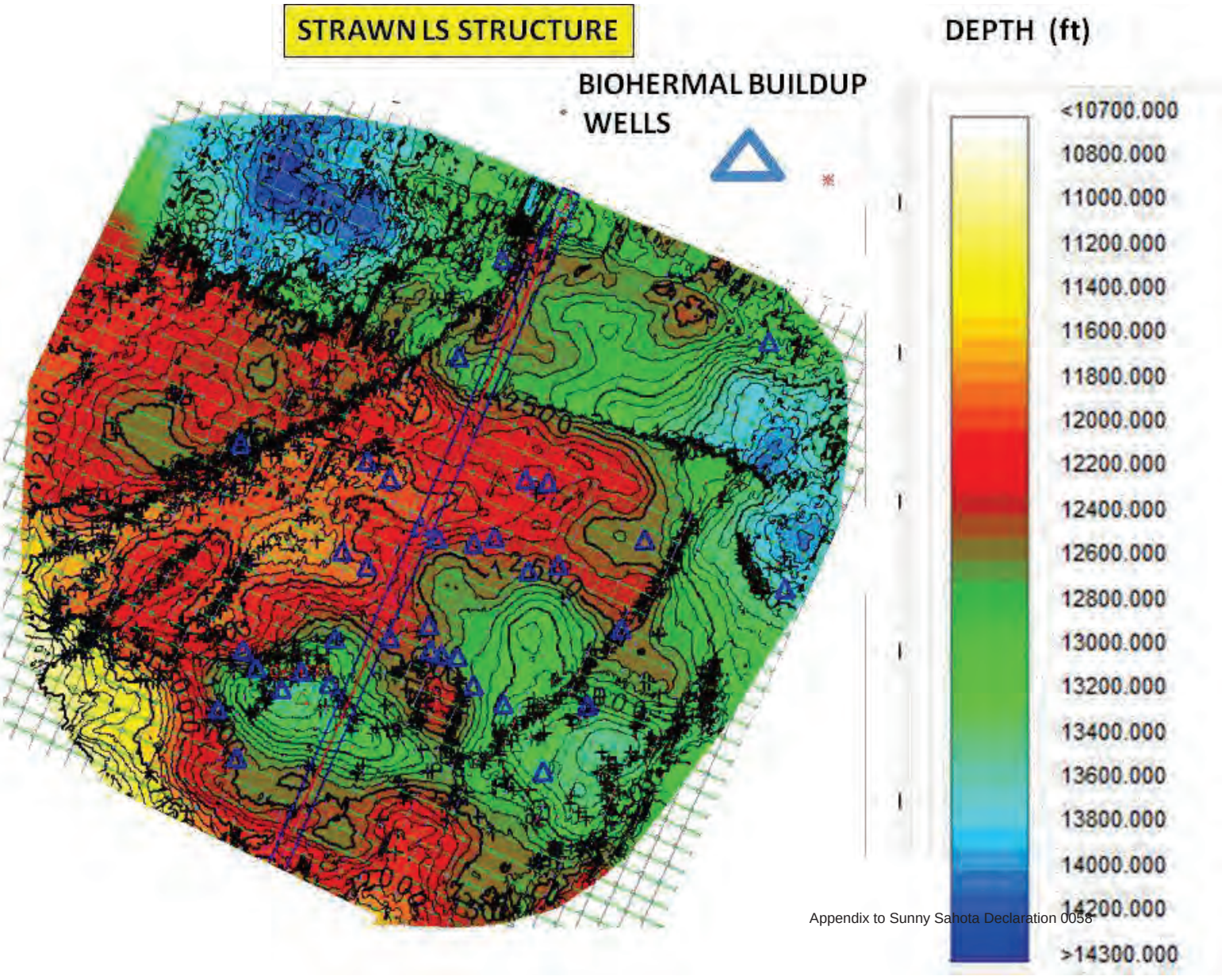
HOR = VERTICAL

Bu 20 INLNE 238

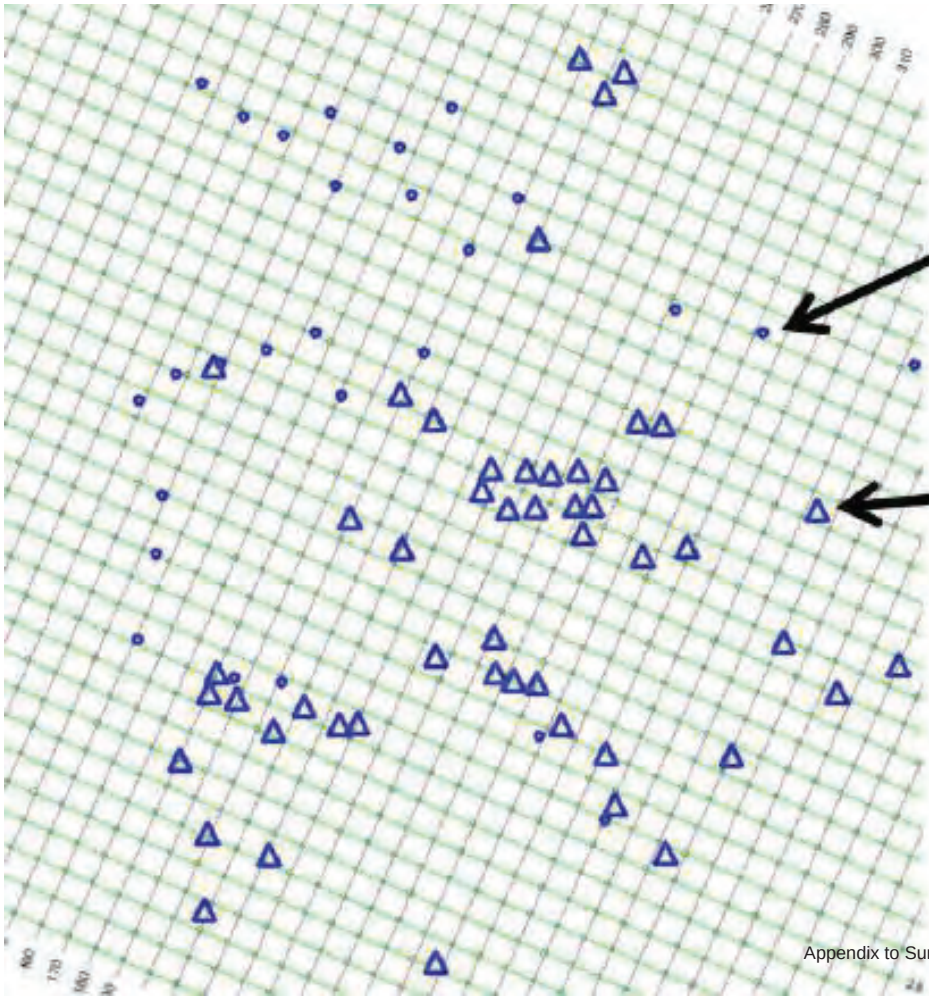


WHAT MAKES A BETTER WELL IN MASSIE FIELDS 61 STRAWN LS WELLS? (TECTONIC / HYDROTHERMAL DOLOMITE ALONG FAULTS-BIOHERMAL BUILDUPS




STRAWN LS STRUCTURE
BIOHERMAL BUILDUP
WELLS
DEPTH (ft)
<10700.000
10800.000
11000.000
11200.000
11400.000
11600.000
11800.000
12000.000
12200.000
12400.000
12600.000
12800.000
13000.000
13200.000
13400.000
13600.000
13800.000
14000.000
14200.000
>14300.000

CARSON LEASE---LARGE POTENTIAL IF ONE TARGETS BOTH BIOHERMAL BUILDUPS AND TECTONICALLY FRACTURED STRAWN LS
40+ Strawn LS Buildups---27+ Strawn LS tectonically fractured targets



BLUE CIRCLES- POSSIBLE TECTONIC FRACTURED STRAWN LS LOCATIONS

BLUE TRIANGLES- POSSIBLE STRAWN LS BUILDUP LOCATIONS

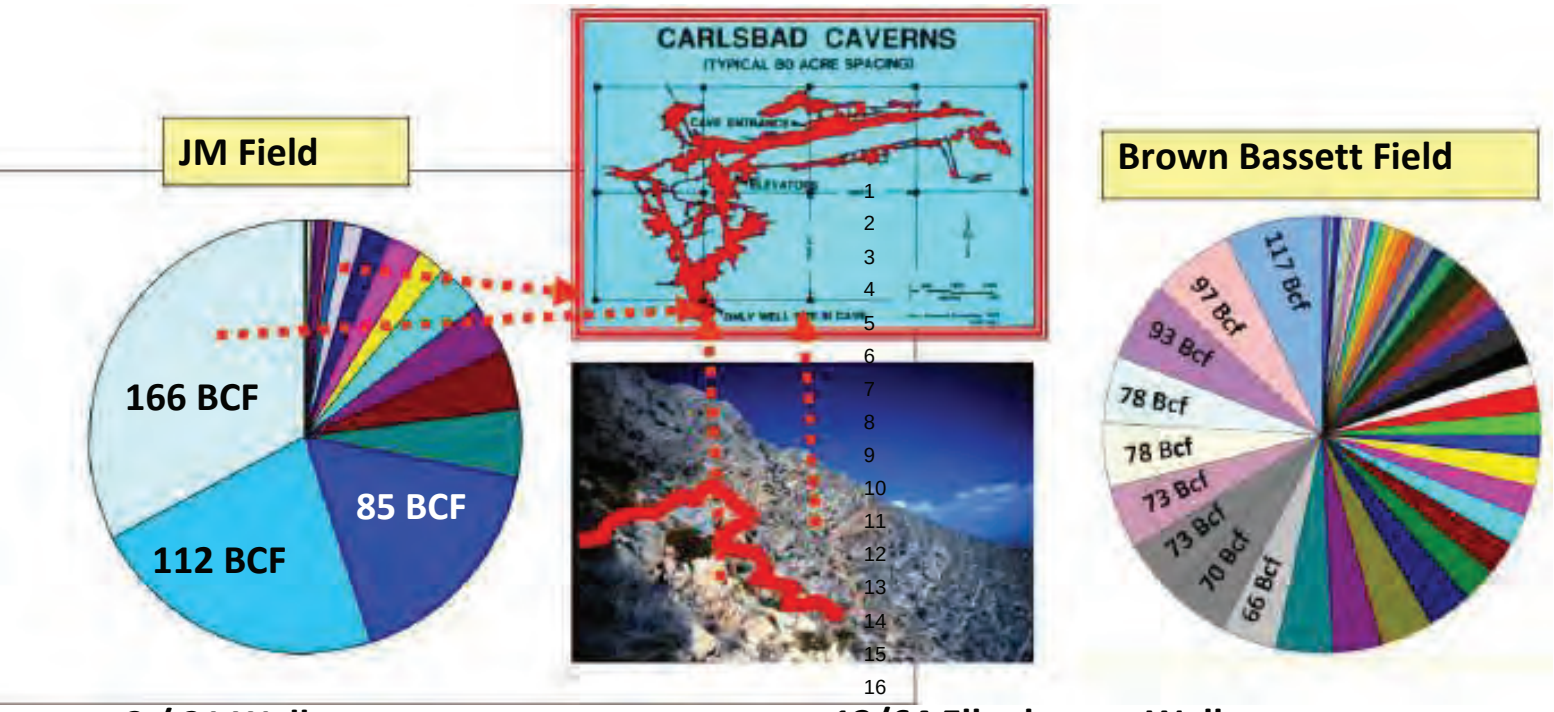
Appendix to Sunny Sahota Declaration 0059

ADDITIONAL UPSIDE IN CARSON LEASES:

SOLUTION COLLAPSED CAVE, HYDROTHERMAL AND TECTONIC ELLENBURGER DOLOMITES ALONG TREND OF GIANT ELLENBURGER FIELDS SUCH AS BROWN BASSETT AND JM

WOLFCAMP-CANYON SANDS

Bimodal Ellenburger Production Reflects Compartmentalized Reservoir



3 / 21 Wells or 14% = 72% of Production

13/64 Ellenburger Wells or 20% = 62% of Production (Cum 1.5 Tcfg)

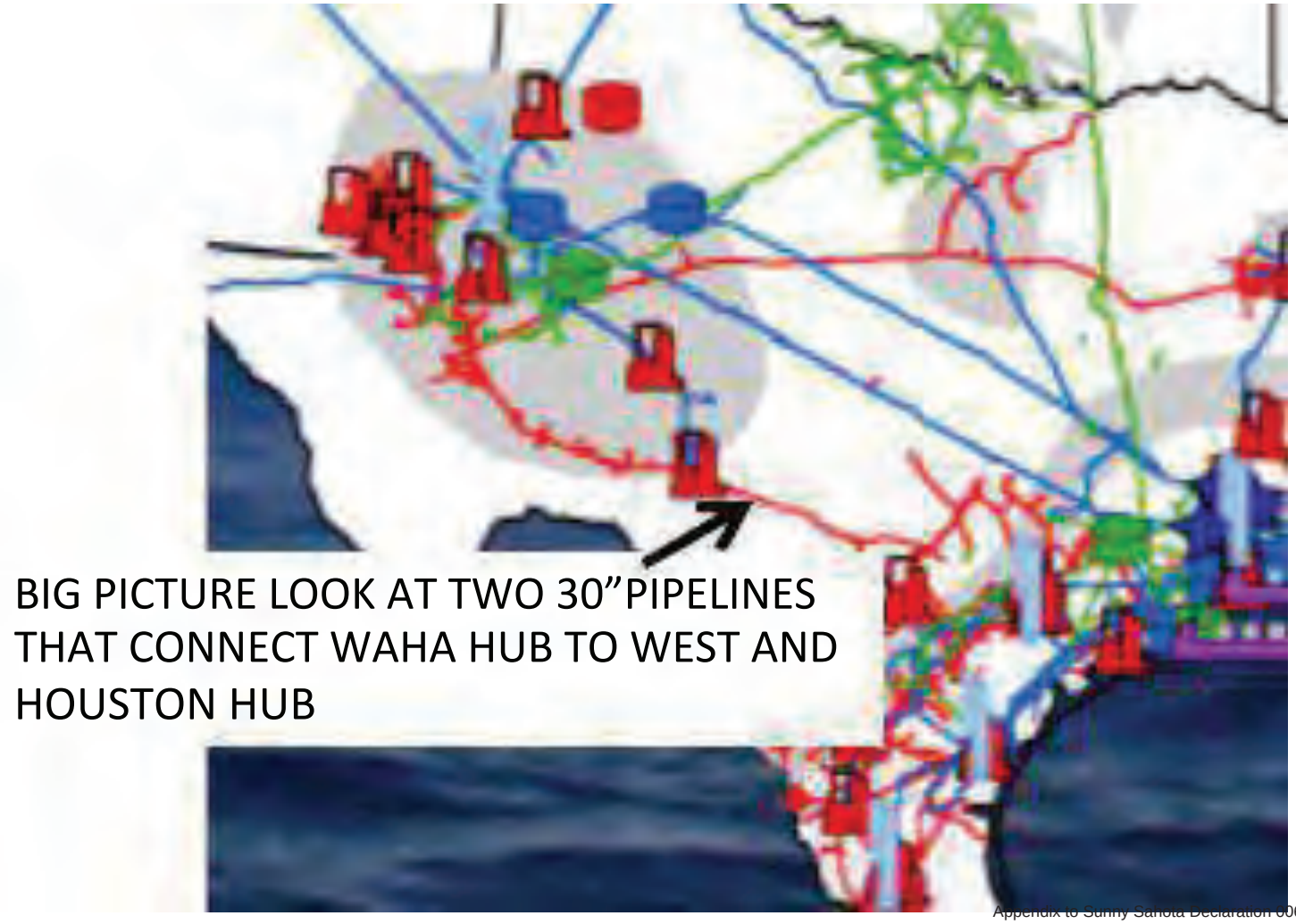
3D SEISMIC HELPS DEFINE ELLENBURGER TARGETS NOTED ABOVE

CARSON LEASES HAVE ACCESS TO INFRASTRUCTURE – NO STRANDING OF PRODUCT

ENTERPRISE PIPELINE SYSTEM

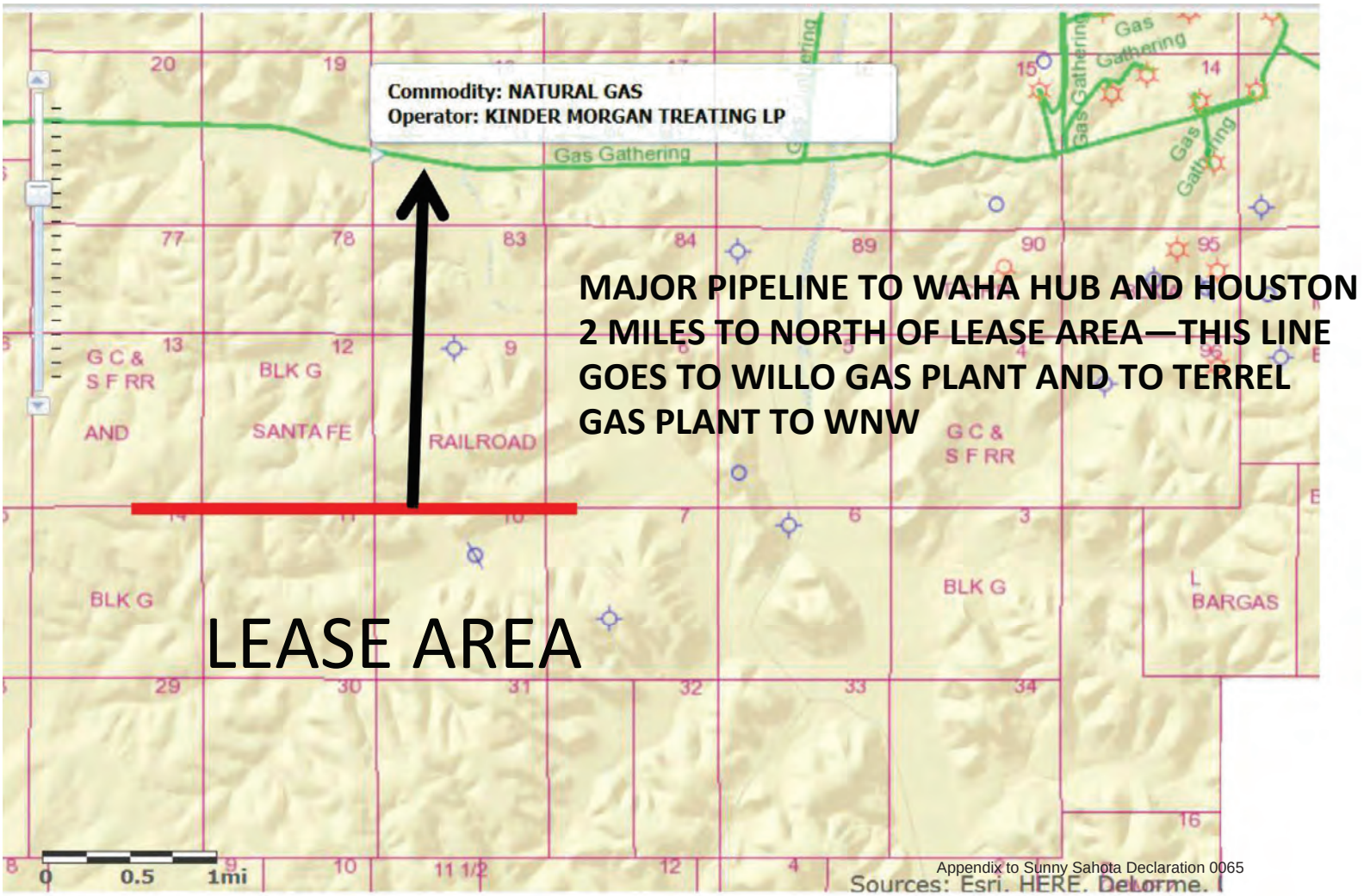
Map Source—Enterprise Pipeline

ENTERPRISE PIPELINE SYSTEM



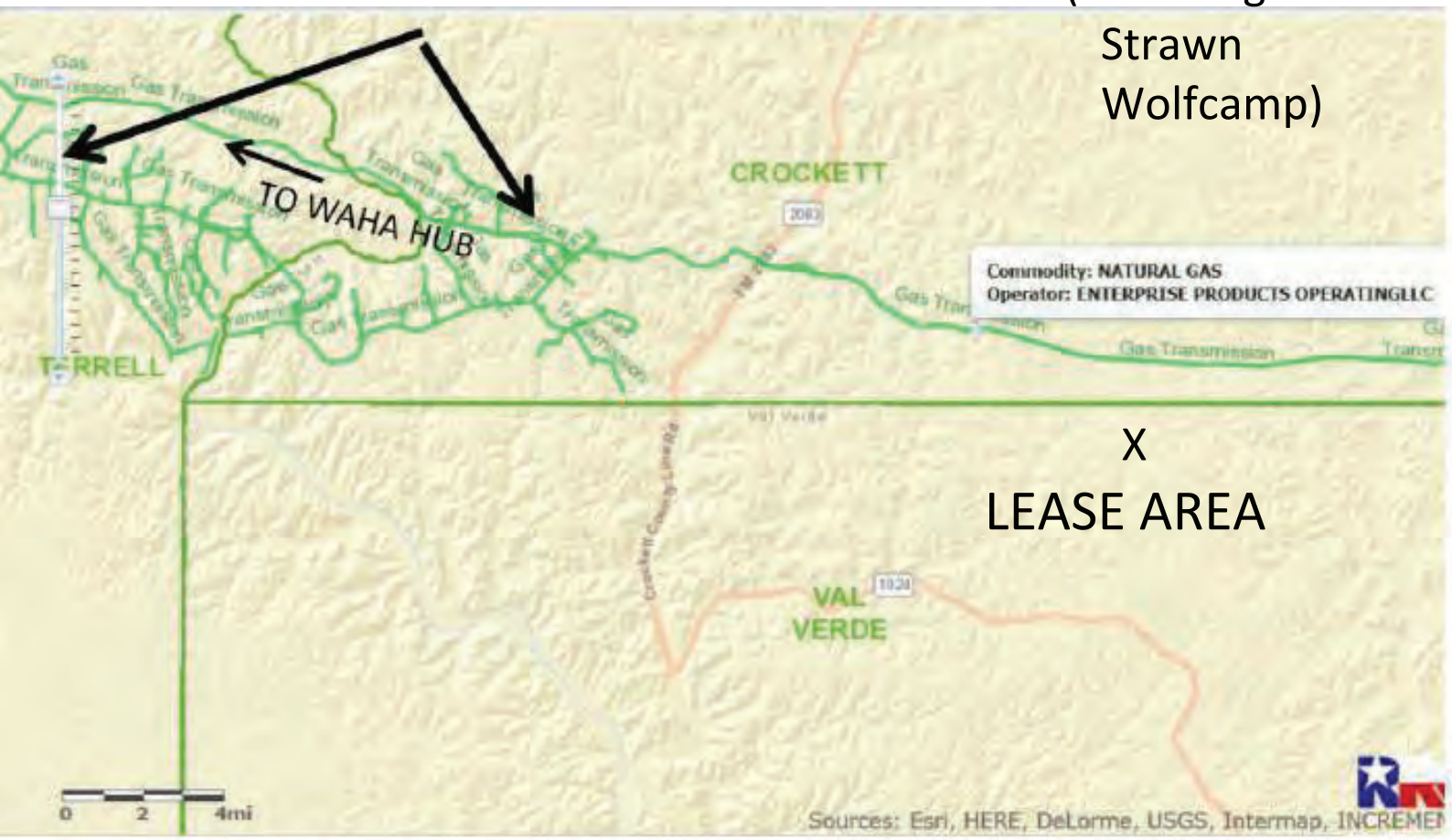
BIG PICTURE LOOK AT TWO 30”PIPELINES THAT CONNECT WAHA HUB TO WEST AND HOUSTON HUB

(Map Source—Enterprise Pipeline)



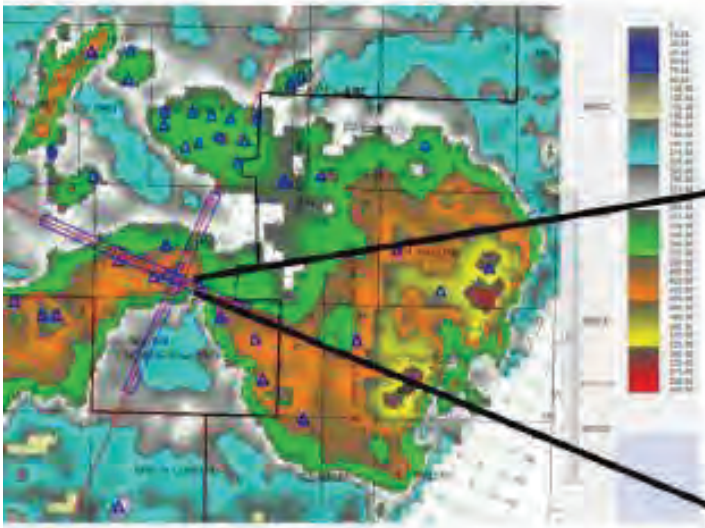
Appendix to Sunny Sahota Declaration 0065

BROWN BASSETT---JM---WILLO GIANT GAS FIELDS (Ellenburger Strawn Wolfcamp)

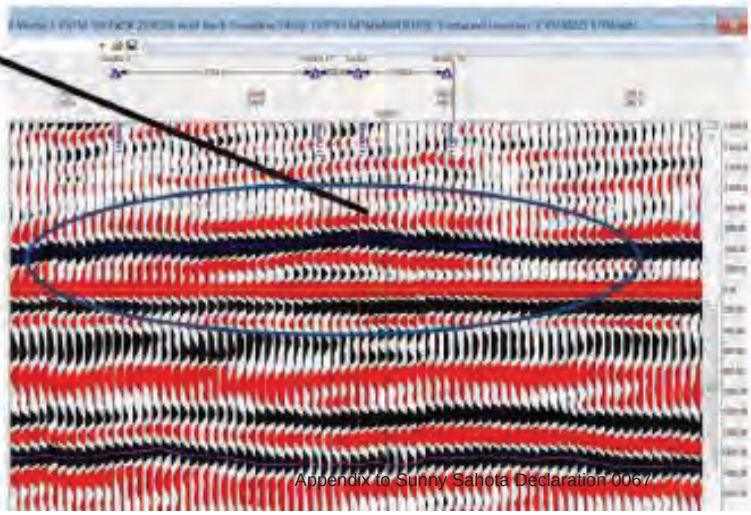


LINE 271

BUILDUP 1---LINE 271, XL 240



XL 240



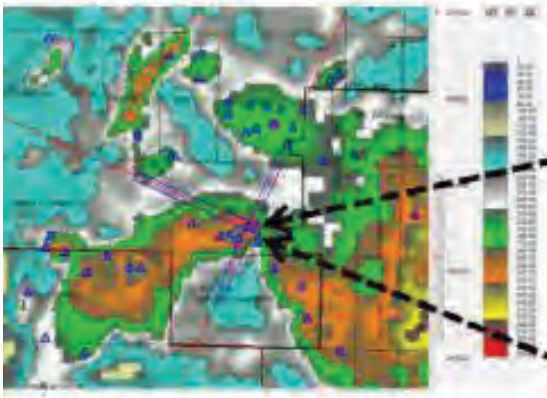
STRAWN ISOCHORE MAP

Max thickness 532’ 12543’ to top of Strawn BU Top of base of Strawn 13075’

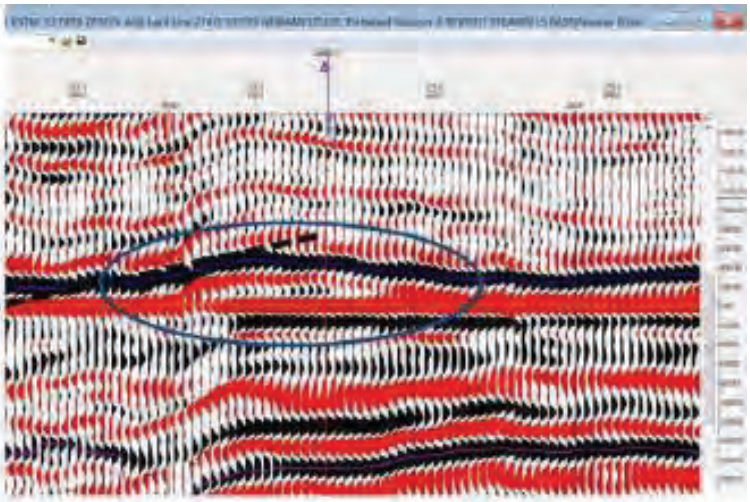
HOR = VERT

BUILD UP 2—Line 274 XL 232

STRAWN ISOCHORE MAP



L 274



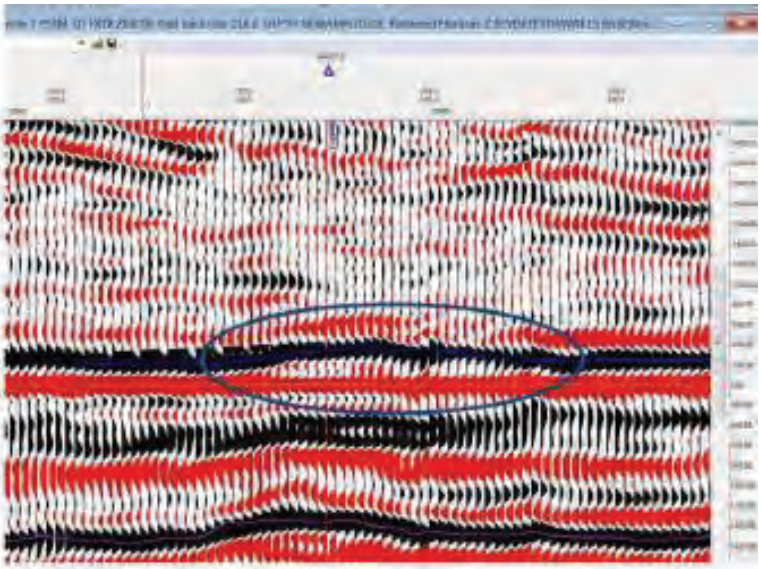
XL 232

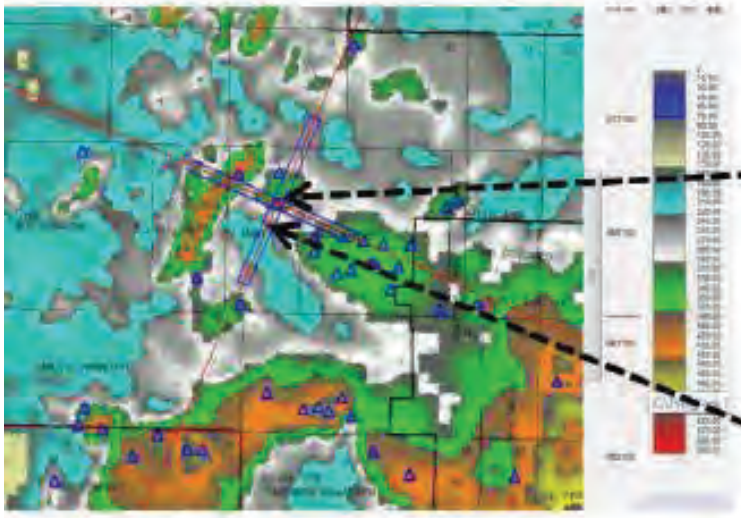
Max thickness 438’ 12,599’ to top of Strawn BU Top of base of Strawn 13037’ Avg Thickness 400’

HOR = VERT

BUILDUP 3---LINE 218, XL 171

LINE 218





XL 171

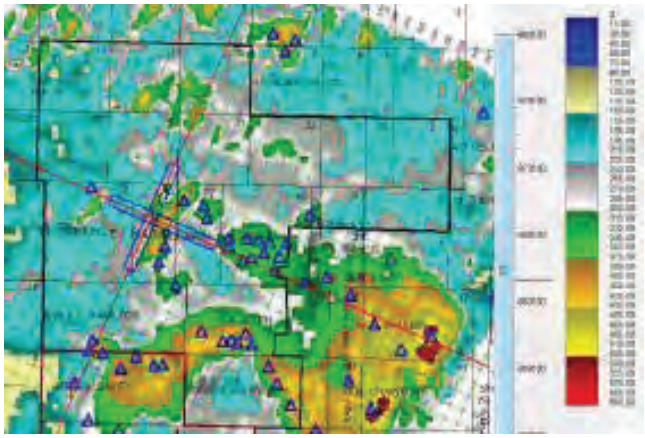
STRAWN ISOCHORE MAP

Max thickness 314’ 11856’ to top of Strawn BU Top of base of Strawn 12200’

HOR = VERT

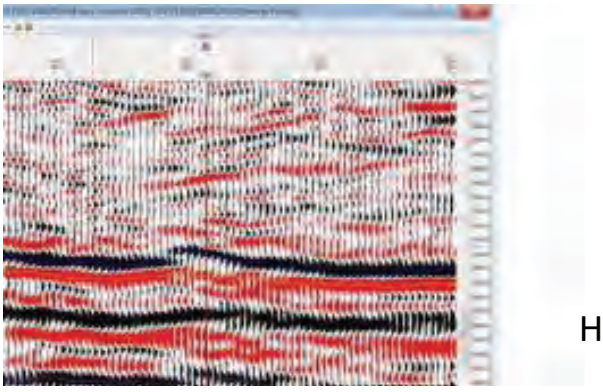
BUILDUP 4---LINE183, XL 186

Max thickness 295’ 11805’ to top of Strawn BU Top of base of Strawn 12100’



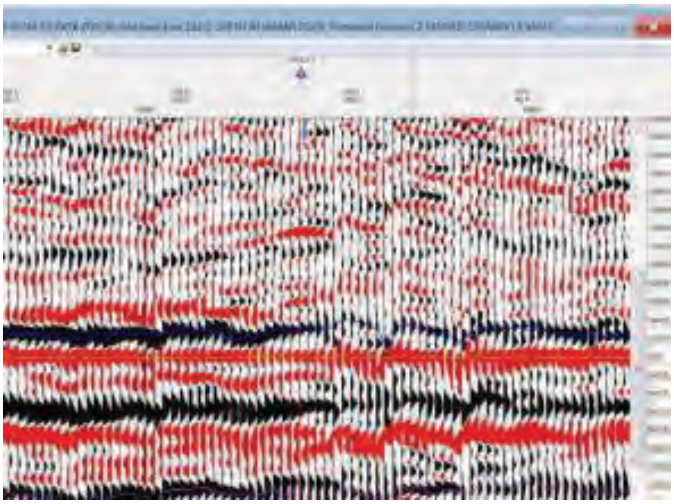
STRAWN ISOCHORE MAP

XL 186 STRUCTURE

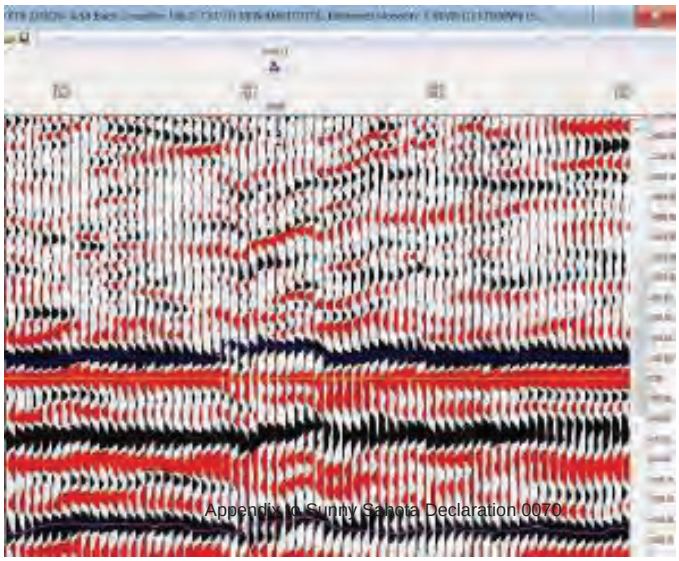


HOR=VERT

LINE183



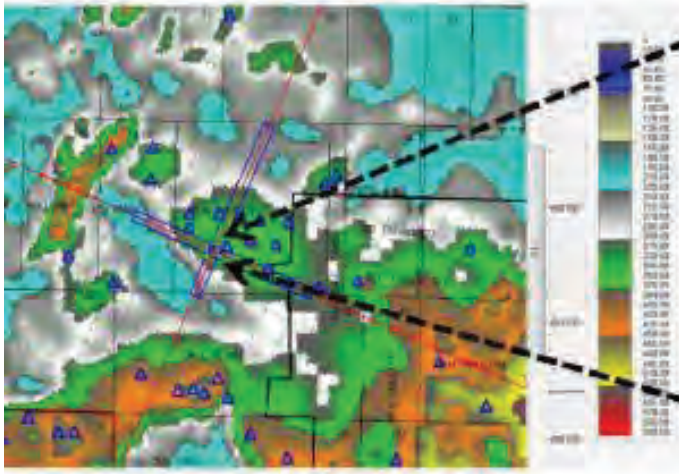
XL 186



BUILD UP 6—Line 252 XL 187

Line 252

XL 187



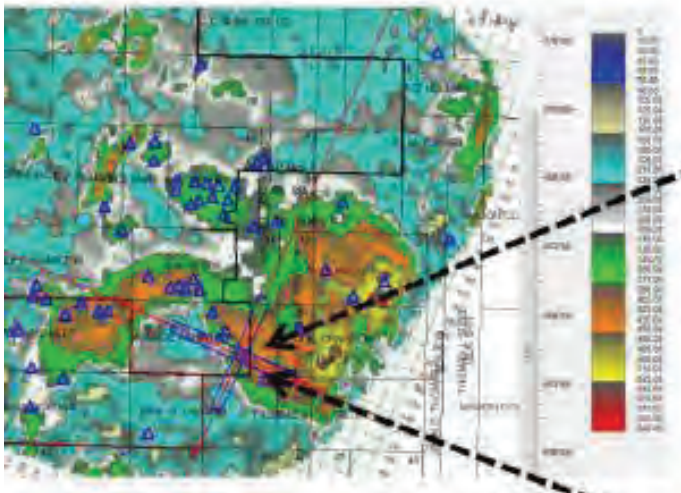
STRAWN ISOCHORE MAP

Max thickness 475’ 12325’ to top of Strawn BU Top of base of Strawn 12700’ (Talus?)

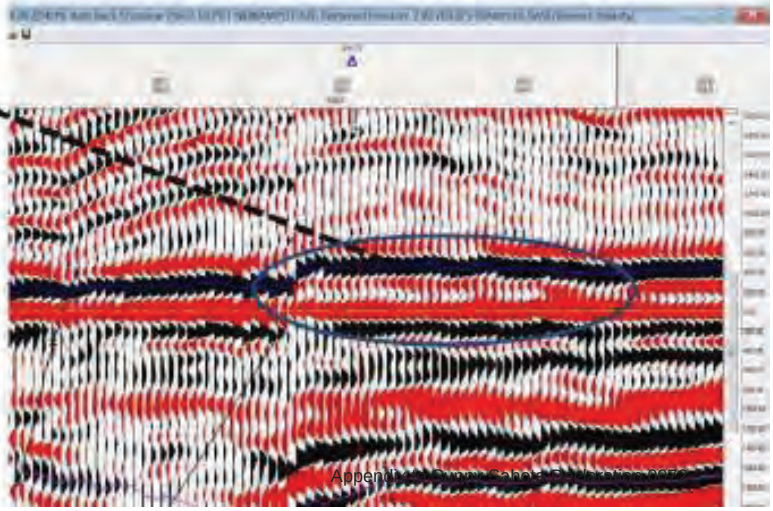
HOR = VERT

BUILD UP 10—Line 322, XL 266

Line 322



XL 266

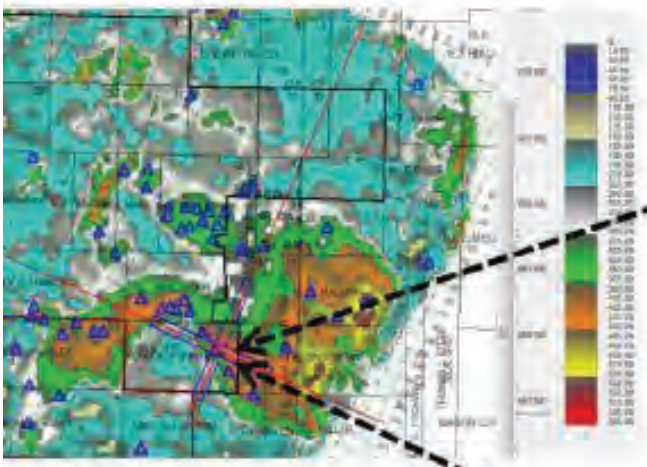


STRAWN ISOCHORE MAP

Max thickness 444’ 13224’ to top of Strawn BU Top of base of Strawn 13668’

HOR=VERT

BUILD UP 11—Line 309, XL 254

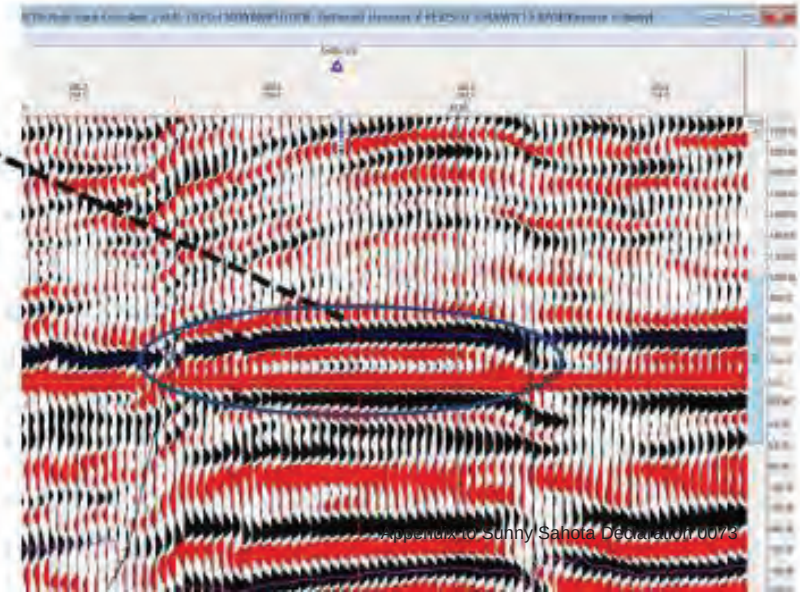


STRAWN ISOCHORE MAP

Max thickness 444’ 13018’ to top of Strawn BU Top of base of Strawn 13462’

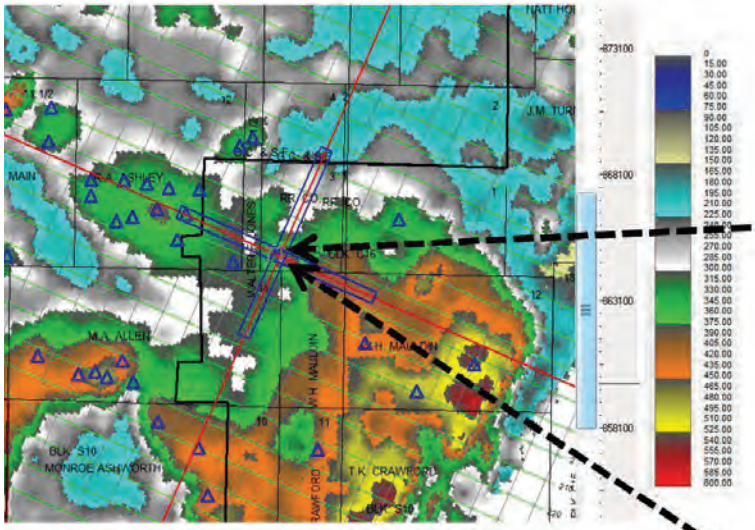
Line 309

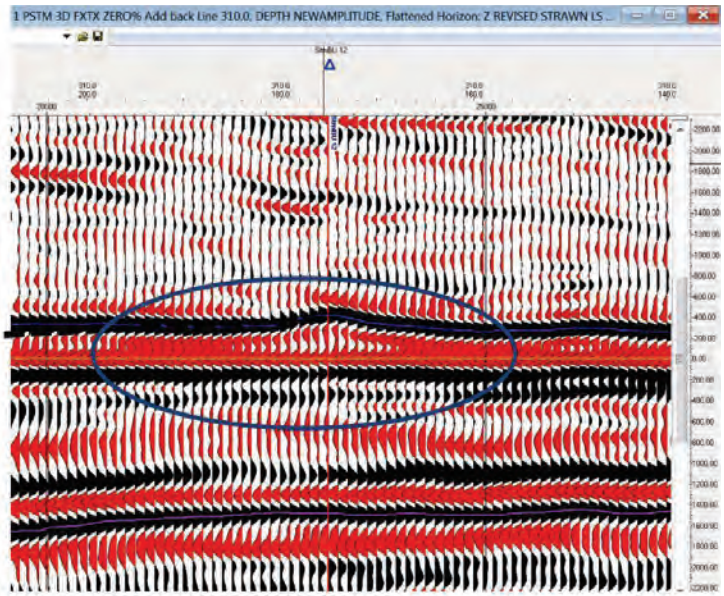
XL 254



HOR=VERT

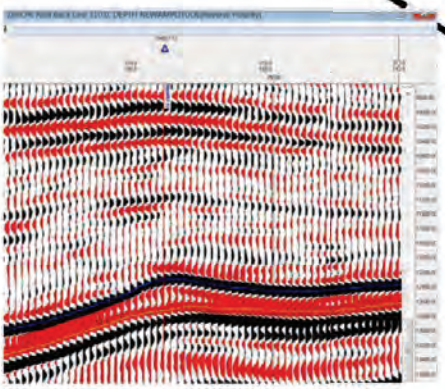
BUILD UP 12—Line 310 XL 175

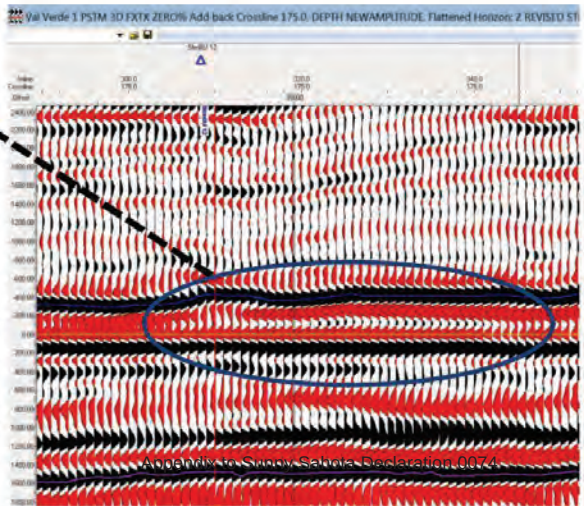




STRAWN ISOCHORE MAP

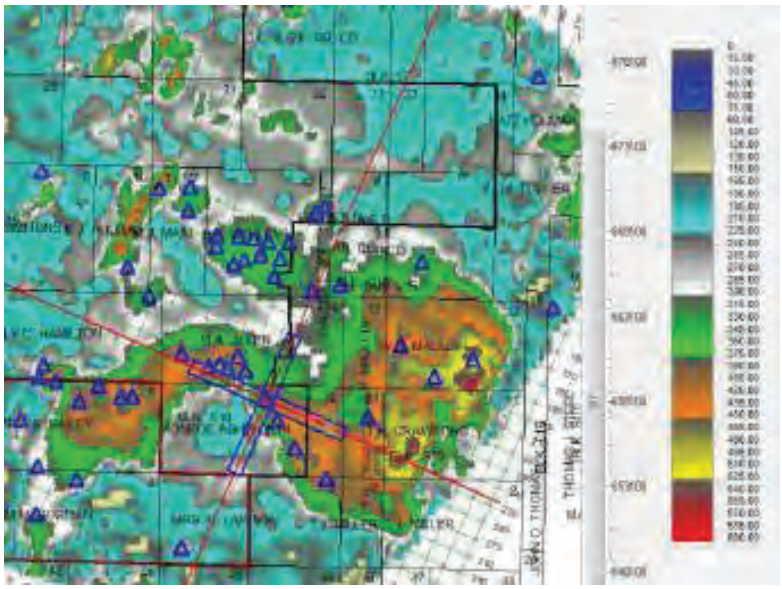
Max thickness 509’ 12256’ to top of Strawn BU Top of base of Strawn 12,765 Avg Thickness 400-450’





HOR=VERT

BUILDUP 13---LINE 297, XL 247



STRAWN ISOCHORE MAP

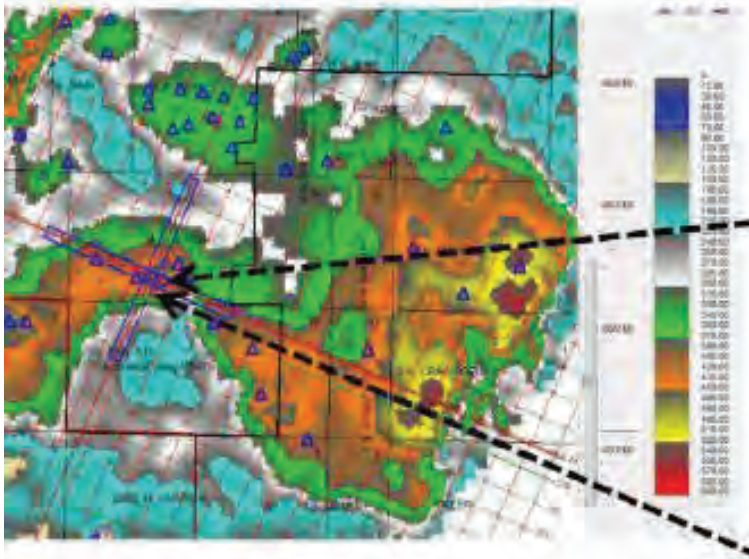
Max thickness 412’ 12843’ to top of Strawn BU Top of base of Strawn 13255’

HOR = VERT

LINE 297

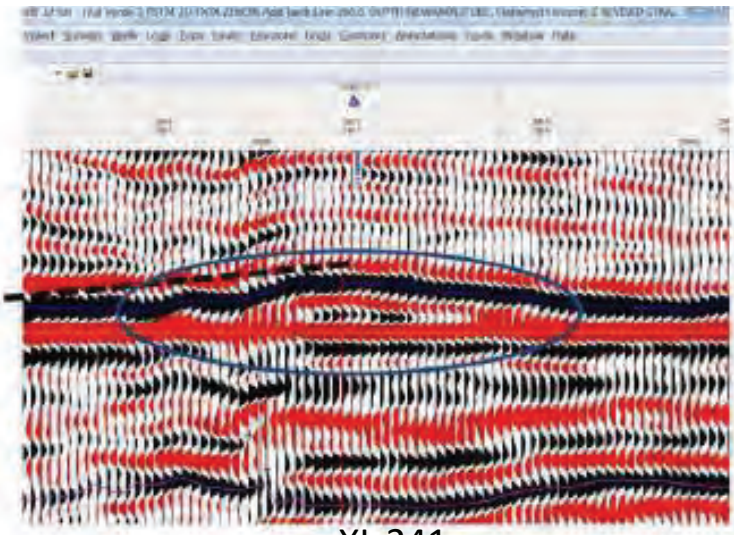
XL 247

BUILDUP 17---LINE 266, XL 241

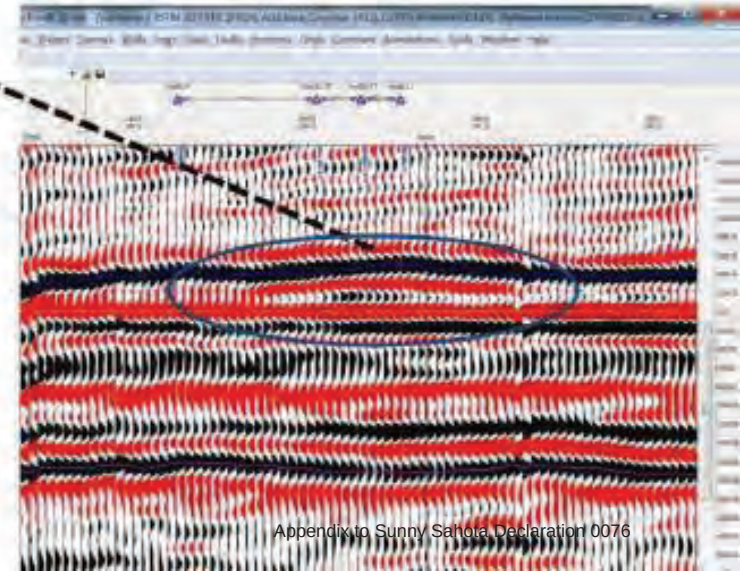


STRAWN ISOCHORE MAP

Line 266



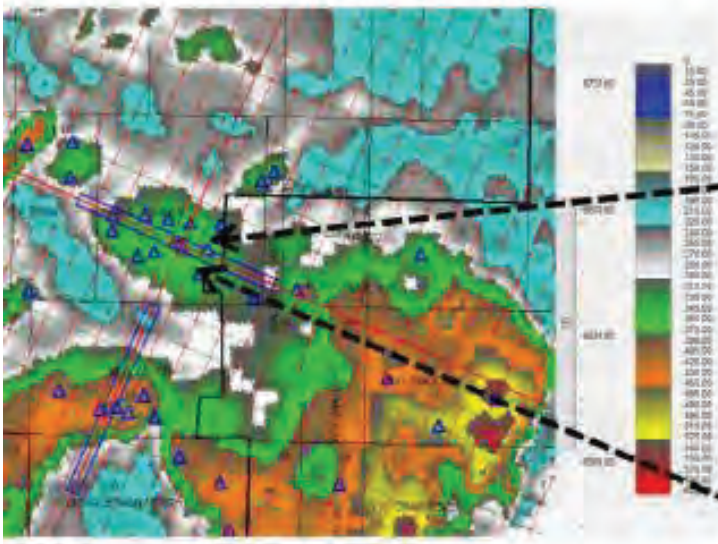
XL 241



Max thickness 468’ 12531’ to top of Strawn BU Top of base of Strawn 12999’

HOR = VERT

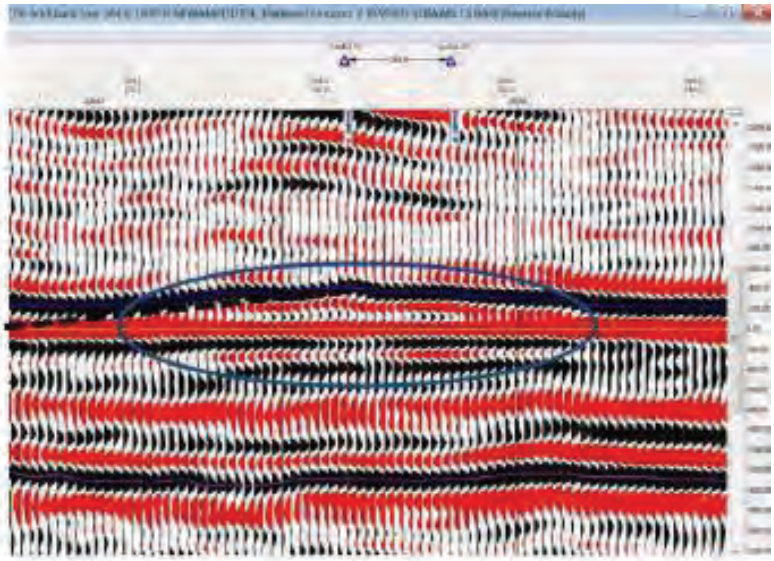
BUILD UP 19—Line 264 XL 177



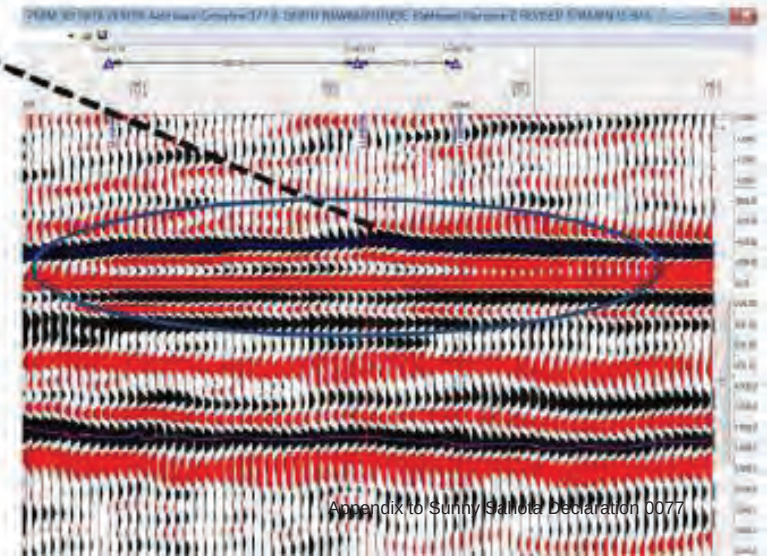
STRAWN ISOCHORE MAP

Max thickness 418’ 12225’ to top of Strawn BU Top of base of Strawn 12643’

Line 264



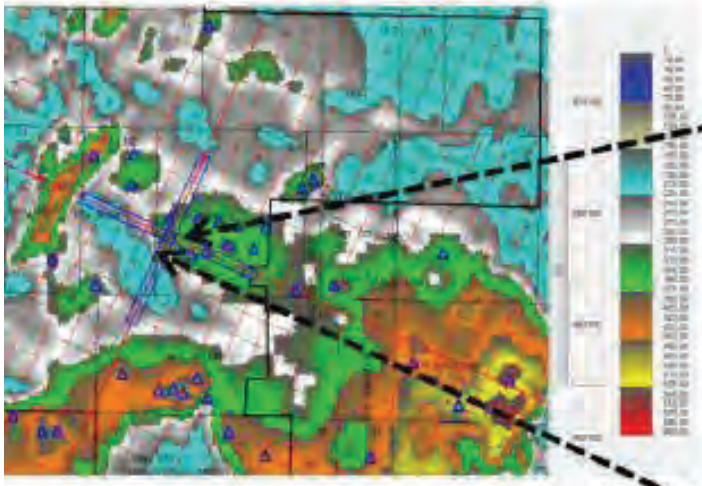
XL 177



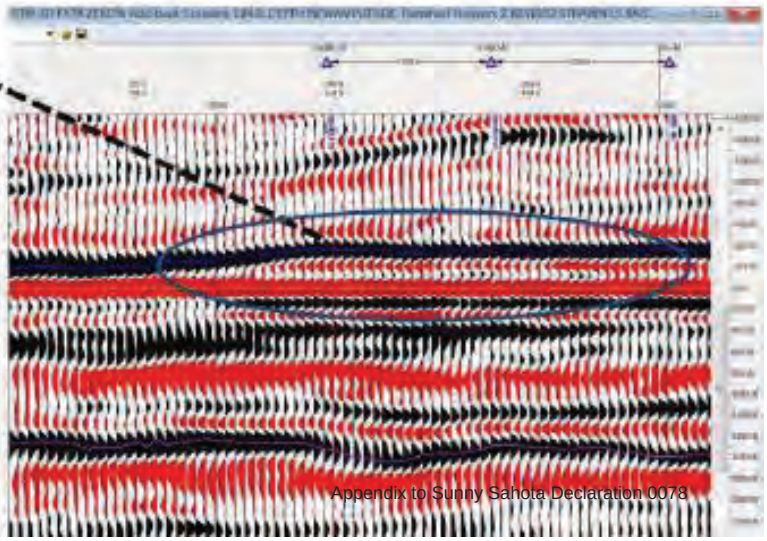
HOR = VERT

BUILDUP 20---LINE 240, XL 184

LINE 240



XL 184

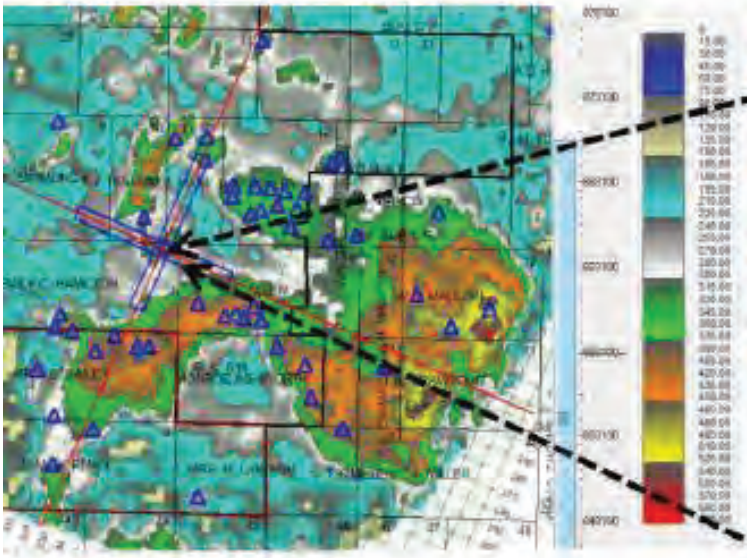


STRAWN ISOCHORE MAP

Max thickness 363’ 12037’ to top of Strawn BU Top of base of Strawn 12400’

HOR = VERT

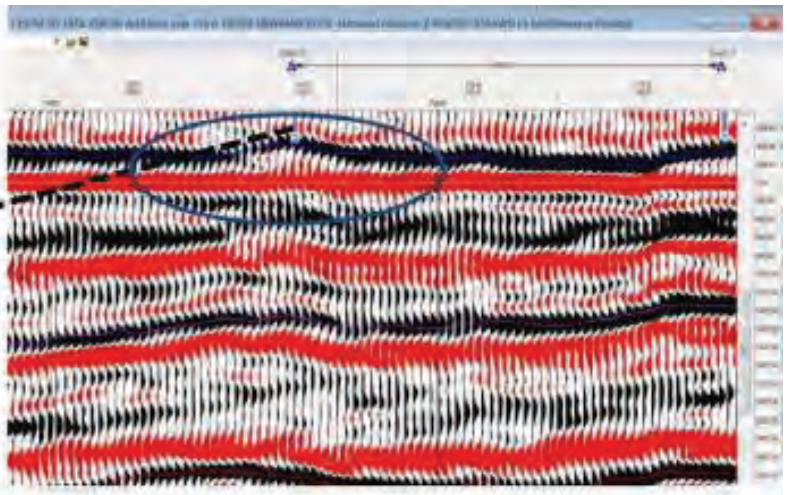
BUILD UP 22—Line 216, XL 224



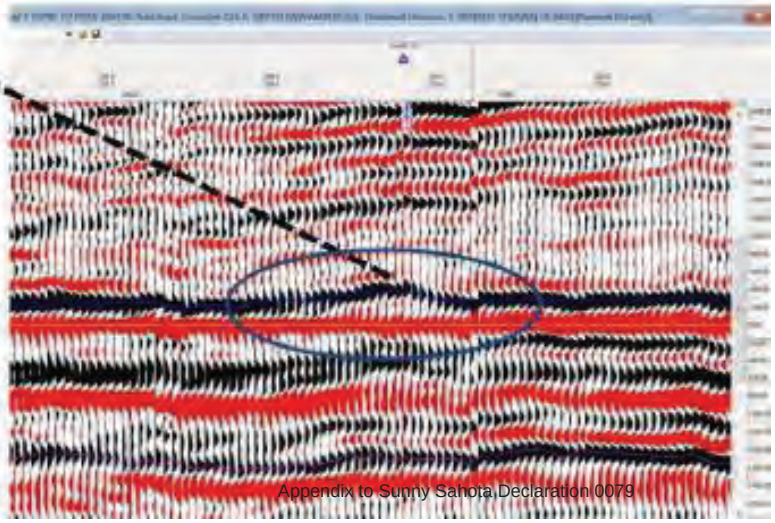
STRAWN ISOCHORE MAP

Max thickness 407’ 11843’ to top of Strawn BU Top of base of Strawn 12250’

Line 216



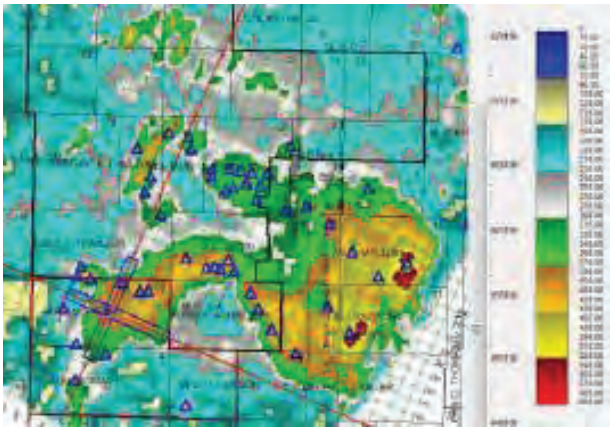
XL 224



HOR = VERT

BUILD UP 25—Line 211, XL 299

Max thickness 431’ 13343’ to top of Strawn BU Top of base of Strawn 13774’

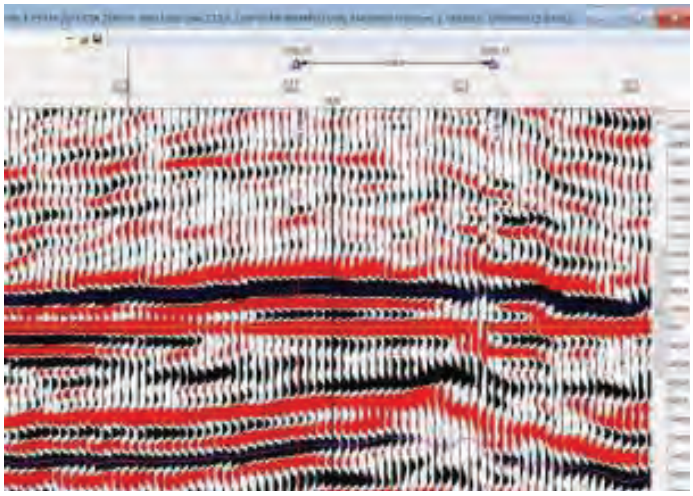


STRAWN ISOCHORE MAP

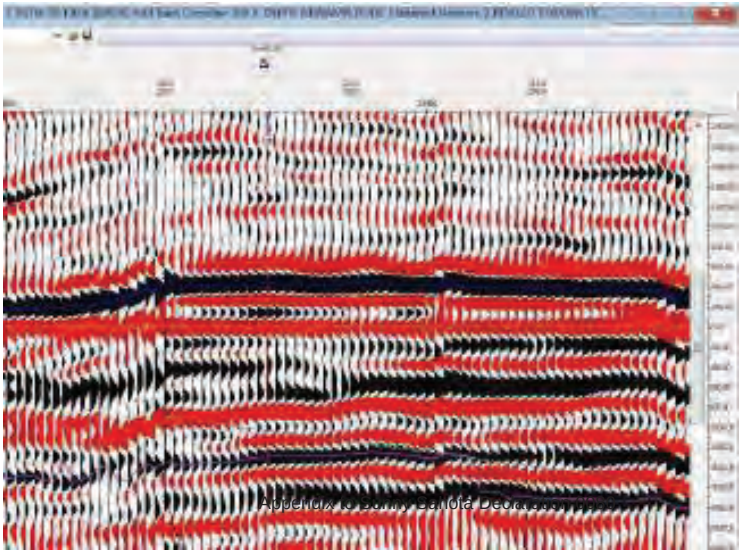
Line 211 STRUCTURE

HOR = VERT

Line 211

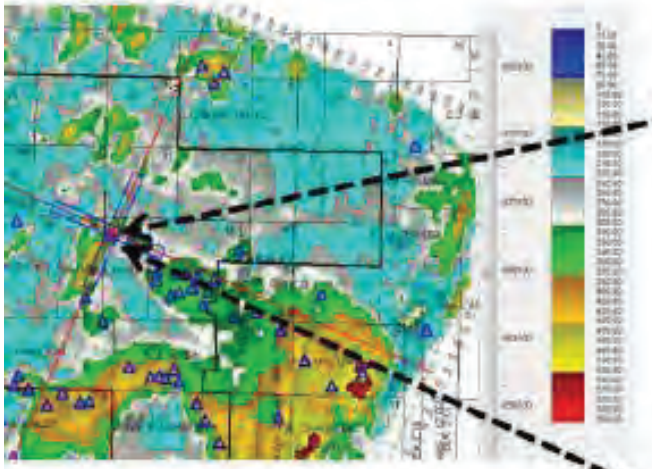


XL 299



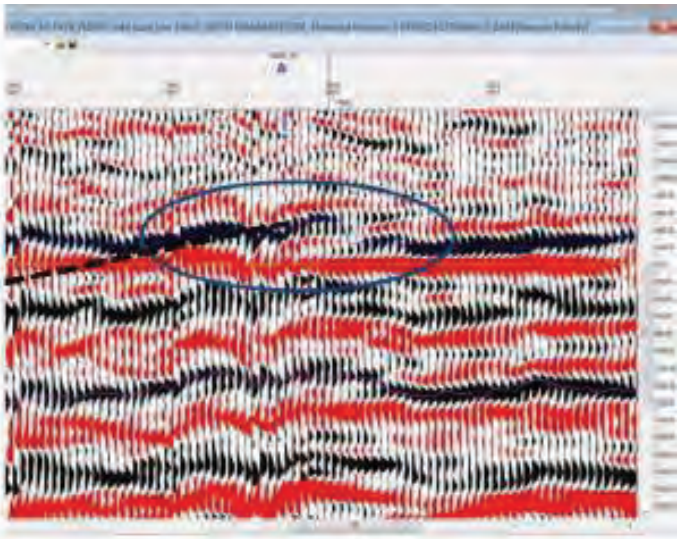
BUILD UP 28—Line199 XL 164-FRACTURED BU?

Max thickness 407’ 11874’
to top of Strawn BU Top of
base of Strawn 12281’

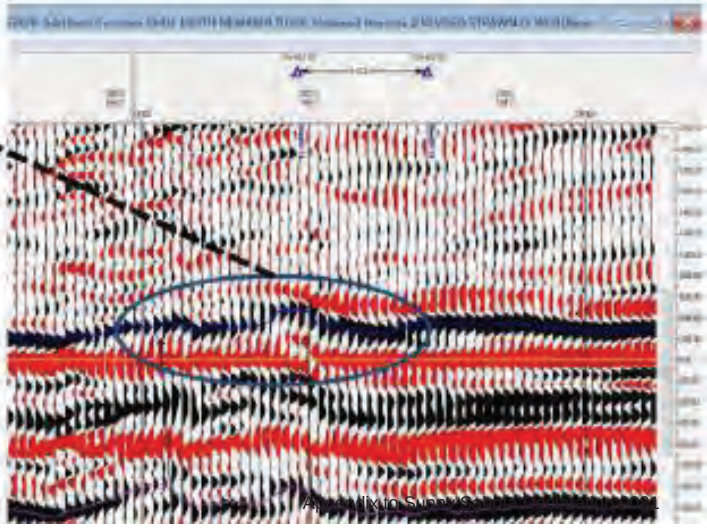


STRAWN ISOCHORE MAP

Line199



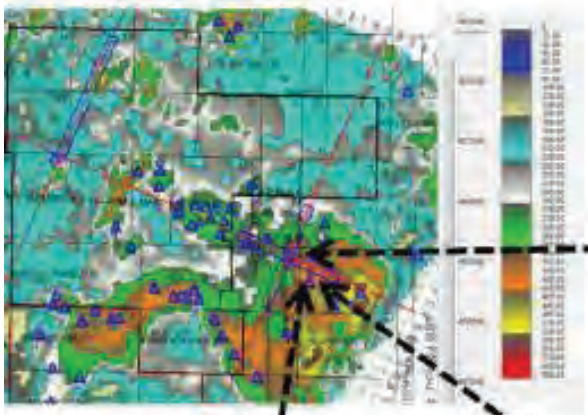
XL 164



XL 164-STRUCTURE

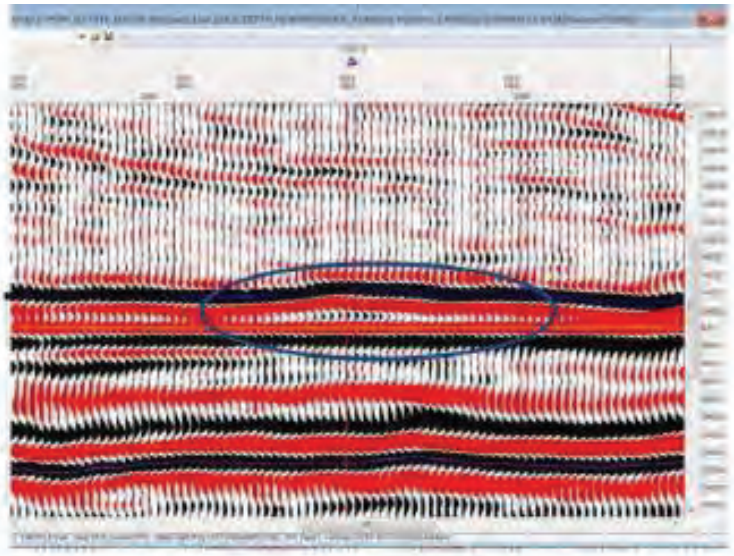
HOR = VERT

BUILD UP 34—Line 328 XL 180



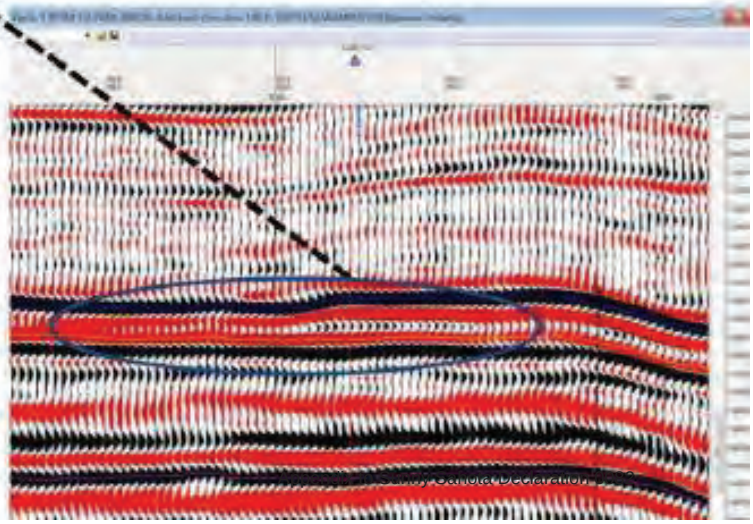
STRAWN ISOCHORE MAP

Line 328



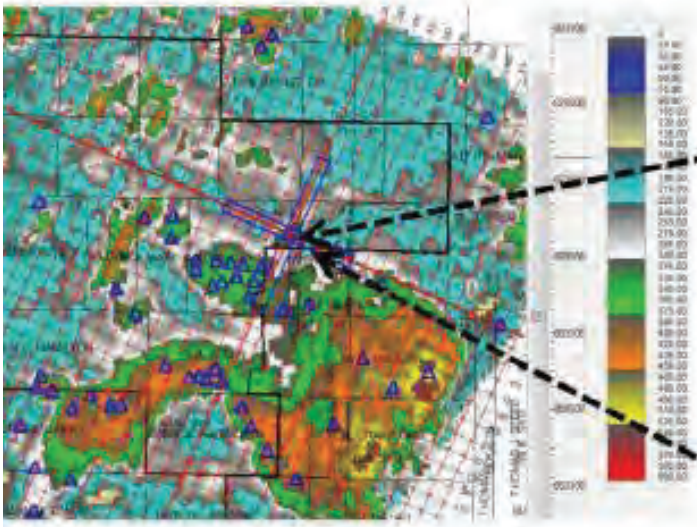
Line 328

XL 180



Max thickness 444’ 12375’
to top of Strawn BU
Top of base of Strawn 12819’ **HOR = VERT**

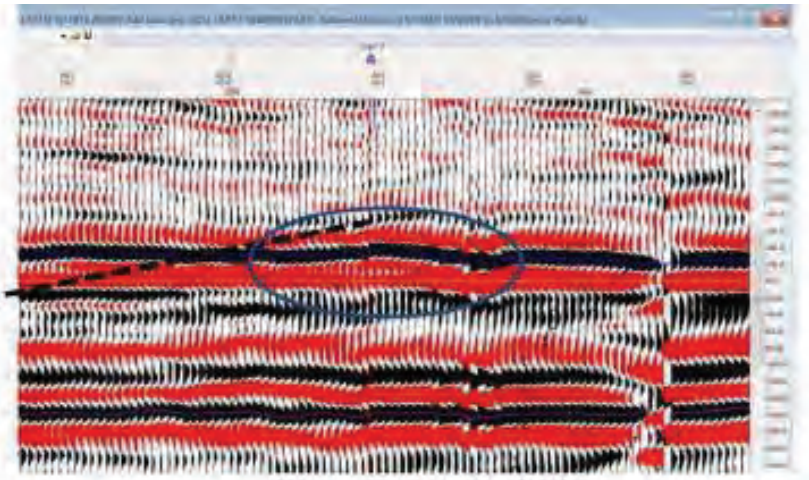
BUILD UP 35—Line 282 XL 141



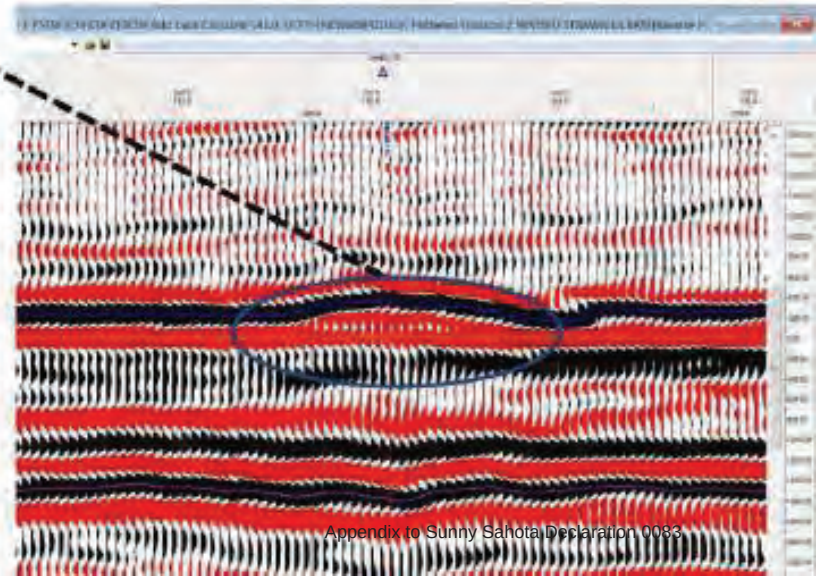
STRAWN ISOCHORE MAP

Max thickness 388’ 12093’ to top of Strawn BU Top of base of Strawn 12481’

Line 282



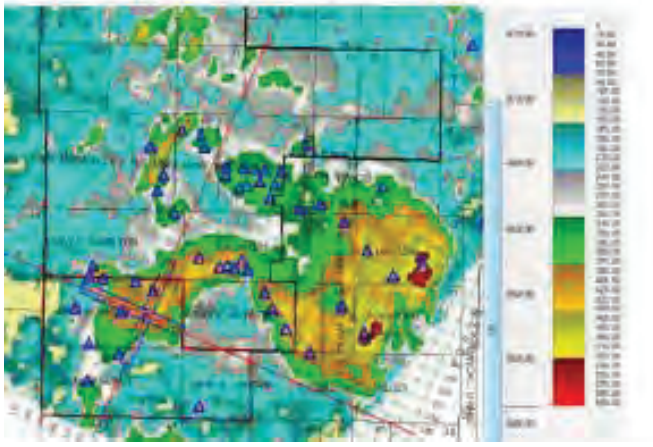
XL 141



HOR = VERT

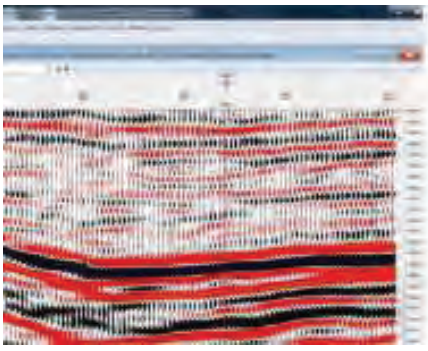
BUILD UP 38—Line 228 XL 295

Max thickness 443’ 13250’ to top of Strawn BU Top of base of Strawn 13693’



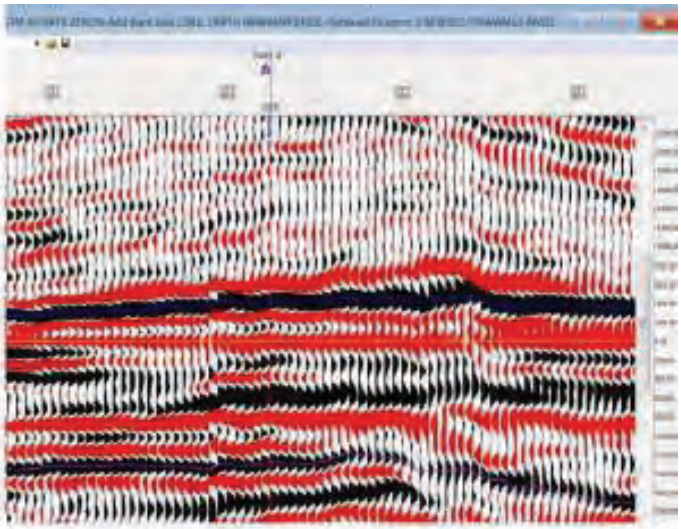
STRAWN ISOCHORE MAP

XL 295 STRUCTURE

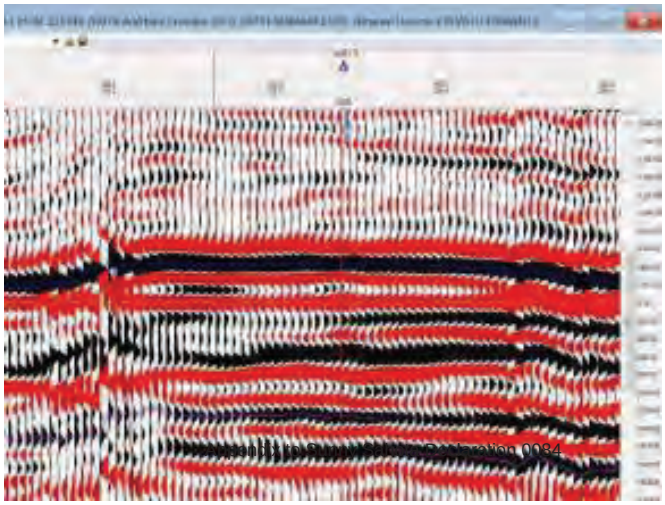


HOR = VERT

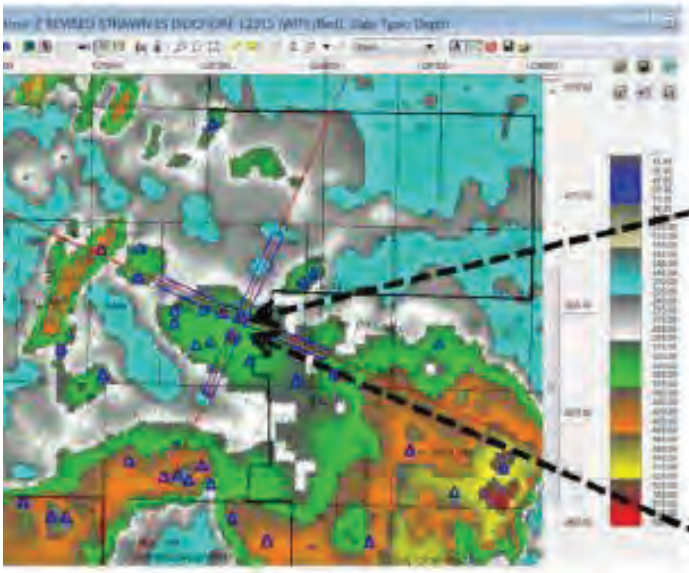
Line 228



XL 295

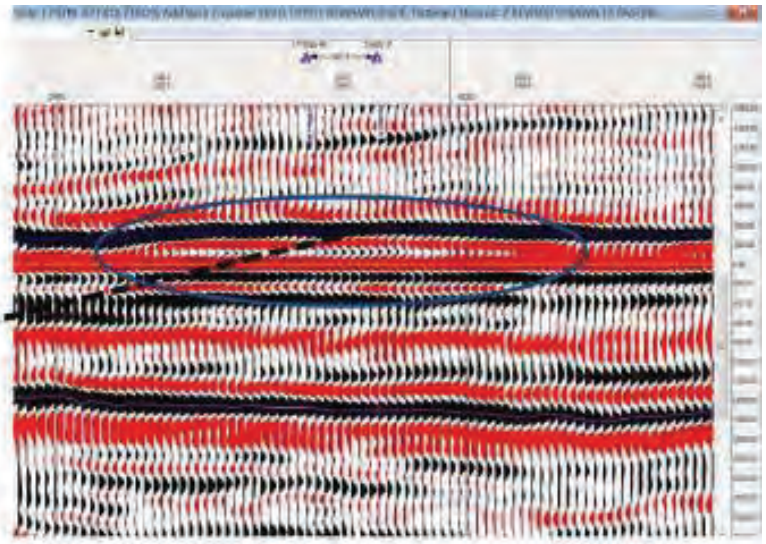


BUILDUP 41---LINE 264, XL 169



STRAWN ISOCHORE MAP

LINE 264

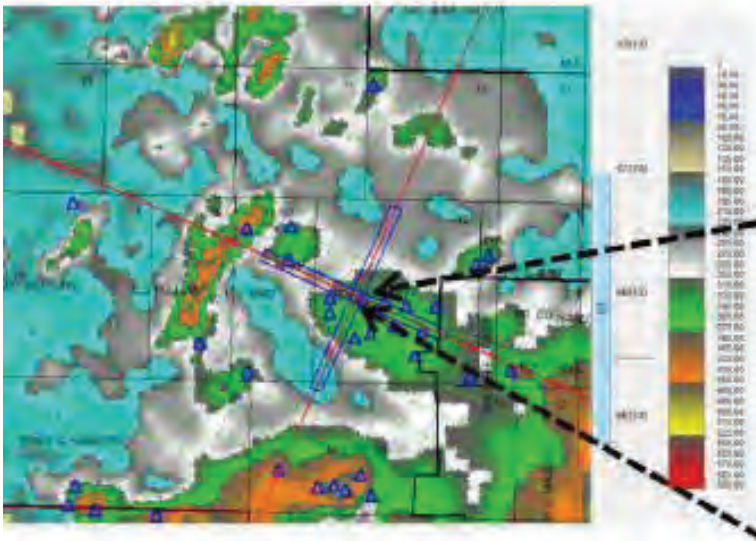


XL 169

Max thickness 363’ 12112’ to top of Strawn BU Top of base of Strawn 12475’

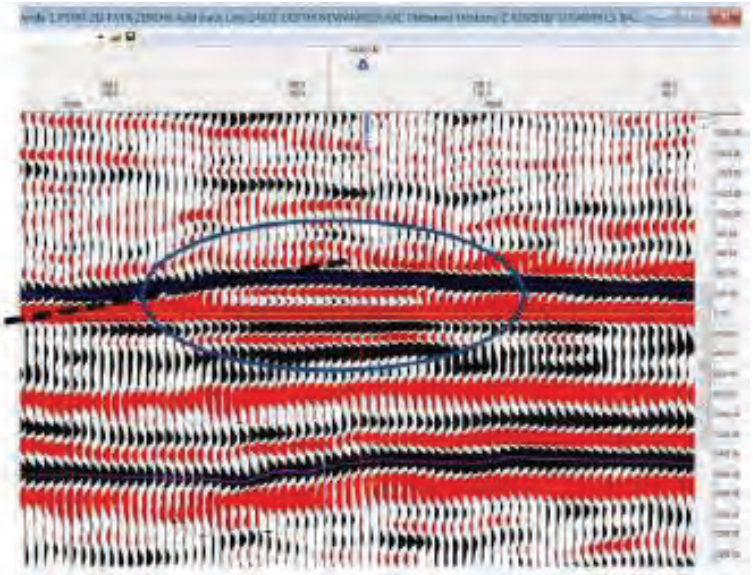
HOR = VERT

BUILDUP 42---LINE 246, XL 173



STRAWN ISOCHORE MAP

LINE 246



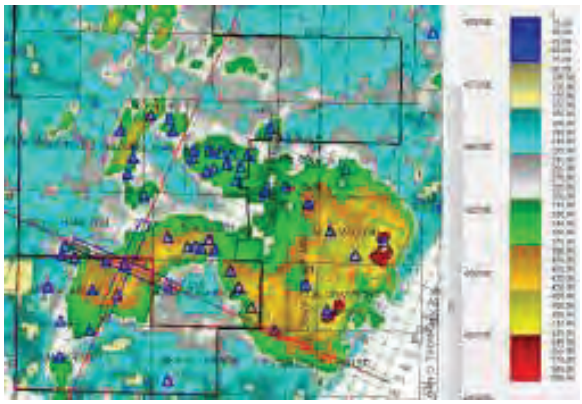
XL 173

Max thickness 325’ 12056’ to top of Strawn BU Top of base of Strawn 12381`’

HOR = VERT

BUILDUP 50---LINE 226, XL 274

Max thickness 513’ 13043’ to top of Strawn BU Top of base of Strawn 13556’

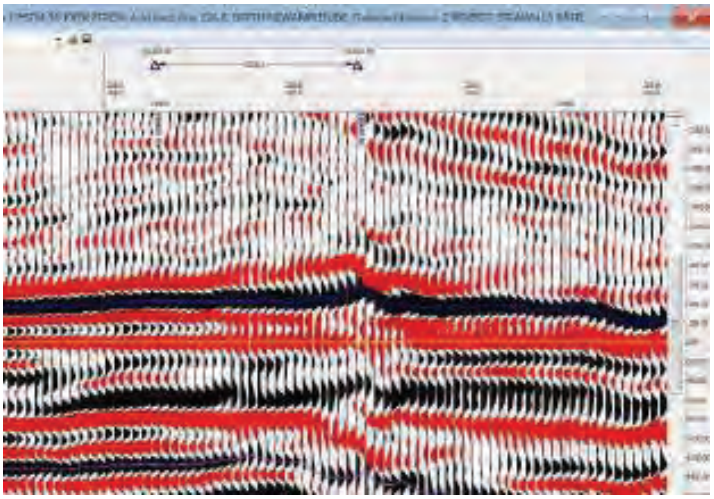


STRAWN ISOCHORE MAP

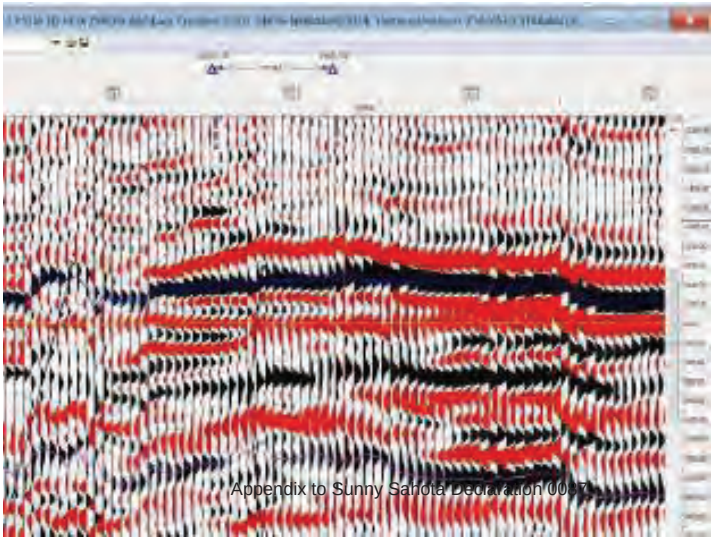
LINE 226 STRUCTURE

HOR = VERT

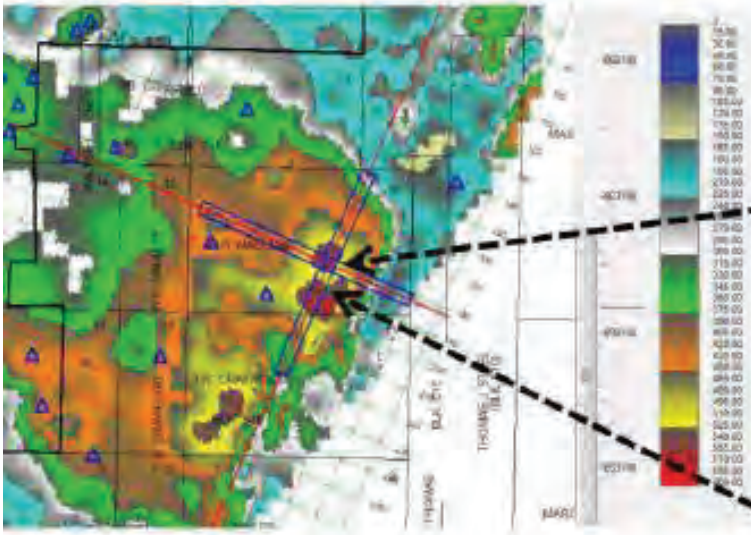
LINE 226



XL 274

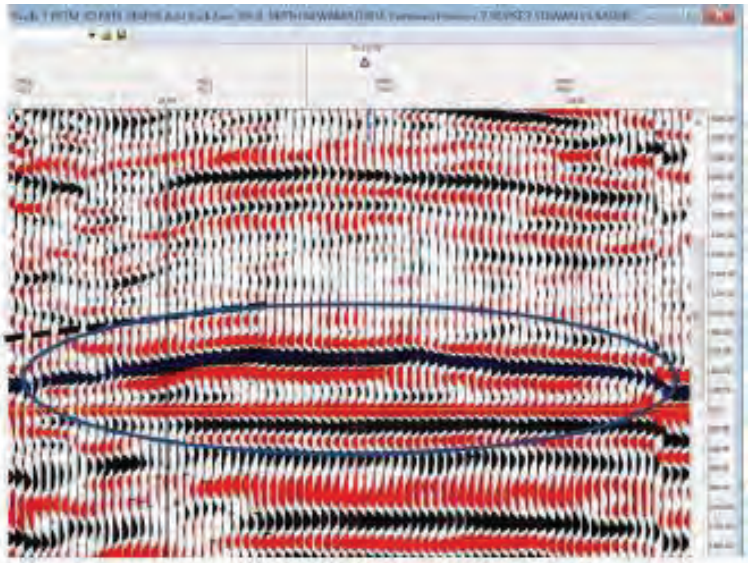


BUILDUP 55---LINE 390, XL 182



STRAWN ISOCHORE MAP

LINE 390



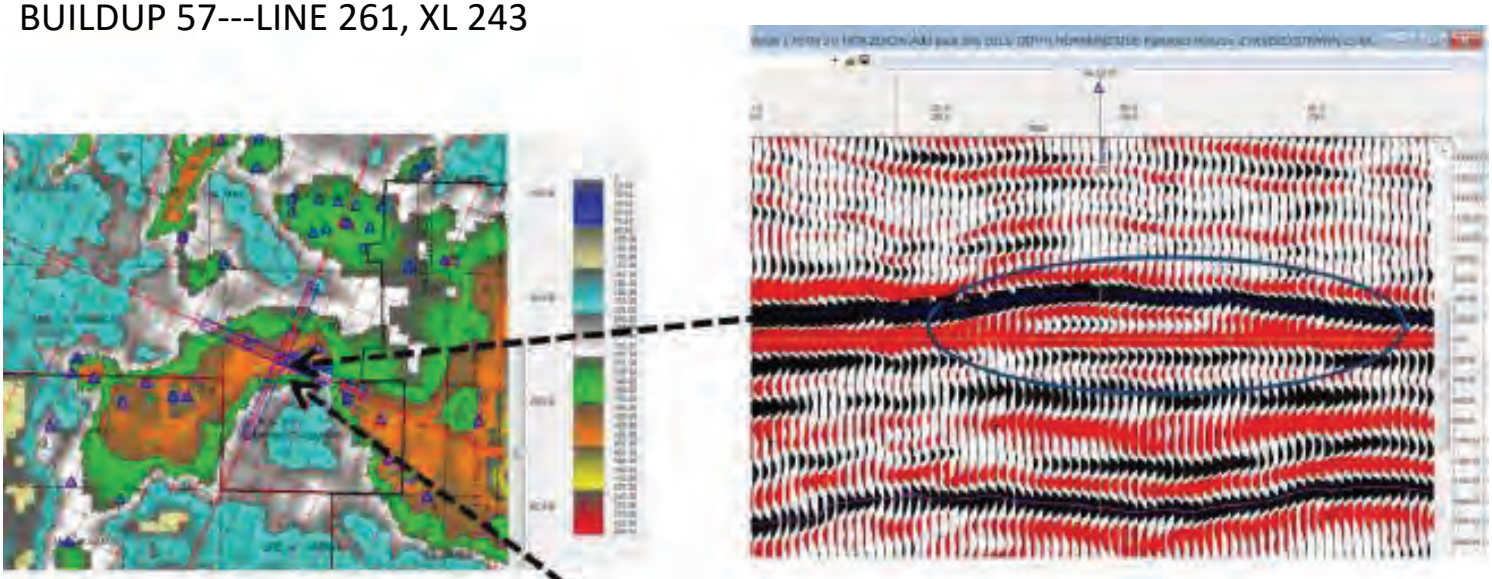
XL 182

Max thickness 526’ 12955’ to top of Strawn BU Top of base of Strawn 13381’

HOR = VERT

LINE 261

BUILDUP 57---LINE 261, XL 243



XL 243

STRAWN ISOCHORE MAP

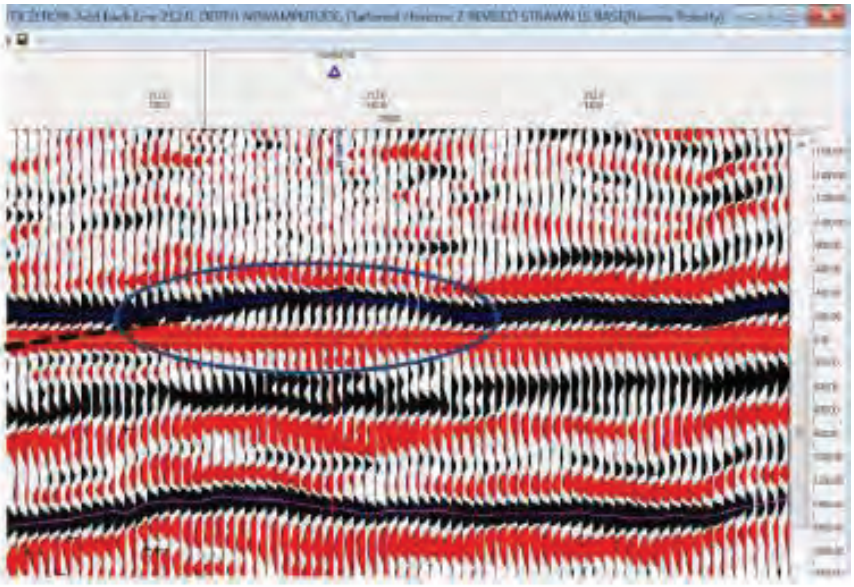
Max thickness 637’ 12312’ to top of Strawn BU Top of base of Strawn 12949’

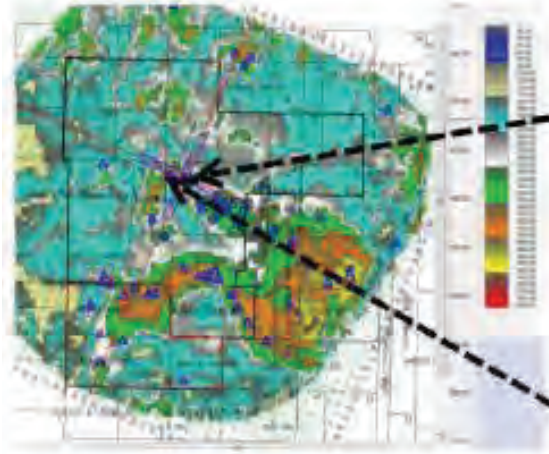
HOR = VERT

LINE 212

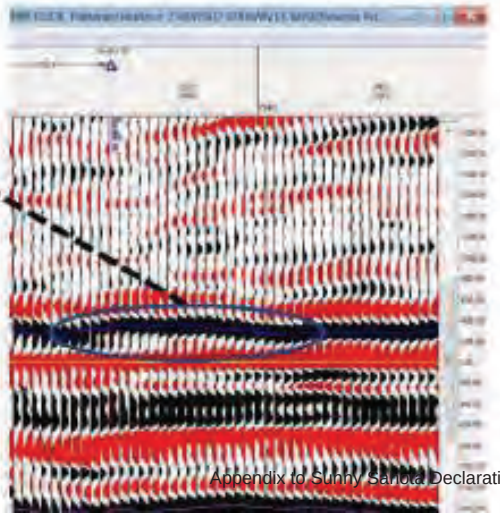
BUILDUP 58---LINE 212, XL 164

Max thickness 350' 11843' to top of Strawn BU Top of base of Strawn 12193'





XL 1614



STRAWN ISOCHORE MAP

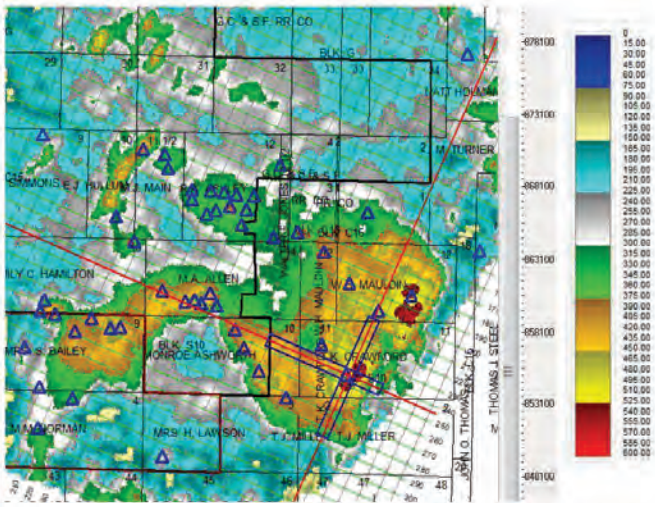
LINE 212 - STRUCTURE

HOR = VERT

BUILDUP 59---LINE 374, XL 244 Max thickness 525’

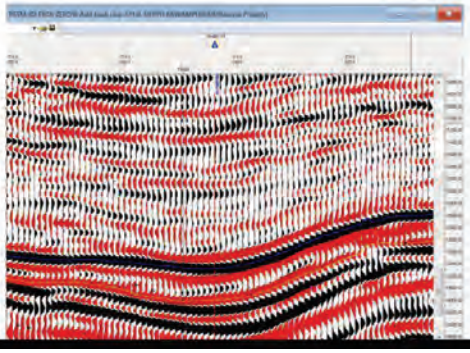
13481’ to top of Strawn BU’

Top of base of Strawn 14006’



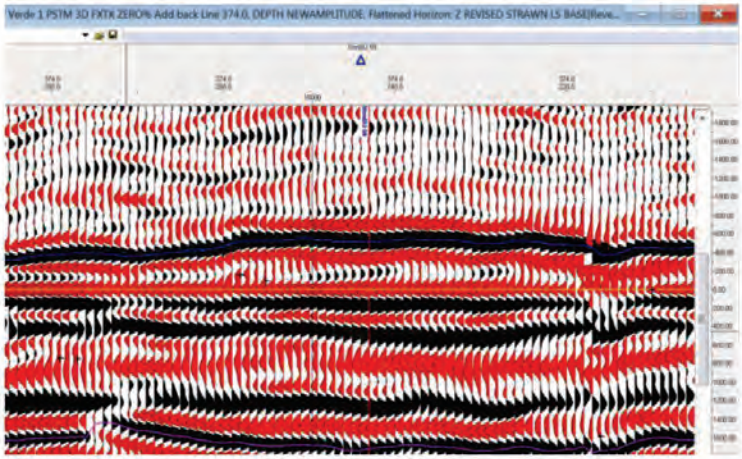
STRAWN ISOCHORE MAP

LINE 374 STRUCTURE

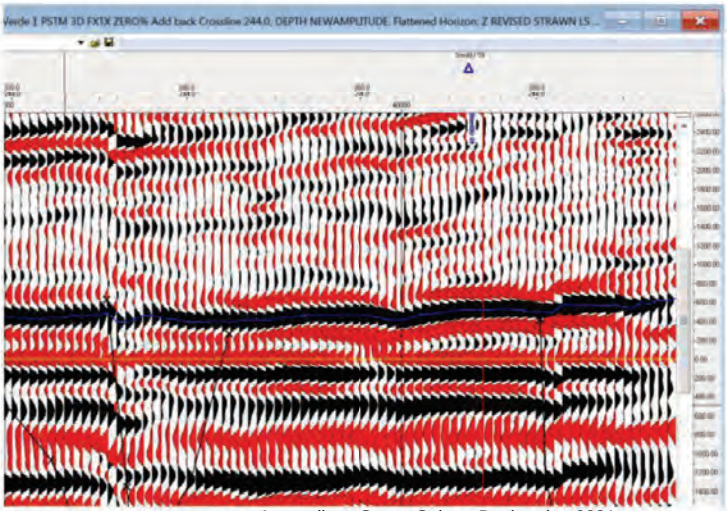


HOR = VERT

LINE 374

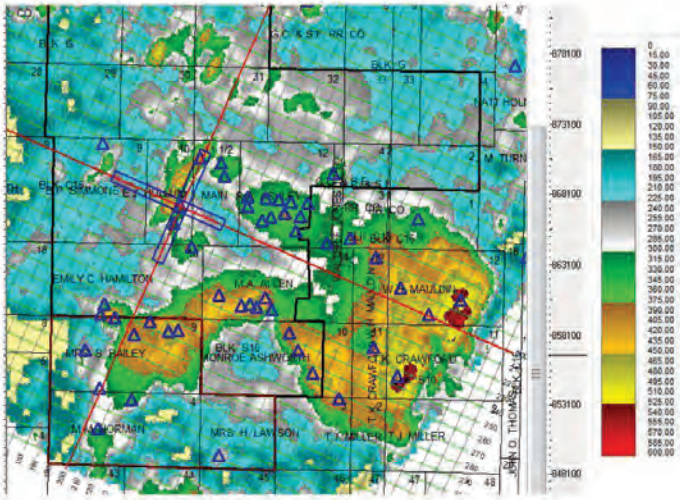


XL 244



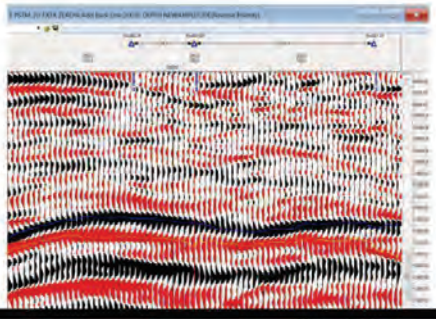
BUILDUP 60---LINE 200, XL 200

Max thickness 313’ 11874’ to top of Strawn BU Top of base of Strawn 12187’

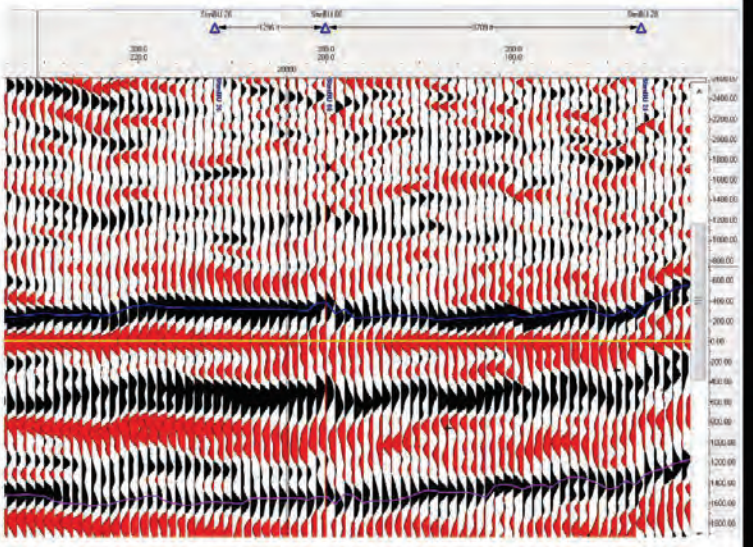


STRAWN ISOCHORE MAP

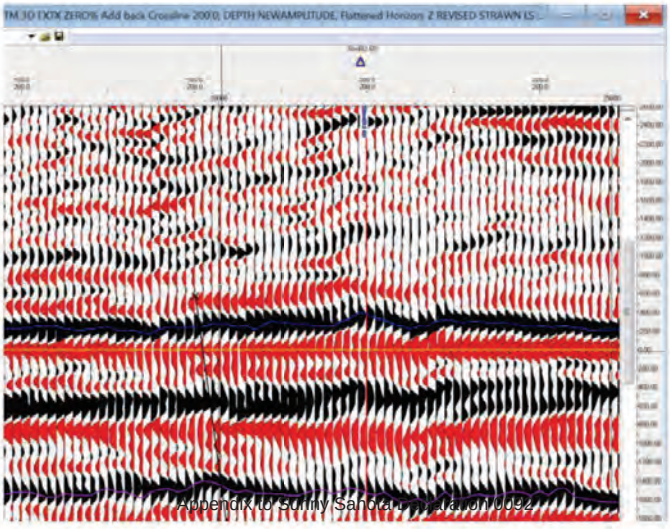
LINE 200 STRUCTURE



LINE 200



XL 200



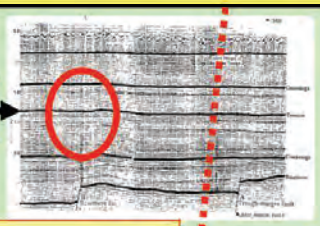
HOR = VERT

ELLENBURGER SOLUTION COLLAPSE AND TECTONIC FRACTURED ELLENBURGER POTENTIAL

POTENTIAL FOR HIGH RATE LARGE RESERVE DRY GAS WELLS

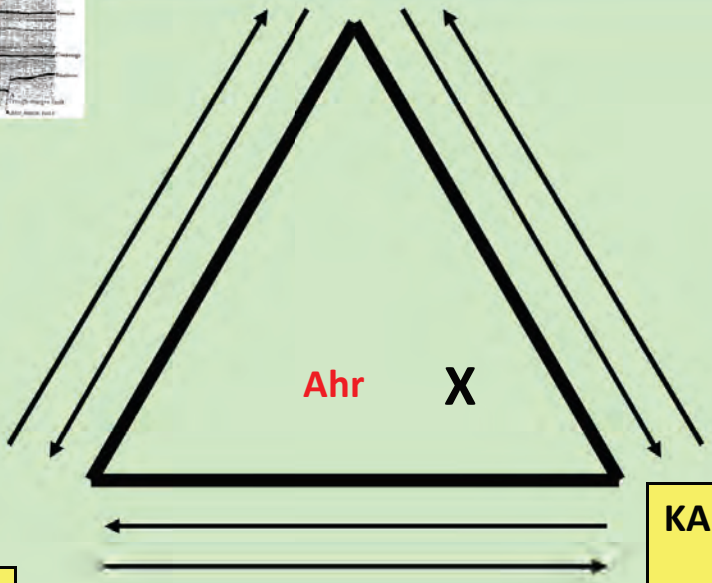
THE ETERNAL (CONTROL) TRIANGLE TO EXPLAIN RESERVOIR DEVELOPMENT IN THE ELLENBURGER, ARBUCKLE, AND KNOX:

TRENTON



CNR-COTTONTREE FIELD

TECTONIC FRACTURING/FAULTS/JOINTS



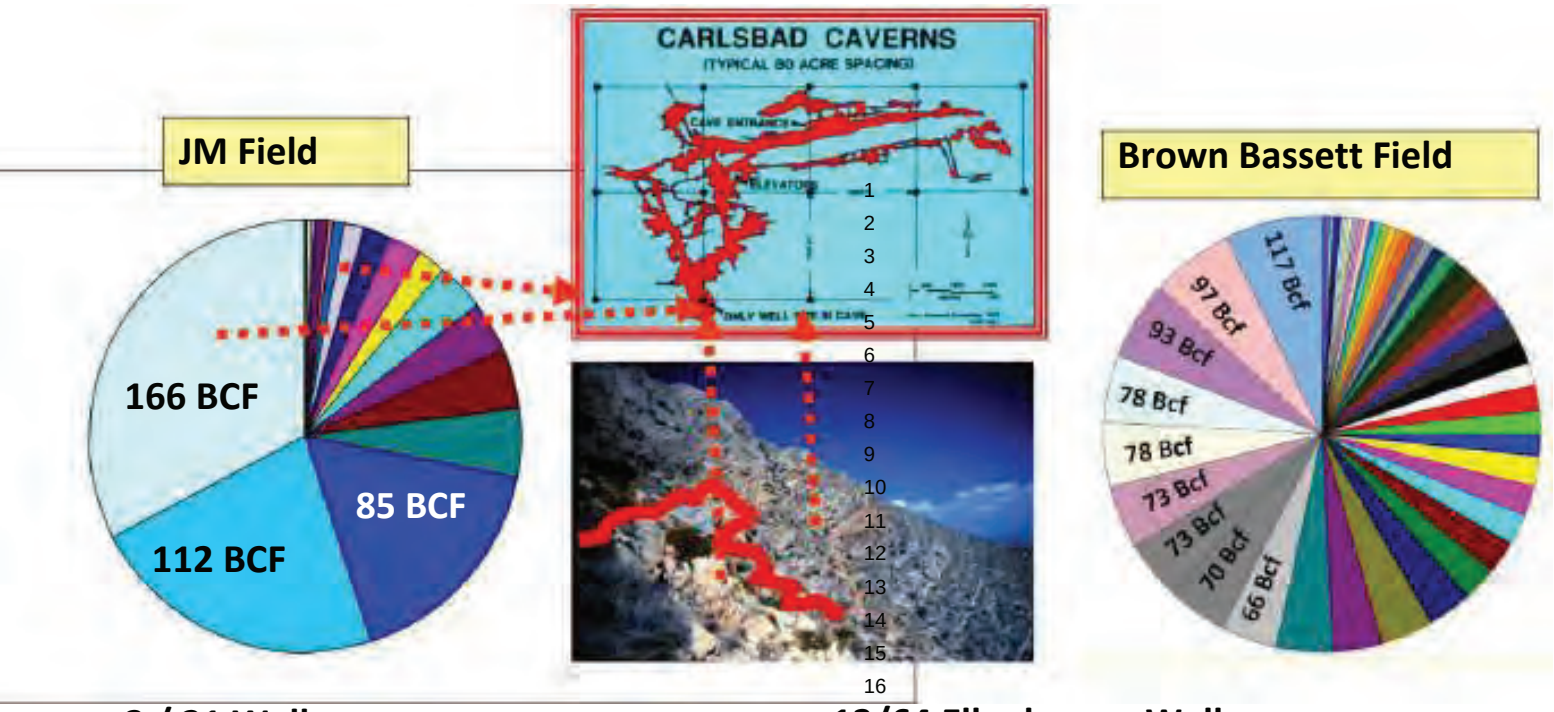
HYDOTHERMAL DOLOMITIZATION

KARST

PROCESSES
Non tectonic fractures/ Collapse features

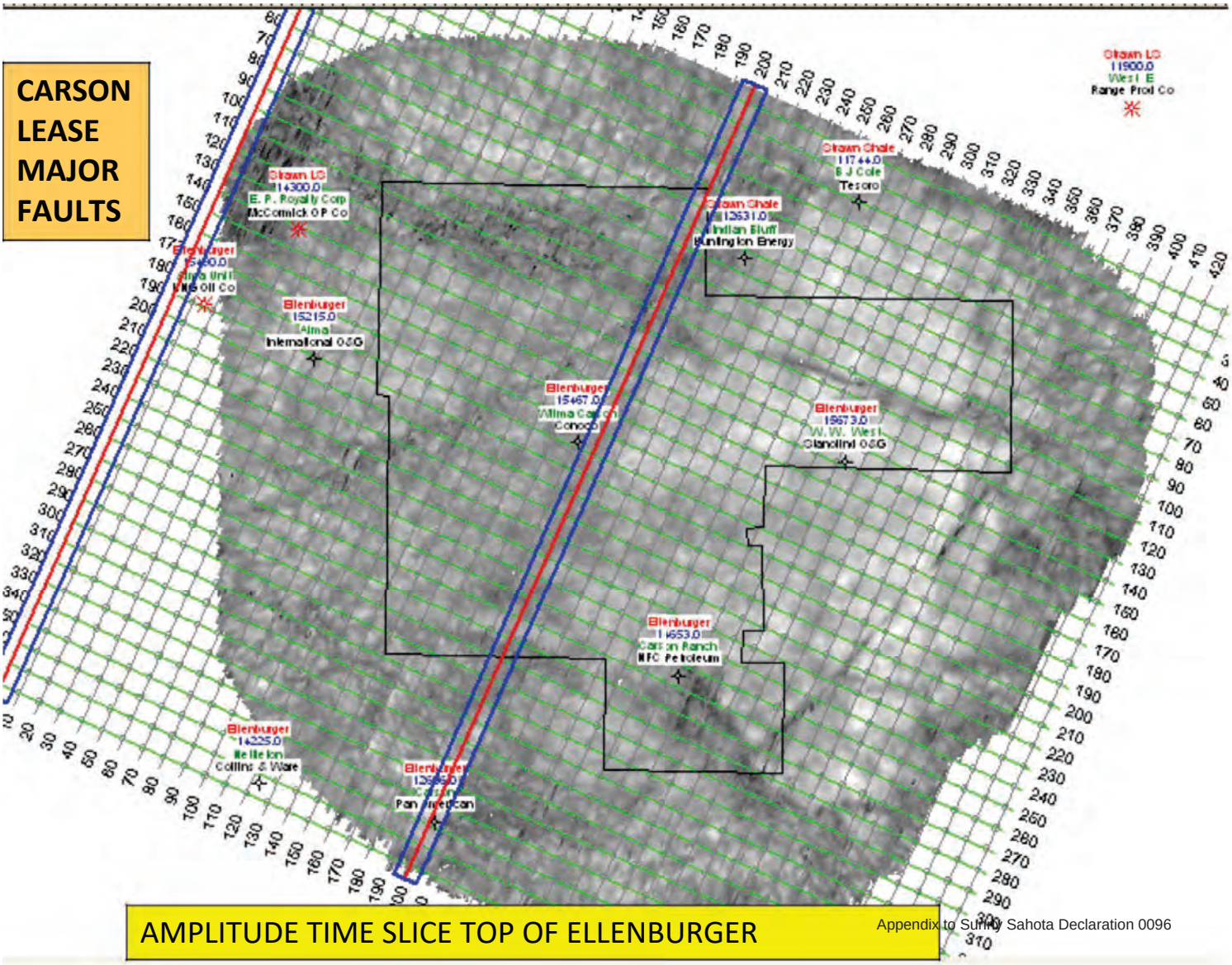
- **EXPLORATIONISTS GOAL**--- predict 3D reservoir distribution (diagenetic alteration)
- **KEY** ----Understand regional stress fields and burial/erosional histories --- map faults/fractures/joints through time----i.e. basis for prediction of diagenetic pathways

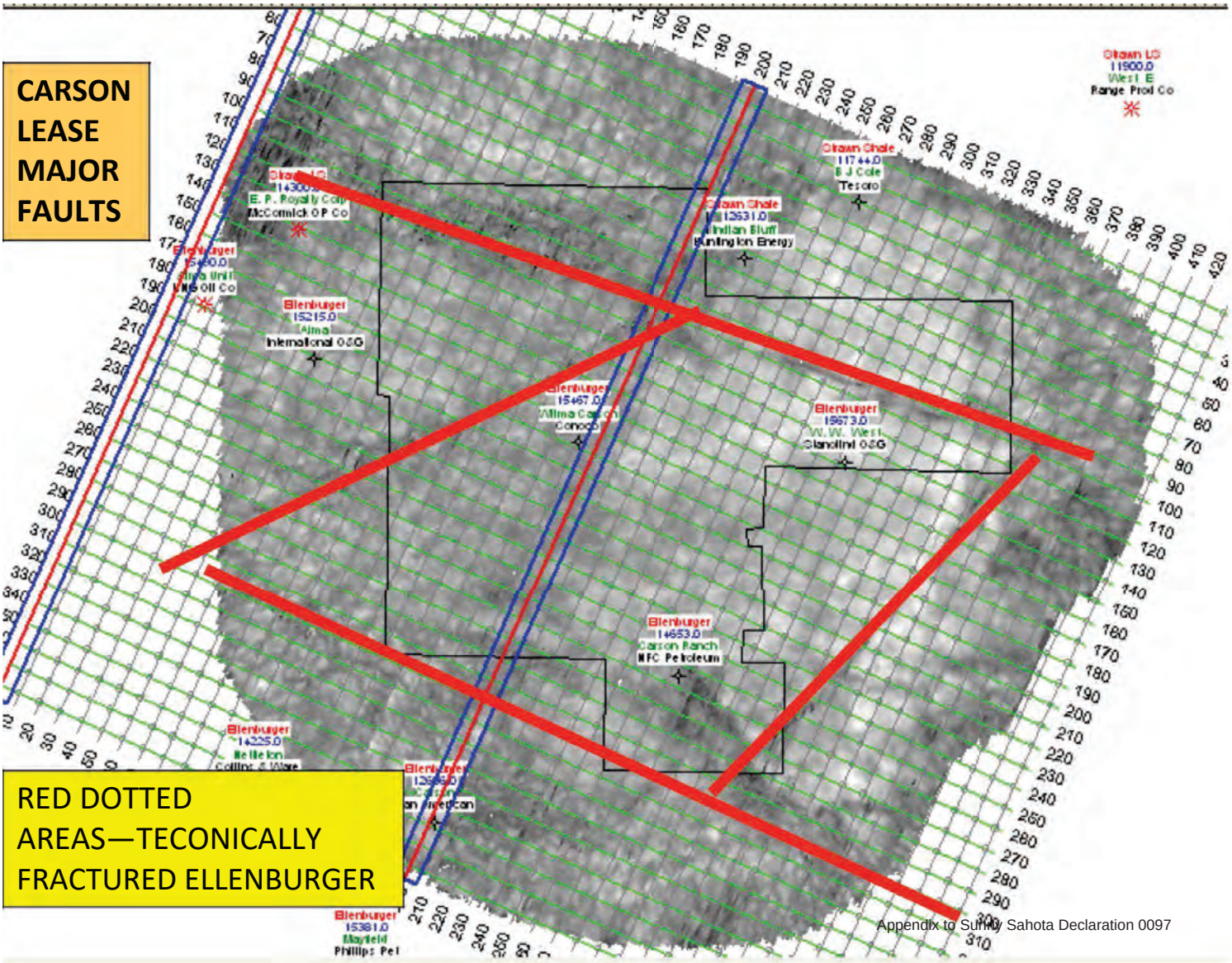
Bimodal Ellenburger Production Reflects Compartmentalized Reservoir

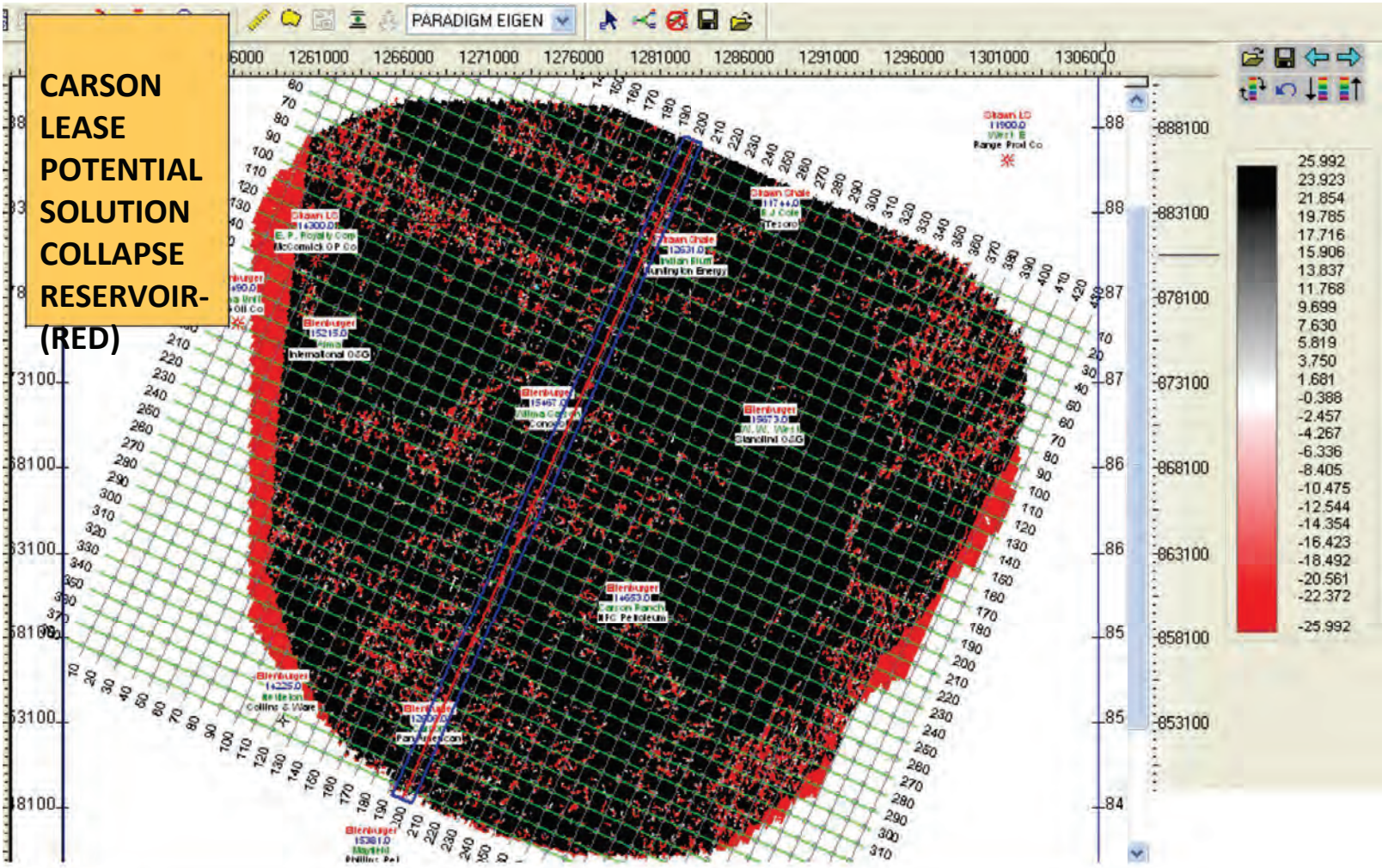


3 / 21 Wells or 14% = 72% of Production

13/64 Ellenburger Wells or 20% = 62% of Production (Cum 1.5 Tcfg)


CARSON
LEASE
MAJOR
FAULTS
Olsen LO
11900.0
West E
Range Prod Co
Olsen Chalk
11744.0
B J Cole
Tesoro
Olsen LO
11400.0
E. P. Royalty Corp
McCormick O P Co
Olsen Chalk
12531.0
Indian Bluff
Huntington Energy
Ellenburger
15215.0
Alma
International O&G
Ellenburger
15467.0
Wilma Canyon
Concho
Ellenburger
15673.0
W.W. West
Standlind O&G
Ellenburger
11653.0
Carson Ranch
MFC Petroleum
Ellenburger
14225.0
Rellelon
Collins & Ware
Ellenburger
12585.0
Pan American
AMPLITUDE TIME SLICE TOP OF ELLENBURGER


CARSON LEASE MAJOR FAULTS
RED DOTTED AREAS—TECONICALLY FRACTURED ELLENBURGER
Appendix to Sumby Sahota Declaration 0097

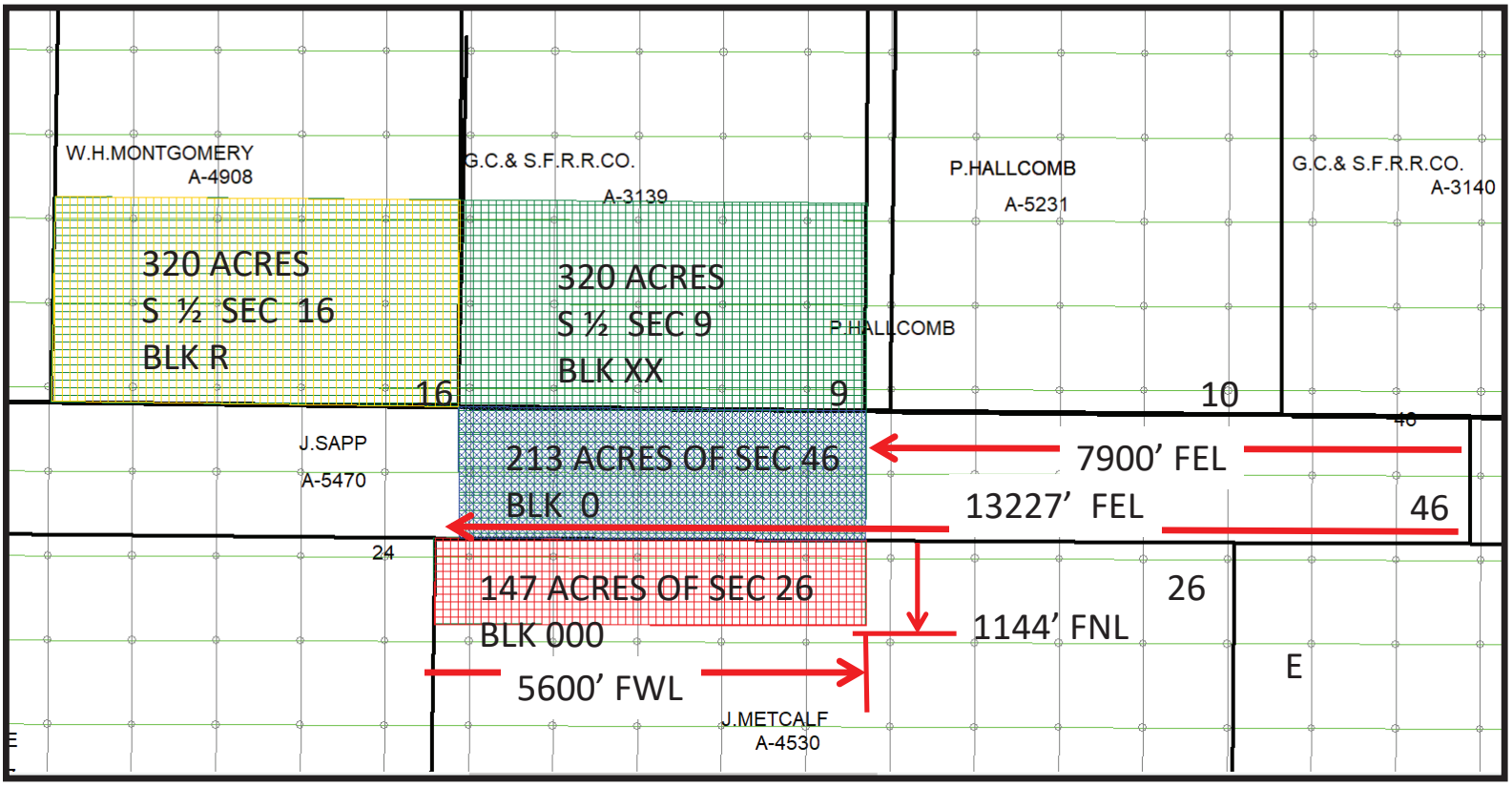


EIGEN COHERANCY—TIME SLICE WITHIN ELLENBURGER

Exhibit 8
3D Seismic / Childress Lease

SAHOTA-CHILDRESS-SOTO LEASES
CROCKETT COUNTY, TEXAS

SAHOTA FIRST 1000 ACRE ACQUISITION—CHILDRESS SOTO
CROCKETT COUNTY, TEXAS



Appendix to Sunny Sahota Declaration 0101

LEGAL DESCRIPTION OF FIRST 1000 ACRE ACQUISITION
SAHOTA-- CHILDRESS-SOTO LEASES IN CROCKETT COUNTY, TEXAS:

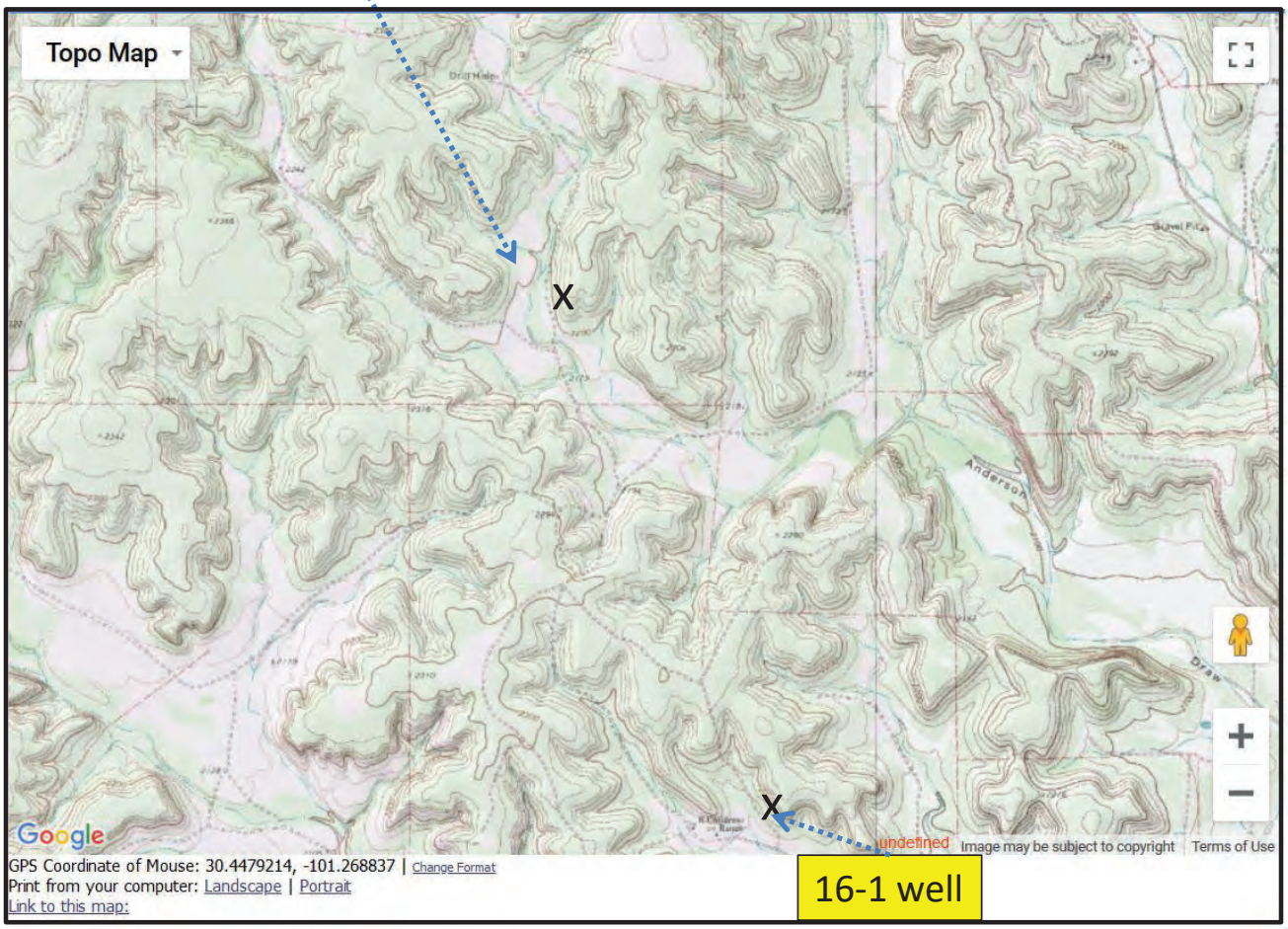
SOUTH ½ OF SECTION 16, BLOCK R, ABSTRACT 4908----320 ACRES

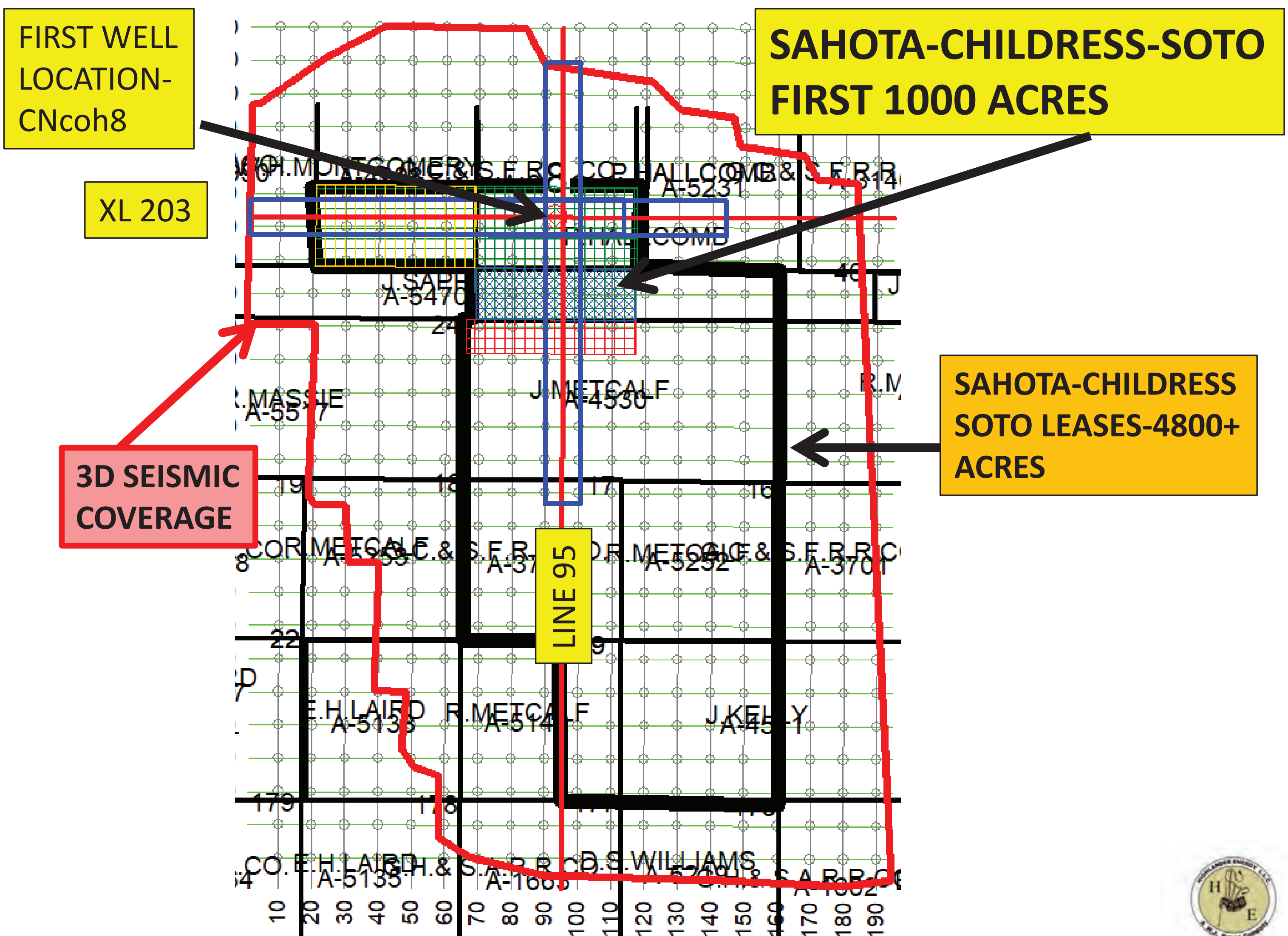
SOUTH ½ OF SECTION 9, BLOCK XX, ABSTRACT 3139----320 ACRES

213 ACRE RECTANGULAR SHAPED PARCEL OF ENTIRE SECTION 46 EXCLUDING THOSE LANDS WEST OF A NORTH TO SOUTH LINE MEASURED 13,227 FEET FROM THE EAST BOUNDARY LINE OF SECTION 46 AND EXCLUDING THOSE LANDS EAST OF A NORTH-SOUTH LINE MEASURED 7900' FROM THE EAST BOUNDARY LINE OF SECTION 46

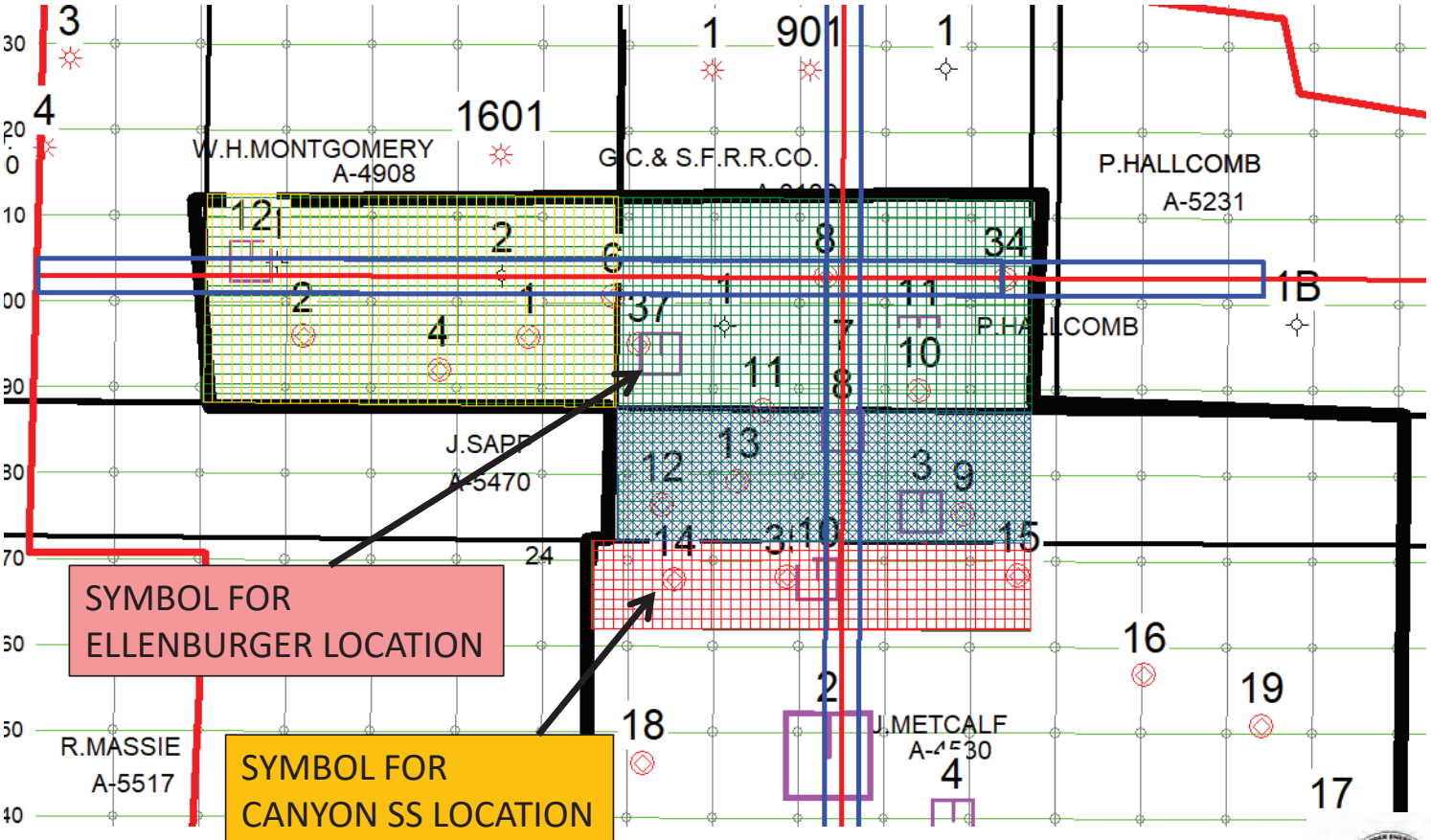
147 ACRE RECTANGULAR SHAPED PARCEL IN THE NW CORNER OF SECTION 26. THE WESTERN AND NORTHERN BOUNDARY LINES ARE THOSE OF SECTION 26, THE SOUTHERN BOUNDARY LINE LIES 184' FROM THE NORTHERN LINE OF SECTION 26, THE EASTERN BOUNDARY LINE LIES 5600' FROM THE WESTERN BOUNDARY LINE OF SECTION 26.

CNcoh8---Longitude -101.268768W , Latitude 30.447974




FIRST WELL LOCATION- CNcoh8
XL 203
SAHOTA-CHILDRESS-SOTO FIRST 1000 ACRES
SAHOTA-CHILDRESS SOTO LEASES-4800+ ACRES
3D SEISMIC COVERAGE
LINE 95
J.METCALF
E.H.LAIRD
R.METCALF
J.KELLY
D.S.WILLIAMS

POTENTIAL CANYON SANDSTONE-ELLENBURGER DRILLING LOCATIONS LOCATED IN THE FIRST 1000 ACRE SAHOTA-CHILDRESS-SOTO LEASES



Appendix to Sunny Sahota Declaration 0105

TOE OF SLOPE EXAMPLE

toe of slope of basin-floor fan

basin-floor fan

distal-fan

lowstand systems tract

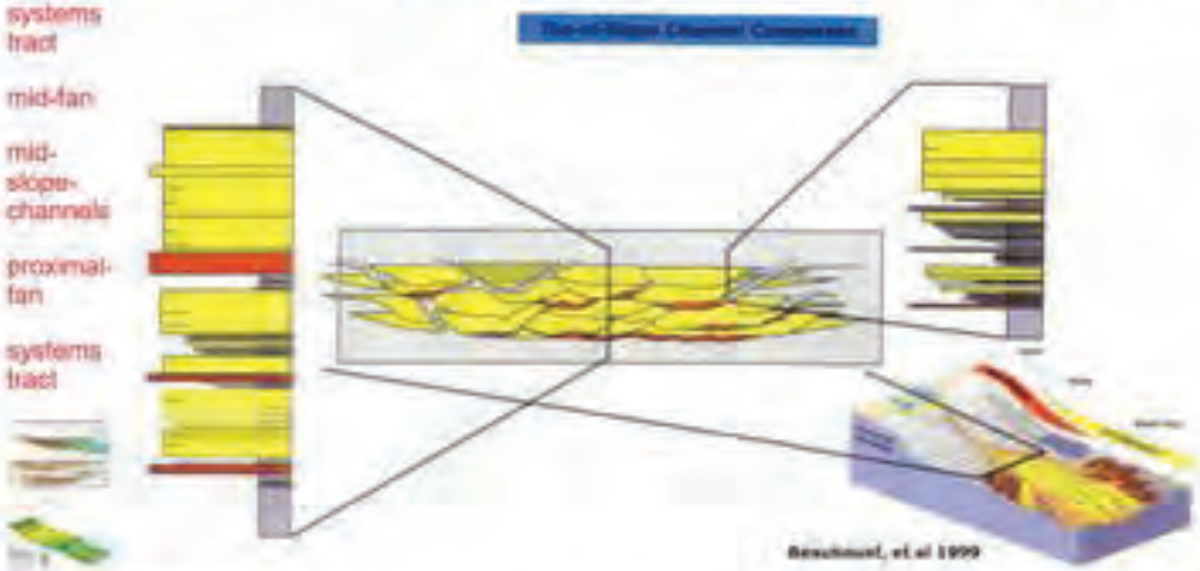
mid-fan

mid-slope-channels

proximal-fan

systems tract

This is a portion of a basin floor fan system that collects just down slope of the deep water mid slope channels characteristic of the transportation system of submarine fans on the lower slope or basin floor (Beaubouef et al, 1999). Erosion of canyons into the slope and the updip incision of fluvial valleys into the shelf feed the sediment found in the toe of slope. This portion of the basin-floor fan is usually at or close to the mouth of a canyon. Traced seaward the basin floor fan has been divided into proximal fan, mid fan and distal fan.



References

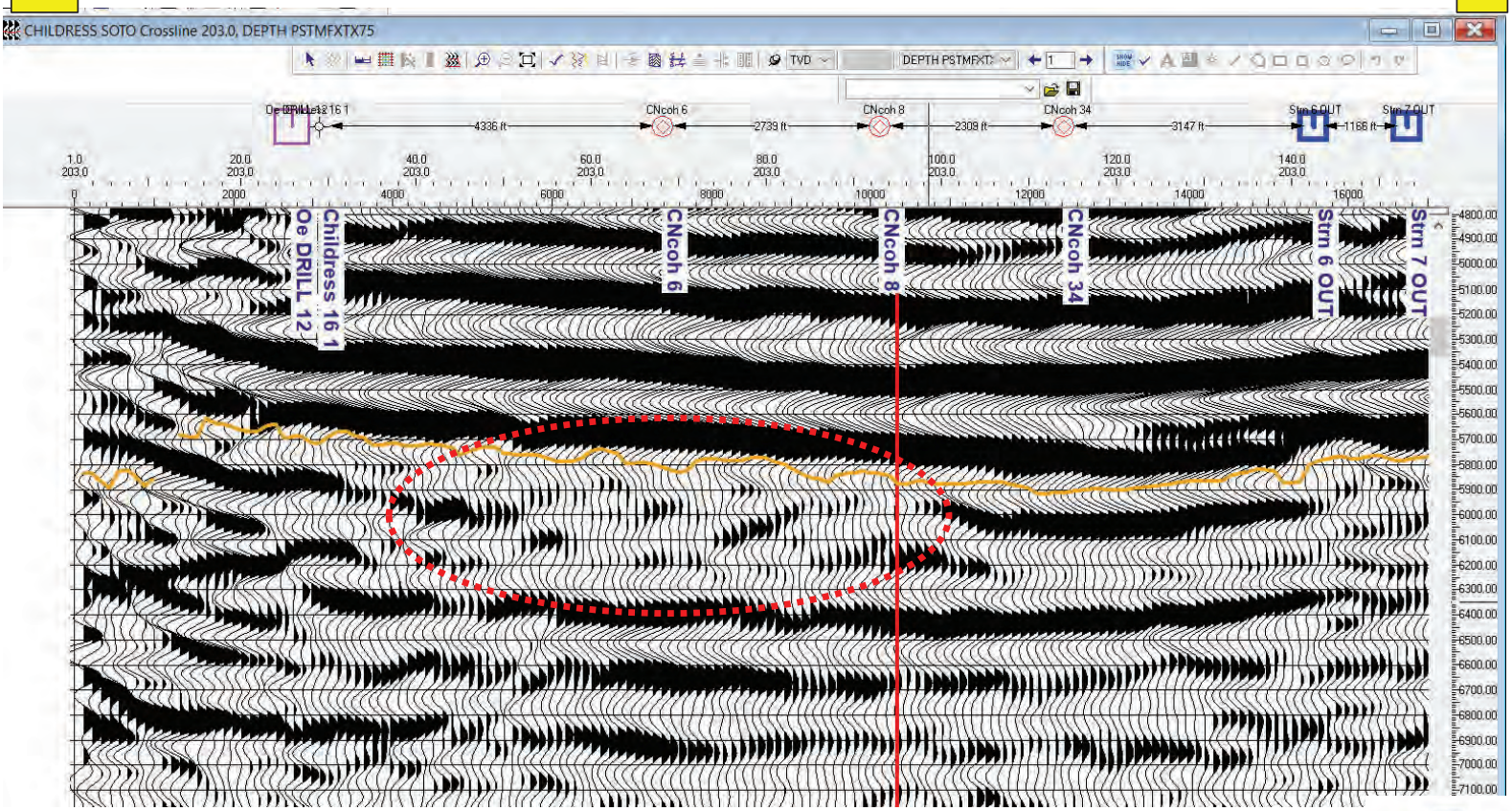
Beaubouef, R.T., C.R. Rossen, F.B. Zelt, M.D. Sullivan, D.C. Mohrig, D.C. Jennette, J.A. Bellian, S.J. Friedman, R.W. Lovell, and D.S. Shannon, 1999, Deepwater sandstones, Brushy Canyon formation, West Texas: AAPG Continuing Education Course Note Series, v. 40, pp.48

CNcoh8 DRILL TARGET

TARGET CNcoh 8-AMPLITUDE DISPLAY-XL 203

W

E



Appendix to Sunny Sahota Declaration 0108

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CNcoh 8-AMPLITUDE DISPLAY-LINE 95

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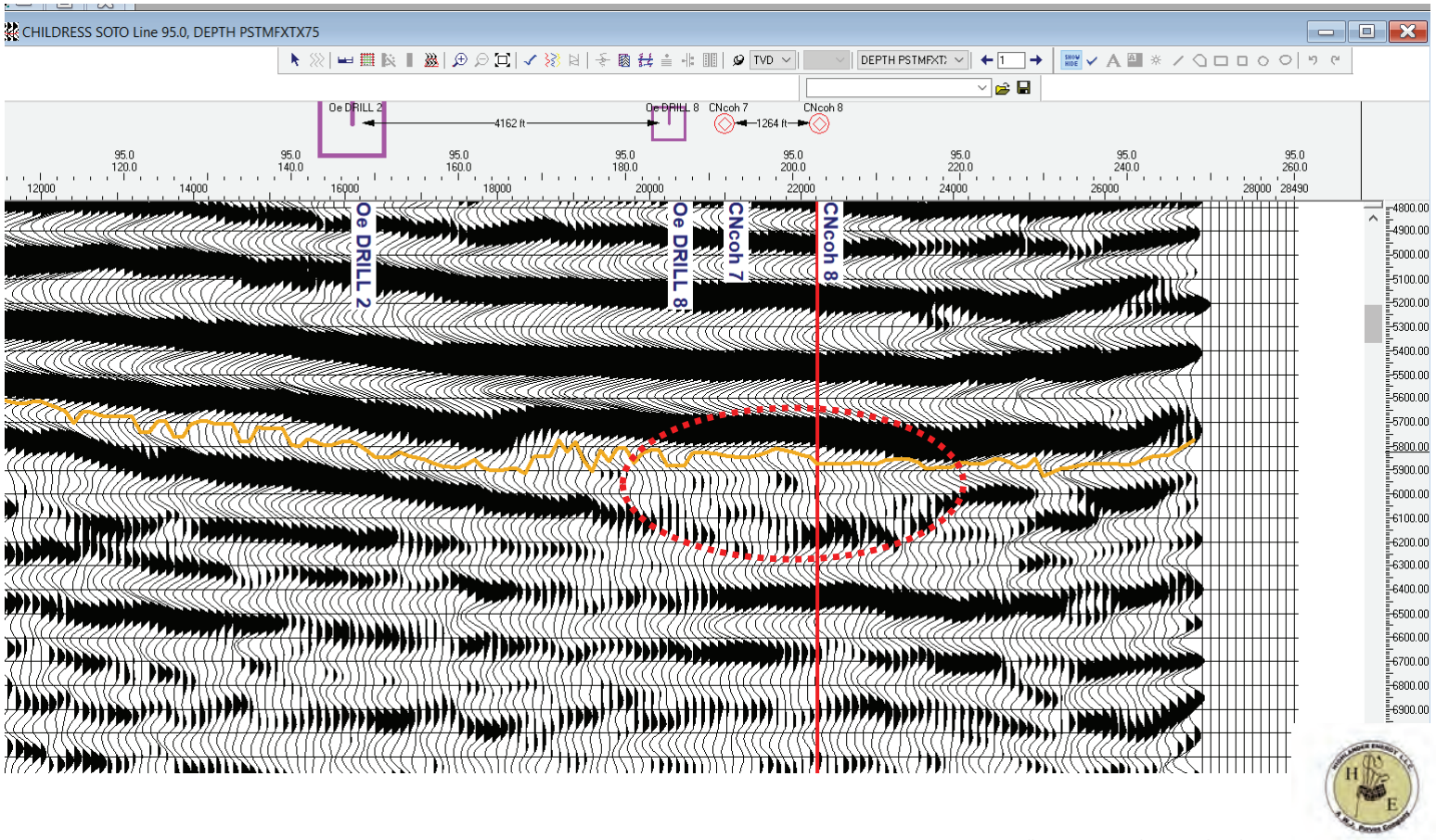

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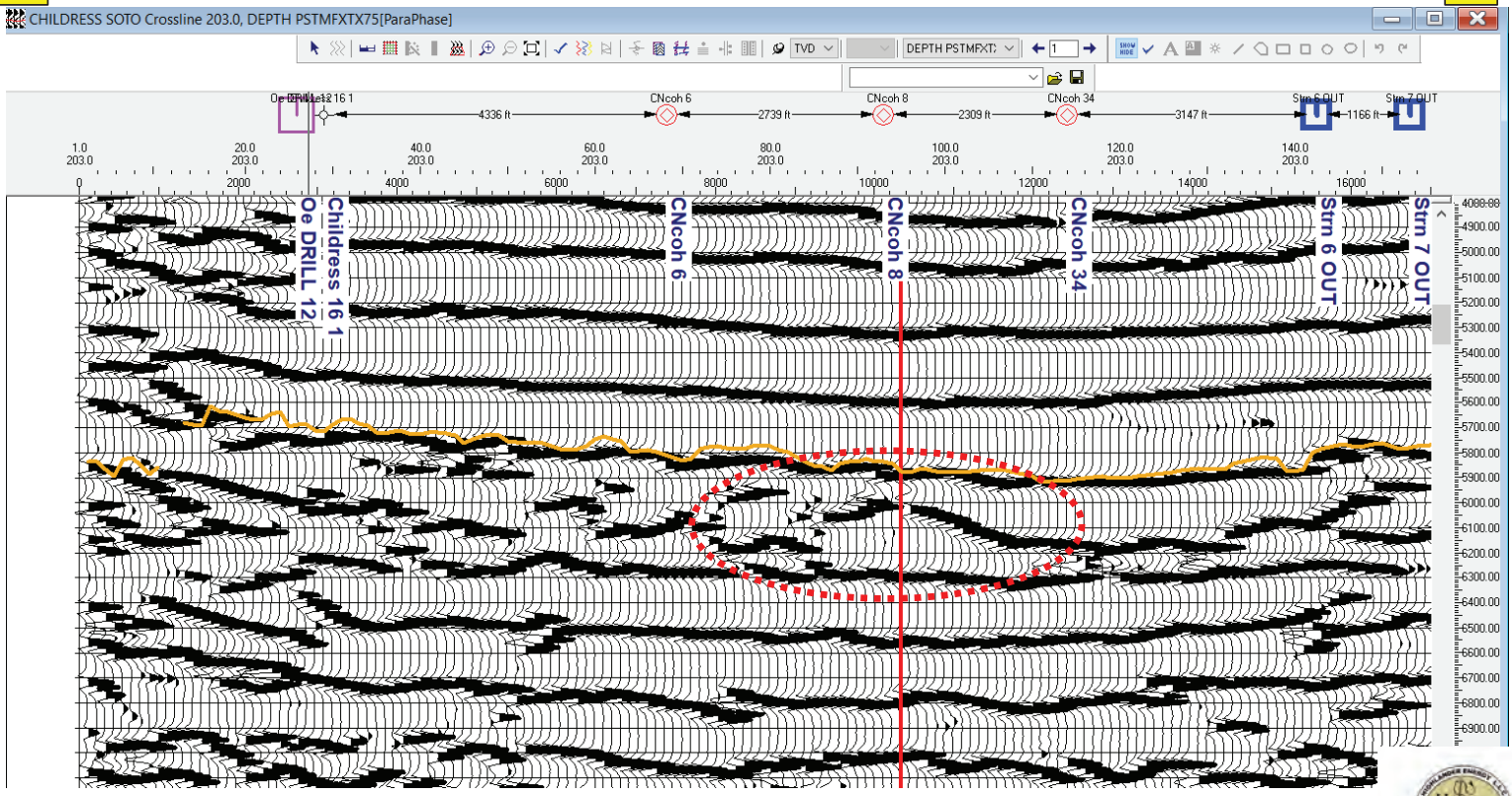

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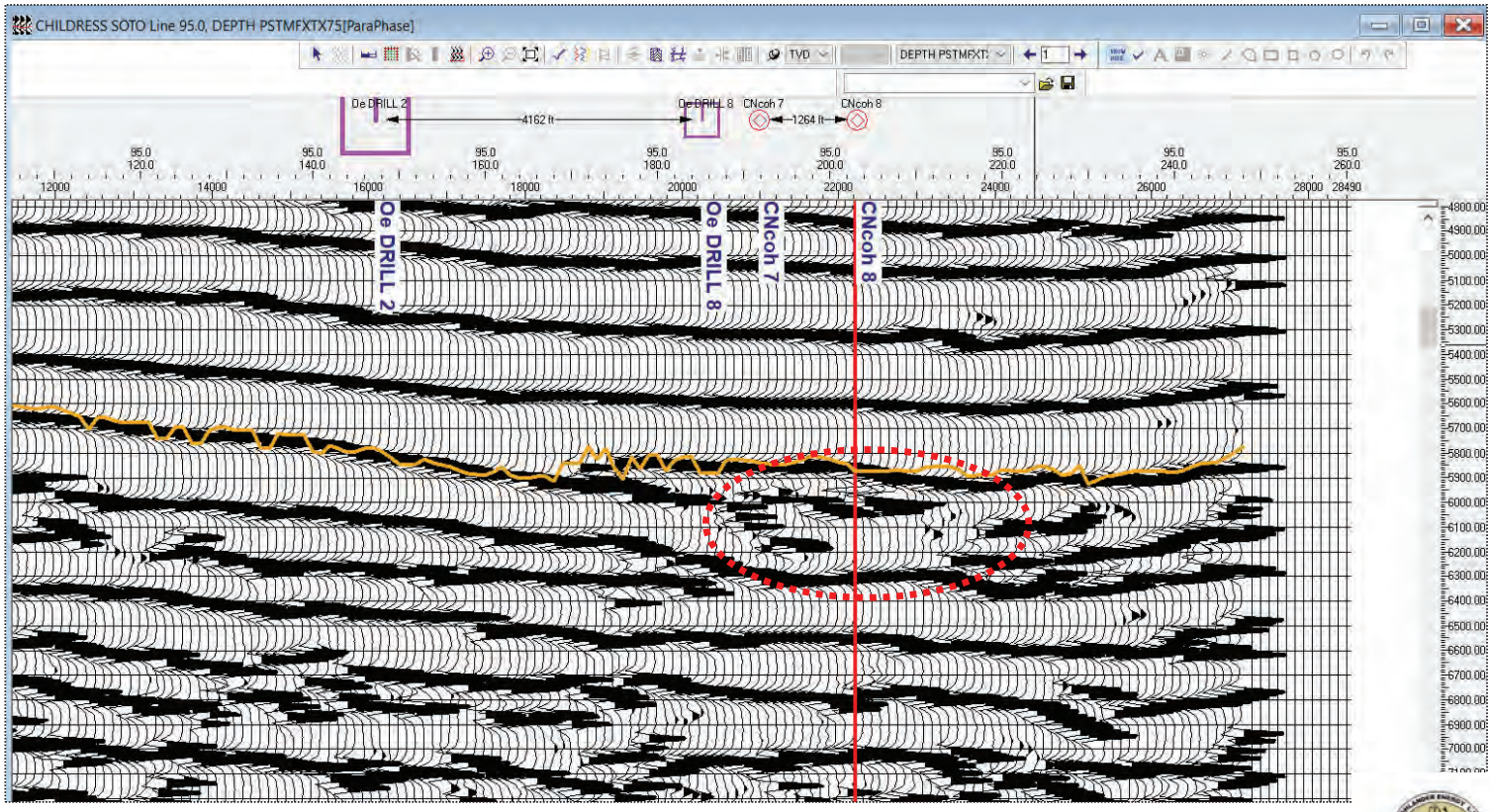

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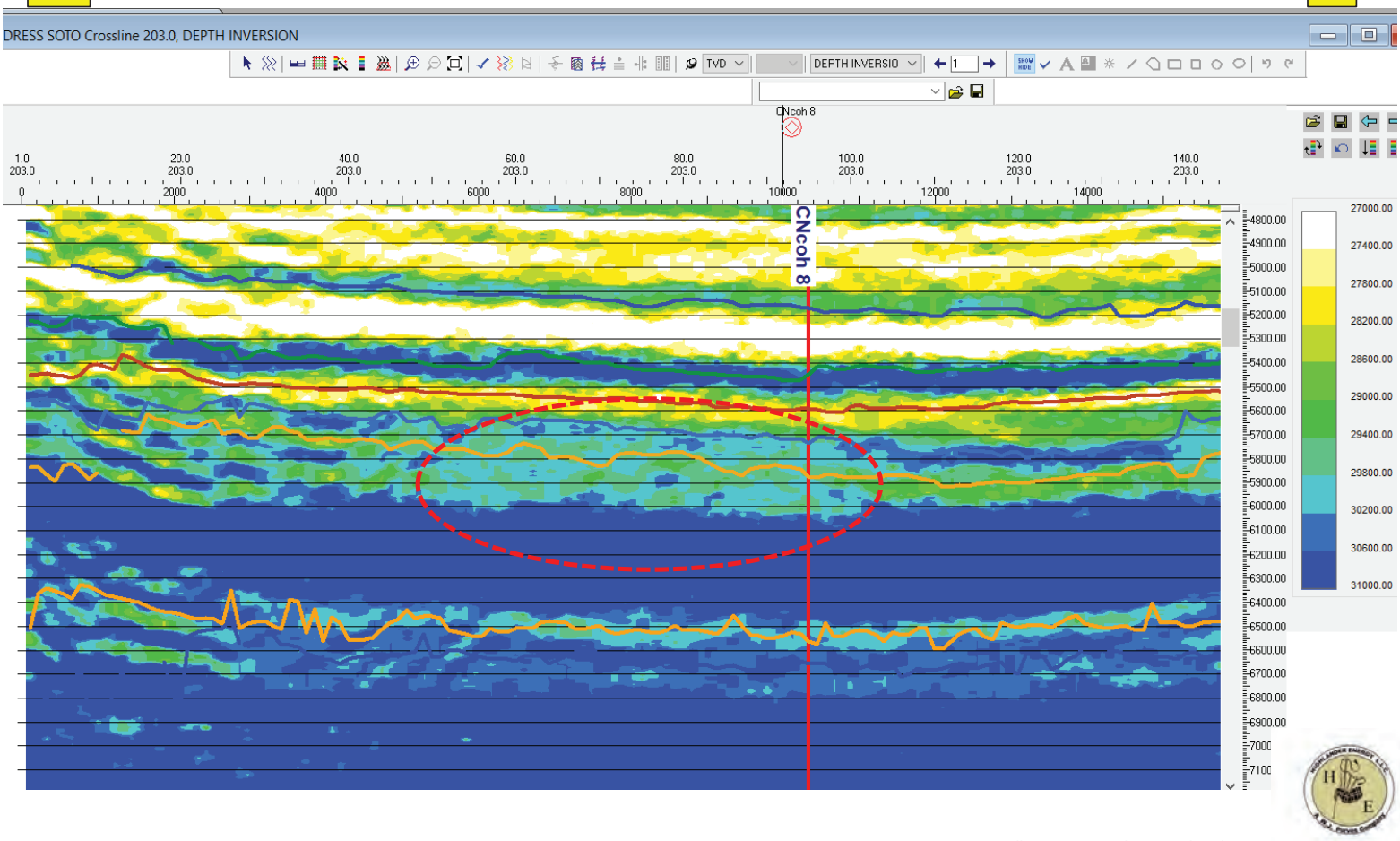

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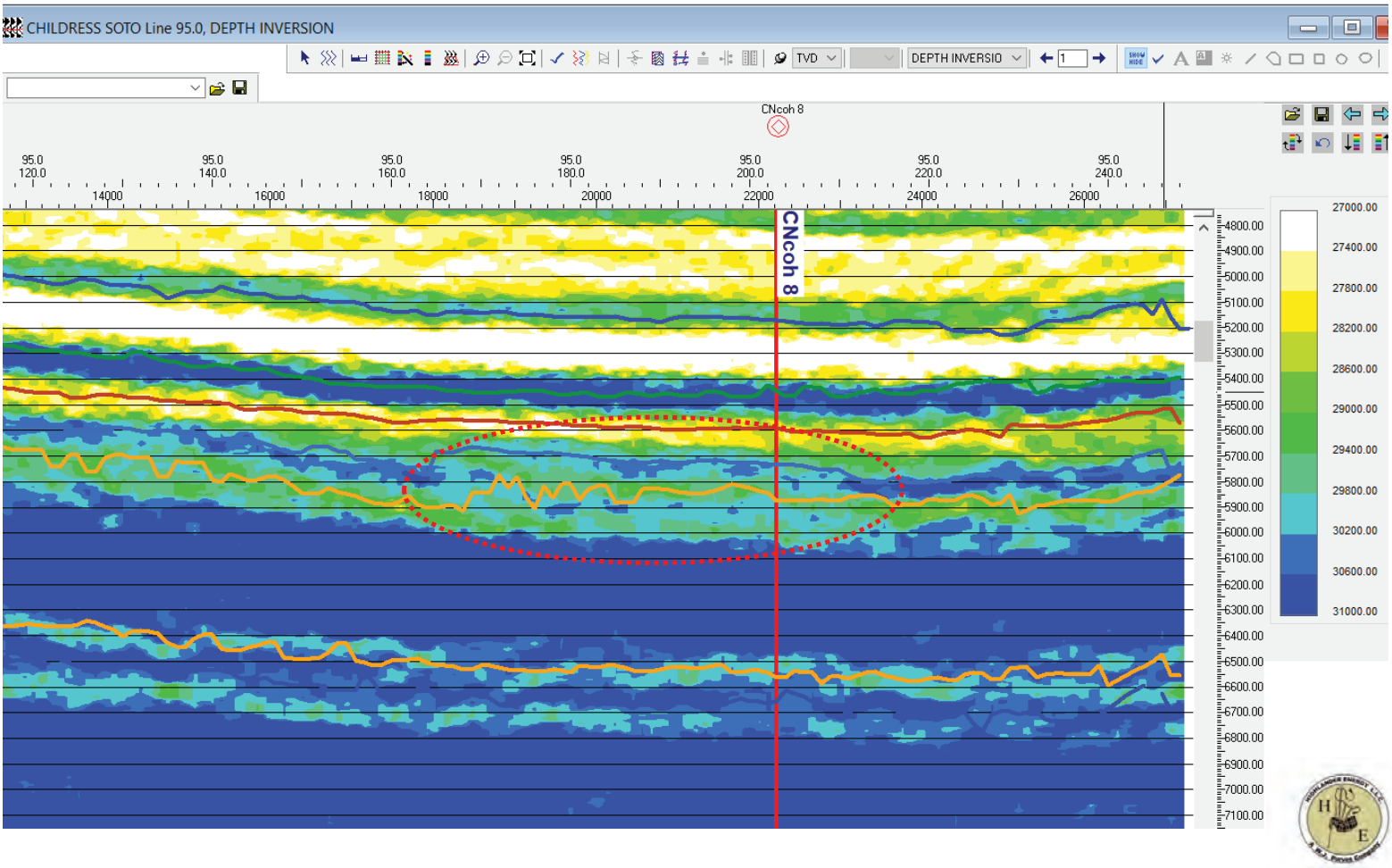

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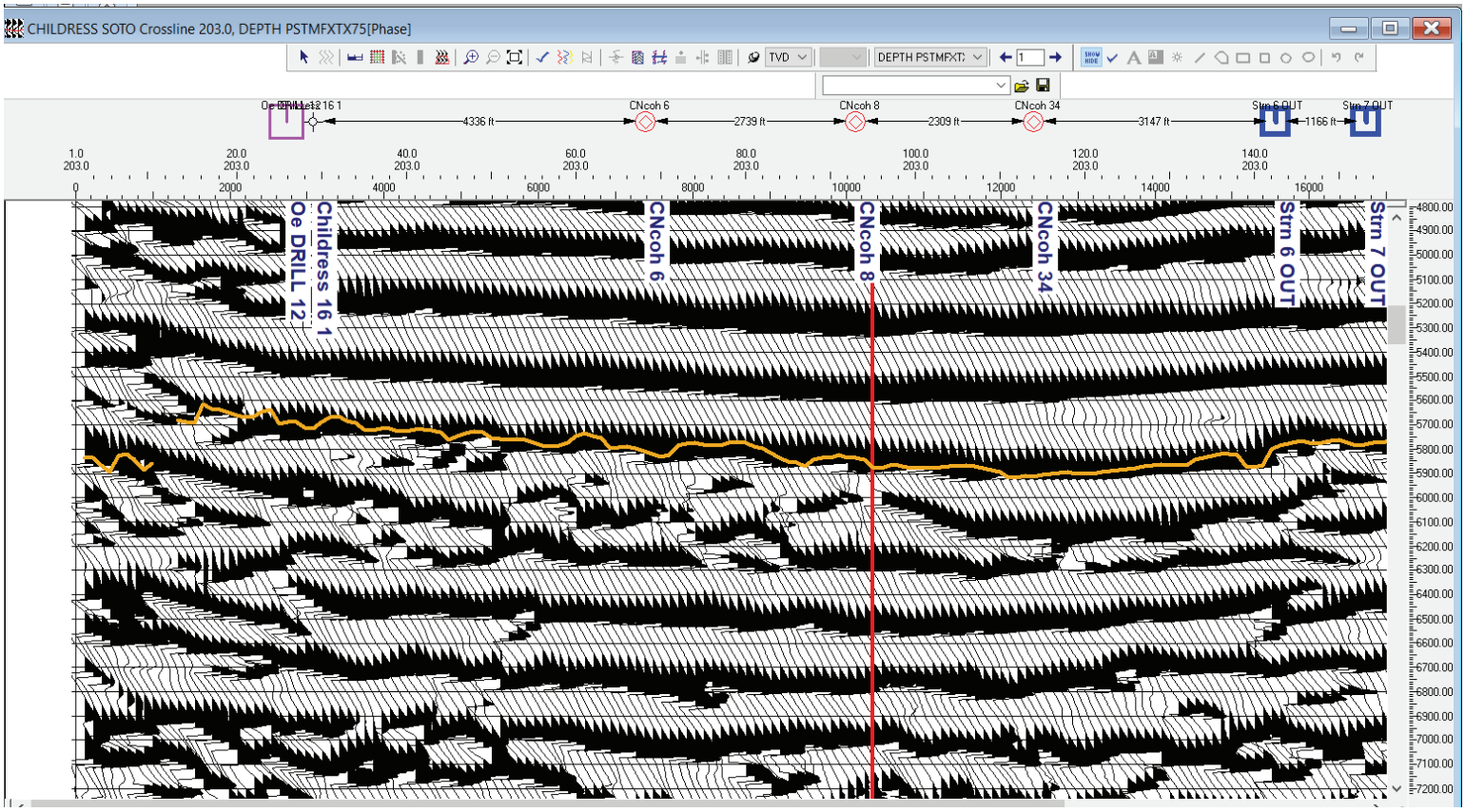

TARGET CNcoh8-PHASE DISPLAY-LINE 95

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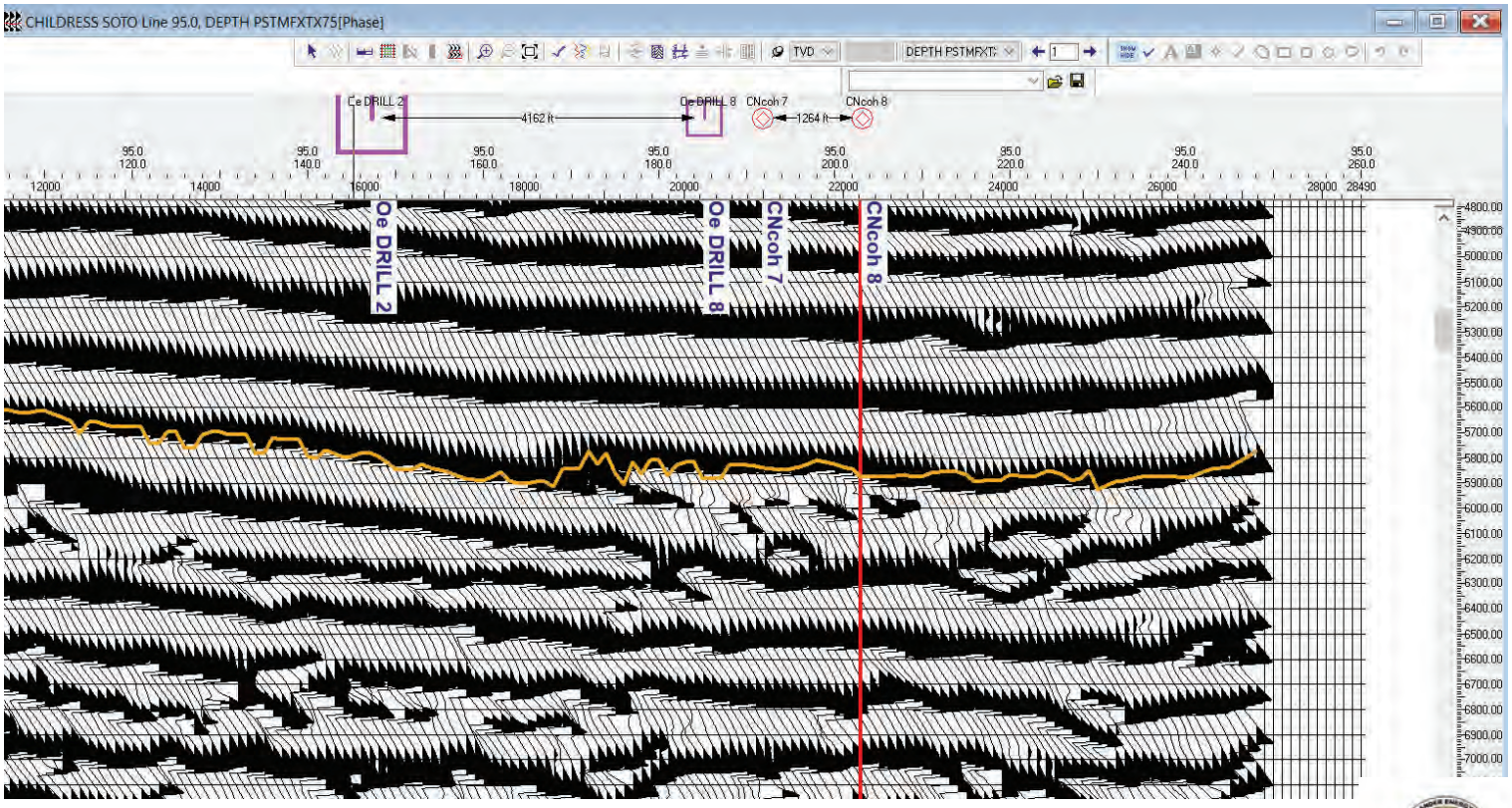

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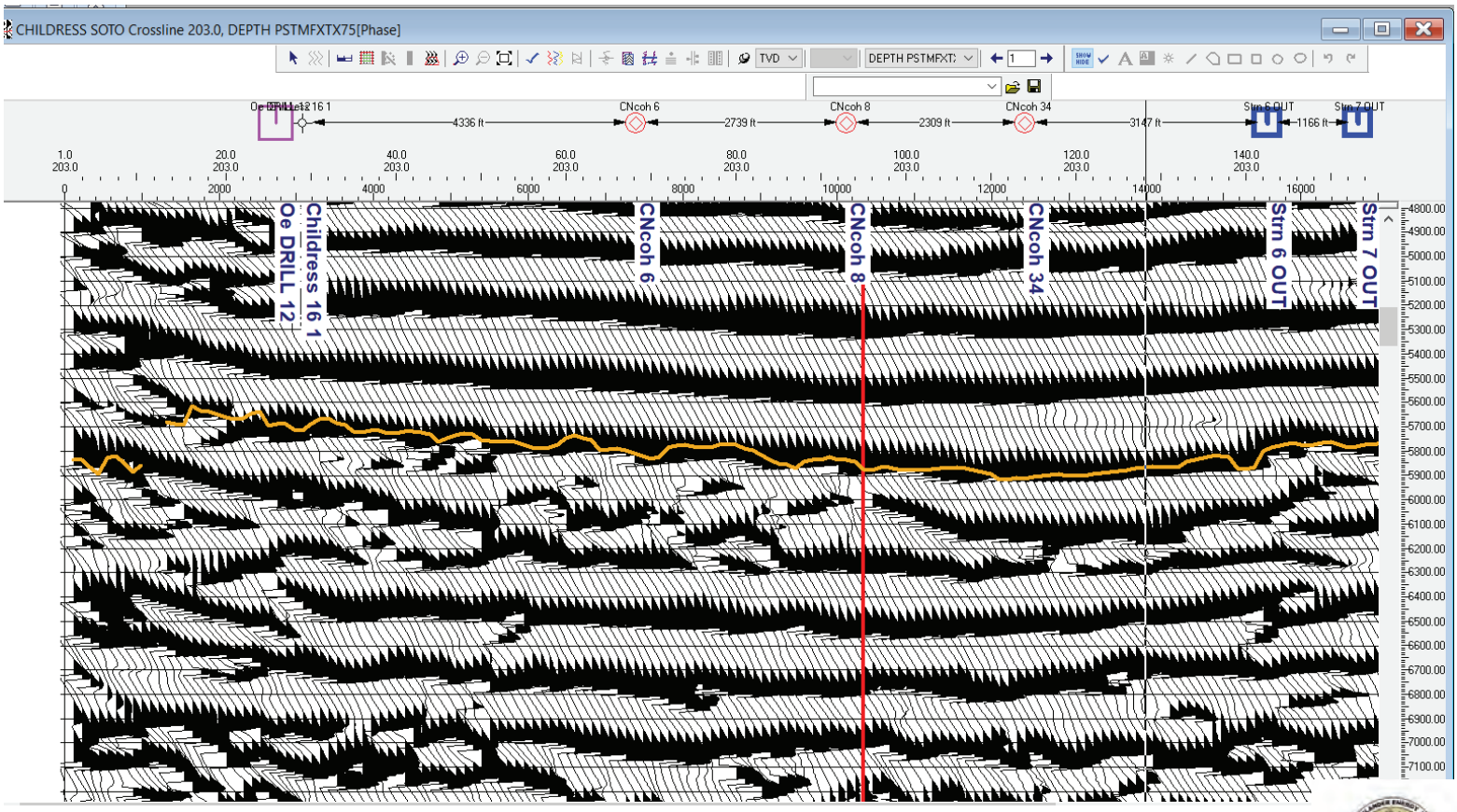

Appendix to Sunny Sahota Declaration 0116

TARGET CNcoh8-PSEUDO RELIEF DISPLAY-LINE 95

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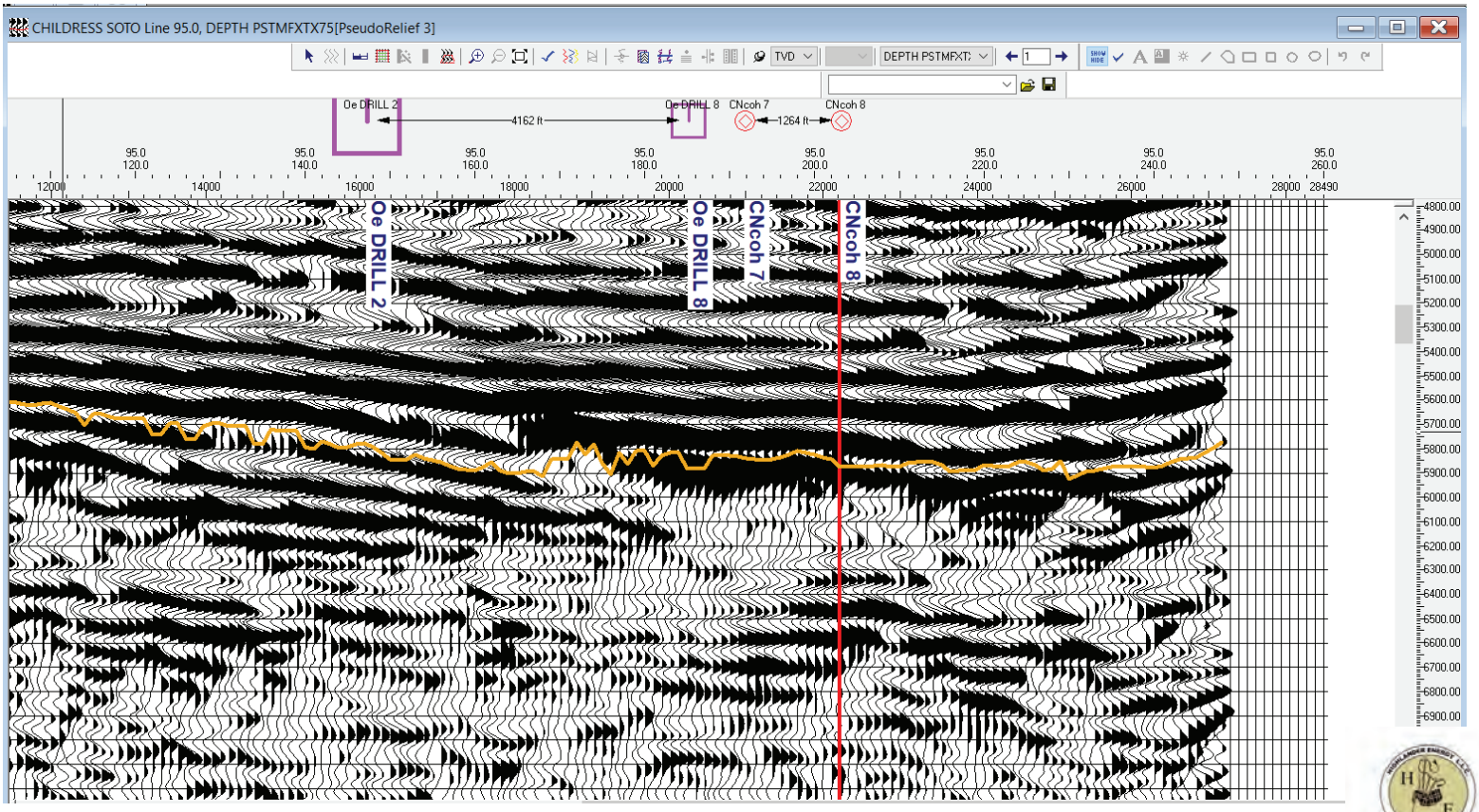

Appendix to Sunny Sahota Declaration 0117

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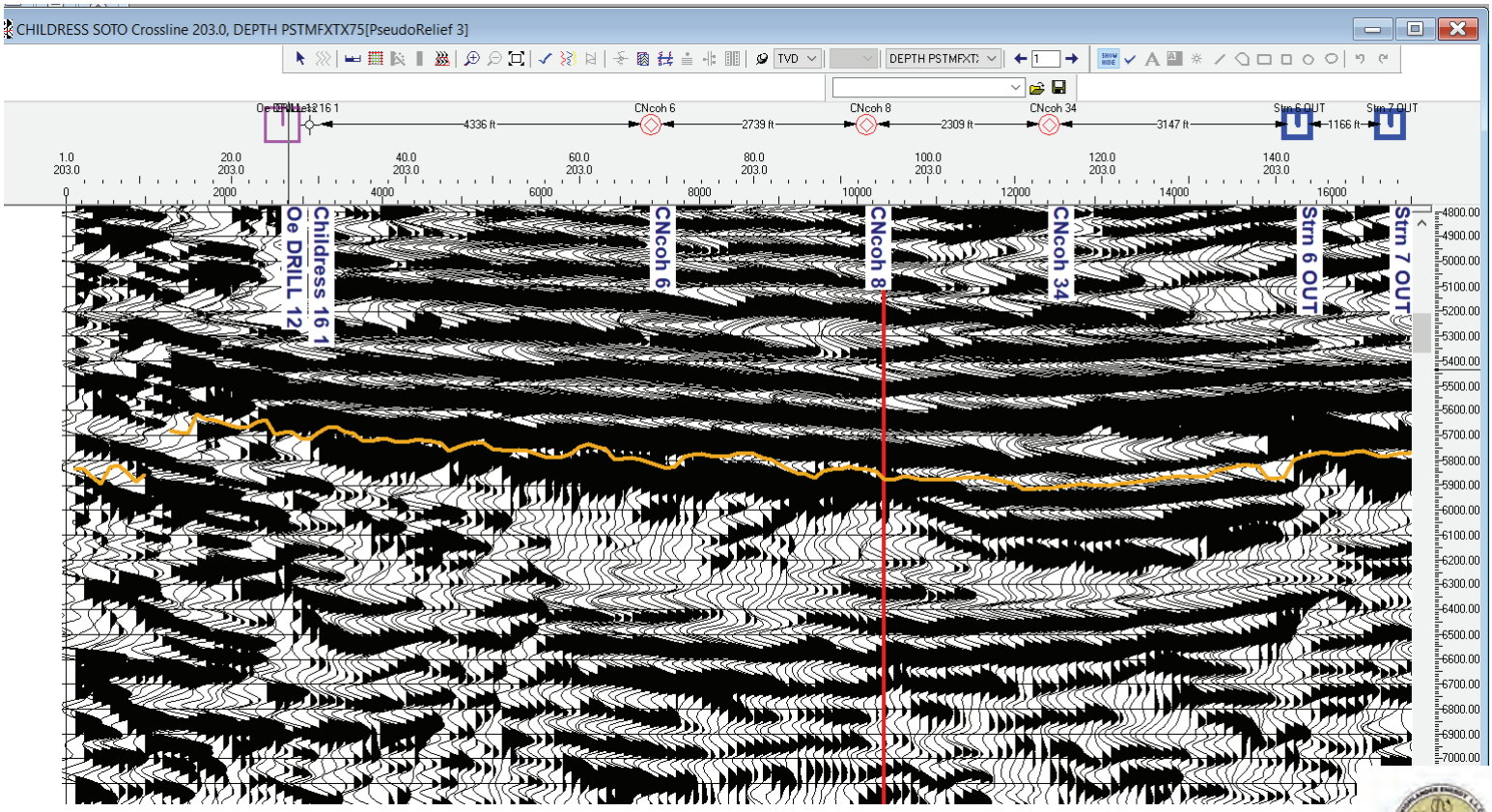

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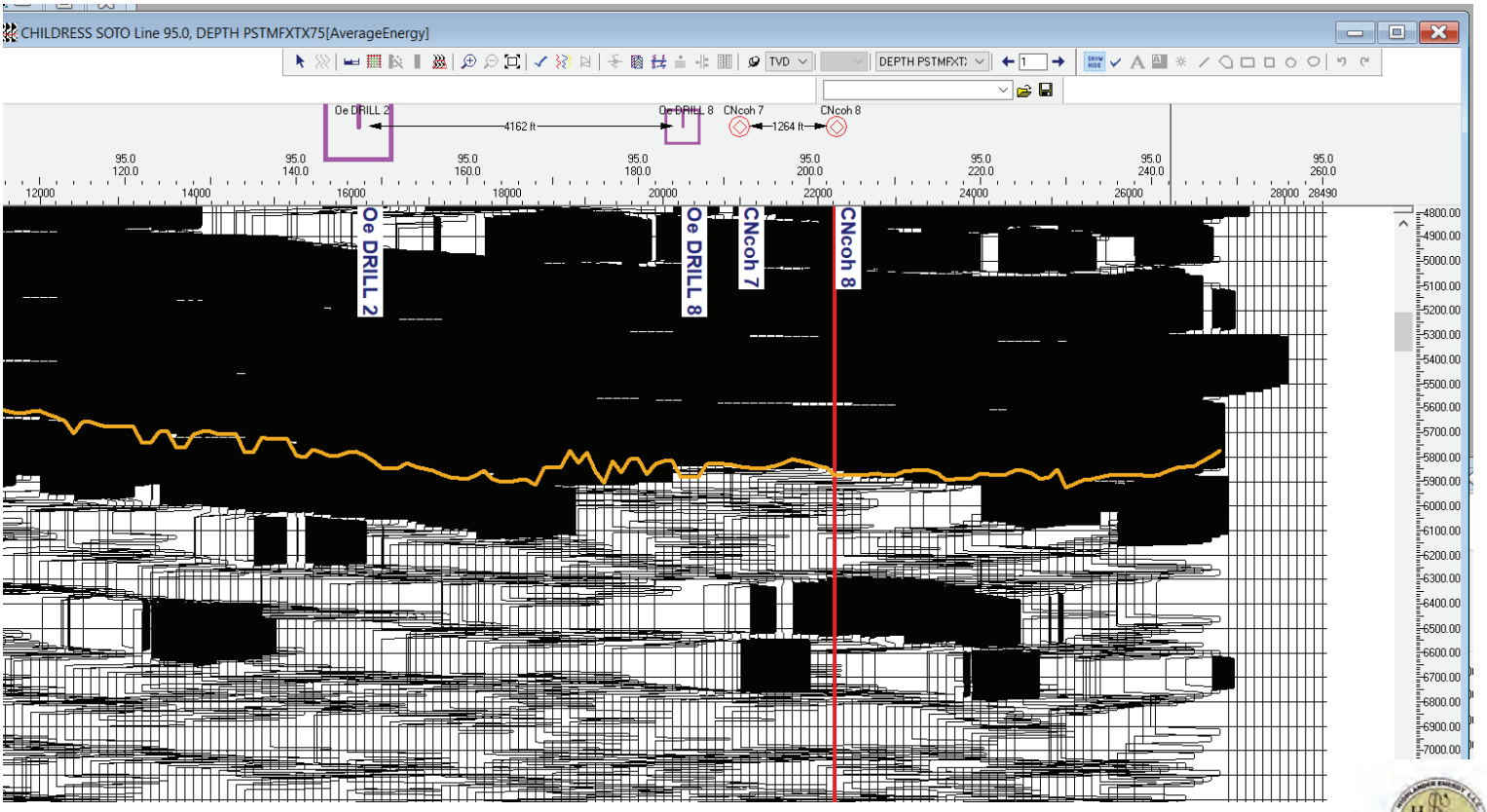

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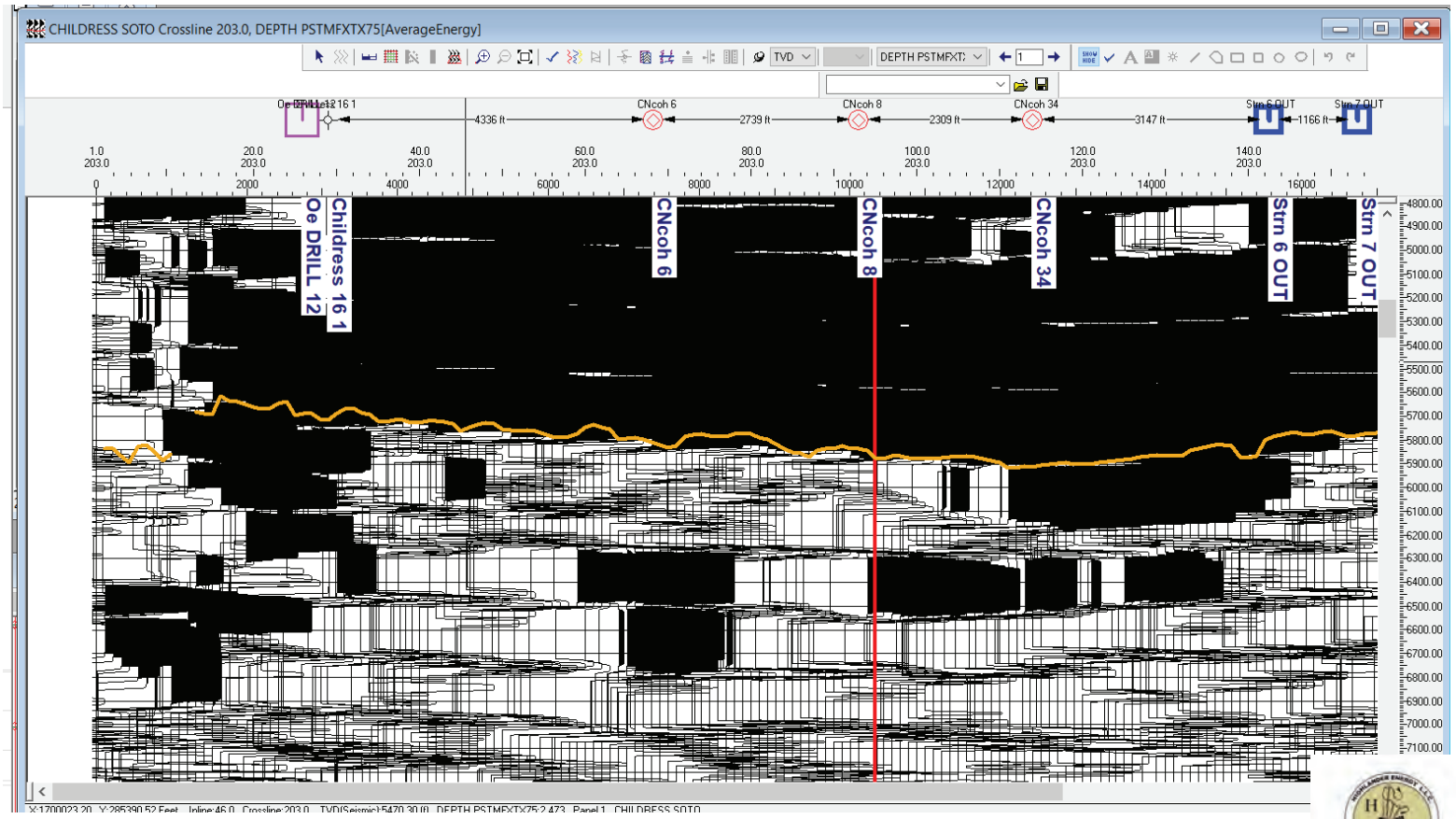

TARGET CNcoh8-ROTATE (0) DISPLAY-LINE 95

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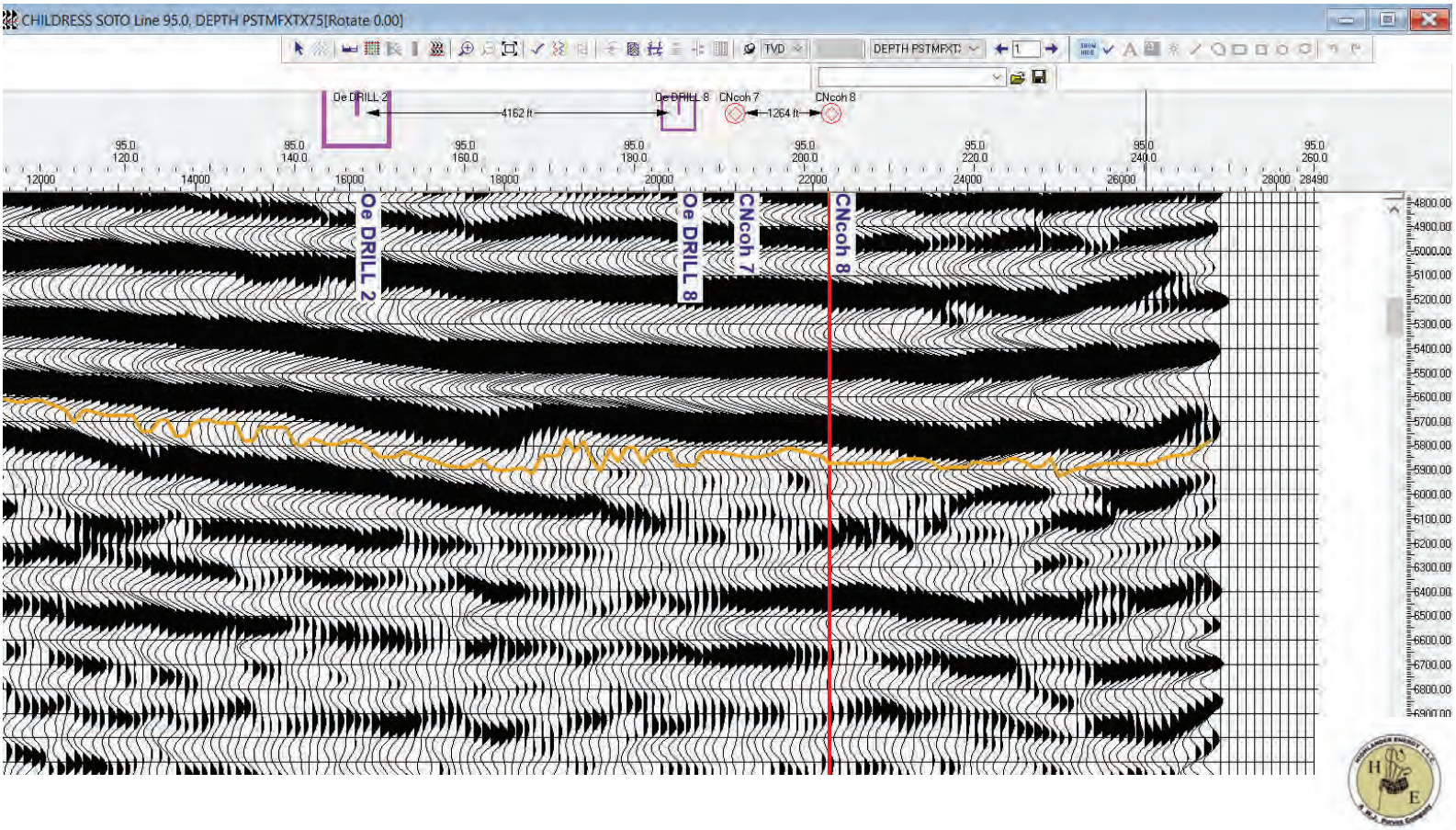

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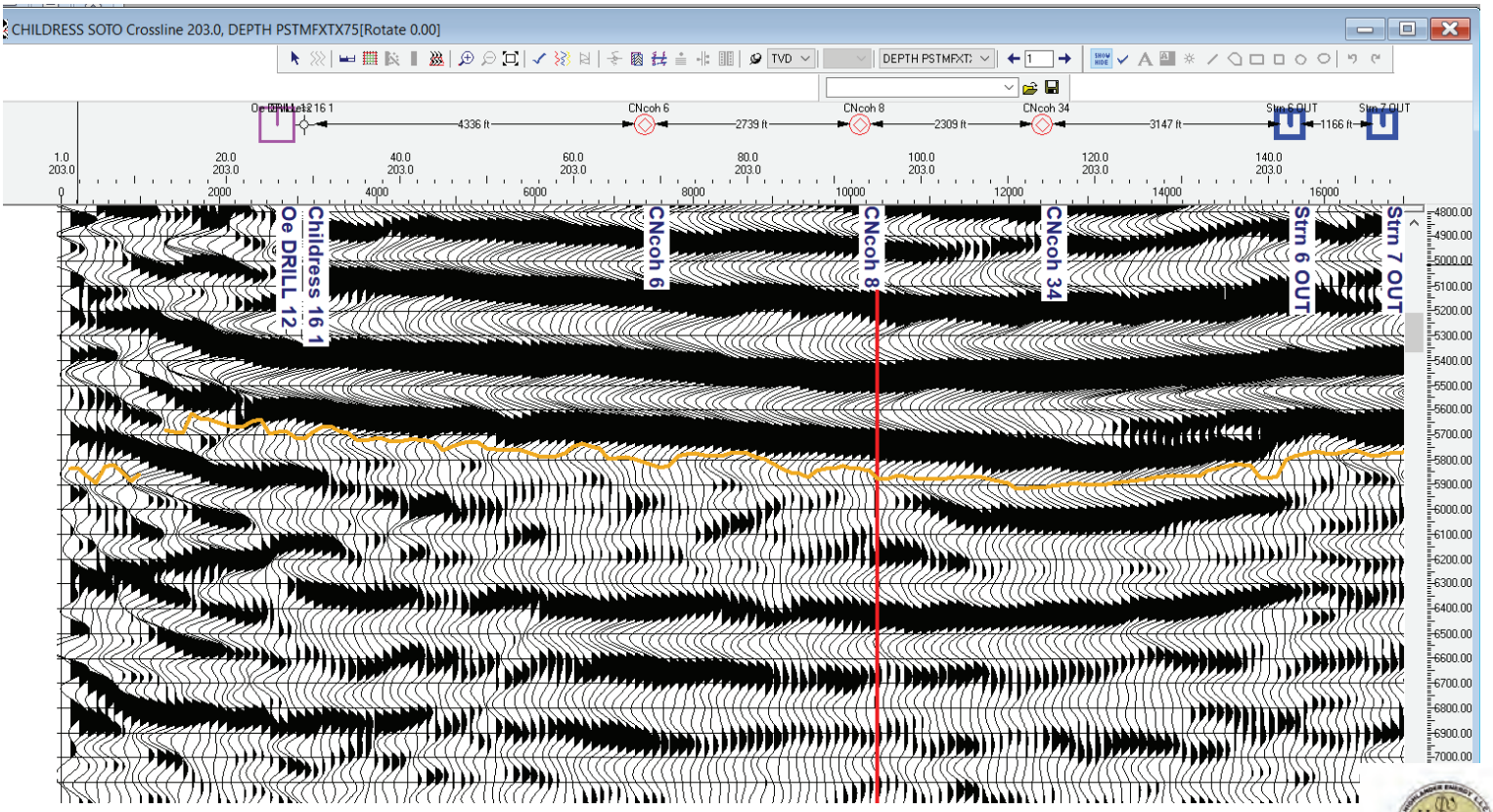

TARGET CNcoh8-ROTATE (90) DISPLAY-LINE 95

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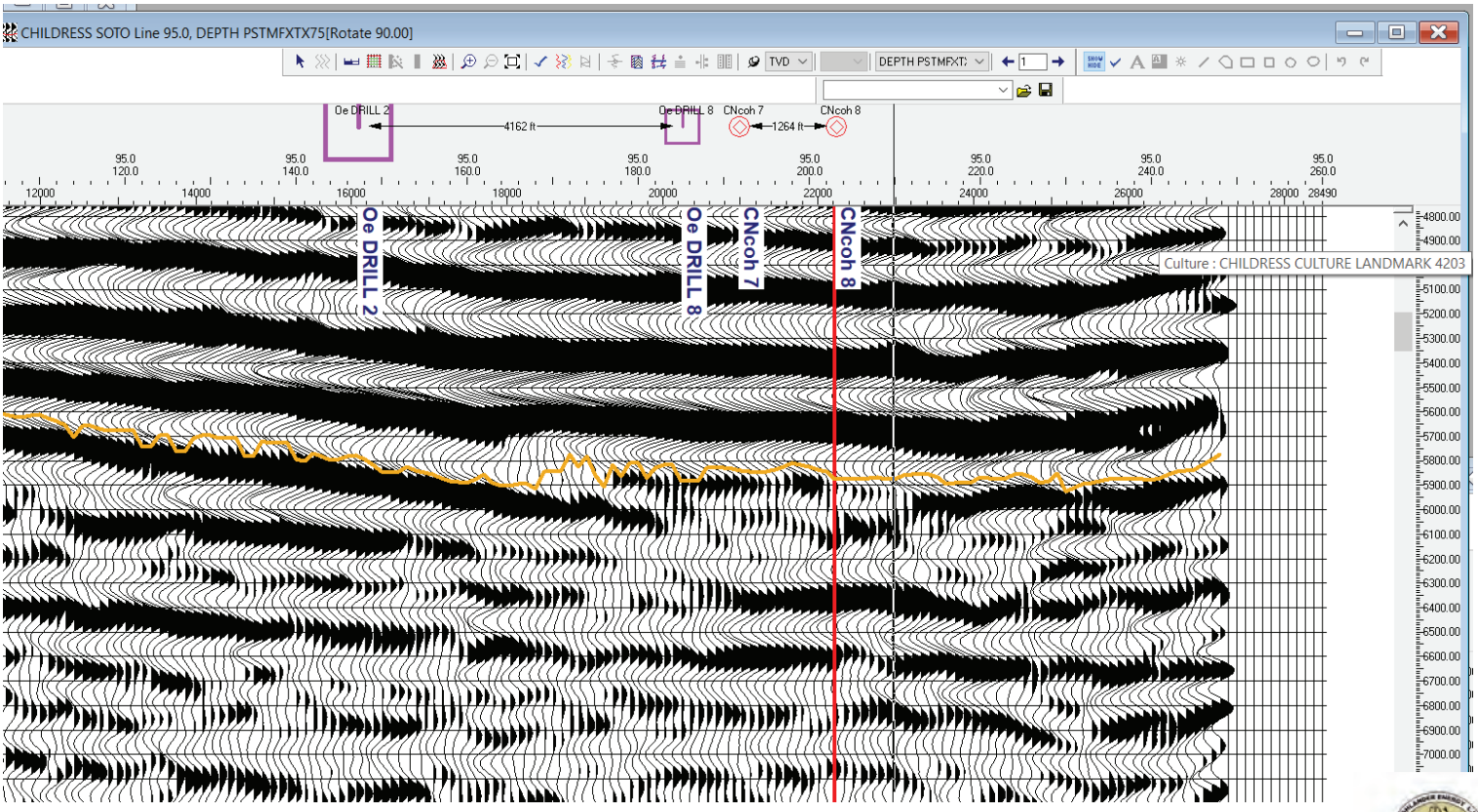

TARGET CNcoh8-ROTATE (90) DISPLAY-XL 203

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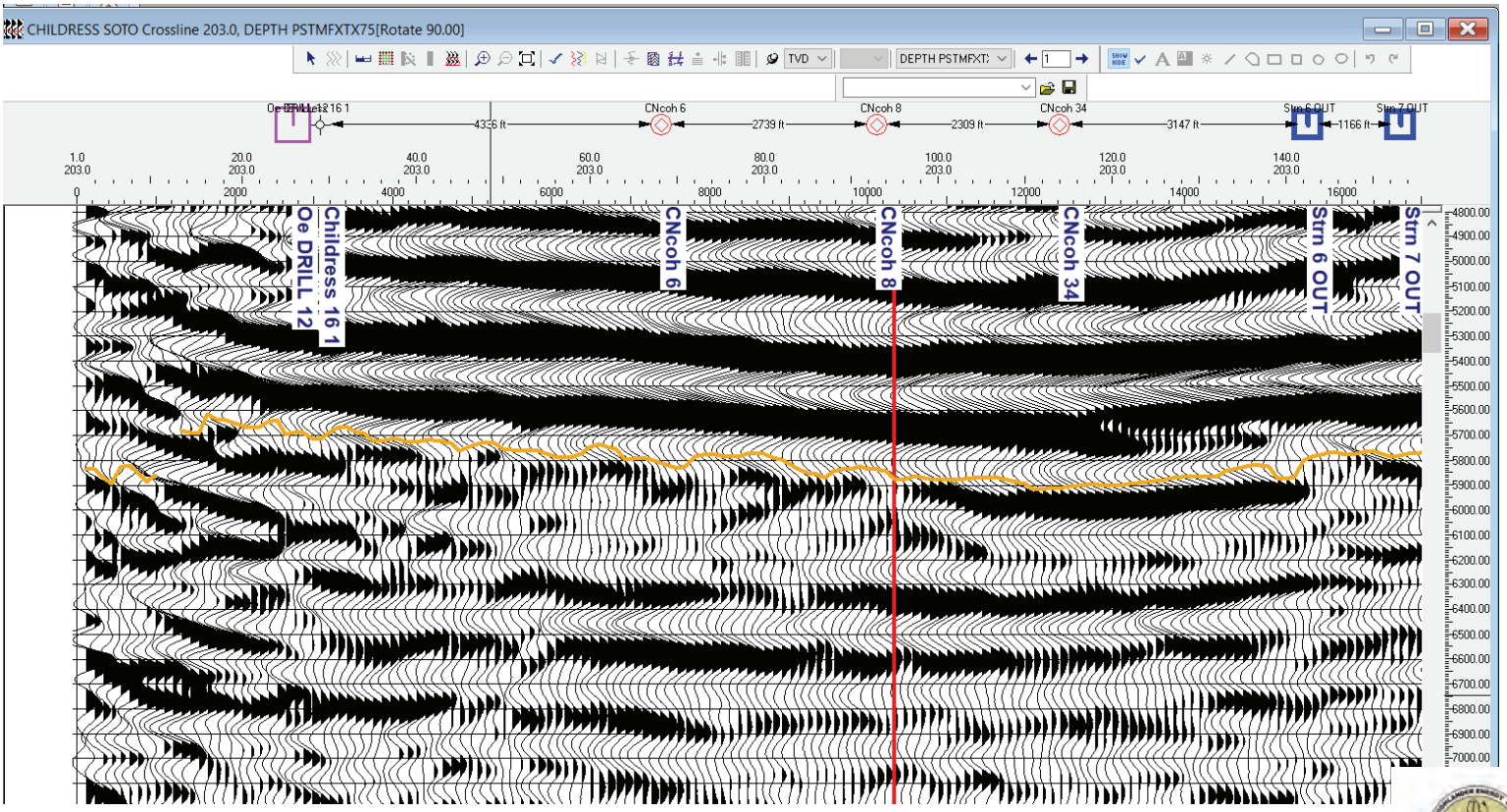

TARGET CNcoh8-ENVELOPE DISPLAY-XL 203

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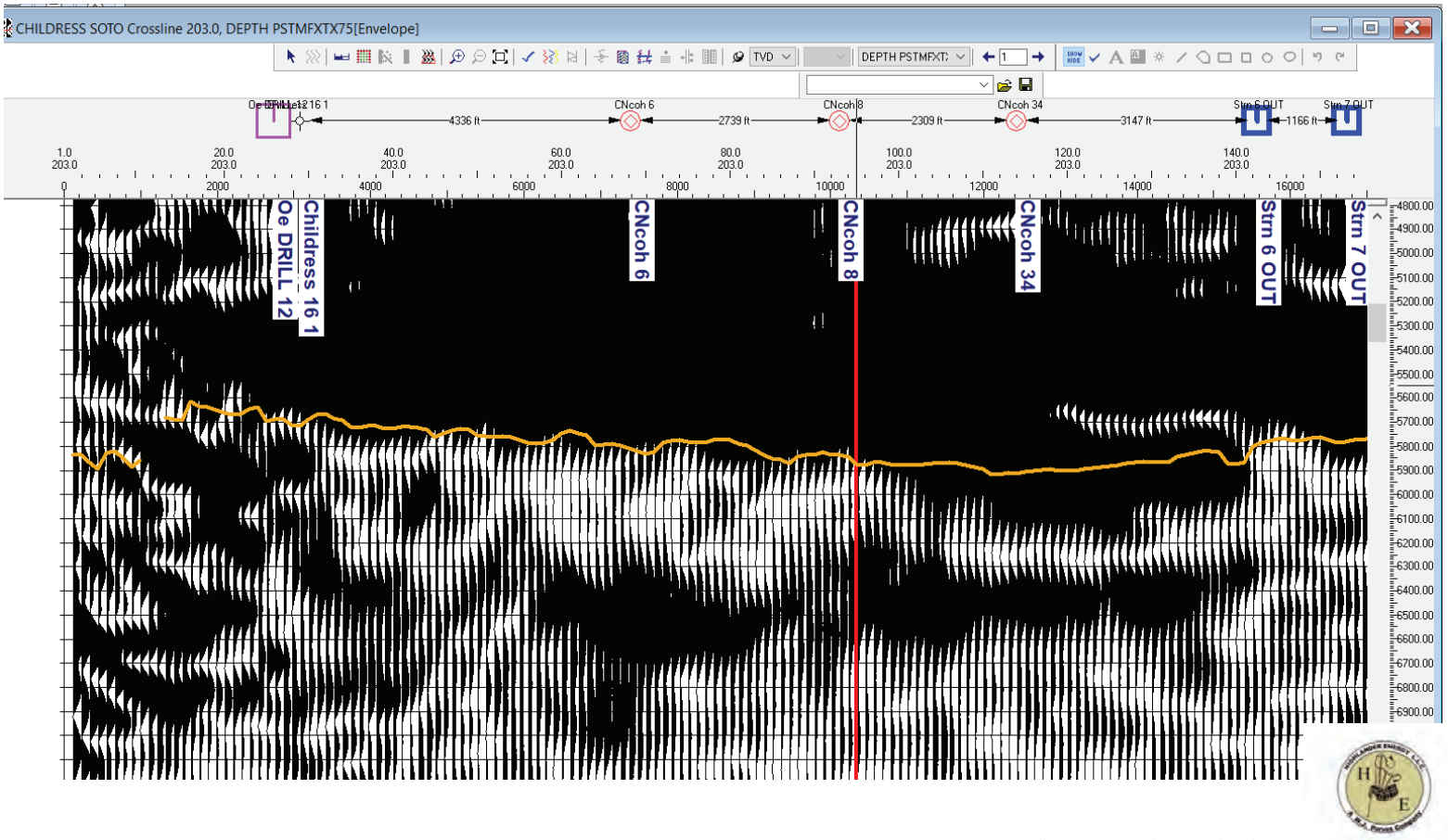

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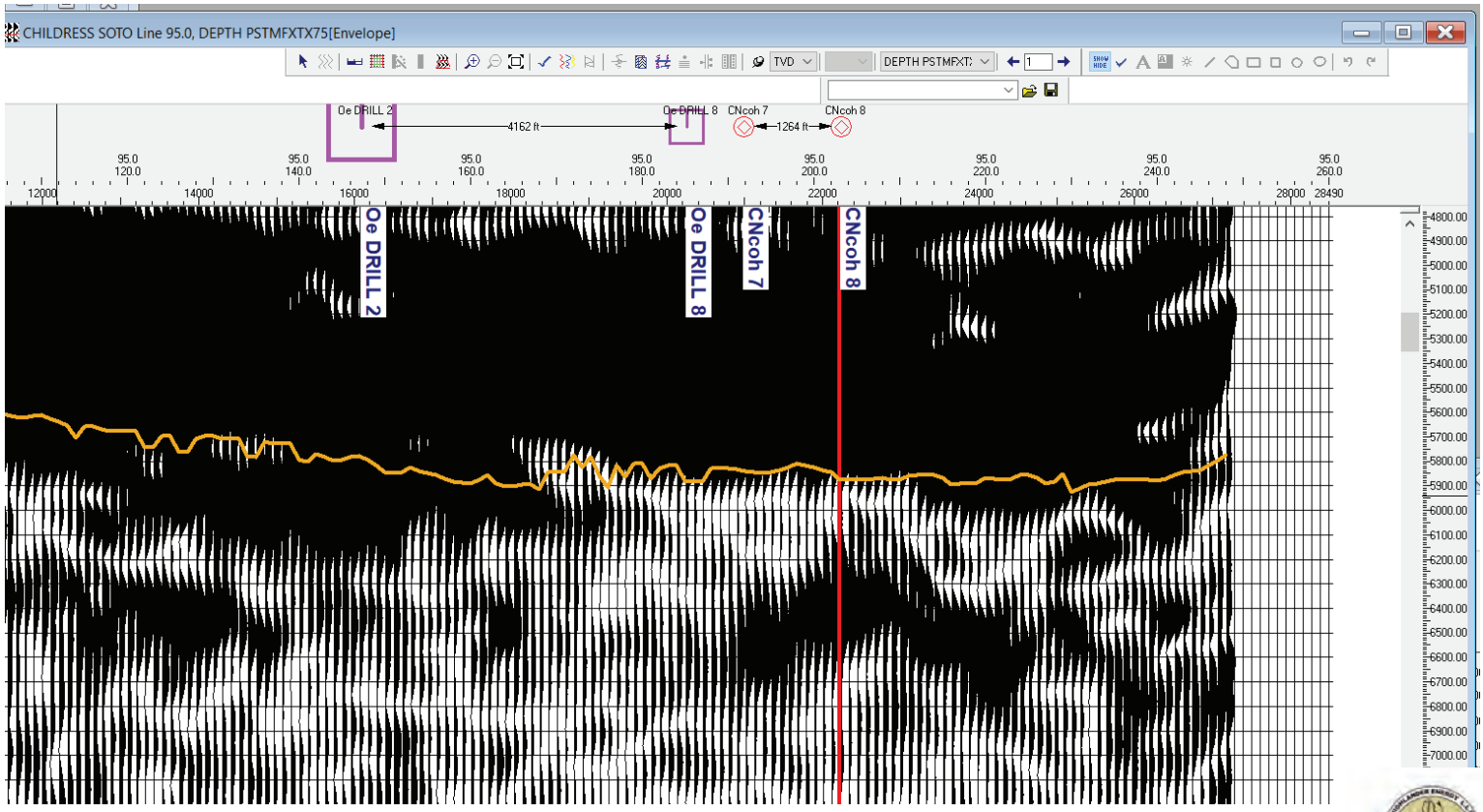
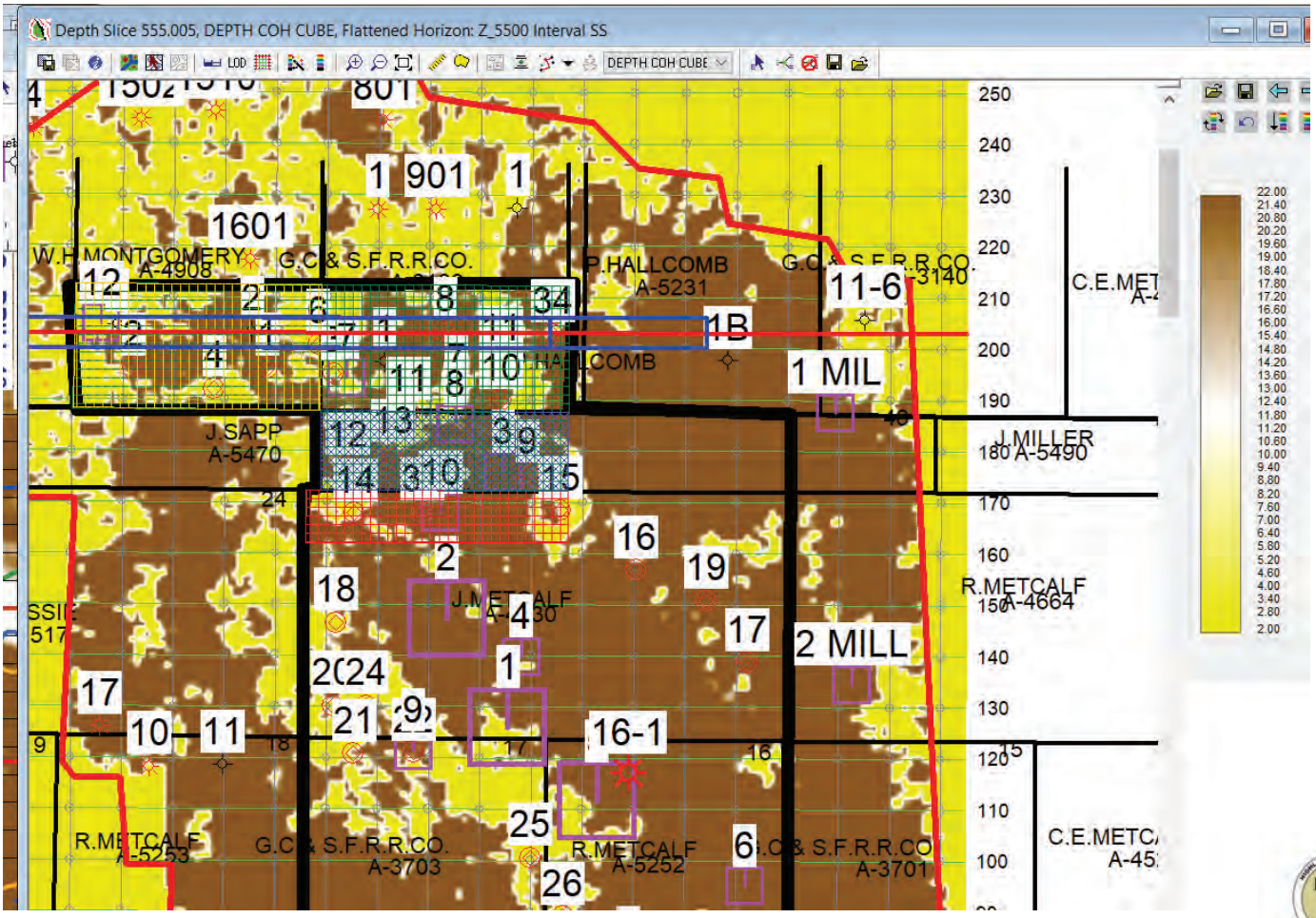
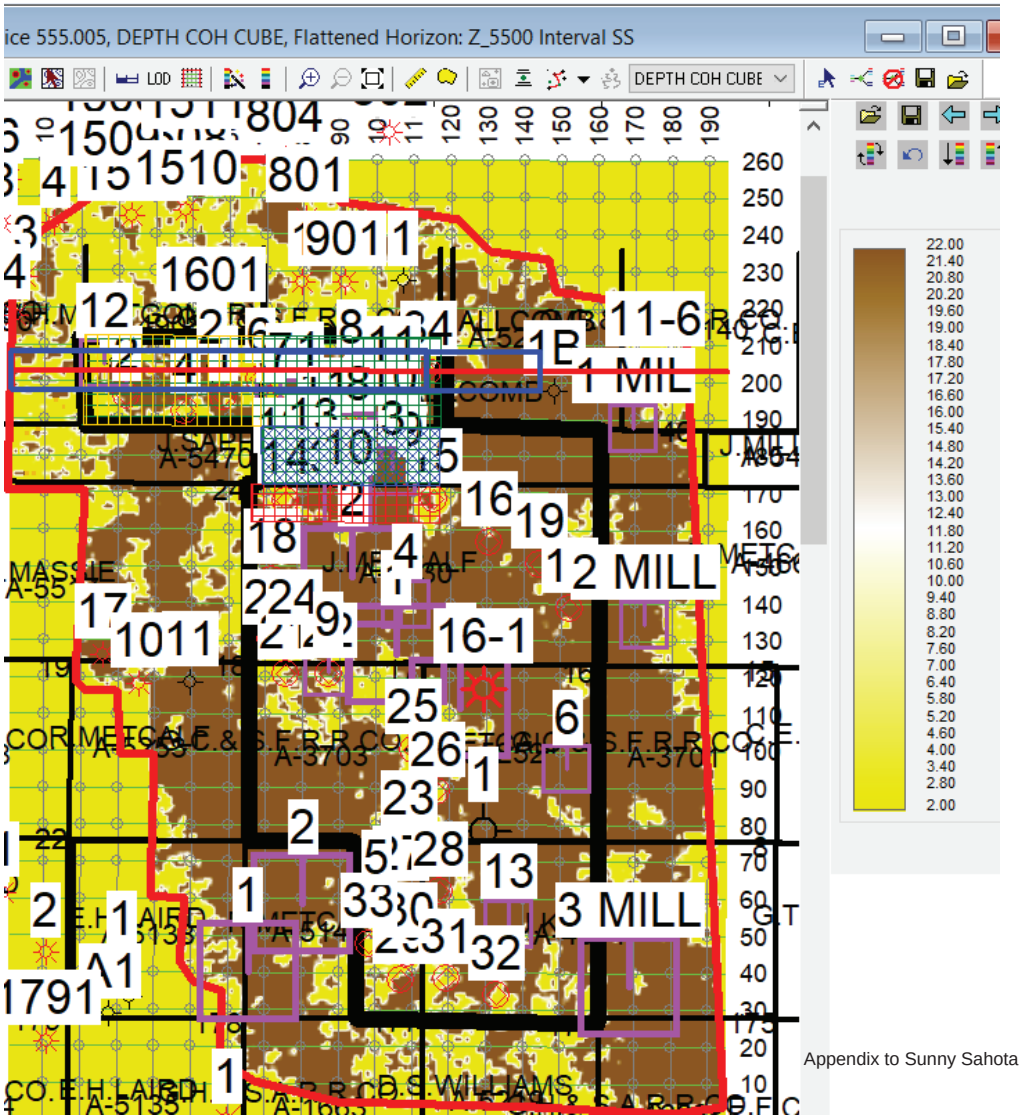


COHERENCY DEPTH SLICE 555 FT BELOW 5500 FLATTENED DEPTH HORIZON



Appendix to Sunny Sahota Declaration 0127

COHERENCY DEPTH SLICE 555 FT BELOW 5500 FLATTENED DEPTH HORIZON



Boyce Declaration

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

UNITED STATES SECURITIES AND EXCHANGE COMMISSION,	§	
Plaintiff,	§	
v.	§	CIVIL ACTION NO. 4-21CV-1310-O
THE HEARTLAND GROUP VENTURES, LLC, et al.,	§	
Defendants,	§	
and	§	
DODSON PRARIE OIL & GAS LLC, et al.	§	
Relief Defendants.	§	

DECLARATION OF RICHARD G. BOYCE

1. My name is Richard G. Boyce. I am over the age of 18, competent to make this declaration, and have personal knowledge of the facts stated herein.

2. I hold a BS in Geophysical Engineering from the Colorado School of Mines and am a registered Professional Geoscientist (Texas #2179). I have more than 40 years of experience in exploration and production, reservoir studies and evaluations of foreign and domestic oil and gas fields. My CV as of 2010 can be found on page 17 of Exhibit A to this Declaration.

3. Attached as Exhibit A to this Declaration is my Economic Evaluation of Petro Grande LLC leases located in: Childress/Soto Prospect, Crockett County, Texas (the "Report").

4. In my Report, I estimated the net reserves, future annual production, and future net income attributable to a leasehold interest in 4,807 acres in Crockett County, Texas then held by Petro Grande, LLC, known as the Childress/Soto Prospect.

5. In preparing my Report, I relied upon 3D seismic data on the relevant properties and applied industry-standard methodologies.

6. My Report concludes that as of May 2010 there were estimated probable-undiscovered gas reserves of more than 168,000 MMCF in place. Using gas prices ranging from $4.40 to $6.40 per MCF, I estimated future net income (discounted by 10% to net present values as of May 2010) ranging from $276,429,000 to $460,404,000.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: 2/4/2022

Richard G. Boyce

dB, LLC
Petroleum Advisory Services
www.dbgeo.com

Mr. Abe Janz
President
Petro Grande, LLC
13465 Midway Rd.
Suite 114, LB 10
Dallas, TX 75244

May 5, 2010

Subject: **Economic Evaluation of Petro Grande LLC leases located in: Childress/Soto Prospect, Crockett County, Texas**

Dear Mr. Janz:

We have prepared estimates of the net reserves, future annual production and future net income attributable to the leasehold interest (4,807 acres) controlled by Petro Grande, LLC over the subject properties as of May 1, 2010. The properties evaluated in this review are located in Crockett County, Texas.

The summary of Net Oil and Gas Assessment Values and the Discounted Net Present Value are presented in the table shown below. Since no producing wells are present on the properties as of the date of this report, all values in the tables below are classified as PROBABLE-UNDISCOVERED using the standardized terms of classification as outlined by the SPE. The Net Present Values are calculated using a 10% discount factor, calculated at the middle of each year using an "AS OF" Date of MAY 1, 2010. A detailed summary report of all properties is included in Appendix A, proforma decline curves are presented in Appendix B and individual properties are presented in Appendix C.

PETRO GRANDE, LLC
OIL AND GAS ASSESSMENT VALUES TABLE
As of May 1, 2010

PROBABLE – UNDISCOVERED *ELLENBURGER/STRAWN/CANYON COMBINED*	$4.40/MCF	$5.40/MCF	$6.40/MCF
Gross Wells	77	77	77
Net Gas, MMCF	168,445	169,456	170,151
Net Revenue ($000)	741,156	915,061	1,088,967
Expenses ($000)	59,034	63,466	67,143
Investments ($000)	110,150	110,150	110,150
Future Net Income ($000)	497,857	649,939	802,777
Future Net Inc-10% DF – ($000)	**276,429**	**368,322**	**460,404**

dB, LLC
Petroleum Advisory Services
www.dbgeo.com

Richard B. Boyce
Partner

RESOURCE ASSESSMENT CLASSIFICATION

The undiscovered resource assessment classification of "PROBABLE" utilized in this report conforms to the guidelines specified by the SPE, AAPG, WPC and SPEE. As published in March 2007 in their report entitled "Petroleum Resources Management System", the SPE defines Probable Reserves as "those additional Reserves which analysis of geoscience and engineering data indicate are less likely to be recovered than Proved Reserves, but more certain to be recovered that Possible Reserves."

The guidelines then go on to elaborate, "It is equally likely that actual remaining quantities recovered will be greater than or less than the sum of the estimated Proved plus Probable Reserves (2P). In this context, when probabilistic methods are used, there should be at least a 50% probability that the actual quantities recovered will equal or exceed the 2P estimate. Probable Reserves may be assigned to areas of a reservoir adjacent to Proved where data control or interpretations of available data are less certain. The interpreted reservoir continuity may not meet the reasonable certainty criteria. Probable estimates also include incremental recoveries associated with project recovery efficiencies beyond that assigned for Proved."

COMMODITY PRICES

Future hydrocarbon revenues were estimated using three fixed pricing scenarios for natural gas prices for the life of the project. Economic models were run using a price of $4.40/mcf, $5.40/mcf and $6.40/mcf. No escalations were applied to the pricing over the life of the project. No differentials were applied to the prices and the gas was not adjusted for BTU content, shrinkage, marketing or transportation costs. There is no consideration for any natural gas hedging strategy.

Based upon the Assessment Values profiled in this report, 100% of the Total Net Future Income is derived from natural gas production. No value has been given to any produced NGL that might be associated with the natural gas streams produced from the properties. Carbon Dioxide (CO_2) is known to exist in the Ellenburger Formation in this area of West Texas. Concentrations of CO_2 cannot be accurately estimated until such time as wells have been completed and the resulting concentrations can be measured. No shrinkage factor or discount based on CO_2 processing cost has been applied to any of the production forecasts in this report. It is estimated that between 5% and 10% of the gas volume produced from the Ellenburger Formation might be CO_2. No CO_2 has ever been observed in the Strawn or Canyon Formations.

RESOURCE ASSESSMENT METHODOLOGY

The estimated Probable Resource Assessment values which are the subject of this report were calculated by extrapolation of historical production data using standard engineering practices generally accepted by the petroleum industry. The source of this commercially available historical production data was IHS Energy, Inc. who derives their database from production

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Petroleum Advisory Services
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reported to the Texas Railroad Commission. Decline curve analysis was used to estimate the gas reserves to be expected from pressure depletion reservoirs utilizing and average of a statistically significant number of analogous wells with enough production history to establish average decline trends.

SUMMARY OF DECLINE CURVE FACTORS UTILIZED

Based on our geological and geophysical assessment (please see full technical discussion found later in this document) and a statistical review of the distribution of production in the Canyon, Strawn and Ellenburger formations of several fields in the Val Verde Basin, we have modeled the following pro-forma decline curves in the economics presented in this report. Graphs of the proforma decline curves are included in Appendix B.

Formation	# of Wells	Initial Rate (mcfpd)	Annual Decline Rate	EUR/well
Canyon	50	500	20%	0.790 BCF
Strawn Average	15	1,000	18%	1.795 BCF
Strawn Exceptional	3	3,400	13%	8.763 BCF
Ellenburger Average	4	4,000	13%	10.314 BCF
Ellenburger Exceptional	2	25,000	17%	48.282 BCF

The estimated future reserves should not be considered exact quantities because these values are projected based on an average of the observed production decline curve derived from actual production history. The actual recovered reserves may vary from the projections in this report due to a wide range of circumstances. Future prices for hydrocarbons and operating costs are two major factors that will determine if future reserves can be economically produced.

Oil and Condensate volumes have been expressed in the standard 42 gallons per barrels. The gas volumes are expressed in thousands of cubic feet (MCF), at the official pressure and temperature base for the State of Texas.

SUMMARY OF INVESTMENTS/COST FOR ECONOMIC CALCULATIONS

Formation	Depth	Well Cost	Working Int.	Net Revenue Int.
Ellenburger	15,700'	$3,194,127	100%	75%
Strawn	12,500'	$2,489,235	100%	75%
Canyon	6,700'	$ 887,580	100%	75%

The Operating Costs for each of the wells was estimated by dB at a rate of $5,000/month per well which is considered on the high side of average for the area of operations which results in more conservative economics for the modeled results. The Operating Costs used in the economic calculations include the direct operating charges applicable to each well and allocated general and administrative overhead charges from the Operator. The economics also include Texas oil

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and gas production taxes and ad valorem taxes. The future Operating Costs were held constant for the economic life of each property.

The timing of the drilling investment in the economics makes the following assumptions:

- Starting in July 2010 one rig is utilized to drill a Canyon well every two weeks until such time as a total of 50 Canyon wells have been drilled by August of 2012.

- Starting in July 2010 one rig is utilized to drill an Ellenburger well (60 day duration), then that same rig is used to drill three Strawn wells (30 day duration/well) until a total of 18 Strawn wells (15 average, 3 exceptional) and 6 Ellenburger (4 average, 2 exceptional) wells have been drilled and completed through December 2013. In each case, first gas sales are then scheduled to occur thirty days after each well is drilled.

To date, Petro Grande has spent a total of $4,343,324 on leases and $4,526,843 for 3D seismic. Recovery of these sunk costs was not considered in the economics. Going forward, Petro Grande is required to spend an additional $2,400,000 in lease acquisition costs for the project which has been added as an additional investment of $300,000 that was assigned to the first eight (8) wells in the project.

Estimated Future Resource Assessment Values contained in this report are based upon review of the subject properties in which Petro Grande, LLC owns a leasehold interest. On site field examination of the subject properties has not been made. Any potential environmental liabilities which may currently exist or future potential liability regarding the plugging, clean up and/or restoration required due to past field operations was not considered in this report.

The values for working interest and net revenue interest, prices, costs and other authentic data furnished by Petro Grande, LLC in connection with this report were accepted as given and without further verification by dB, LLC.

Geological and Geophysical Review

In his geological presentation Petro Grande's chief geotechnical consultant, Dr. Bill Purves, develops the concept that the failures in the past for finding commercial quantities of gas in the Strawn Limestones and the Ellenburger Dolomites are three fold:

1. Failure to map structural closure against key trapping faults and to recognize local highs between 2D seismic lines and existing wells. (*This is a geophysical sampling problem solved with 3D seismic.*)

2. Failure to recognize sweet spots of much improved reservoir development within the two reservoir systems. (*This is a lack of geological understanding regarding the development of reservoir quality rocks that can be overcome*

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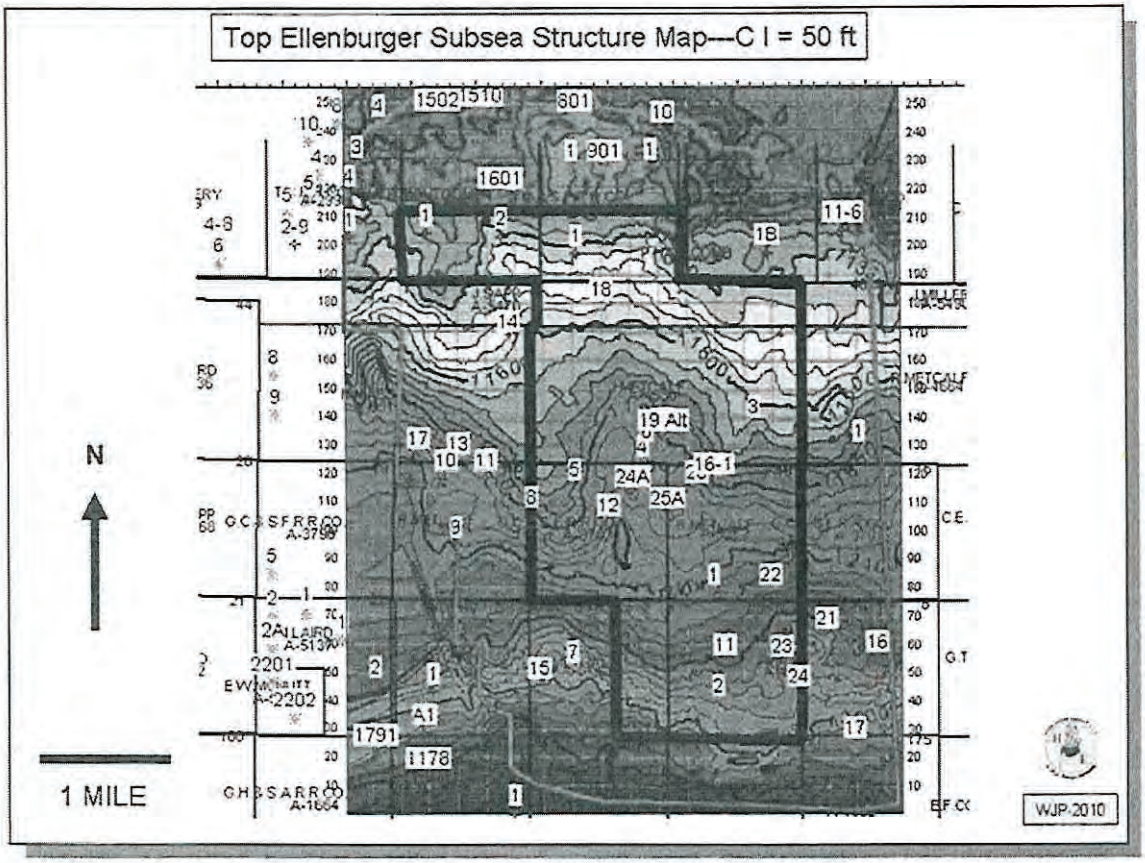
when new geological concepts can be observed on the improved 3D seismic image.)

3. Failure to recognize the negative impact that heavy drilling mud imposes on the highly fractured carbonate reservoir systems in the Strawn and Ellenburger. (*This is a drilling engineering problem that is solved by drilling the wells with air and using under balanced completion and stimulation techniques.*)



Ellenburger Structure Map

The map included above is an Ellenburger structure map derived from mapping the 3D seismic data volume (red outline) and fully covers the Childress-Soto Lease position (black outline). The map is contoured on a 50 foot contour interval and illustrates the proposed locations for Ellenburger wells as defined utilizing both Ellenburger structure and additional seismic attributes.

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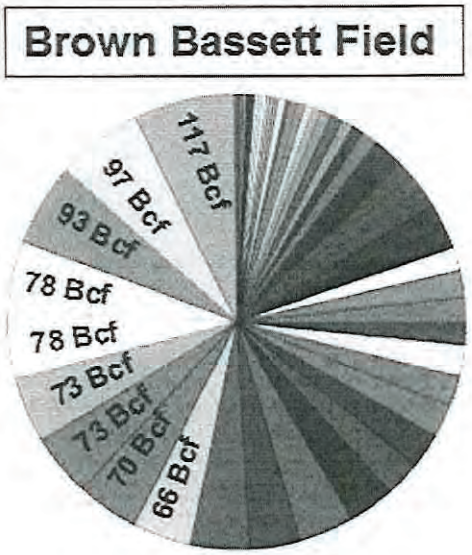
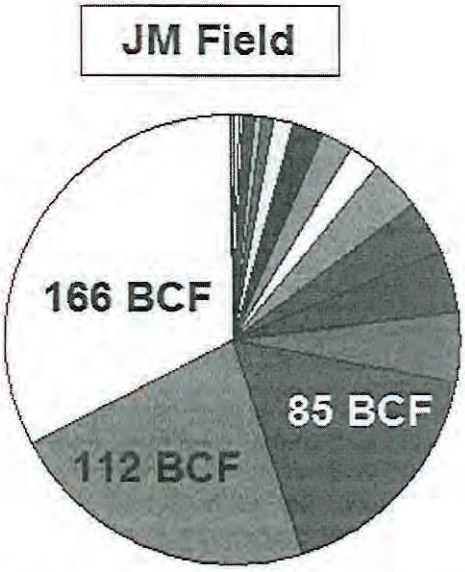
Richard G. Boyce
Partner

The Ellenburger reservoir system has always been prolific in West Texas, but the direct evaluation of the productive capability of a given well using wire line logs has always been illusive. While still employed at Mobil Oil, Dr. Purves was assigned the task to try to develop a better geological understanding of the reservoir systems developed in the Ellenburger and then find ways to better evaluate well logs and ultimately use that information to devise a better method to use 3D seismic data to optimize the way Ellenburger drilling locations are selected.

The pie chart shown at right illustrates the challenge. Brown Bassett Field, discovered in 1958 is a large Ellenburger field located about 35 miles west of the Massie-Soto project area. The field has produced 1.5 trillion cubic feet (TCF) of gas from the Ellenburger formation from a total of 64 wells. However, when we look at individual well performance it clearly shows that only 13 wells account for 62% of the total production!





In a similar fashion at the JM Field discovered in 1965 and located approximately 22 miles west of the Massie-Soto Project area, the Ellenburger has produced a total of 504 BCF of gas from a total of 21 wells. However only 3 of the 21 wells represent 72% of that total production!

This bi-modal distribution of production, which indicates compartmentalized reservoir systems, is observed in Ellenburger fields in all the basins of the Permian Basin. The reason for this bi-modal distribution can be attributed to the geological environment of deposition and the subsequent creation of reservoir systems in the platform carbonate. When initially deposited, the carbonate platform facies are relatively tight with not much primary porosity in the rocks. Porosity is directly related to reservoir quality and ultimately to the productivity of the well. After deposition, geological processes occur that may locally enhance the porosity of the system, geologists refer to these as "secondary diagenesis" of the rocks. In some instance, faults interrupt the layer which creates a local fracture zone in the

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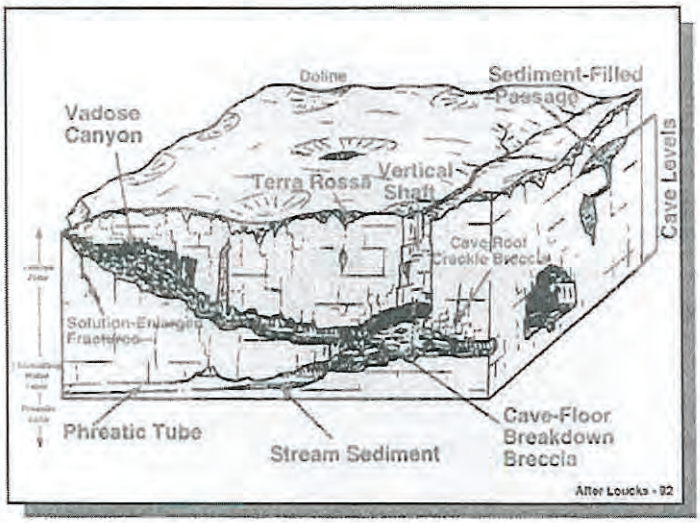
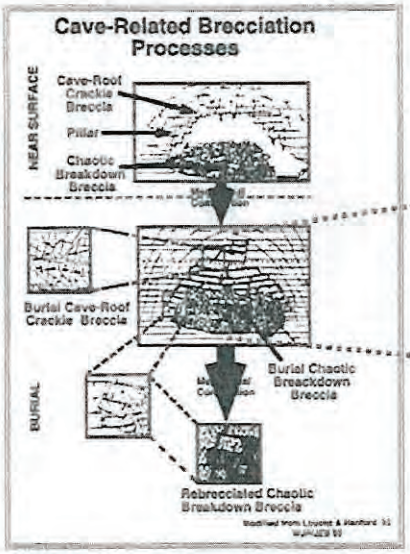
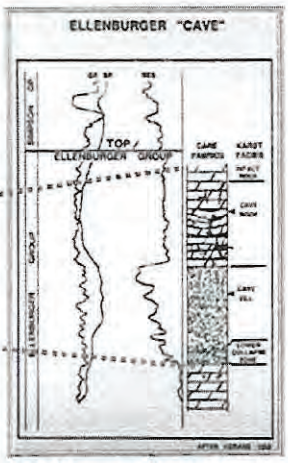
brittle rocks associated with the movement along that fault—geologist refer to this a "tectonic fracturing". Another process, known as "karsting" occurs when the carbonate platform rocks are exposed at the surface and are subjected to weathering as rain and other sources of fresh water actually eat away at the surface. In many instances, the water actually penetrates the surface through the faults and fractures created by the tectonic fracturing process. Once the fresh water is able to penetrate the surface, caves and tunnels are created in the rocks. The hydrogen ions in the fresh water actually combine with ions in the calcium carbonate to create a weak acid that tends to leach away the carbonates and widen the pathways for fluids to flow through the rocks. The best example of this process can be observed by walking through the Carlsbad Caverns which is located in a Permian aged reef system approximately 150 miles west of the prospect area. Due to the relatively shallow water depths in the Permian Basin during Ellenburger time, wide areas of the Ellenburger platform were exposed to these karsting processes. The picture above is a diagrammatic sketch of the various types of caves and fluid paths that can be created in this type of process. As subsequent layers of rock are deposited on top of this type of system (*which in the case of the Childress/Soto Prospect has now been buried to depths of 12,800 feet*) and the weight of the overburden increases, the caves and other open spaces will be crushed and the entire system will collapse—this destroys the large open areas, but the highly fractured areas resulting from the collapse provide greatly improved reservoir pathways—even when buried to depths of 25,000 feet. The diagram shown above illustrates the collapse of a cave and the resulting rubble pile (breccia) that is created.







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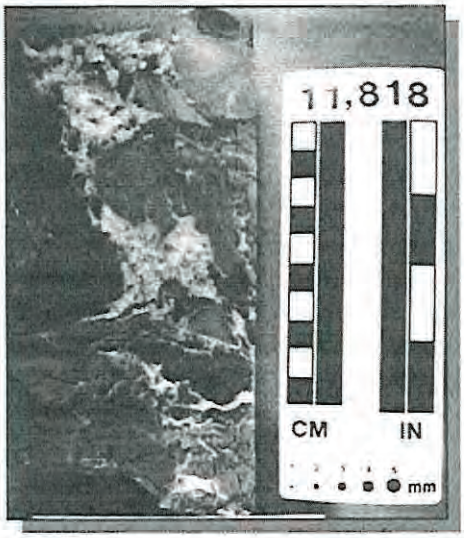
When observed on wire line logs typically run after drilling a well, the log character can be correlated to these types of processes. Interestingly, it has been shown that the best production is usually established from the highly fractured cave roof portion of the system and the cave fill portion usually exhibits very poor permeability (conductivity) due to the fluid pathways being plugged by clay and secondary growth of quartz crystals that grow into and plug up the open voids. The core photo at right illustrates what the Ellenburger reservoir system looks like. The core has sampled an area of the chaotic breccia derived from the cave collapse zone. The white areas are secondary quartz crystals growing into the open voids.



The last geological process that is only now becoming recognized as an important factor in the development of improved reservoir systems is known as "hydrothermal dolomitization". This process occurs once the Ellenburger has been buried to great depth. High temperature fluids move through the fracture and porosity systems in the limestones and again, an ionic chemical change occurs that changes (diagenetic alteration) the chemistry of the rock. This ion exchange changes limestone ($CaCO_3$-calcium carbonate) into dolomite ($CaMg(CO_3)^2$ – magnesium calcite). Since magnesium ions occupy a physically smaller space than calcium ions, this diagenetic change actually creates additional porosity in the rock. We now know that we will find the very best reservoir rock, the hydrothermal dolomite, associated with these fractured, altered areas of the system. Previously, we encountered these areas by chance as we pattern drilled across a structure. Today, we can use advanced interpretational techniques coupled with 3D seismic to directly map these systems.

The development of reservoir quality rocks in carbonate environments involves the interaction of several complex geological systems, each of which can make individual contributions to the greater total reservoir system. The challenge for the geoscientist revolves around identifying these systems at prospect level and then attempting to drill wells in positions where production can be optimized. Utilizing high resolution 3D seismic data which has been subjected to advanced attribute processing and then interpreting those data sets in a 3D visualization workstation have brought a new level of sophistication and risk reduction to the drilling process.

Geophysical Work Reviewed for this Report

An advanced geophysical program has been successfully implemented by Petro Grande. Data sets reviewed and evaluated by dB for this report include the following 3D seismic data volumes over the Childress/Soto Prospect.

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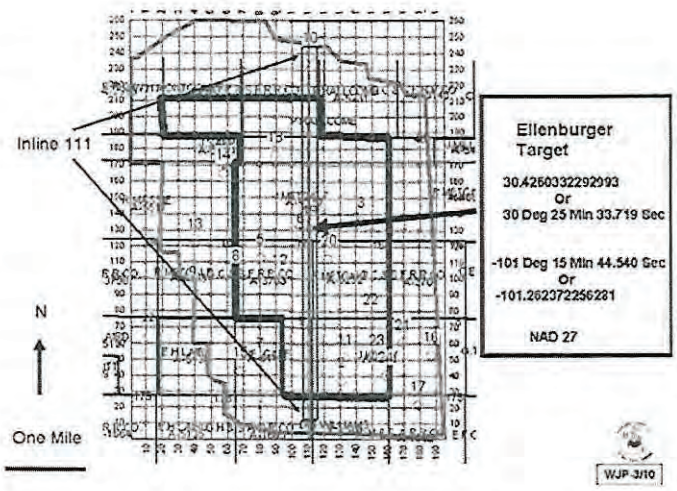
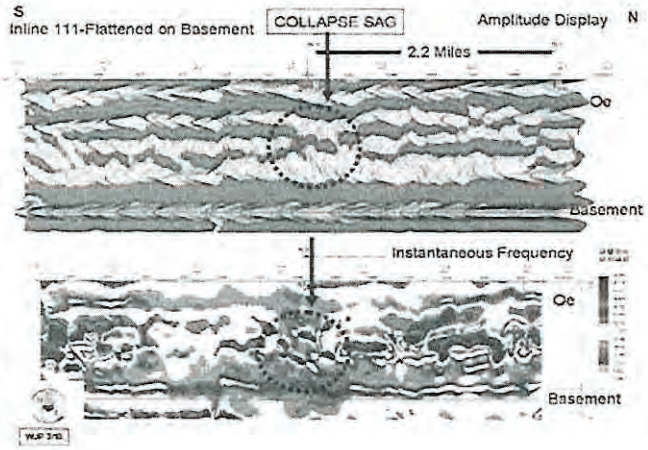
- Pre-stack time migrated amplitude data
- Seismic inversion
- Coherency Cube
- Hilbert Transform Attributes
- Time structure surfaces with faults on the following horizons
  - Top of Strawn
  - Top of Ellenburger

Comments on Initial Ellenburger Location Selected by Petro Grande

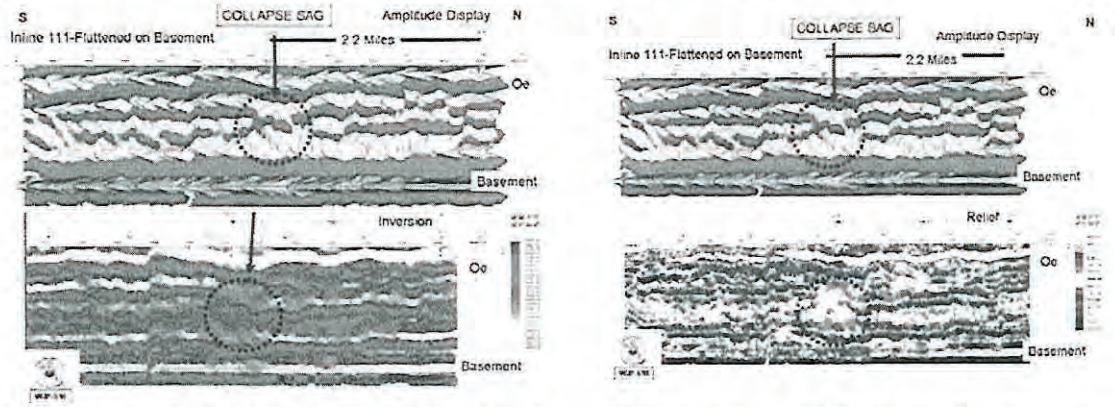
As a result of acquiring high quality 3D seismic over the Childress/Soto Prospect, Dr. Purves has now identified several collapse zones within the Ellenburger formation that map in a geologically reasonable pattern and are therefore considered as highly prospective within the context of the reservoir development discussion above. The first Ellenburger location proposed to be drilled by Petro Grande is shown on the location map at right.



The north-south oriented 3D seismic inline #111 noted on the map is shown on the presentations at right and below. The 3D seismic presentations have been flattened on the base of the Ellenburger to accentuate the visual impact of the collapse zone. In each instance the standard seismic amplitude presentation is shown on the top of each picture, and the lower image illustrates that same section of seismic presented highlighting a different type of seismic attribute. In the case of



the first picture the seismic attribute shown is known as instantaneous frequency, which generally is interpreted to map areas of disruption due to faulting and collapse.

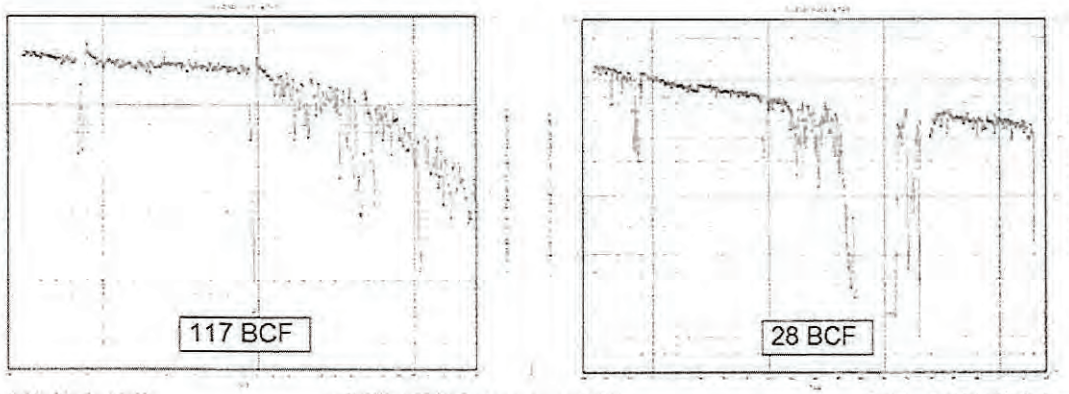


The two seismic displays shown side by side above illustrate the same Ellenburger location using the attributes of inversion (mapping of porosity in carbonates) and relief. Each of these attributes appears to illustrate significant disruption in the Ellenburger at this location which is interpreted to represent improved reservoir development.

Comments regarding Exploration Risk and Chance of Success

Our review of the seismic data integrated with the subsurface well control confirmed the presence of a large structural nose across the Childress/Soto Prospect at both the Strawn and Ellenburger levels. The real key to success will be realized by placing wells into the sweet spots in either the Strawn or Ellenburger levels. There is a high likelihood of stratigraphic trapping that does not require four-way structural closure for success.

Most of the discussion up to this point has referenced the Ellenburger formation which represents the significant up-side potential of this project. However, the discussion of the geologic processes of reservoir enhancement can also be applied to the Strawn Limestones. If Petro



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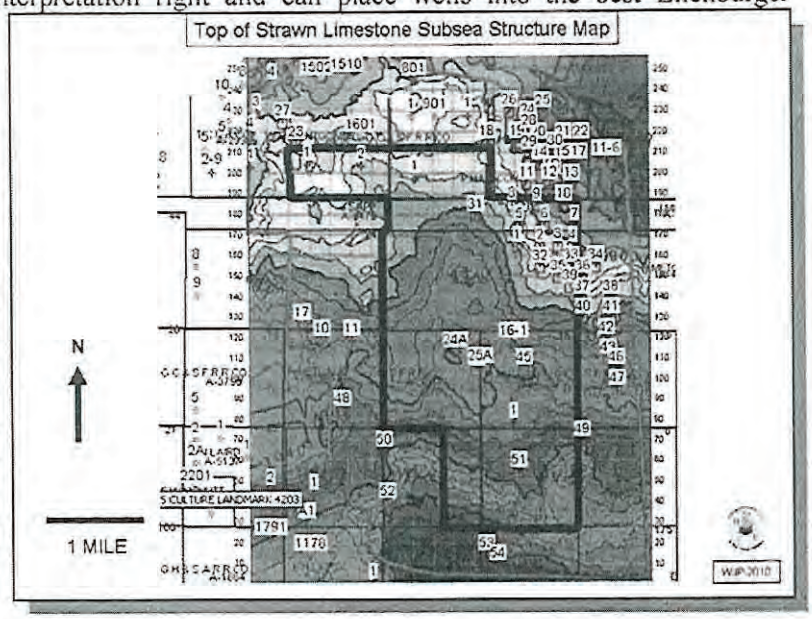
Grande gets the seismic interpretation right and can place wells into the best Ellenburger reservoir systems on the prospect acreage, it is not unrealistic to expect these wells to produce at rates exceeding 10 million cubic feet per day and to recover 40-50 billion cubic feet (BCF) of gas over a lifetime of thirty years. Shown above are two Ellenburger wells from Brown Bassett Field that illustrate gas production from these types of reservoir systems. The horizontal axis of the decline curves are scaled in years while the vertical axis is scaled in thousands of cubic feet of gas (MCF). The number shown in the box represents actual produced gas and not estimated ultimate recovery (EUR).



Typically Ellenburger wells are drilled on 640 acre spacing. There is sufficient acreage on the Childress/Soto Prospect (4,807 acres) to allow the drilling of seven (7) Ellenburger wells. Dr. Purves has identified locations for six (6) Ellenburger wells. Assuming that only 20% of those will be extraordinary wells, this means that we would expect the prospect to yield at least two (2) extraordinary completions that yield 50 BCF each (100 BCF EUR) and the remaining four (4) wells yield only 10 BCF each (80 BCF EUR), we approach a total resource potential of 180 BCF in the Ellenburger formation.

With respect to the Strawn Limestone, as illustrated on the 3D seismic Strawn Structure map to the right, a well developed structural nose is located on the northeastern quadrant of the acreage position. This structural nose is interpreted to be the present day indication of a Strawn Reef buildup-- which likely contains improved reservoir quality limestone. The index map shown below indicates that area within the 3D coverage where the thicker buildups of Strawn Limestones are observed on the seismic data.

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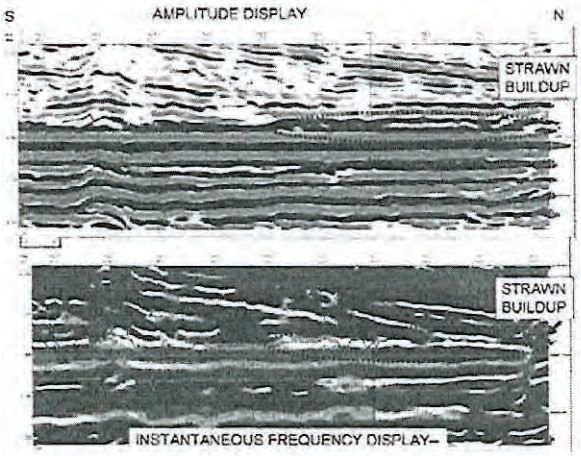
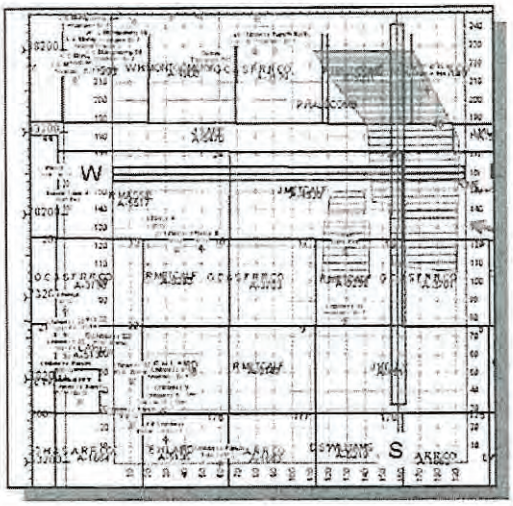
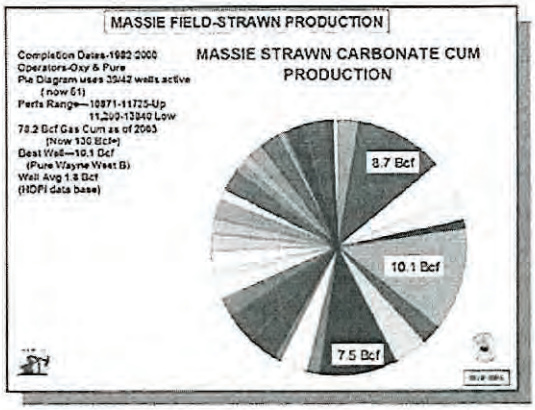




The illustration on the left above is a 3D seismic line, oriented north to south across the Strawn buildup which has been flattened to enhance the buildup character observed and mapped on the prospect. It is interpreted that wells drilled through this buildup anomaly will have an improved chance of encountering better Strawn reservoir quality.

Dr. Purves has identified a total of eighteen (18) Strawn locations on the prospect acreage, with an expectation that three (3) locations might prove to be exceptional producers as a result of improved reservoir quality as mapped by 3D seismic attributes.



The pie chart at right demonstrates for the Massie Strawn Field that a bi-modal production situation exists for the Strawn Limestones. As the chart demonstrates, the very best well in the field yields 10 BCF of gas while the arithmetic average EUR of the three best wells is computed to be 8.7 BCF of gas. The better wells have encountered sweet spots of Strawn reef buildups and/or hydrothermally enhanced dolomites. Removing the exceptional wells and averaging the remaining production yields an average of 1.8 BCF/well in the Strawn Limestones. Applying the same logic as used for the Ellenburger-- 20% of the wells actually produce 80% of the reserves, we can estimate that 3 wells (20% of 18 locations) will yield a total of 27 BCF (3 x 8.7 BCF/well) and the remaining 15 wells will yield a total of 27 BCF (15 x 1.8 BCF/well) for a Childress-Soto Prospect total of 53.1 BCF of gas from the Strawn.

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Canyon Sands

The Canyon Sands are interpreted as a blanket sand formation that covers the entire Childress-Soto leasehold. These sands represent relatively low porosity reservoirs that are too thin to be mapped and high graded using advanced seismic techniques. All wells drilled through the Canyon sands will require a frac job to establish gas production. For purposes of the economics, the initial rate utilized for the Canyon was 500 mcfgpd with each well yielding an EUR of 0.79 BCF.

In summary for the Childress-Soto Prospect:

Formation	# of Wells	EUR/Well	Total EUR
Canyon	50	0.79 BCF	39.5 BCF
Strawn Average Well	15	1.8 BCF	27.0 BCF
Strawn Exceptional Well	3	8.7 BCF	26.1 BCF
Ellenburger Average Well	4	10 BCF	40.0 BCF
Ellenburger Exceptional Well	2	50 BCF	100.0 BCF
Total	**74**		**232.6 BCF**

It is my professional opinion that given the level of geophysical sophistication that is being applied to the Massie South Prospect, and the fact that hydrocarbons are already trapped on this structure the probability of success of reaching this ultimate reserve is in the range of 80-90%. It is also my professional opinion that the risk of drilling a completely dry hole on this prospect is almost zero.

Comments on Competitive Advantage

To our knowledge, this represents the state of the art in exploring in the Val Verde Basin. As one can imagine, being able to utilize these types of integrated technology in support of reducing drilling risk provides a considerable competitive advantage to an Operator. These are the types of techniques that most companies keep internal to their exploration departments and early in the game, not much of this knowledge is allowed to seep into the industry at large therefore it is impossible to say how many companies are using similar techniques. We have noticed that Newfield Exploration has been following a similar trend and they have recently been successful in this area with their exploration program—having discovered several new Ellenburger and Strawn fields in the last couple of years. We have met the exploration team that conducts this work at Newfield and they are capable of applying this type of technology. However, we do not know if they are applying exactly the same kind of processes.

This level of geophysical sophistication is not the norm in the Val Verde Basin. Today, most prospects are still being drilled using at best, simple structural interpretation of 3D seismic and at worst, using available 2D seismic and subsurface mapping. We don't believe that there is sufficient drilling history using these advanced techniques to quote a statistically significant set

of risk parameters that can be substantiated with long term production history. However, based on what we have seen, we are expecting drilling success on the Petro Grande prospects in the range of 80-90%.

GAS MARKET

The prospect lies near the Will-O Gas Processing Plant which is operated by Cross Tex Energy of Dallas, Texas. This plant currently treats 40 mmcfpd and is equipped to handle any CO_2 content that might be part of the Ellenburger production established on the Childress Soto Prospect. The Will-O plant is tied to the 30" transmission line operated by Enterprise that will take the gas to the main market point at the Waha Hub which provides access to both West Coast Midwest and Eastern gas markets. This 30" line is reported to have sufficient excess capacity to take all the gas that might ultimately be produced from the Childress Soto Prospect.

While not discussed in this report, the Ellenburger of the Val Verde Basin may contain up to 10% CO_2 in this area. The financial impact of this on the project economics can be considered cost neutral as the CO_2 is sold for about the same price as it costs to separate it from the natural gas stream—however, the amount of sellable methane gas is proportionately reduced. The EUR's quoted above represent the total gas volume of the reservoir and have not been reduced for the possible presence of CO_2. Typically the Strawn or the Canyon does not contain any CO_2.

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DISCLOSURE STATEMENT

Independence and Conflict of Interest - This report has been prepared by dB, LLC based on a brief directed by the client. dB, LLC ("dB") is an independent oil and gas advisory firm headquartered in Dallas, Texas. All evaluations by dB are strictly fee-based and will not receive any benefit which may be regarded as affecting it ability to render an unbiased opinion on the petroleum interests evaluated herein.

Purpose, Scope and Use of this Report - This report was commissioned by Petro Grande, LLC, who has leased mineral rights encompassing 4,807 acres on the Childress-Soto Prospect located in Crockett County, Texas. The scope of the project was restricted to a geological, geophysical and engineering based assessment of the oil and gas resource potential of those properties. As no producing wells exist on the properties as of the date of this report all resource values reported herein are considered to be UNDISCOVERED PROBABLE.

This report was prepared exclusively for Petro Grande LLC. and should not be duplicated or distributed to any third parties without the express written consent of Petro Grande, LLC and dB, except as required by law.

Available Data - This study was based on data supplied by Petro Grande, LLC, and on commercially available public domain information acquired from the Texas Railroad Commission, IHS Energy, Inc., A2D Technologies, Inc. and DrillingInfo. The supplied data was reviewed for reasonableness from a technical perspective. As is common in oil field situations, physical measurements taken over time cannot be verified independently in retrospect. As such, beyond the application of normal professional judgment, such data must be accepted as representative. While we are not aware of any falsification of records or data pertinent to the result of this study, dB does not warrant the accuracy of the data and accepts no liability for any losses from actions based upon reliance on data which is subsequently shown to be falsified or erroneous.

Professional Qualifications - dB personnel who prepared this report are degreed professionals with the appropriate qualifications and experience to complete the project brief. dB and its staff do not claim expertise in accounting, legal and environmental matters, and do not offer legally binding opinions and such matters do not form part of this report.

Reserves Estimates - Reserves estimates were made using industry-accepted methodology including extrapolation of performance trends, volumetrics, material balance and statistical analysis of analogs. The evaluators' professional judgment and experience was used to select the most appropriate method and to determine the reasonableness of the results. The estimates were made in accordance with the rules established by the Securities and Exchange Commission, (SEC). The reserves definitions allow for changes in category as information is gathered and as producing history is accumulated. As such, the volume and class of reserves is expected to change and be revised with time.

Net oil and gas reserves are those estimated quantities of crude oil, natural gas and natural gas liquids attributed to the evaluated interests (after deduction of applicable royalties and overriding royalties) that are considered to be economically recoverable under the economic conditions

modeled. It is implicit that good oil field practices are maintained in order to cause recovery of the estimated reserves.

Future Cash Flow Estimates - Future cash flow estimates to the evaluated interests are based upon the estimated future production profile and future prices for oil and gas adjusted for capital expenditure, operating costs, interest reversions and severance and ad valorem taxes, but without consideration of any federal income tax liability or any other types of encumbrance that might exist against the evaluated interests. The estimates do not include the salvage value for the leases or the cost of abandonment and site restoration. The present worth of future cash flow reflects the application of certain discount factors and does not represent an estimate of fair market value for the properties.

Future cash flow and present worth of future cash flow estimates are representative of the pricing and development/recompletion scenarios that have been modeled. Such estimates should not be construed as exact quantities. Future production rates, product prices, development costs and revenues from the sale of petroleum products could differ from the estimates presented. Modification of drilling schedules, availability of capital, and many other factors outside the realm of an engineering estimate could result in significant variances from the estimates presented herein.

Exclusions - dB cannot attest to the validity or correctness of the ownership information provided by Petro Grande, LLC. and such an opinion does not form part of this report. Operating cost data was estimated by dB and is considered to be the average cost anticipated for gas wells operating onshore in Texas. This report is restricted to an independent engineering estimate of the value of the probable oil and gas to be found on the properties. It is not the intention or purpose of this report to comment on title, ownership or legal encumbrances, any commercial or business relationships or sunk costs involved in acquiring the properties.

Field Visit and Inspection - No field visit to the properties which are the subject of this report has been made. As is customary in this type of evaluation, a field visit was not considered necessary. As such, dB, LLC is not in a position to comment on the state of operations or that such operations are in compliance with any state or federal regulations that may apply to them.

Liability Waiver - This report has been prepared on a best efforts basis to address the requirement of the brief specified by Petro Grande, LLC. The results and conclusions represent informed professional judgments based on the data available and time frame allowed to perform this work. No warranty is implied or expressed that actual results will conform to these estimates. dB, LLC accepts no liability for actions or losses derived from reliance on this report or the data on which it was based.

EVALUATOR

This evaluation was conducted by Mr. Richard G. Boyce. He has practiced professional geological, geophysical and engineering evaluations for 30 years. He began independent oil and gas consulting in 1996 and founded dB, LLC in 2002.

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Mr. Boyce began his career as a geophysicist for The Superior Oil Company with early training at their Geoscience Laboratory in Houston, Texas. In 1980, Mr. Boyce transferred to Midland, Texas to continue working for Superior Oil Company until 1983. During his ten year career in the Permian Basin, Mr. Boyce also worked for both Conquest Exploration Inc. and Hunt Oil Company. In 1991, Mr. Boyce transferred to Dallas, Texas where he served as the Chief Geophysicist for Hunt Oil Company and in 1992 was appointed the Exploration Manager for the Yemen Hunt Oil Company and the Exploration Vice President of the Hunt Oil subsidiaries, Ethiopia Hunt Oil and Jannah Hunt Oil.

Boyce's education was at Colorado School of Mines where he received a Bachelor of Science Degree in Geophysical Engineering. He is a registered Professional Geoscientist in Texas, license number 2179. Memberships in professional associations at the local, state and national levels are the Society of Exploration Geophysicists (SEG), American Association of Petroleum Geologists (AAPG), Society of Independent Professional Earth Scientists (SIPES), and Association of International Petroleum Negotiators (AIPN).

EVALUATOR QUALIFICATIONS

I, Richard G. Boyce, a consulting geoscientist, maintaining offices at 4849 Greenville Avenue, Suite 1150, Dallas, Texas 75206, hereby certify:

1. That I am a founding member of dB, LLC and I did prepare this resource assessment report with corresponding economic values of the interests of Petro Grande, LLC. for properties located in Val Verde County, Texas.
2. That I graduated in Geophysical Engineering in 1978 with a Bachelor of Science degree from Colorado School of Mines, Golden, Colorado.
3. That I am a registered Professional Geoscientist in Texas #2179. That I have thirty years experience in exploration and production, reservoir studies and evaluations of Canadian, Middle East, South American, and United States oil and gas fields, both onshore and offshore.
4. That active memberships are held in the following professional associations: the American Association of Petroleum Geologists; the Society of Exploration Geophysicists; the Society of Independent Professional Earth Scientists; the Association of International Petroleum Negotiators.
5. That Principals or employees in the firm have no direct or indirect interests, nor do they expect to receive any direct or indirect interest in the oil and gas properties reviewed nor do they have any direct or indirect interest in the properties of Petro Grande, LLC.
6. That I am an independent geological consultant contracted to review certain leases of Petro Grande LLC. in Val Verde County, Texas.
7. That I have no direct or indirect interests in the actual outcome from the reports that have been prepared for Petro Grande, LLC.

dB, LLC
Petroleum Advisory Services
www.dbgeo.com

Sincerely,

Richard G. Boyce
Texas Board of Professional Geoscientists, License No. 2179

dB, LLC
Petroleum Advisory Services
www.dbgeo.com

APPENDIX A

Summary of Economic Cases for all Wells

Economic cases run using price decks of:

$4.40 mcf – pricing held flat for project life
$5.40 mcf – pricing held flat for project life
$6.40 mcf – pricing held flat for project life

Date : 05/17/2010 9:40:25AM
Partner : All Cases

ECONOMIC SUMMARY PROJECTION

PetroGrande West Texas
Custom Selection
Discount Rate : 10.00
As of : 05/01/2010

Total

Est. Cum Oil (Mbbl) : 0.00
Est. Cum Gas (MMcf) : 0.00
Est. Cum Water (Mbbl) : 0.00

Year	Oil Gross (Mbbl)	Gas Gross (MMcf)	Oil Net (Mbbl)	Gas Net (MMcf)	Oil Price ($/bbl)	Gas Price ($/Mcf)	Oil & Gas Rev. Net (M$)	Misc. Rev. Net (M$)	Costs Net (M$)	Taxes Net (M$)	Invest. Net (M$)	NonDisc. CF Annual (M$)	Cum Disc. CF (M$)
2010	0.00	3,576.52	0.00	2,682.39	0.00	4.40	11,802.51	0.00	216.30	1,180.25	26,006.92	-15,600.96	-15,124.36
2011	0.00	23,876.63	0.00	17,907.48	0.00	4.40	78,792.90	0.00	2,097.36	7,879.29	63,544.36	5,271.89	-10,757.25
2012	0.00	32,394.87	0.00	24,296.15	0.00	4.40	106,903.08	0.00	4,148.89	10,690.31	20,598.72	71,465.16	46,884.03
2013	0.00	28,019.41	0.00	21,014.56	0.00	4.40	92,464.06	0.00	4,440.00	9,246.41	0.00	78,777.66	105,214.96
2014	0.00	23,343.96	0.00	17,507.97	0.00	4.40	77,035.06	0.00	4,440.00	7,703.51	0.00	64,891.55	148,899.01
2015	0.00	19,465.98	0.00	14,599.49	0.00	4.40	64,237.74	0.00	4,440.00	6,423.77	0.00	53,373.97	181,565.64
2016	0.00	16,287.41	0.00	12,215.55	0.00	4.40	53,748.44	0.00	4,440.00	5,374.84	0.00	43,933.60	206,008.99
2017	0.00	13,565.56	0.00	10,174.17	0.00	4.40	44,766.36	0.00	4,440.00	4,476.64	0.00	35,849.72	224,140.47
2018	0.00	11,342.72	0.00	8,507.04	0.00	4.40	37,430.97	0.00	4,440.00	3,743.10	0.00	29,247.87	237,589.42
2019	0.00	9,492.77	0.00	7,119.58	0.00	4.40	31,326.13	0.00	4,440.00	3,132.61	0.00	23,753.52	247,519.94
2020	0.00	7,865.46	0.00	5,899.09	0.00	4.40	25,956.02	0.00	4,104.85	2,595.60	0.00	19,255.56	254,838.07
2021	0.00	6,164.86	0.00	4,623.65	0.00	4.40	20,344.05	0.00	2,734.46	2,034.41	0.00	15,575.19	260,218.45
2022	0.00	4,841.78	0.00	3,631.33	0.00	4.40	15,977.87	0.00	1,556.13	1,597.79	0.00	12,823.95	264,245.50
2023	0.00	4,064.36	0.00	3,048.27	0.00	4.40	13,412.38	0.00	1,440.00	1,341.24	0.00	10,631.14	267,280.67
2024	0.00	3,451.55	0.00	2,588.66	0.00	4.40	11,390.11	0.00	1,440.00	1,139.01	0.00	8,811.10	269,567.47
Rem.	0.00	16,839.04	0.00	12,629.28	0.00	4.40	55,568.84	0.00	10,216.35	5,556.88	0.00	39,795.61	6,861.86
Total 33.5	**0.00**	**224,592.88**	**0.00**	**168,444.66**	**0.00**	**4.40**	**741,156.49**	**0.00**	**59,034.34**	**74,115.65**	**110,149.99**	**497,856.51**	**276,429.34**
Ult.	**0.00**	**224,592.88**											

Eco. Indicators

Return on Investment (disc) :	3.786
Return on Investment (undisc) :	5.520
Years to Payout :	2.01
Internal Rate of Return (%) :	190.23

Present Worth Profile (M$)

PW 5.00% :	362,014.27	PW 20.00% :	176,800.78
PW 8.00% :	306,465.45	PW 30.00% :	122,106.73
PW 10.00% :	276,429.34	PW 40.00% :	88,447.32
PW 12.00% :	250,678.10	PW 50.00% :	66,137.32
PW 15.00% :	218,358.62	PW 60.00% :	50,552.83

Fraim Declaration

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

UNITED STATES SECURITIES AND EXCHANGE COMMISSION,	§	
Plaintiff,	§	
v.	§	CIVIL ACTION NO. 4-21CV-1310-O
THE HEARTLAND GROUP VENTURES, LLC, et al.,	§	
Defendants,	§	
and	§	
DODSON PRARIE OIL & GAS LLC, et al.	§	
Relief Defendants.	§	

DECLARATION OF MICHAEL FRAIM, Ph.D.

1. My name is Michael Fraim, Ph.D. I am over the age of 18, competent to make this declaration, and have personal knowledge of the facts stated herein.

2. I hold a Ph.D., a M.Sc., and a B.Sc. in Petroleum Engineering from Texas A&M University. I have served as an Associate Professor of Petroleum Engineering at Texas A&M University, as a Senior Reservoir Engineer at Aera Energy LLC and Phillips Petroleum and I have been involved in the oil and gas industry for more than 35 years. I am the Chief

Technology Officer of Mainfraim Innovation LLC. My resume is attached at page 4 of Exhibit A to this Declaration.

3. Attached as Exhibit A to this Declaration is an Oil-in-Place and Reserve Report on certain mineral leases held by Barron Petroleum in Schleicher County, Texas (the "Report") that I prepared. In preparing this Report I applied industry-standard methodologies. The Report estimates oil in place of 786 MMbbl for the 6,260 leased acres.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: 2/7/2022

Michael Fraim, Ph.D.

Exhibit A

Oil-in-Place and Reserve Report
Barron Petroleum Leases in Schleicher County
April 26, 2021

Oil-in-Place and Reserve Report

Barron Petroleum Leases in Schleicher County

Contents

Professional Qualifications of Primary Technical Person

The conclusions presented in this report "Oil-in-Place and Reserve Report – Barron Petroleum Leases in Schleicher County" dated 4/26/2021 by Mainfraim Innovation are the result of technical analysis conducted by Dr. Michael Lee Fraim at Mainfraim Innovation Inc.

Dr. Fraim was the primary technical person responsible for overseeing the estimate of the reserves, future production, and potential income.

Dr. Fraim earned his B.Sc., M.Sc., and Ph.D. in Petroleum Engineering, Texas A&M University in 1989. He is an active and contributing member of the Society of Petroleum Engineers.

Dr. Fraim has held wide-ranging, worldwide industrial and professorships positions in his 30-year career from global oil and gas field developments and extraction research for Philips Petroleum and Aera Energy to professorships at Texas A&M in Qatar and King Fahd University in Saudi Arabia. He is sought-after for his expertise in petrochemical engineering, reserve engineering and management, and hydraulic fracturing/injection technologies. He has been a key player in the shale oil and gas revolution in the United States.

Disclaimer

This report presents data, information, and recommendations as of 4/26/2021 based on best available documentation from Barron Petroleum and its affiliates. Recommendations based on historical production data therein provide no explicit or implicit guarantees of actual production, actual costs, or future production value.

Barron Petroleum LLC

Estimated Reserves and Production Values

Attributable to Certain

Leasehold and Royalty Interests

As of

April 26, 2021

Michael Lee Fraim, Ph.D.
Mainfraim Innovation Inc.

Summary of Findings

- Oil in place: 111 Mbbl per surface acre (average net pay of 450 ft., 8% porosity, and initial water saturation of 60%) for a total of 786 MMbbl for the 6260 acres lease.
- Average oil cut is ~8% for the stimulated interval of 450 ft of net pay with low resistivity formations close to residual oil saturation with intermediate to near oil wet relative permeability curves.
- Restimulation of existing wells shows clear positive IRR (100%+).
- At current oil cut, new wells plus stimulation need combination of $55/bbl net (or better) and $100/ft (or less) of drilling cost to get to 10% IRR (or more).
- New wells could potentially have much higher oil cuts with the proper data from triple combo (high resistivity zones) and stimulation and should be explored.
- Recommendations:
    - Re-stimulate high resistivity zones of current wells with hydraulic jet fracturing tool.
    - Complete a dry hole with triple combo and proper fracture treatment to validate higher oil cuts.
    - Based on the performance of the re-stimulations, determine if pad-drilled well pattern will be economic at the current oil price.

Detailed Analysis

Location and 2018 Report

Figure 1 shows the acreage position of Barron Petroleum in Schleicher County. Table 1 shows the actual acreage values. For approximately 8-mile radius around the development area, the vertical gas wells were completed in the Strawn and lower Canyon sands and the vertical oil wells were completed in low porosity, low permeability limestone layers in the Wolfcamp, Leonard, and Spraberry formations.

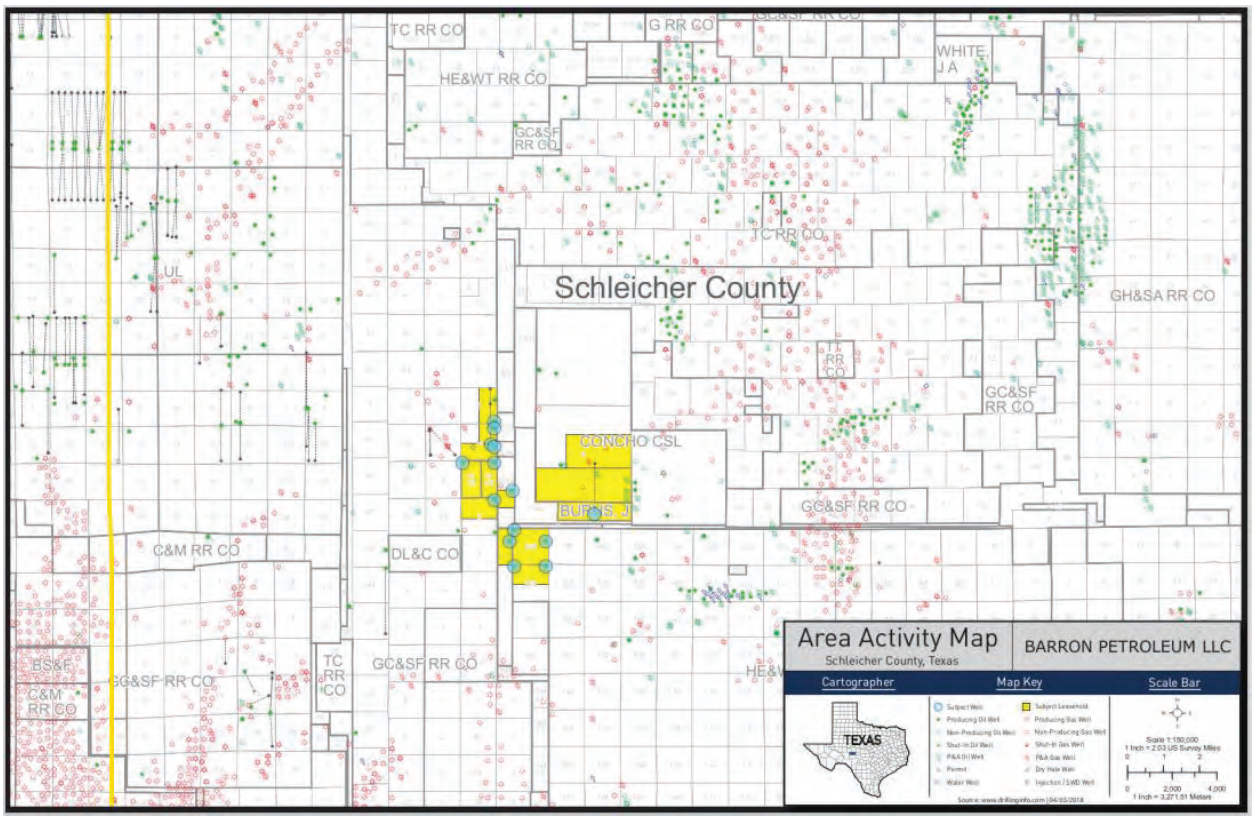


Figure 0-1- Acreage Map for Schleicher County

Table 1 - Summit Wolverine Package Report--01/30/18					
Lease	Gross	Net Acres	WI	NRI	Effective NRI
Analisa	279.89	279.890000	1.00000000	0.80937502	0.809375020
Ashley	314.25	314.250000	1.00000000	0.81250000	0.812500000
Kari	498.00	498.000000	1.00000000	0.80073823	0.800738230
Kari "A" (East 507 acres out of Middle 1014)	507.11	253.555000	0.50000000	0.40036912	0.800738230
Kari "B" (West 421.11 acres out of West 507.11 of Middle 1014)	421.11	289.512413	0.68749831	0.55176436	0.802568314
Kari "C" (South 1529.35-less 263-Kari Unit)	1266.35	659.555569	0.52083197	0.41800328	0.802568395
Kari "D" (J. Burns Survey-654.71 acres-less 149 acres-Kari Unit)	505.71	505.708736	1.00000000	0.79999800	0.799998000
Logan	178.60	178.600000	1.00000000	0.81098636	0.810986360
LouAnn	491.13	491.125000	1.00000000	0.81250000	0.812500000
Mandy	320.00	320.000000	1.00000000	0.80000000	0.800000000
Modell	160.00	160.000000	1.00000000	0.82214250	0.822142500
Shelby Lynn 1412	163.27	163.270000	1.00000000	0.80000000	0.800000000
Shelby Lynn "A" SW/4	163.27	61.226250	0.37500000	0.30468750	0.812500000
Tracy (N/2 of 14.5 & NE/4 of 13)	480.00	480.000000	1.00000000	0.81250000	0.812500000

Tracy "A" (South Part of 14.5 and NW/4 of 13	512.20	448.175000	0.87500000	0.71093750	0.812500000
Totals	6260.89	5102.867968			

Hydraulic Fracture Completion Recommendation

Table 2 shows the results of the hydraulic fracture completion study in this area. Most vertical oil wells were hydraulically fractured by limited entry perforation interval with and initial fracture gradient ranging from 0.94 psi/ft to 1.18 psi/ft demonstrating a multi-layer, limestone/shale sequence "T" fracture shapes. Figure 2 shows a type-log Cross-Section across the Western half of Schleicher County. The shut-in pressure gradient for the hydraulic fracture stimulations ranged from 0.8 psi/ft for Canyon formation to 0.66 psi/ft for Lower Spraberry formation showing that hydraulic fracture treatment transitions from a "T" facture shape to a vertical fracture by the end of the hydraulic fracture stimulation of the productive zone in the thin limestone/shale sequences. With the large vertical height growth, the vertical hydraulic fracture also stimulated zones with low resistivity that would contribute to the high water cut production.

Table 2 – Hydraulic Fracture Study Summary		
Productive Zone	Initial Fracture Gradient	Initial Shut-in Gradient
Upper Pennsylvania Canyon	0.96-1.1	0.77-0.80
Lower Wolfcamp	0.93-1.01	0.66-0.84
Middle Wolfcamp	0.94-1.18	0.68-0.75
Upper Wolfcamp	1.02-1.1	0.72-0.73
Lower Leonard	0.85-1.05	0.62-0.65
Upper Leonard	0.83-0.93	0.60-0.64
Lower Spraberry	0.89-1.15	0.64-0.73

With the hydraulic jet fracturing stimulation technique, specific high resistivity zones in the Wolfcamp formation can be stimulated without fracturing across the bounding shales into the lower resistivity zones because of the lower injection rate of 25 bpm for the jet perforated interval instead of the 70-80 bpm for the limited entry hydraulic fracture treatment. In addition, the jet fracture technique drives at least 2 tilted hydraulic fractures at one time from the perforated interval to maximize the delamination of the "T" fracture shape at the limestone/shale interface.

Figure 2 shows a type of correlation log west-east Cross-Section across the west side of Schleicher county, Texas with the datum of the top of the upper Spraberry formation at 3000 ft +/- 100 ft and the bottom productive formation is the top of the Strawn formation at 7900 ft +/- 100 ft. The upper Leonard and lower Spraberry formation are characterized by low resistivity pay in this area of the east flank of the Permian Basin. The Wolfcamp formation has the thickest productive limestone layers in the development acreage (>15 ft.), and it has the highest resistivity values in the net pay on the West side of Schleicher county.

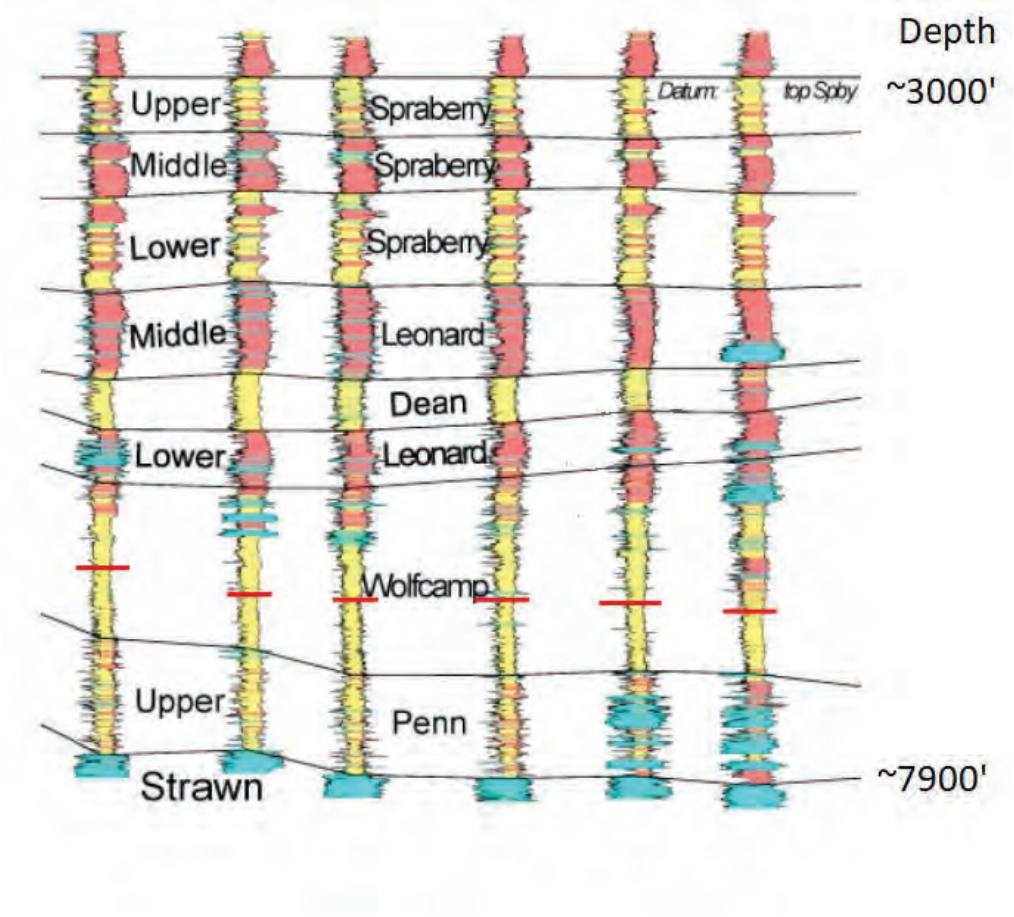


Figure 0-2- Cross-Section of Productive Formations

Production Review and Recommendation

Table 3 shows that the first month oil production ranges from 1750 bbls to 430 bbls for the vertical oil wells and 5850 bbls for the Kari horizontal well. The average net pay ranges from 368 ft. to 715 ft. while the average permeability ranges from 1 to 4 md around the development area. The average oil cut for wells in study area ranges from 57% for thick high resistivity pay zone completion to less than 5% for thin low resistivity pay zone completions.

Table 3 – Well Production Summary				
Well Name	1st Month Oil Production, bpm	Average Oil Cut	Permeability, md	Net Pay, ft
Mandy 2	1650	36%	1.3	455
Ashley 5	430	10%	1.1	646
Louann 1508	1750	21%	2.4	410
Shelbylynn 1412	630	8.80%	2.2	612
Kari 02WC	5850	24%	2.6	423
Modell 1	560	4.60%	3.4	707
Logan 1	460	8.60%	1.5	526
Louann 02WC	630	57%		

Tracy 1402	990	8.10%		
Analisa 2	450	21%		

From offset resistivity logs, the Summit completion program stimulated from 65% to 91% low resistivity (<150 ohmm) net pay zones which leads to low oil cut fluid production. Since the brine viscosity is close to 1 cp and the oil is less than 4 cp at reservoir temperature, the initial production rate of total fluid any vertical drilled and stimulated with hydraulic fracture is capped at about 8000 bpm for the first month production, so stimulating high resistivity zones is imperative for high oil cut production. To the West of the development area, an operator completed approximately 7500 ft lateral horizontal wells in the most productive (high resistivity section) interval of the Wolfcamp formation with most wells having high oil cut (>40%).

For re-completions of high water cut wells, we recommend cement squeezing the open perforations in the upper low resistivity zones to reduce the water cut. The neat cement can be the micro-grind or the latex resin additive with regular grind cement. The jet-fracturing tool will cut new perforations and fracture treat in multiple directions. The perforating time is less than 60 seconds at 1 ppg, and the 10 ft. perforation tunnel is approximately 5-10 minutes at 1.5 ppg and the actual hydraulic fracture treatment time is approximately 20-30 minutes at 2-6 ppg. depending on the actual initial fracture gradient of the formation and on the fracture gradient of the new rotated fractures away from the well bore. The 6 ppg fracture fluid can be injected in the tubing-casing annulus to reduce nozzle wear rate. We can discuss the job with the fracture treatment company of your choice.

We have tested several non-linear regression models to predict the resistivity values for the stimulated zones in the developed area. The correlations are showing most of the net pay had a low resistivity value of less than 150 ohmm and around 60% water saturation assuming limestone electrical formation resistivity factor. The purpose of future re-stimulations is to re-hydraulic fracture zones with high resistivity for high oil cut fluid production.

Figure 3 shows that 78% of the perforated intervals had less than 40% oil cut. The original stimulations did not use resistivity data to identify high-grade stimulated zones – therefore, the production suffered from low oil cuts and high-water content.

Were we to drill new wells or use existing open holes, we recommend logging new gamma ray, neutron porosity and resistivity logs, aka triple combo. We could potentially be hitting over 50% oil cuts in high-resistivity formations. The objective of the stimulation is to stay in-zone and avoid out-of-zone hydraulic fractures.

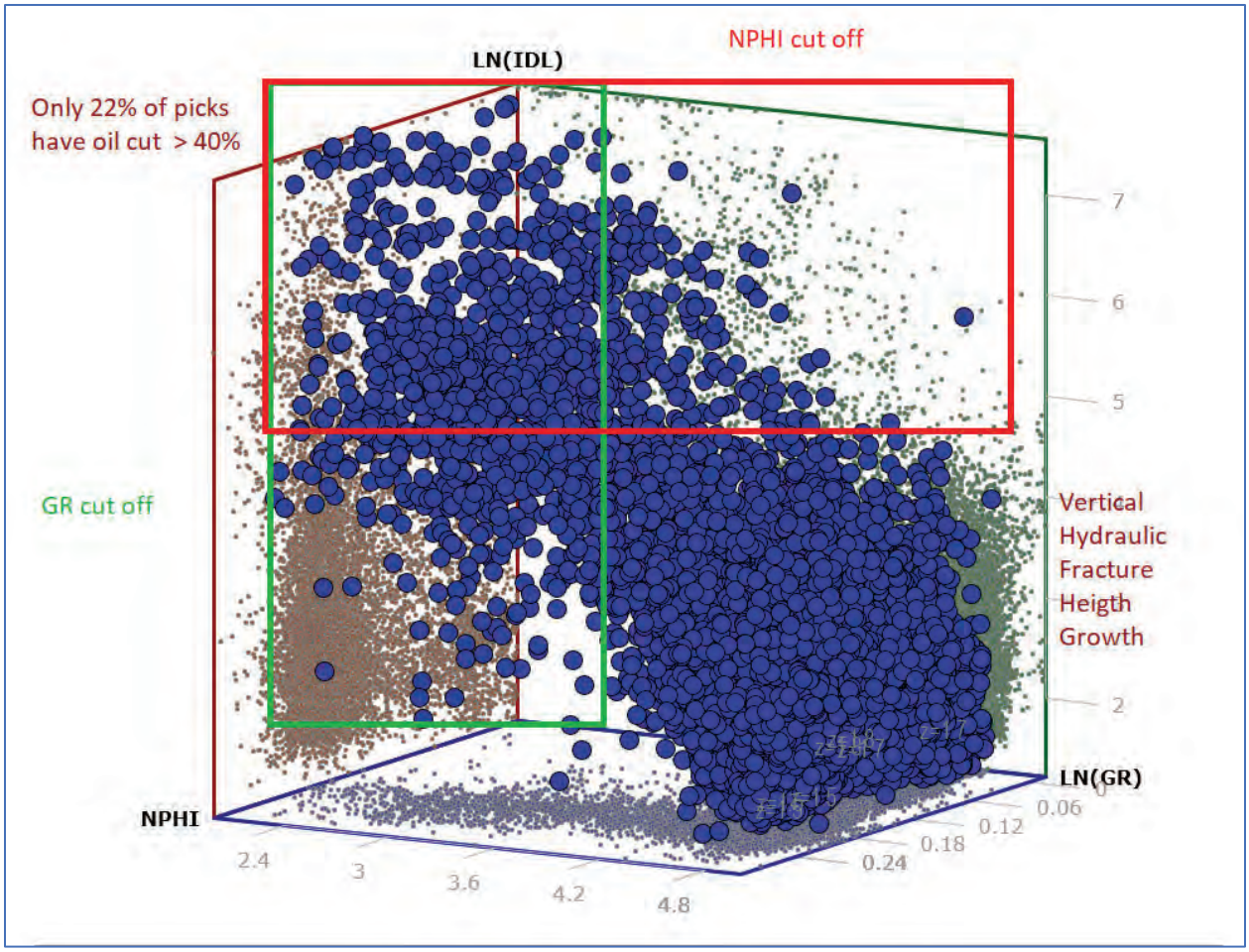


Figure 3 - Low productivity of Summit Wells

Economics

The economics show that re-stimulation of existing wells will have more than 100% IRR for the P50 forecast and a net oil price of $40/bbl. But, to drill 7 new wells from a single pad, it will require a net oil price of $55/bbl and a drilling cost of less that $100/ft to break a 10% IRR with the P75 oil forecast (see Figure 4).

			Revenue				
Drilling and Stimulation	Select Model	Capex/Opex	Year 1	Year 2	Year 3	Year 4	Year 5
	P75	$ (8,363,601)	$ 6,355,633	$ 1,192,380	$ 670,469	$ 386,138	$ 227,001
		IRR	5 Years	4%			

			Revenue				
Stimulation Only	Select Model	Capex/Opex	Year 1	Year 2	Year 3	Year 4	Year 5
	P50	$ (1,595,000)	$ 4,221,802	$ 649,168	$ 270,571	$ 112,566	$ 46,931
		IRR	2 Years	179%			

Oil Price (Net)	$/bbl	$ 55.00
Number of Wells		10
Drilling Cost	$/ft	$ 100.55
Avg Well Depth/Length	ft	7500
Original Drilling Cost per Vertical Well	$/ft	$ 150.00
Basis Discount for Well Package		4.0%
Misc Equipment/Materials		$ 50,000.00
Water	bbl	$ 0.50
Sand (incl. transport)	$/ton	$ 55.00
Aggregate Proppant	lbs	750,000
Horsepower Cost	$/hour at 50 bbls/min	$ 1,500.00
Estimated Pumping Hours	hrs	6.00
Pumping Cost for 750k Aggregate		**$ 77,250.00**

Yearly Production per Well (bbls)				
	P10	P50	P90	P75
Year 1	1069	7676	15435	11556
Year 2	149	1180	3156	2168
Year 3	41	492	1946	1219
Year 4	11	205	1199	702
Year 5	3	85	740	413
Total	1274	9638	22477	16057
5-Yr Revenue per Well	**$70,090**	**$530,104**	**$1,236,220**	**$883,162**

Figure 4 – Economics Model for Stimulation with and without New Drilling

Appendix 1 – List of Study Wells

								NAD83		
API	Name	Location Direction from Central Point	Approximate Distance from Center [miles]	Gamma Ray	Neutron Porosity	Density Porosity	Resistivity Shallow (ILS) and Deep (ILD)	LON	LAT	Vendor
41331136	Bruton 2	WNW	5.3	☑	☑			-100.801523	30.915221	Schlumberger
41331635	Wilson 137 #7	SSE	16.4	☑				-100.673624	30.846468	Other
41332146	Whitten A #4	ENE	5.5	☑	☑	☑		-100.623267	30.905560	Phoenix Surveys
41332147	Jones36W #6	ENE	6.1	☑				-100.613230	30.910393	Schlumberger
41332174	Murphy #2	NE	6.6	☑	☑	☑	☑	-100.626332	30.952879	Phoenix Surveys
41332191	Whitten D #2	NNE	6.8	☑	☑	☑	☑	-100.611441	30.937015	Phoenix Surveys
41332210	Speck 30 1 2-3	SW	5.8	☑				-100.800125	30.854507	Schlumberger
41332212	Schrank 49 #2 (DRY HOLE)	ESE	2.8	☑	☑	☑	☑	-100.669803	30.890125	Schlumberger
41332213	Turnbull 56-1	NNE	1.1	☑	☑	☑		-100.707326	30.911060	Schlumberger
41332219	Nixon 177 #6	S	10.7	☑				-100.729186	30.742418	Schlumberger
41332245	Lin B #2	NW	7.5	☑				-100.791584	30.984158	Halliburton
41332280	Otis Deal 2	S	8.8	☑	☑	☑		-100.735361	30.769694	Schlumberger
41332327	Bruton 27-1	W	5.1	☑	☑	☑	☑	-100.801235	30.902302	Schlumberger
41332337	Jackson 12	E	5.2	☑	☑	☑		-100.627847	30.887626	Halliburton
41332350	Luedecke 6	ESE	5.2	☑	☑	☑		-100.632958	30.870447	Halliburton
41332400	Stanford 6-1 (DRY HOLE)	SW	8.8	☑	☑	☑		-100.820645	30.806494	Schlumberger
41332621	Schrank 2	NNE	3.2	☑	☑	☑		-100.700910	30.941335	Schlumberger
41332631	University 54 24-6	WNW	12.0	☑				-100.906884	30.954228	Halliburton
41332708	Caroe 8 No. 2	WNW	3.0	☑				-100.760327	30.917561	Halliburton
41332709	Clark 58 #7	S	10.2	☑	☑	☑		-100.787475	30.762222	Baker Hughes
41332715	Reynolds 25 #1	WNW	5.9	☑	☑	☑	☑	-100.808310	30.927963	Baker Hughes
41332778	Hannah 1	Center	0.0	☑	☑	☑	☑	-100.715557	30.896599	Halliburton
41332784	Murphy #7	N	4.3	☑	☑	☑		-100.700147	30.957590	Schlumberger
41332836	Enoch 48-1	WSW	7.4	☑	☑			-100.832713	30.860953	Schlumberger
41332873	Schafer 1	E	2.5	☑				-100.674518	30.888614	Halliburton
41332882	Mandy 9	SSW	3.8	☑	☑			-100.757488	30.854504	WireLine
41332883	Analisa 2	WSW	3.9	☑				-100.771923	30.868999	WireLine
41332885	Logan	SW	4.1	☑	☑			-100.774322	30.864460	WireLine
41332886	Modell 1	WSW	3.5	☑	☑			-100.772982	30.884763	WireLine
41332896	Tracy 1402	W	4.8	☑	☑			-100.796415	30.895988	WireLine
41332897	Tracy 1309	WSW	4.1	☑	☑			-100.781535	30.881021	WireLine
41332898	Tracy 1409	W	3.9	☑	☑			-100.781552	30.896025	WireLine
41332899	Foster 9 #1	SW	6.7	☑				-100.815315	30.851539	Schlumberger
41332900	Louann 1409	WNW	4.0	☑	☑			-100.781619	30.910261	WireLine
41332951	Pfluger-Pasilas 1	SW	3.0	☑				-100.681682	30.863663	Phoenix Surveys
41332960	Louann 02WC	WNW	4.2	☑				-100.783067	30.916231	WireLine
41332966	Kari 02WC	W	1.2	☑	☑		☑	-100.735139	30.897418	WireLine
41332693	University 54 23-1	W	11.9	☑			☑	-100.889550	30.943096	Baker Hughes
41332360	University 57 23-1	W	12.1	☑			☑	-100.889808	30.870631	Baker Hughes
41332228	Neill D Kyle 2	SE	7.0	☑			☑	-100.615750	30.841674	Other

Appendix 2 – Fracture Treatment Summary

Well – Analisa - 2

Zone	Perf. Depth, ft	Perfs. ft	spf	Rate, bpm	sand type	Prop. Conc., ppg	Surf. Press. psi	Inj. Grad., psi/ft	ISP, psi	Clos. Grad. Psi/ft
Canyon 1B	6997	3	6		20/40					
Canyon 1A	6825	3	6	68	20/40	0.55	4424	1.10	2474	0.80
						0.75	4250	1.08		
						1	3965	1.05		
						1.5	3900	1.05		
						2.42	3850	1.07		
						0	3900	1.01		
Lower Wolfcamp 3B	6273	3	6		20/40					
Lower Wolfcamp 3A	6153	3	6	74	20/40	0.5	2950	0.93	1372	0.66
						0.7	2850	0.92		
						1	2800	0.92		
						1.36	2750	0.93		
						0	2850	0.90		
Lower Wolfcamp 2B	5974	3	6		20/40					
Lower Wolfcamp 2A	5749	3	6	72	20/40	0.5	2800	0.94	1381	0.68
						0.7	2750	0.94		
						1	2750	0.95		
						1.3	2650	0.94		
						0	2800	0.92		
Lower Wolfcamp 1B	5515	3	6		20/40					
Lower Wolfcamp 1A	5374	3	6	75	20/40	0.5	3050	1.02	1562	0.73
						0.7	2950	1.01		
						1	2850	1.00		
						1.41	2750	0.99		
						0	2900	0.98		
Upper Wolfcamp 1B	4890	3	6		20/40					
Upper Wolfcamp 1A	4765	3	6	76	20/40	0.5	2800	1.04	1094	0.67
						0.7	2700	1.03		
						1	2650	1.02		

						1.5	2550	1.02		
						0	2730	1.01		
Leonard 3B	4460	3	4		20/40					
Leonard 3A	4267	3	4	48	20/40	1	1650	0.85	879	0.64
						2	1450	0.84		
						2.76	1400	0.84		
						0	1680	0.83		
Leonard 2B	4110	3	4		20/40					
Leonard 2A	3953	3	4	48	20/40	1	1620	0.88	736	0.62
						2	1410	0.85		
						2.54	1346	0.85		
						0	1600	0.84		
Upper Leonard 1B	3559	3	4		20/40					
Upper Leonard 1A	3360	3	4	47	20/40	1	1610	0.95	752	0.66
						2	1350	0.90		
						3.1	1240	0.89		
						0	1350	0.84		

Well – Logan-1

Zone	Perf. Depth, ft	Perfs. ft	spf	Rate, bpm	sand type	Prop. Conc., ppg	Surf. Press. psi	Inj. Grad., psi/ft	ISP, psi	Clos. Grad. Psi/ft
Canyon 1B	7034	3	6		20/40					
Canyon 1A	6889	3	6	68	20/40	0.52	4400	1.09	2506	0.80
						0.7	4300	1.08		
						1	4250	1.08		
						1.5	4200	1.09		
						2.35	4100	1.10		
						0	4300	1.06		
Lower Wolfcamp 3B	6169	3	6		20/40					
Lower Wolfcamp 3A	5981	3	6	74	20/40	0.56	3300	1.01	1532	0.69
						0.7	3200	0.99		
						1	3100	0.99		
						1.5	2900	0.97		

						0	3100	0.96		
Lower Wolfcamp 2B	5767	3	6		20/40					
Lower Wolfcamp 2A	5540	3	6	72	20/40	0.59	4000	1.18	1751	0.75
						0.7	3800	1.14		
						1	3600	1.12		
						1.5	3550	1.12		
						0	3550	1.08		
Lower Wolfcamp 1B	5440	3	6		20/40					
Lower Wolfcamp 1A	5245	3	6	73	20/40	0.55	3400	1.10	1464	0.72
						0.7	3200	1.07		
						1	3000	1.04		
						1.57	2900	1.04		
						0	2910	0.99		
Upper Wolfcamp 1B	4893	3	6		20/40					
Upper Wolfcamp 1A	4795	3	6	74	20/40	0.65	3150	1.11	1094	0.66
						0.7	3027	1.09		
						1	2700	1.03		
						1.59	2500	1.01		
						0	2720	1.00		
Leonard 3B	4461	3	4		20/40					
Leonard 3A	4282	3	4	48	20/40	1	2400	1.03	816	0.63
						2	1650	0.88		
						3.54	1486	0.88		
						0	1620	0.82		
Leonard 2B	4117	3	4		20/40					
Leonard 2A	3891	3	4	44	20/40	1	1520	0.86	735	0.63
						2	1410	0.86		
						3.4	1346	0.88		
						0	1600	0.85		

Upper Leonard 1B	3556	3	4		20/40					
Upper Leonard 1A	3303	3	4	47	20/40	1	1392	0.89	740	0.66
						2	1280	0.88		
						3.48	1187	0.89		
						0	1280	0.82		

Well – Ashley-5

Zone	Perf. Depth, ft	Perfs. ft	spf	Rate, bpm	sand type	Prop. Conc., ppg	Surf. Press. psi	Inj. Grad., psi/ft	ISP, psi	Clos. Grad. Psi/ft
Canyon 1B	6916	3	6		20/40					
Canyon 1A	6802	3	6	74	20/40	0.5	4100	1.06	2276	0.77
						0.7	4100	1.06		
						1	3950	1.05		
						1.5	3930	1.06		
						1.92	3750	1.05		
						0	3750	0.99		
Lower Wolfcamp 4B	6430	3	6		20/40					
Lower Wolfcamp 4A	6273	3	6	74	20/40	0.5	3300	0.98	1544	0.68
						0.7	3200	0.97		
						1	3150	0.97		
						1.42	3160	0.98		
						0	3450	0.99		
Lower Wolfcamp 3B	6094	3	6		20/40					
Lower Wolfcamp 3A	5913	3	6	72	20/40	0.5	3400	1.03	1562	0.70
						0.7	3180	1.00		
						1	3100	0.99		
						1.53	2900	0.97		
						0	2950	0.94		
Lower Wolfcamp 2B	5603	3	6		20/40					
Lower Wolfcamp 2A	5469	3	6	73	20/40	0.5	3350	1.07	1549	0.72

						0.7	3220	1.05		
						1	2950	1.01		
						1.7	2900	1.02		
						0	2850	0.96		
Lower Wolfcamp 1B	5311	3	6		20/40					
Lower Wolfcamp 1A	5110	3	6	74	20/40	0.65	3050	1.05	1354	0.70
						0.7	2850	1.02		
						1	2750	1.01		
						1.55	2600	0.99		
						0	2750	0.97		
Upper Wolfcamp 1B	4780	3	4		20/40					
Upper Wolfcamp 1A	4624	3	4	74	20/40	0.5	2750	1.05	863	0.62
						0.7	2600	1.02		
						1	2470	1.00		
						1.55	2400	1.00		
						0	2800	1.04		
Leonard 2B	4253	3	4		20/40					
Leonard 2A	4016	3	4	45	20/40	1	1450	0.83	740	0.62
						2	1250	0.81		
						3	1150	0.81		
						0	1400	0.79		
Upper Leonard 1B	3574	3	4		20/40					
Upper Leonard 1A	3258	3	4	47	20/40	1	1400	0.90	699	0.65
						2	1280	0.89		
						3	1140	0.87		
						0	1240	0.82		

Well – Louann-1409

Zone	Perf. Depth,	Perfs. ft	spf	Rate, bpm	sand type	Prop. Conc.,	Surf.	Inj.	ISP, psi	Clos. Grad.

	ft					ppg	Press. psi	Grad., psi/ft		Psi/ft
Canyon 1B										
Canyon 1A	6990	10	6	85	20/40	0.5	2978	0.88	2415	0.78
						0.7	3104	0.90		
						1	3190	0.92		
						1.5	3219	0.94		
						2.02	3223	0.96		
						0	3389	0.92		
Lower Wolfcamp 4B										
Lower Wolfcamp 4A	6514	10	6	52	20/40	0.5	2223	0.79	2241	0.78
						0.7	2309	0.81		
						1	2355	0.83		
						1.5	2373	0.85		
						2.08	2380	0.86		
						0	2382	0.80		
Lower Wolfcamp 3B										
Lower Wolfcamp 3A	6250	10	6	88	20/40	0.5	2596	0.87	1669	0.70
						0.7	2624	0.88		
						1	2669	0.89		
						1.5	2682	0.91		
						1.58	2690	0.91		
						0	2687	0.87		
Lower Wolfcamp 2B										
Lower Wolfcamp 2A	5760	10	6	86	20/40	0.5	2565	0.90	1764	0.74
						0.7	2616	0.91		
						1	2667	0.93		
						1.5	2686	0.95		
						1.76	2684	0.96		
						0	2680	0.90		

Lower Wolfcamp 1B										
Lower Wolfcamp 1A	5310	10	6	86	20/40	0.5	2946	1.01	1512	0.72
						0.7	2876	1.00		
						1	2861	1.01		
						1.5	2850	1.02		
						1.56	2822	1.02		
						0	2816	0.97		
Upper Wolfcamp 1B										
Upper Wolfcamp 1A	4898	10	6	55	20/40	0.5	2080	0.88	1042	0.65
						0.7	2056	0.88		
						1	2034	0.88		
						1.5	2023	0.90		
						1.66	2013	0.90		
						0	2011	0.85		
Leonard 2B										
Leonard 2A	4170	10	6	85	20/40	0.5	1989	0.93	735	0.61
						0.7	1955	0.93		
						1	1947	0.93		
						1.5	1939	0.95		
						1.62	1916	0.94		
						0	1913	0.90		
Upper Leonard 1B										
Upper Leonard 1A	3430	10	6	85	20/40	0.5	2408	1.15	763	0.66
						0.7	2177	1.09		
						1	2101	1.08		
						1.5	2089	1.09		
						1.17	2076	1.08		
						0	1906	0.99		

Well – Shelby Lynn-1412

Zone	Perf. Depth, ft	Perfs. ft	spf	Rate, bpm	sand type	Prop. Conc., ppg	Surf. Press. psi	Inj. Grad., psi/ft	ISP, psi	Clos. Grad. Psi/ft
Canyon 1B										
Canyon 1A	6960	10	6	86	20/40	0.5	4598	1.11	2468	0.79
						0.7	4500	1.11		
						1	4409	1.10		
						1.5	4394	1.11		
						2	4394	1.13		
						0	4202	1.04		
Lower Wolfcamp 4B										
Lower Wolfcamp 4A	6470	20	6	52	20/40	0.5	2544	0.85	2178	0.77
						0.7	2497	0.84		
						1	2498	0.85		
						1.5	2439	0.86		
						2	2456	0.88		
						0	2577	0.84		
Lower Wolfcamp 3B										
Lower Wolfcamp 3A	6210	10	6	84	20/40	0.5	2912	0.92	1470	0.67
						0.7	3044	0.95		
						1	2989	0.95		
						1.5	2976	0.96		
						1.58	2895	0.95		
						0	2414	0.83		
Lower Wolfcamp 2B										
Lower Wolfcamp 2A	5780	10	6	87	20/40	0.5	2459	0.88	1455	0.69
						0.7	2508	0.89		
						1	2595	0.92		
						1.5	2526	0.92		
						2	1852	0.82		

						0	2075	0.80		
Lower Wolfcamp 1B										
Lower Wolfcamp 1A	5266	10	6	87	20/40	0.5	2185	0.87	1450	0.71
						0.7	2268	0.89		
						1	2359	0.92		
						1.5	2282	0.92		
						2	2314	0.94		
						0	1767	0.77		
Upper Wolfcamp 1B										
Upper Wolfcamp 1A	4936	10	6	60	20/40	0.5	2100	0.88	1051	0.65
						0.7	2002	0.86		
						1	1941	0.86		
						1.5	1868	0.86		
						2	1823	0.87		
						0	1645	0.77		
Leonard 2B										
Leonard 2A	4370	10	6	85	20/40	0.5	1631	0.83	829	0.63
						0.7	1726	0.85		
						1	1752	0.87		
						1.5	1692	0.87		
						1.62	1322	0.79		
						0	1178	0.71		
Upper Leonard 1B										
Upper Leonard 1A	3518	10	6	85	20/40	0.5	1399	0.85	781	0.66
						0.7	1549	0.90		
						1	1466	0.88		
						1.5	1434	0.89		
						2	1379	0.89		
						0	1432	0.84		

Well – Tracy-1309

Zone	Perf. Depth, ft	Perfs. ft	spf	Rate, bpm	sand type	Prop. Conc., ppg	Surf. Press. psi	Inj. Grad., psi/ft	ISP, psi	Clos. Grad. Psi/ft
Canyon 1B										
Canyon 1A	7072	10	6	72	20/40	0.5	4253	1.05	2401	0.78
						0.7	3294	0.92		
						1	3614	0.98		
						1.5	3790	1.02		
						2	3837	1.04		
						0	3615	0.95		
Lower Wolfcamp 4B										
Lower Wolfcamp 4A	6608	20	6	50	20/40	0.5	2625	0.85	2675	0.84
						0.7	2774	0.88		
						1	2898	0.91		
						1.5	3016	0.94		
						2	3037	0.96		
						0	2950	0.88		
Lower Wolfcamp 3B										
Lower Wolfcamp 3A	6218	10	6	84	20/40	0.5	2775	0.90	1626	0.70
						0.7	2670	0.89		
						1	2601	0.89		
						1.5	2746	0.92		
						1.58	2773	0.93		
						0	2655	0.86		
Lower Wolfcamp 2B										
Lower Wolfcamp 2A	5718	10	6	85	20/40	0.5	3852	1.13	1708	0.74
						0.7	3900	1.14		
						1	3920	1.15		
						1.5	3787	1.14		
						2	3654	1.13		

						0	3785	1.10		
Lower Wolfcamp 1B										
Lower Wolfcamp 1A	5212	10	6	75	20/40	0.5	2178	0.87	1312	0.69
						0.7	2110	0.86		
						1	2280	0.91		
						1.5	2241	0.91		
						2	2552	0.99		
						0	2600	0.94		
Upper Wolfcamp 1B										
Upper Wolfcamp 1A	4912	10	6	60	20/40	0.5	2077	0.88	926	0.63
						0.7	1885	0.84		
						1	1825	0.84		
						1.5	1764	0.84		
						2	1733	0.85		
						0	1700	0.78		
Leonard 2B										
Leonard 2A	4194	10	6	75	20/40	0.5	1737	0.87	690	0.60
						0.7	1566	0.83		
						1	1676	0.87		
						1.5	1609	0.87		
						1.62	1505	0.84		
						0	1127	0.71		
Upper Leonard 1B										
Upper Leonard 1A	3450	10	6	85	20/40	0.5	1603	0.92	706	0.64
						0.7	1434	0.87		
						1	1392	0.87		
						1.5	1423	0.89		
						2	1429	0.91		
						0	1429	0.85		

Well – Tracy-1402

Zone	Perf. Depth, ft	Perfs. ft	spf	Rate, bpm	sand type	Prop. Conc., ppg	Surf. Press. psi	Inj. Grad., psi/ft	ISP, psi	Clos. Grad. Psi/ft
Canyon 1B	6990	12	4							
Canyon 1A	6888	8	4	72	20/40	0.5	3343	0.94	2676	0.83
						0.7	3466	0.96		
						1	3485	0.97		
						1.5	3444	0.98		
						0	3345	0.92		
Lower Wolfcamp 3B										
Lower Wolfcamp 3A	6390	10	6	73	20/40	0.5	3460	0.99	1746	0.71
						0.7	2923	0.92		
						1	2701	0.89		
						1.5	2622	0.89		
						0	2878	0.89		
Lower Wolfcamp 2B										
Lower Wolfcamp 2A	5850	10	6	74	20/40	0.5	2516	0.88	1442	0.68
						0.7	2438	0.88		
						1	2375	0.87		
						1.5	2314	0.88		
						0	2546	0.87		
Lower Wolfcamp 1B										
Lower Wolfcamp 1A	5270	10	6	74	20/40	0.5	2594	0.94	1501	0.72
						0.7	2362	0.91		
						1	2321	0.91		
						1.5	2280	0.91		

						0	2597	0.93		
Upper Wolfcamp 1B										
Upper Wolfcamp 1A	4930	10	6	45	20/40	0.5	1427	0.74	870	0.61
						0.7	1305	0.72		
			initial screen out			1	1241	0.72		
						1.5	1171	0.72		
						0	1346	0.71		
Leonard 2B										
Leonard 2A	4330	10	6	45	20/40	1	1438	0.80	864	0.64
						2	1231	0.78		
						3	1111	0.78		
						0	1536	0.79		
Upper Leonard 1B										
Upper Leonard 1A	3450	10	6	45	20/40	1.2	1808	1.00	997	0.73
						2.2	1273	0.87		
			initial screen out			3.2	1112	0.85		
						0	1174	0.78		

Well – Tracy-1409

Zone	Perf. Depth, ft	Perfs. ft	spf	Rate, bpm	sand type	Prop. Conc., ppg	Surf. Press. psi	Inj. Grad., psi/ft	ISP, psi	Clos. Grad. Psi/ft
Canyon 1B										
Canyon 1A	7012	10	6	66	20/40	0.5	4620	1.11	2533	0.80
						0.7	4886	1.16		

						1	4856	1.16		
						1.5	4884	1.18		
						0	4908	1.14		
Lower Wolfcamp 4B										
Lower Wolfcamp 4A	6600	20	6	71	20/40	0.5	4246	1.10	2068	0.75
						0.7	4096	1.08		
		initial screen out				1	3950	1.07		
						1.5	3962	1.08		
						0	3746	1.00		
Lower Wolfcamp 3B										
Lower Wolfcamp 3A	6210	10	6	73	20/40	0.5	4567	1.19	1960	0.75
						0.7	4492	1.18		
						1	4589	1.21		
						1.5	4362	1.18		
						0	3933	1.07		
Lower Wolfcamp 2B										
Lower Wolfcamp 2A	5700	10	6	74	20/40	0.5	4001	1.15	1674	0.73
						0.7	3870	1.14		
						1	3755	1.13		
						1.5	3724	1.14		
						0	3206	1.00		
Lower Wolfcamp 1B										
Lower Wolfcamp 1A	5240	10	6	74	20/40	0.5	3664	1.15	1487	0.72
						0.7	3472	1.12		

						1	3377	1.11		
						1.5	3390	1.13		
						0	2174	0.85		
Upper Wolfcamp 1B										
Upper Wolfcamp 1A	4912	10	6	73	20/40	0.5	4469	1.36	960	0.63
						0.7	3642	1.20		
						1	3440	1.17		
						1.5	3250	1.14		
						0	2856	1.02		
Leonard 2B										
Leonard 2A	4356	10	6	73	20/40	1	3025	1.16	820	0.63
						2.2	2599	1.10		
						3.2	2470	1.09		
						0	2040	0.91		
Upper Leonard 1B										
Upper Leonard 1A	3472	10	6	71	20/40	1	2387	1.16	877	0.69
						2.2	2061	1.09		
						3.2	2040	1.11		
						0	1978	1.01		

Well – Modell-1

Zone	Perf. Depth, ft	Perfs. ft	spf	Rate, bpm	sand type	Prop. Conc., ppg	Surf. Press. psi	Inj. Grad., psi/ft	ISP, psi	Clos. Grad. Psi/ft
Canyon 1B	7033	3	6		20/40					
Canyon 1A	6829	3	6	68	20/40	0.51	4100	1.05	2372	0.78
						0.7	4050	1.05		
						1	4000	1.05		

						1.5	3950	1.06		
						1.98	3800	1.05		
						0	3700	0.98		
Lower Wolfcamp 3B	6568	3	6		20/40					
Lower Wolfcamp 3A	6348	3	6	75	20/40	0.5	3600	1.02	1978	0.75
						0.7	3550	1.02		
						1	3450	1.01		
						1.54	3300	1.00		
						0	3400	0.97		
Lower Wolfcamp 2B	6158	3	6		20/40					
Lower Wolfcamp 2A	5999	3	6	74	20/40	0.5	3150	0.98	1606	0.70
						0.7	3100	0.98		
						1	3120	0.99		
						1.48	2950	0.97		
						0	2850	0.91		
Lower Wolfcamp 1B	5756	3	6		20/40					
Lower Wolfcamp 1A	5585	3	6	75	20/40	0.5	3250	1.03	1624	0.73
						0.7	3150	1.02		
						1	3080	1.02		
						1.55	3000	1.02		
						0	2900	0.96		
Upper Wolfcamp 1B	5420	3	6		20/40					
Upper Wolfcamp 1A	5164	3	6	74	20/40	0.54	2850	1.01	1474	0.72
						0.7	2790	1.00		
						1	2800	1.01		
						1.5	2650	1.00		
						0	2130	0.85		

Leonard 3B	4912	3	6		20/40					
Leonard 3A	4799	3	6	73	20/40	0.5	2800	1.04	960	0.64
						0.7	2700	1.02		
						1	2580	1.01		
						1.58	2450	0.99		
						0	1972	0.85		
Leonard 2B	4404	3	4		20/40					
Leonard 2A	4233	3	4	44	20/40	1	1450	0.81	835	0.63
						2	1260	0.79		
						2.94	1200	0.80		
						0	1230	0.73		
Upper Leonard 1B	3621	3	4		20/40					
Upper Leonard 1A	3397	3	4	45	20/40	1	1400	0.88	713	0.65
						2	1200	0.85		
						3	1100	0.85		
						0	1050	0.75		

Well – Mandy-9

Zone	Perf. Depth, ft	Perfs. ft	spf	Rate, bpm	sand type	Prop. Conc., ppg	Surf. Press. psi	Inj. Grad., psi/ft	ISP, psi	Clos. Grad. Psi/ft
Canyon 1B	6957	3	6		20/40					
Canyon 1A	6799	3	6	75	20/40	0.5	3900	1.03	2345	0.78
						0.7	3800	1.02		
						1	3750	1.02		
						1.5	3660	1.02		
						1.82	3550	1.01		
						0	3600	0.97		
Lower Wolfcamp 3B	6205	3	6		20/40					
Lower Wolfcamp 3A	5899	3	6	74	20/40	0.5	3250	1.00	1328	0.66

						0.7	2950	0.96		
						1	2800	0.94		
						1.4	2700	0.94		
						0	2850	0.92		
Lower Wolfcamp 2B	5661	3	6		20/40					
Lower Wolfcamp 2A	5536	3	6	73	20/40	0.5	3450	1.08	1633	0.73
						0.7	3350	1.06		
						1	3270	1.06		
						1.45	3170	1.05		
						0	2950	0.97		
Lower Wolfcamp 1B	5431	3	6		20/40					
Lower Wolfcamp 1A	5270	3	6	73	20/40	0.5	3250	1.07	1296	0.68
						0.7	3050	1.04		
						1	2820	1.00		
						1.48	2700	0.99		
						0	2750	0.96		
Upper Wolfcamp 1B	4770	3	6		20/40					
Upper Wolfcamp 1A	4659	3	6	73	20/40	0.5	2900	1.08	1033	0.66
						0.7	2700	1.04		
						1	2600	1.03		
						1.55	2425	1.00		
						0	2300	0.93		
Leonard 3B	4293	3	6		20/40					
Leonard 3A	4102	3	6	45	20/40	1	1600	0.86	767	0.62
						2	1400	0.84		
						3.15	1300	0.84		
						0	1400	0.78		

Leonard 2B	3979	3	4		20/40					
Leonard 2A	3817	3	4	45	20/40	1	1380	0.83	642	0.60
						2	1260	0.83		
						2.87	1200	0.83		
						0	1240	0.76		
Upper Leonard 1B	3336	3	4		20/40					
Upper Leonard 1A	3255	3	4	44	20/40	1	1260	0.85	704	0.65
						2	1120	0.84		
						2.91	1100	0.86		
						0	1030	0.75		

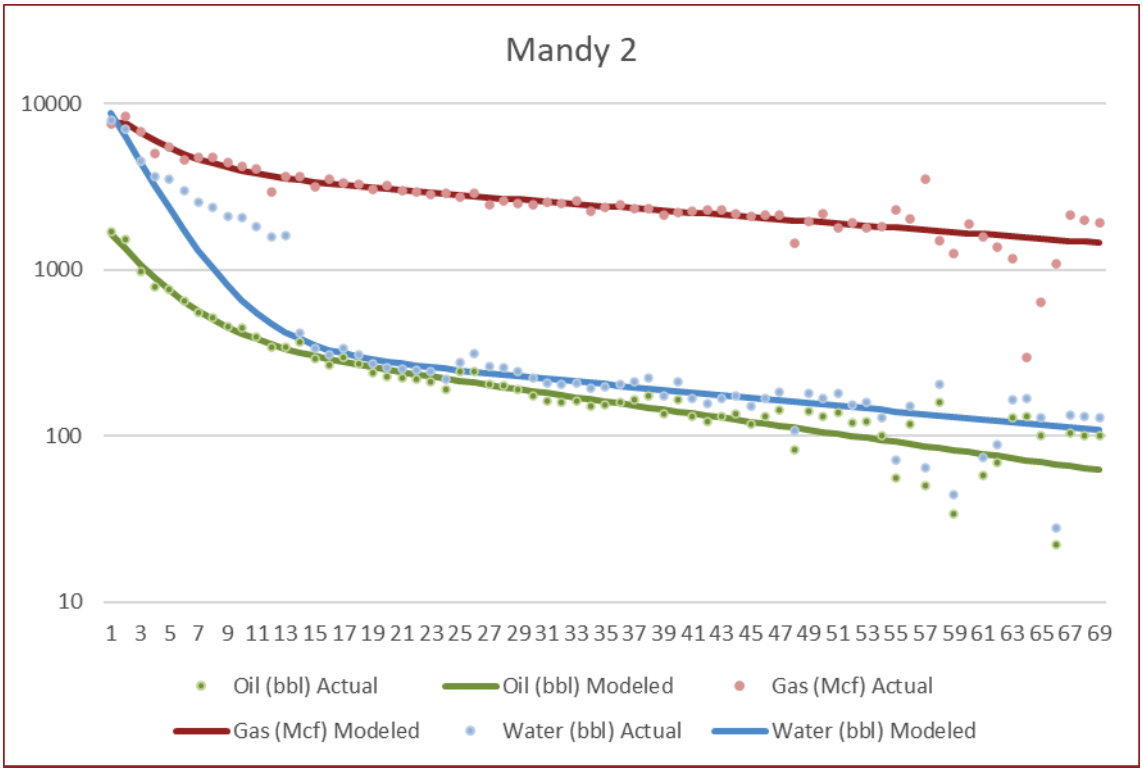
Well – Mandy-2

Zone	Perf. Depth, ft	Perfs. ft	spf	Rate, bpm	sand type	Prop. Conc., ppg	Surf. Press. psi	Inj. Grad., psi/ft	ISP, psi	Clos. Grad. Psi/ft
Canyon 1B	6977	3	6		20/40					
Canyon 1A	6769	3	6	73	20/40	0.56	3900	1.03	2368	0.79
						0.7	3700	1.01		
						1	3620	1.00		
						1.5	3500	1.00		
						2	3450	1.01		
						0	3600	0.97		
Lower Wolfcamp 3B	6225	3	6		20/40					
Lower Wolfcamp 3A	5975	3	6	73	20/40	0.5	2850	0.93	1340	0.66
						0.7	2650	0.90		
						1	2550	0.89		
						1.4	2400	0.88		
						0	2550	0.86		
Lower Wolfcamp 2B	5756	3	6		20/40					
Lower Wolfcamp 2A	5619	3	6	72	20/40	0.5	3200	1.02	1525	0.71

						0.7	3050	1.00		
						1	2950	0.99		
						1.37	2750	0.97		
						0	2900	0.95		
Lower Wolfcamp 1B	5527	3	6		20/40					
Lower Wolfcamp 1A	5379	3	6	73	20/40	0.5	3250	1.06	1426	0.70
						0.7	3100	1.03		
						1	3000	1.03		
						1.5	2750	0.99		
						0	2750	0.95		
Upper Wolfcamp 1B	4889	3	6		20/40					
Upper Wolfcamp 1A	4747	3	6	74	20/40	0.5	2950	1.07	1074	0.66
						0.7	2820	1.05		
						1	2690	1.03		
						1.8	2600	1.04		
						0	2700	1.01		
Leonard 2B	4435	3	6		20/40					
Leonard 2A	4210	3	6	46	20/40	1	1400	0.80	792	0.62
						2	1350	0.82		
						2.8	1200	0.80		
						0	1300	0.75		
Upper Leonard 1B	3368	3	4		20/40					
Upper Leonard 1A	3236	3	4	45	20/40	1	1600	0.96	727	0.66
						2	1250	0.88		
						3.25	1200	0.90		
						0	1250	0.82		

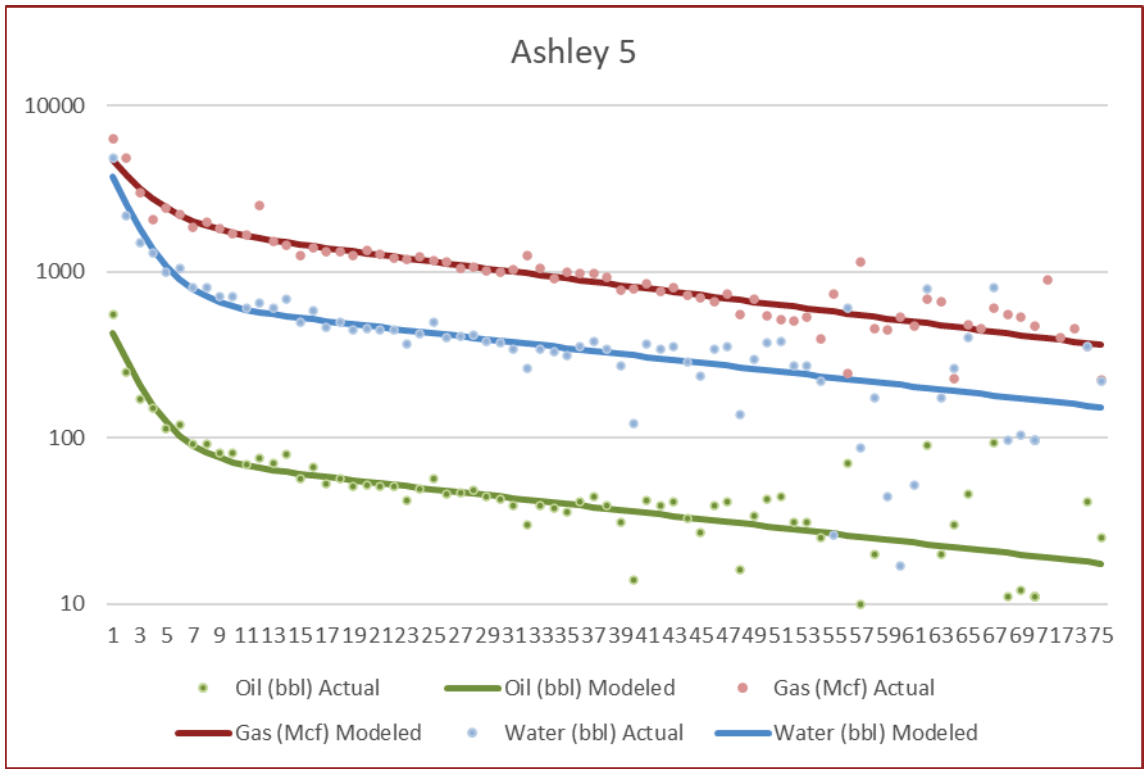
Appendix 2 – Well Depletion Curves

Well - Mandy 2



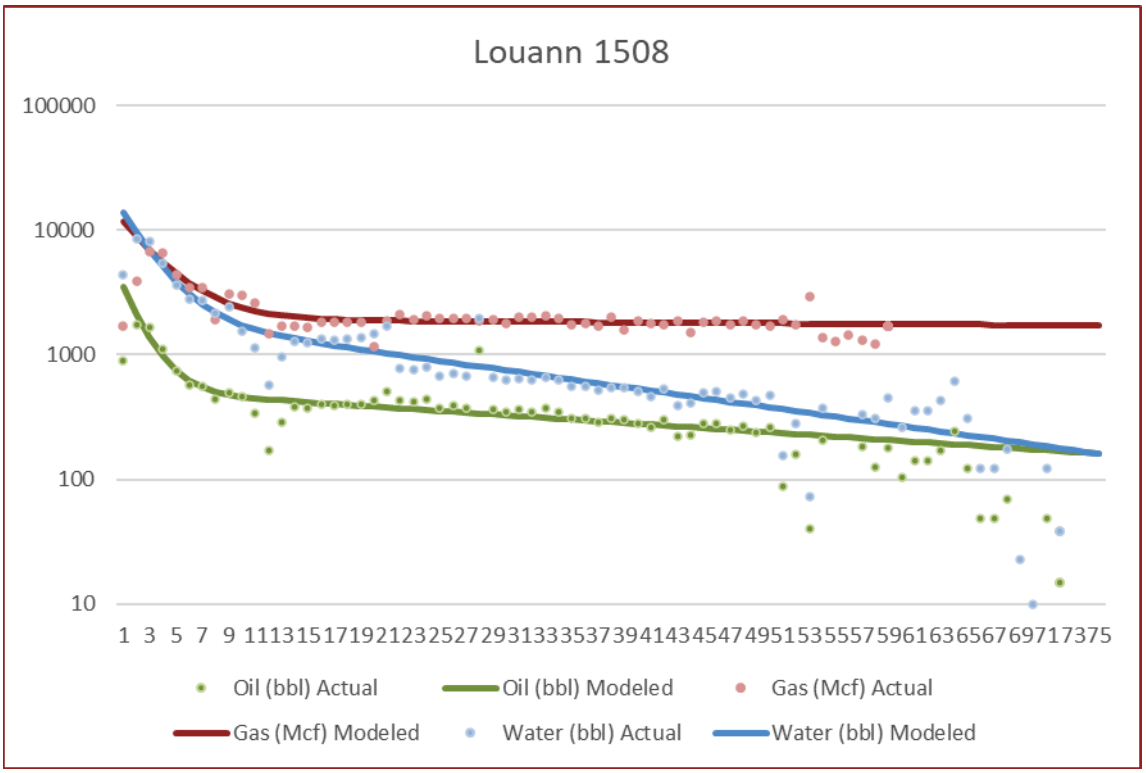
	Qfo	1,653.99	Qfg	4,089.71	Qfw	11,953.23
	Dfo	0.29	Dfg	0.02	Dfw	0.36
Mandy 2	Qio	429.90	Qig	3,724.24	Qiw	392.69
4241332881	Dio	0.03	Dig	0.27	Diw	0.02
41332881	Offset	0.00	Offset	1.98	Offset	0.00
	SUMXMY2	2.46	SUMXMY2	1.13	SUMXMY2	0.51

Well – Ashley 5



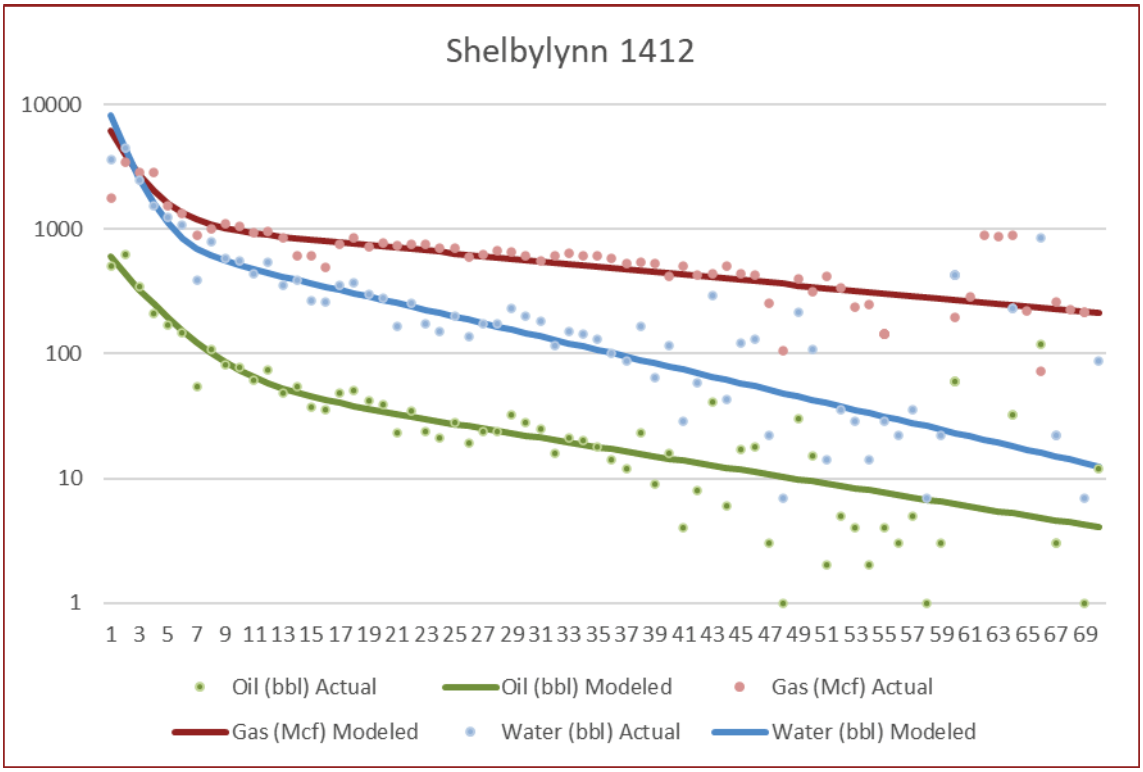
	Qfo	565.53	Qfg	4,000.01	Qfw	4,881.16
	Dfo	0.48	Dfg	0.38	Dfw	0.48
Ashley 5	Qio	82.17	Qig	2,000.00	Qiw	713.04
4241332884	Dio	0.02	Dig	0.02	Diw	0.02
41332884	Offset	0.00	Offset	1.00	Offset	0.00
	SUMXMY2	2.35	SUMXMY2	3.29	SUMXMY2	2.49

Well - Louann 1508



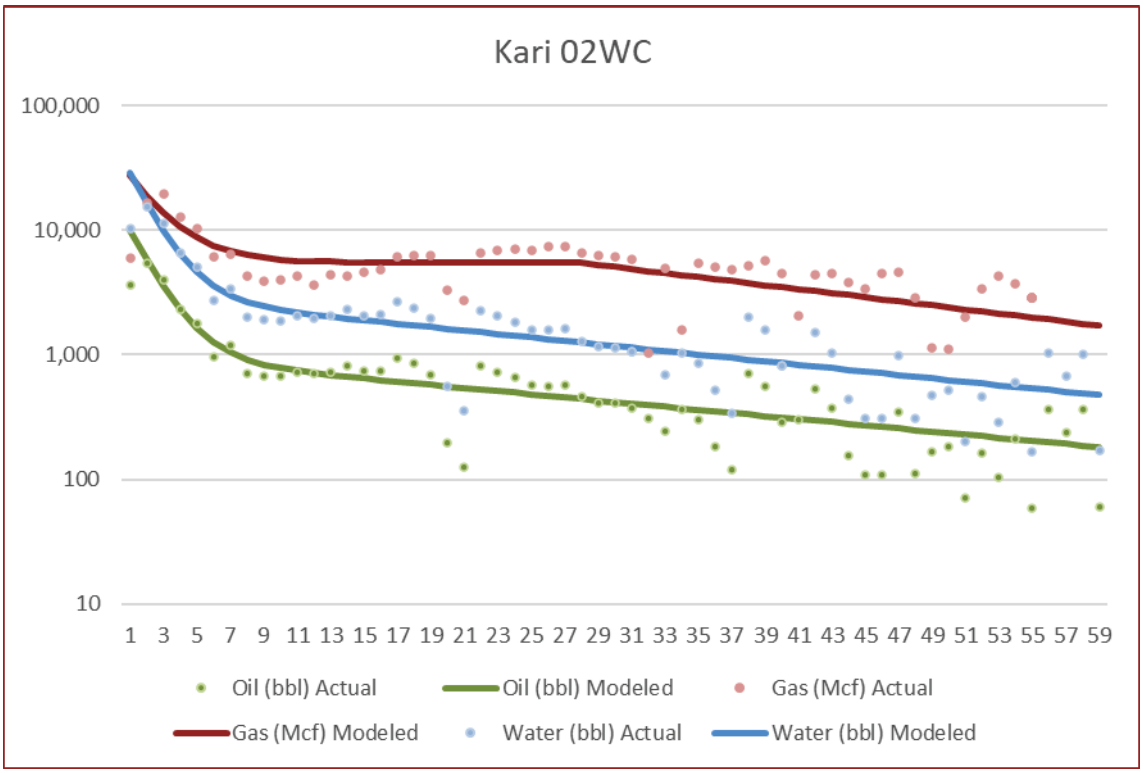
	Qfo	5,534.25	Qfg	13,727.35	Qfw	18,678.68
	Dfo	0.62	Dfg	0.33	Dfw	0.44
Louann 1508	Qio	527.04	Qig	1,931.56	Qiw	1,939.02
4241332902	Dio	0.02	Dig	0.00	Diw	0.03
41332902	Offset	0.00	Offset	0.00	Offset	2.39
	SUMXMY2	4.16	SUMXMY2	0.72	SUMXMY2	2.14

Well – Shelbylynn 1412



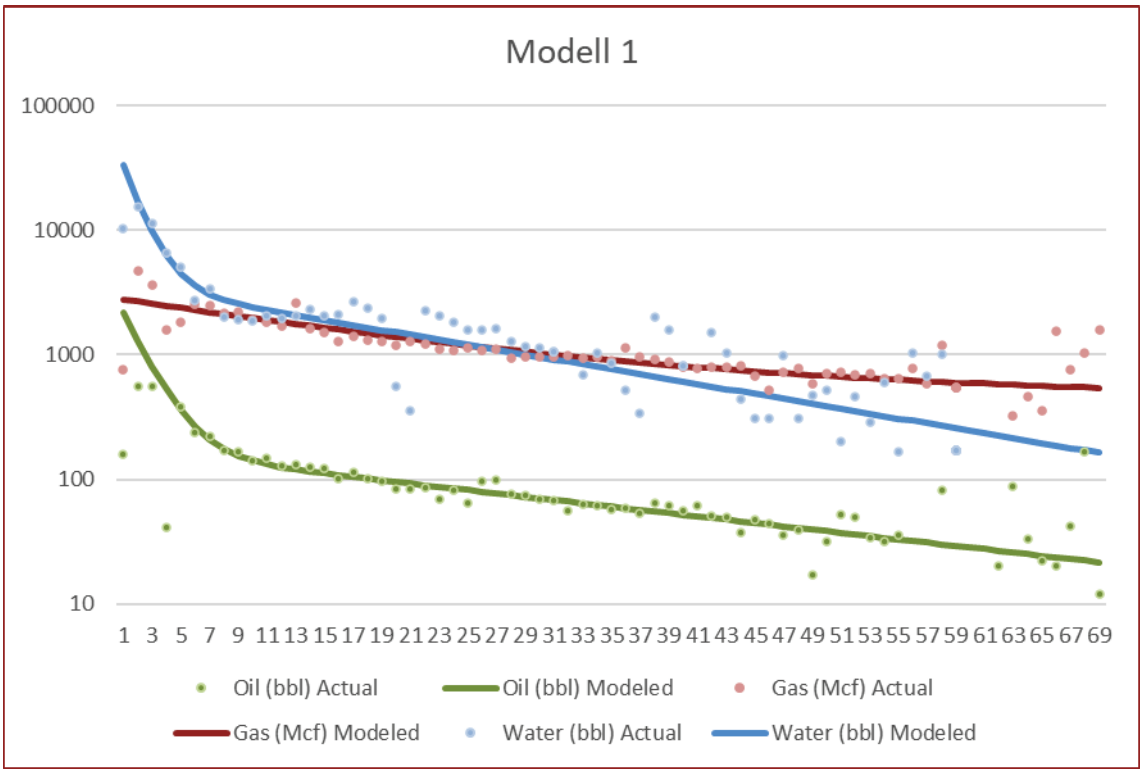
	Qfo	745.29	Qfg	8,608.72	Qfw	926.79
	Dfo	0.35	Dfg	0.55	Dfw	0.06
Shelbylynn 141	Qio	78.45	Qig	1,190.51	Qiw	7,373.91
4241332903	Dio	0.04	Dig	0.02	Diw	0.72
41332903	Offset	0.00	Offset	0.00	Offset	1.03
	SUMXMY2	1.34	SUMXMY2	2.93	SUMXMY2	16.46

Well – Kari 02WC (horizontal)



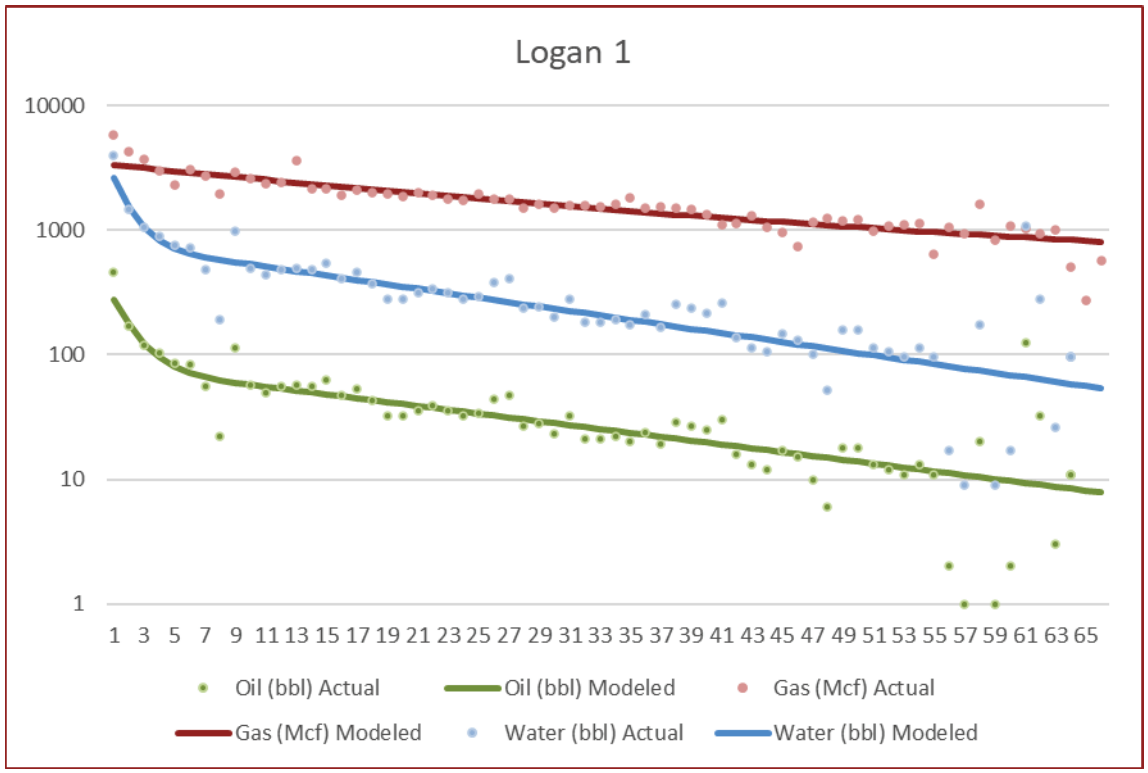
	Qfo	16,507.38	Qfg	35,008.96	Qfw	49,954.19
	Dfo	0.61	Dfg	0.47	Dfw	0.64
Kari 02WC	Qio	989.93	Qig	5,499.96	Qiw	3,039.55
4241332966	Dio	0.03	Dig	0.04	Diw	0.03
41332966	Offset	0.00	Offset	27.79	Offset	0.00
	SUMXMY2	7.39	SUMXMY2	8.07	SUMXMY2	4.28

Well – Modell 1



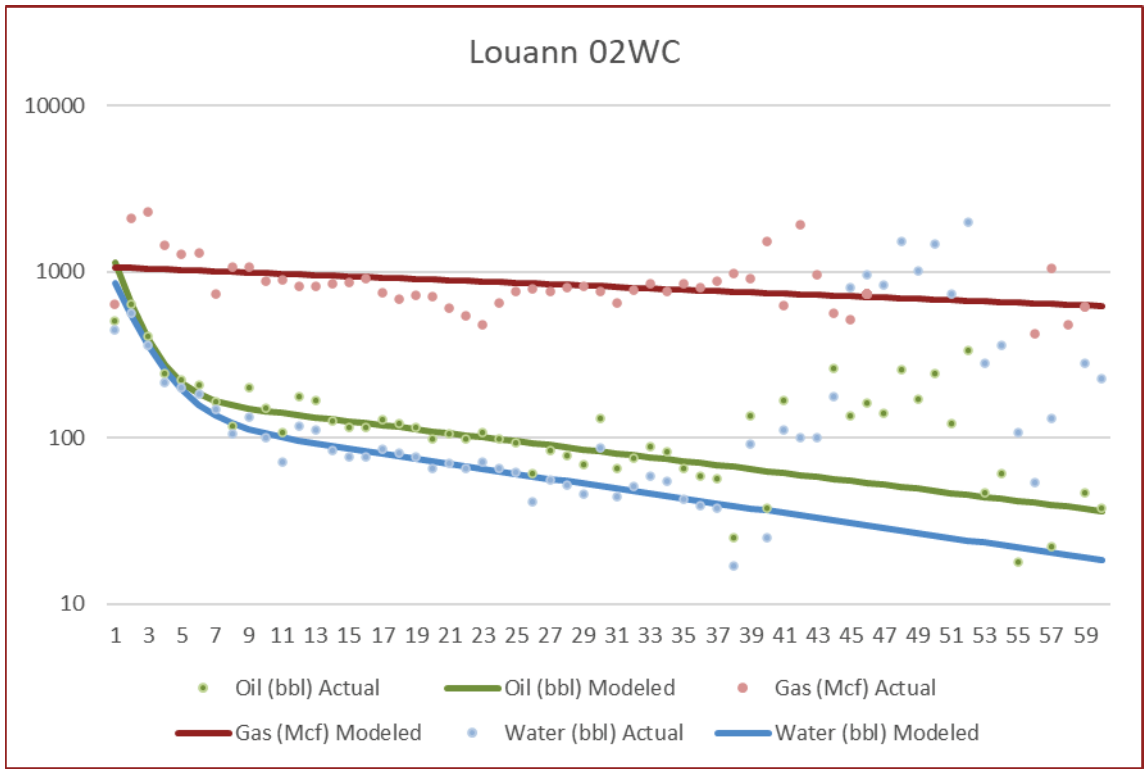
	Qfo	3,513.02	Qfg	2,445.24	Qfw	62,250.63
	Dfo	0.57	Dfg	0.05	Dfw	0.75
Modell 1	Qio	174.56	Qig	455.17	Qiw	3,750.59
4241332886	Dio	0.03	Dig	0.00	Diw	0.05
41332886	Offset	0.00	Offset	13.06	Offset	0.00
	SUMXMY2	0.48	SUMXMY2	3.62	SUMXMY2	17.25

Well – Logan 1



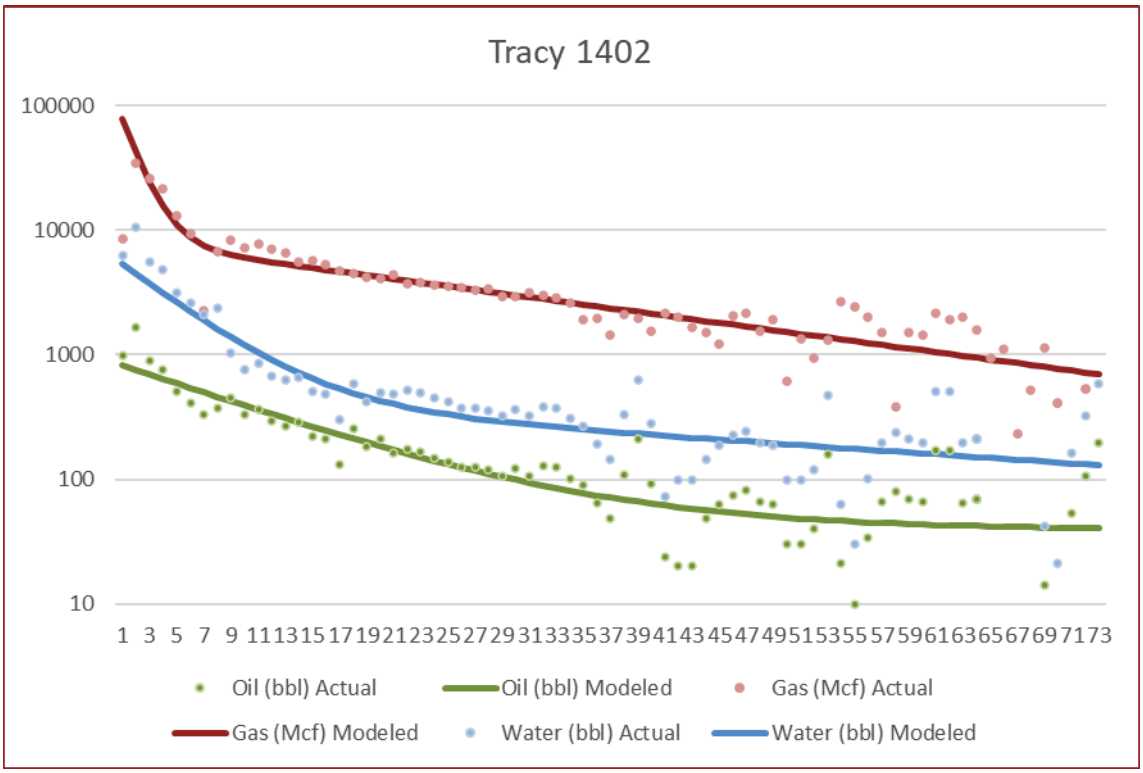
	Qfo	416.13	Qfg	2,674.12	Qfw	4,300.53
	Dfo	0.72	Dfg	0.03	Dfw	0.85
Logan 1	Qio	76.05	Qig	757.31	Qiw	799.01
4241332885	Dio	0.04	Dig	0.01	Diw	0.04
41332885	Offset	1.95	Offset	0.00	Offset	0.00
	SUMXMY2	3.09	SUMXMY2	1.54	SUMXMY2	6.67

Well – Louann 02WC



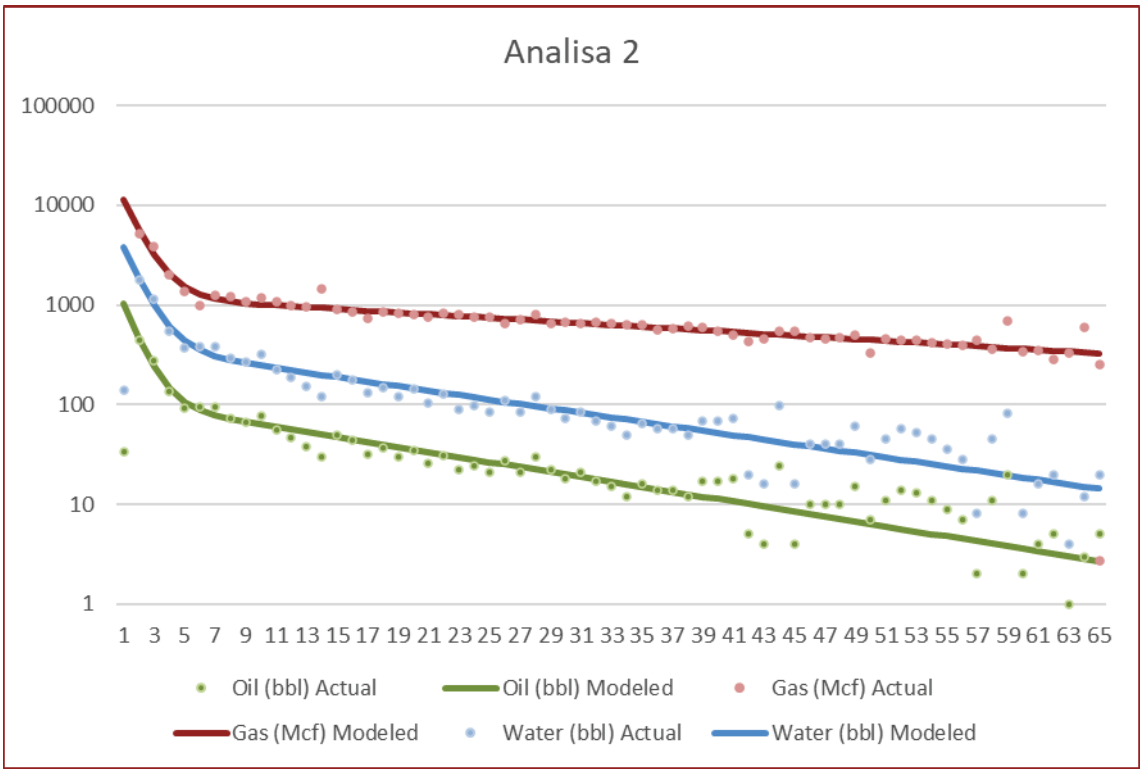
	Qfo	2,008.09	Qfg	1,076.18	Qfw	1,247.63
	Dfo	0.74	Dfg	0.01	Dfw	0.56
Louann 02WC	Qio	189.94	Qig	3,712.26	Qiw	142.73
4241332960	Dio	0.03	Dig	1,758.49	Diw	0.03
41332960	Offset	0.00	Offset	0.00	Offset	0.00
	SUMXMY2	53.76	SUMXMY2	4.73	SUMXMY2	2.81

Well – Tracy 1402



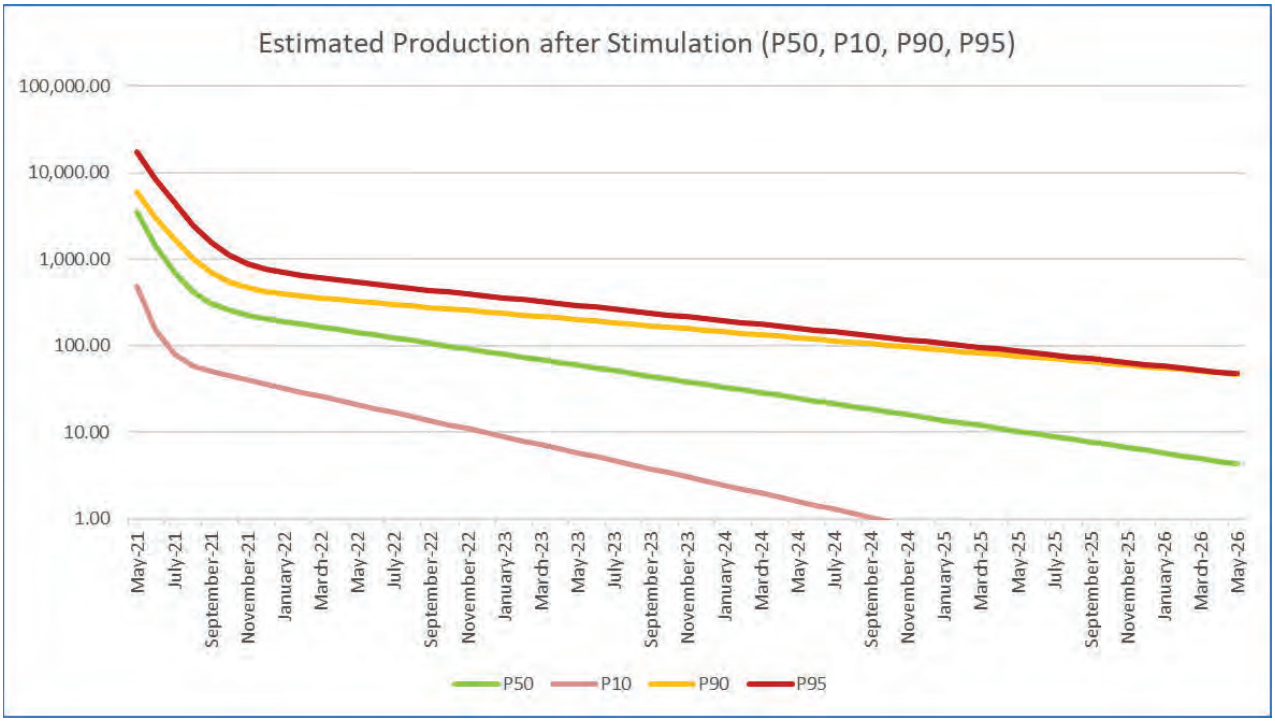
	Qfo	854.80	Qfg	143,641.61	Qfw	6,059.55
	Dfo	0.09	Dfg	0.71	Dfw	0.20
Tracy 1402	Qio	39.23	Qig	8,302.81	Qiw	441.97
4241332896	Dio	0.00	Dig	0.03	Diw	0.02
41332896	Offset	0.00	Offset	0.00	Offset	0.00
	SUMXMY2	12.85	SUMXMY2	15.63	SUMXMY2	16.63

Well – Analisa 2



	Qfo	2,321.23	Qfg	23,396.94	Qfw	7,711.15
	Dfo	0.92	Dfg	0.82	Dfw	0.83
Analisa 2	Qio	110.83	Qig	1,239.37	Qiw	408.05
4241332883	Dio	0.06	Dig	0.02	Diw	0.05
41332883	Offset	0.00	Offset	0.00	Offset	0.00
	SUMXMY2	0.21	SUMXMY2	0.37	SUMXMY2	0.85

Appendix 4 – Estimated Production Based on Regression Methods



		Average		Worst		Good		Max
		P50		**P10**		**P90**		**P95**
Comment		**Average depletion with average starting production**		**Worst depletion with lowest starting production**		**Average depletion with max vertical well starting production**		**Average depletion with max horizontal well starting production (Kari 02WC)**
Stimulated Production	Qfo	3,107.05	Qfo	416.13	Qfo	5,534.25	Qfo	16,507.38
	Dfo	0.40	Dfo	0.60	Dfo	0.30	Dfo	0.30
Matrixed Production	Qio	342.04	Qio	76.05	Qio	527.04	Qio	989.93
	Dio	0.03	Dio	0.04	Dio	0.02	Dio	0.02

Assumptions:
*** Paraffin problem resolved with heat cables**
*** Outliers ignored (Analisa 92% stimulated depletion, Tracy 0% matrixed depletion) - both have significant paraffin issues skewing the data**
*** Rubble Frac yields 50%-60% better connections to "pancake" reservoirs, similar to the horizontal wells**
*** Avoid medium resistivity layers (Spraberry, Leonard), focus on high resistivity (Lower Wolfcamp)**

Appendix 5 – Economics Modeling (Example)

Note: Use spreadsheet tool to tweak detailed parameters

Drilling and Stimulation	Select Model	Capex/Opex	Revenue Year 1	Revenue Year 2	Revenue Year 3	Revenue Year 4	Revenue Year 5
	P75	$ (8,363,601)	$ 6,355,633	$ 1,192,380	$ 670,469	$ 386,138	$ 227,001
		IRR	**5 Years**	**4%**			

Stimulation Only	Select Model	Capex/Opex	Revenue Year 1	Revenue Year 2	Revenue Year 3	Revenue Year 4	Revenue Year 5
	P50	$ (1,595,000)	$ 4,221,802	$ 649,168	$ 270,571	$ 112,566	$ 46,931
		IRR	**2 Years**	**179%**			

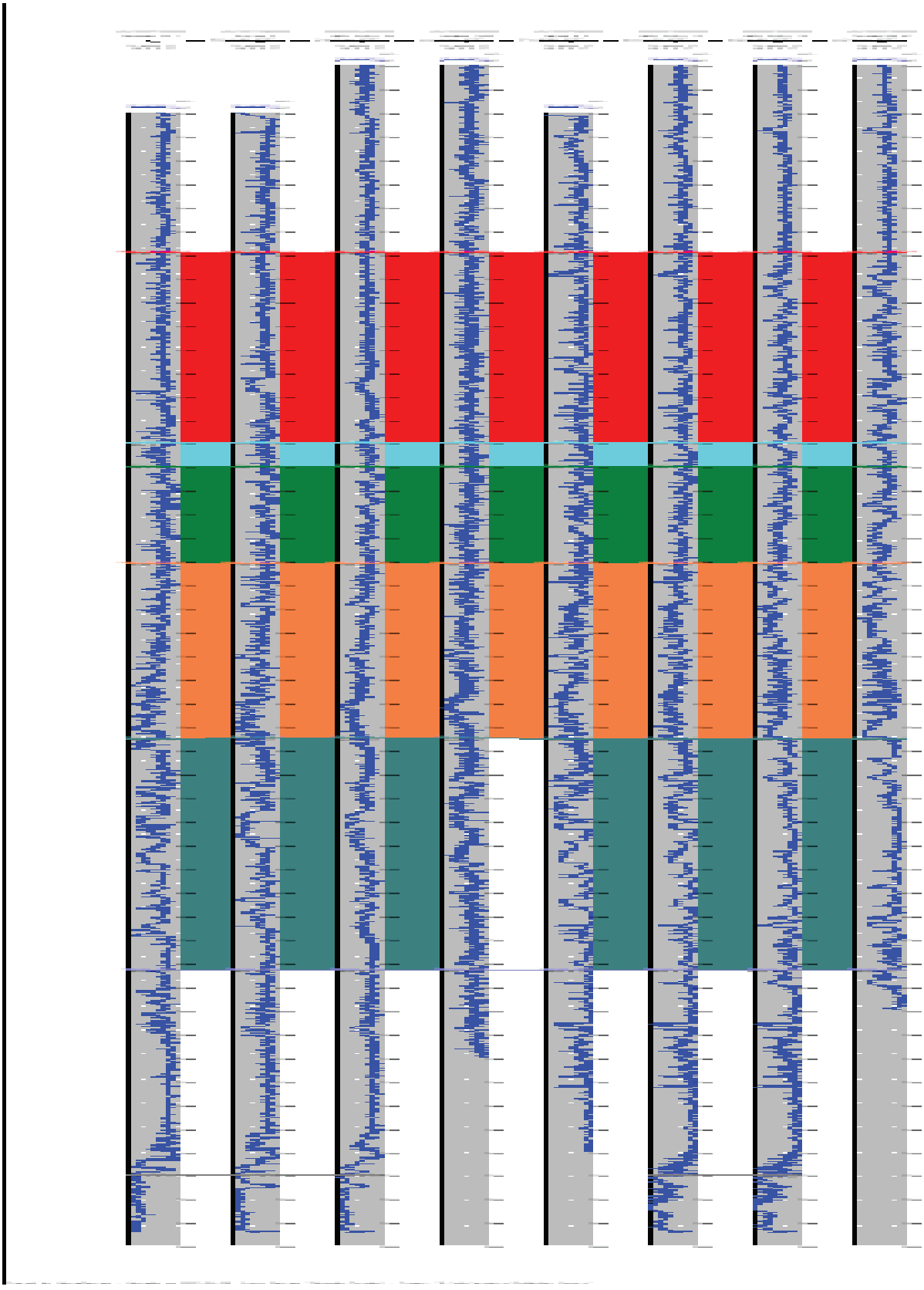
Oil Price (Net)	$/bbl	$ 55.00
Number of Wells		10
Drilling Cost	$/ft	$ 100.55
Avg Well Depth/Length	ft	7500
Original Drilling Cost per Vertical Well	$/ft	$ 150.00
Basis Discount for Well Package		4.0%
Misc Equipment/Materials		$ 50,000.00
Water	bbl	$ 0.50
Sand (incl. transport)	$/ton	$ 55.00
Aggregate Proppant	lbs	750,000
Horsepower Cost	$/hour at 50 bbls/min	$ 1,500.00
Estimated Pumping Hours	hrs	6.00
Pumping Cost for 750k Aggregate		**$ 77,250.00**

Yearly Production per Well (bbls)	P10	P50	P90	P75
Year 1	1069	7676	15435	11556
Year 2	149	1180	3156	2168
Year 3	41	492	1946	1219
Year 4	11	205	1199	702
Year 5	3	85	740	413
Total	1274	9638	22477	16057
5-Yr Revenue per Well	**$70,090**	**$530,104**	**$1,236,220**	**$883,162**

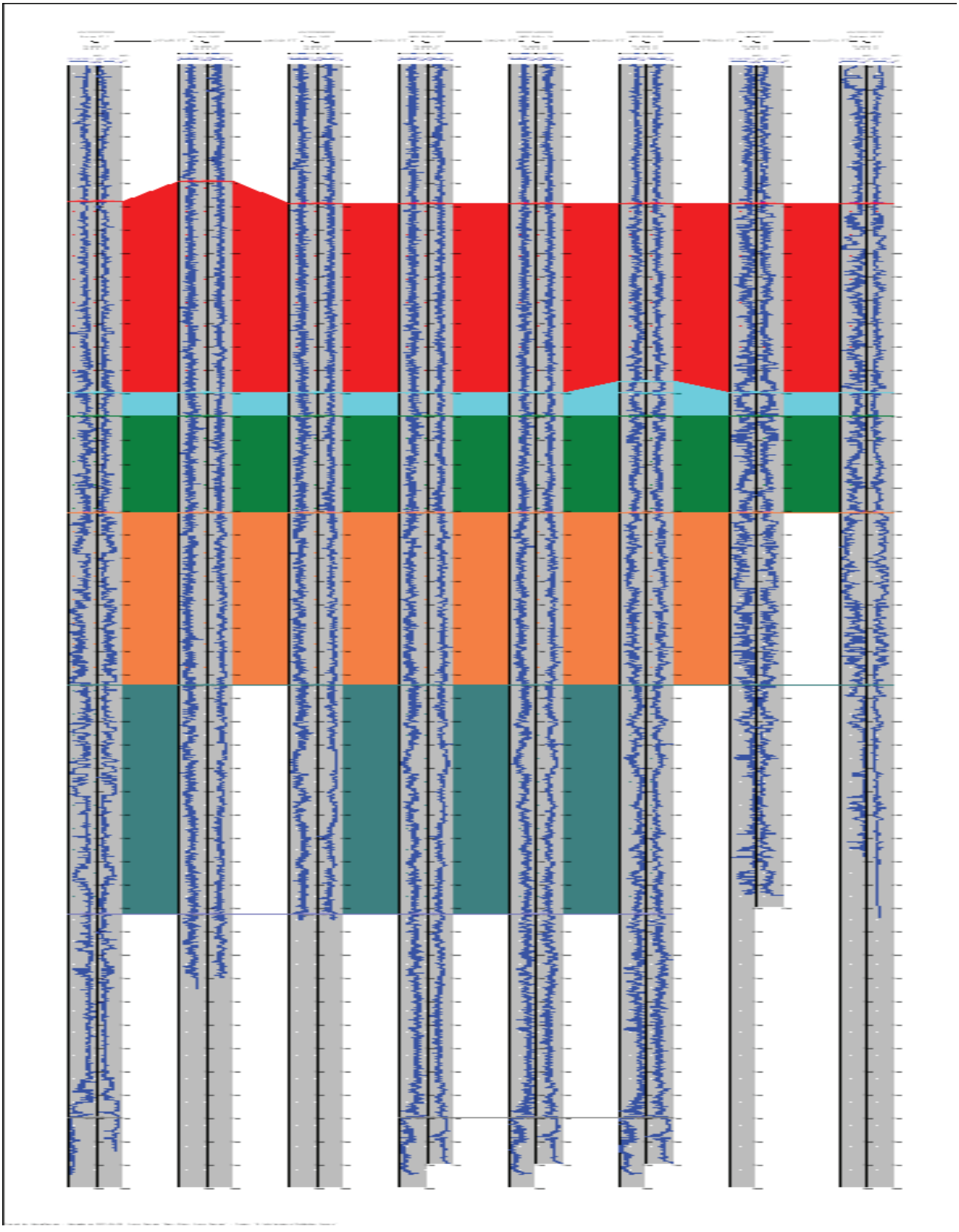
Appendix 6 – Cross-Sections

Field and Cross-Sections

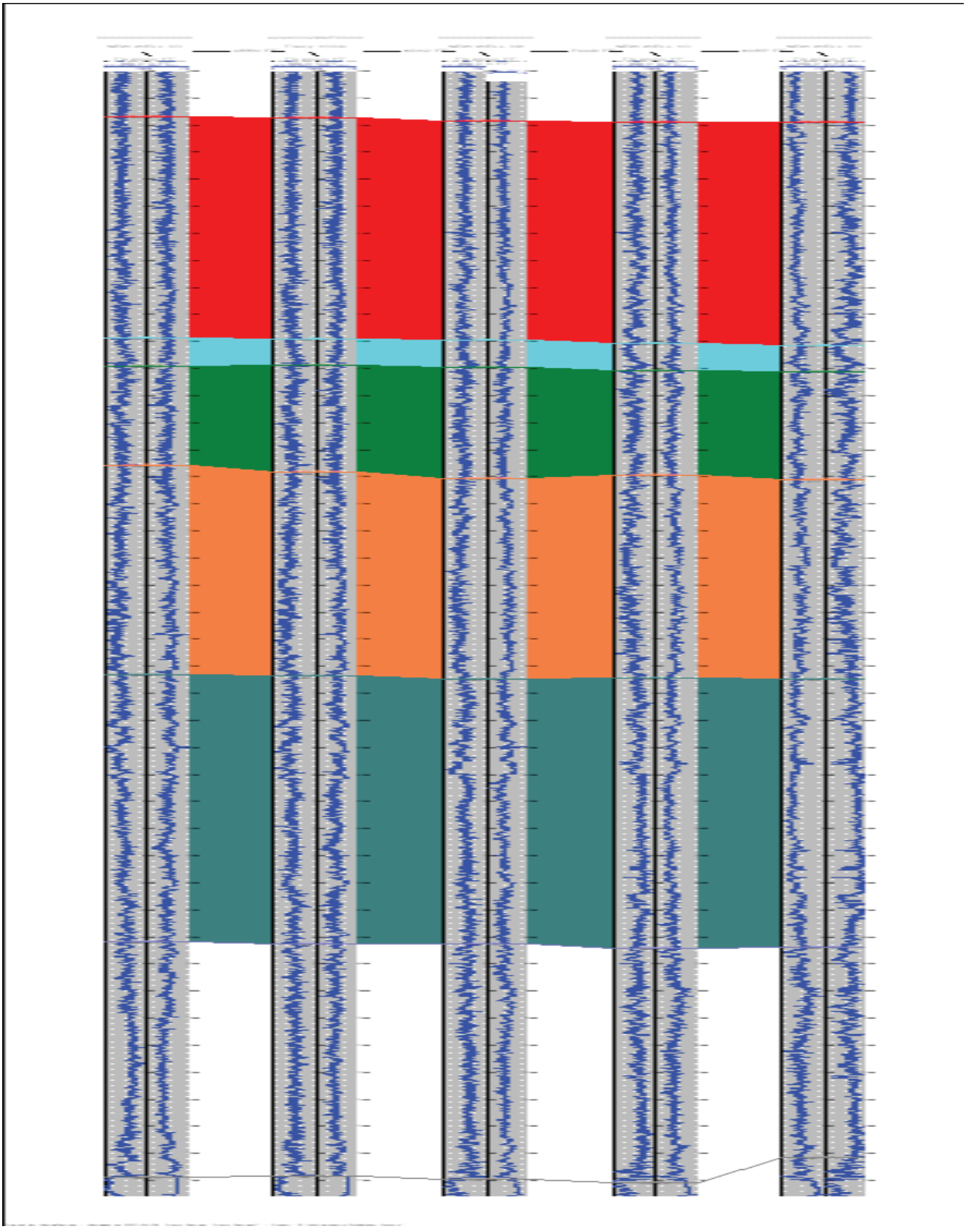
Reynolds-Turnbull Cross-Section (W-E)



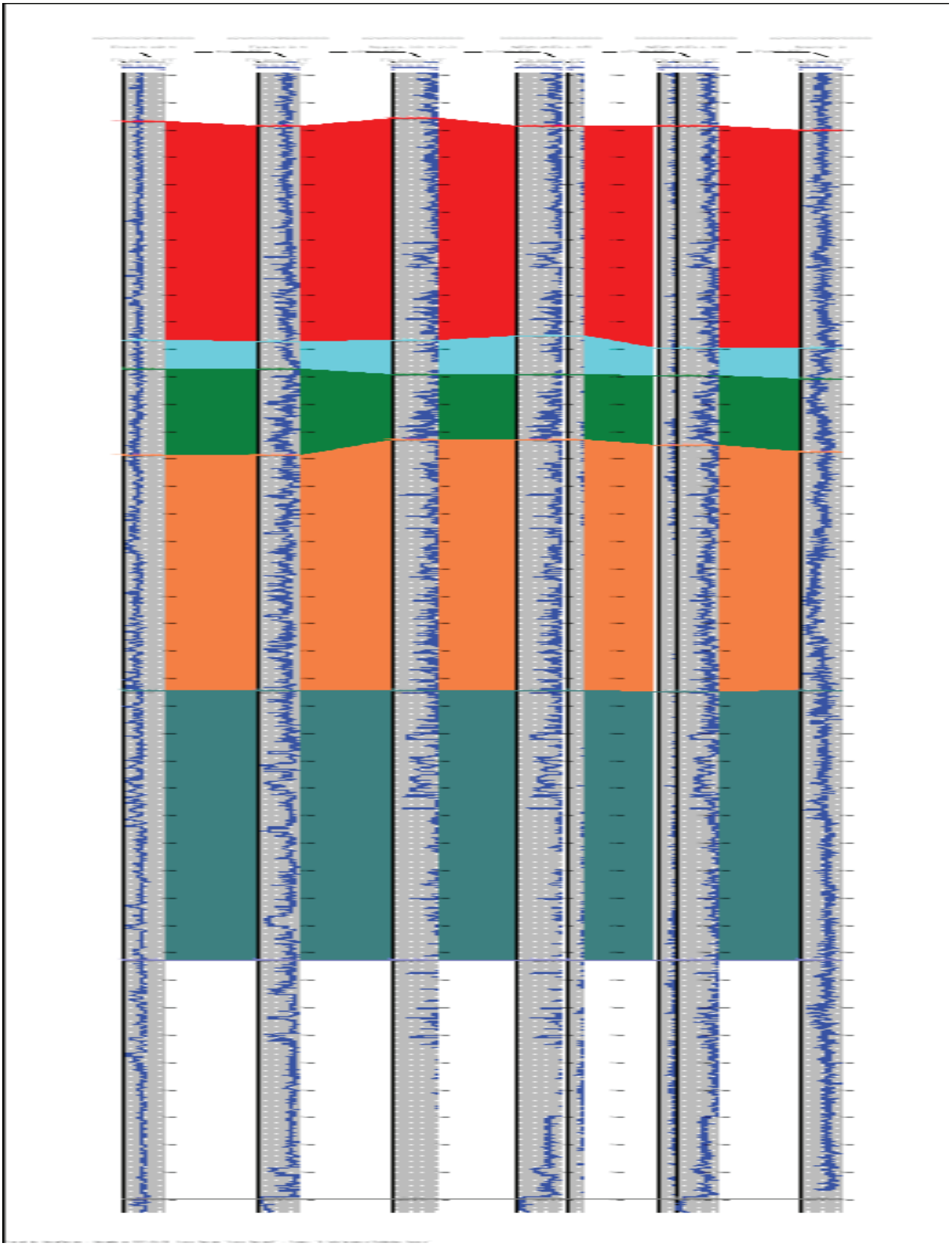
Bruton-Schrank Cross-Section (W-E)



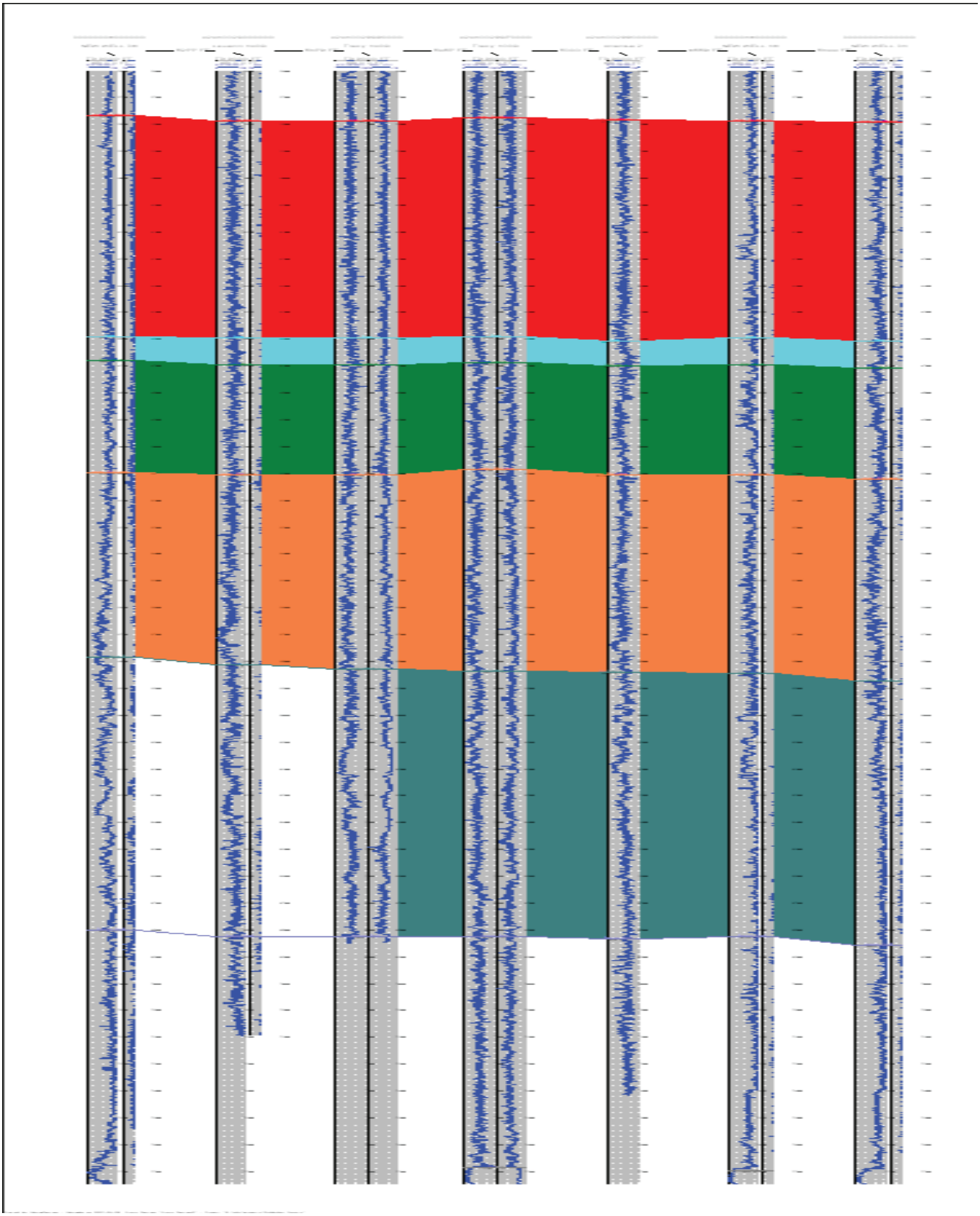
New Well 03 – New Well 11 via Tracy 1309 (W-E)



Enoch 48 – Mandy 9 Cross-Section (W-E)



New Well 06 – New Well 01 via Louann 1409, Tracy 1409/1309, Analisa 2 (N-S)



McDaniel Declaration

UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
FORT WORTH DIVISION

UNITED STATES SECURITIES AND EXCHANGE COMMISSION,	§	
Plaintiff,	§	
v.	§	CIVIL ACTION NO. 4-21CV-1310-O
THE HEARTLAND GROUP VENTURES, LLC, et al.,	§	
Defendants,	§	
and	§	
DODSON PRARIE OIL & GAS LLC, et al.	§	
Relief Defendants.	§	

DECLARATION OF ALBERT G. MCDANIEL

1. My name is Albert G. McDaniel, P.E. I am over the age of 18, competent to make this declaration, and have personal knowledge of the facts stated herein.

2. I hold a BS in Petroleum Engineering from Texas Tech University and am a licensed Professional Engineer. I have worked in the oil and gas industry for decades, including as a drilling engineer, as a bank officer providing reserve estimates and valuing oil and gas properties as collateral, and as a reservoir engineer. My CV is attached as Exhibit A to this Declaration.

3. Attached as Exhibit B to this Declaration is my Summary of Reserve Report and Recoverable Reserves in Place on Barron Petroleum's Carson Ranch leases on approximately 20,000 acres in Val Verde County, Texas.

4. In preparing this summary I relied upon 3D seismic data on the relevant properties and applied industry-standard methodologies. My Report concludes that as of November 2020 there were estimated probable recoverable reserves of 640 billion cubic feet of natural gas. Also, based on my experience in this area, I believe that "the Sahota Carson project rates such a low risk, it more resembles that of a development project than an exploration venture."

5. Attached as Exhibit C to this Declaration is my estimate of the value of the Sahota-Carson Lease in Val Verde County, which was completed February 2, 2022. The estimated costs to drill and complete and operating costs were obtained from the previous operator on that property, Roger Sahota, who informed me that they reflected his actual costs in drilling several wells on the property. Based upon my experience and industry knowledge. I believe those estimates to be reasonable.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: 2/4/22

Albert G. McDaniel, PE

Albert G. McDaniel, P.E.

Albert G. McDaniel, P.E.

1700 Tierney Road, Fort Worth, TX 76112
Cell 1.817.705.6344 Office 972-906-7440

Professional Engineer, P.E.
Consultant Petroleum Engineer
Insurance Agency Owner
Securities Registered Representative
President Flower Mound New Century Lions Club

Farmers Insurance & Financial Services 01/17 to now Flower Mound, TX
Owner, Agent & Registered Rep
Currently licensed in Life, Health, Accident, Property & Casualty, Flood Insurance, Medicare Coverage and Securities including VUL accounts. Manage agency, helping and supporting staff. Work with clients ensuring adequate protection through insurance while managing their investment portfolios.

Candidate for Texas State Representative 2014 & 2016 Fort Worth, TX
Republican Nominee for Texas House District 95
Won Republican Primary twice and ran as the Republican Nominee for Texas State Rep, HD-95, which includes downtown Fort Worth and parts of southeast Tarrant County, including Eastern Hills, Poly, Stop Six, Forest Hill, Edgecliff Village and Everman. HD-95 has never elected a Republican to any position. I lost by the smallest margin in history, despite widespread ballot harvesting in SE Fort Worth.

Arco Oil, Barron Petroleum, OxEnergy, Slate Energy, Energy from America, Leonard Brothers Oil, Petrosand Energy, Last Chance Oil, Gas Tap, SK & Co, GBF Operating, other oil companies 05/10 to Present
Reservoir Engineer
Calculated remaining reserves including economics and discounted present worth of future production.
Drilling Engineer
Drilled and completed wells in North and West Texas and designed a 14,000' vertical well (wildcat) in San Jacinto County, Texas including AFE.
Completions Engineer
Designed completions for new drills, performed workovers on existing wells and tested proprietary technology for producing heavy oil from San Miguel Tar Sands, Maverick County, TX.

Pump & Coiled Tubing 07/07 to 04/14 Mineral Wells, TX
Design Engineer & Sales Engineer / CFO (MxRos, Inc.)
Designed and specified materials for construction of wireline logging trucks and coiled tubing units (CTU) and supervised construction. Consulted customers, provided quotes. Participated in research & development of new technologies, designing hydraulic & electric wireline hoists, continuous fiberglass sucker rod units and other assemblies. As CFO, I filled significant role in moving company to Mineral Wells and winning top award of $750,000 from for relocating to an economically depressed area.

Comprobe, Inc. 12/05 to 06 07 Crowley, TX
Handled sales and client contacts, coordinating with shop to manufacture truck mounted wireline logging systems, logging instruments and downhole tools. Provided project management of orders including payment, manufacturing and delivery.

Campaign Manager 11/05 to Present Tarrant County, TX
Ran campaign for Lt. Ralph Swearingin, Republican Candidate for Justice of the Peace, Tarrant County, Precinct 1. Built website and assisted with all aspects of his campaign including all advertising and meetings. Campaign was successful and Ralph is still Judge in the downtown historic Courthouse.

Pioneer Exploration, Ltd. 01/05 to 11/05 Houston, TX

Examined files of wells drilled in 1950's and designed workovers to get them producing again. Found unproduced reserves behind pipe that multiple operators had missed. Determined discounted Present Worth of acquisition prospects.

Advertising Graphics & Marketing (AGM) 05/83 to 12/95 Fort Worth, TX

VP / Account Services

Consult clients to achieve advertising objectives. Supervised 3 full-time artists & creative staff to develop campaigns. Handled industrial clients including Gearhart Industries, Halliburton Logging Services, Ingersol Rand Drilling Rigs, Weben-Jarco Boilers, Keckley Industries, Bowie Industries, Beckett Pumps, Landers Machine & others. Produced radio & television spots, training films, trade shows, brochures, annual reports for clients including banks Overton Park, Meadowbrook, Haltom, Arlington State & NFW.

Alamo National Bank 1981 to 1983 San Antonio, TX

Vice President / Division Manager

Mercantile Bank, Dallas, hired me to establish an Oil Loans Department for their lead holding company bank in San Antonio. I established the Energy Loans Division of Alamo National Bank. I set up the new office, interviewed existing Bank employees and hired my staff. I worked with Bank's law firm to structure large master notes secured by producing oil & gas properties. As old existing notes became due, they were converted to master notes secured by producing properties with future advances subject to Bank's approval. I solicited new business and quickly built a successful and profitable department.

Southern National Bank 1979 to 1981 Houston, TX

Loan Officer, VP

After learning the oilfield, I wanted to know about money, so I sought a job working for a bank. I started as the Petroleum Engineer for the Oil Loans Division of SNB and immediately enrolled in banking courses through American Institute of Banking (AIB). Some classes were taught at the Federal Reserve Bank in Houston by Fed bankers. I was soon promoted to AVP and assigned specific accounts to monitor. I also called on independent oil companies and discussed their banking needs. After estimating reserves and calculating the discounted present worth of the oil and gas properties, I presented loan requests in loan committee for approval and then filed documents to protect Bank's position prior to funding. I monitored loan performance against production and made adjustments as needed.

HNG Oil Company 1976 to 1979 Sonora, TX

District Engineer

From staff engineer, I quickly became District Engineer of the Sonora, Texas, District Office, responsible for all aspects of Drilling, Completion & Production in SW Texas, including RRC. Drilled hundreds of wells and cored the first Canyon Sand well. I had the cores studied under an electron microscope, which was very new technology for that time. With these results and other data, I redesigned the completion for tight gas, Canyon Sand wells. I worked with Chick Smith of Halliburton, Midland, to develop a high-rate / high-sand treatment for Canyon Sand completions, which was very successful.

EDUCATION

Texas Tech University	Bachelor of Science, Petroleum Engineering, 1976
American Institute of Banking	Houston Community College, Houston, 1980 (4.0)
Tarrant County College	Related courses of study, 2004 (4.0)

Sahota-Carson Lease Estimated Value
Val Verde County, Texas

definitions:

Billion Cubic Feet - bcf	640
Million Cubic Feet - mmcf	640,000
Thousand Cubic Feet - mcf	640,000,000
Cubic Feet - cf	640,000,000,000
Natural Gas Units	mcf
Reserves	640,000,000
Current Price per MCF	$5.31
Gross Value of Recoverable Reserves	$3,398,400,000
deduct Royalty Paid to Owners	$849,600,000
Deduct Taxes paid to state	$254,880,000
Net after paying Tax & Royalty	$2,293,920,000
Estimated Cost to Drill & Complete per well	$3,000,000
Operating cost per month	$5,000
Months over life of well (max)	600
Cost to Operate	$3,000,000
Lifetime Cost per well	$6,000,000
Lifetime Cost of 100 Wells	$600,000,000
Rough Value of Lease	**$1,693,920,000**

This projection is a worst-case quick look.
Economies of scale will reduce drilling and operating costs.
Price of natural gas will increase during life of these wells.
Revenue from condensate is ignored.
Even still, this project is profitable,
and will contribute to the local economy.

Albert G. McDaniel, PE
February 2, 2022

SUMMARY OF RESERVE REPORT AND RECOVERABLE RESERVES IN PLACE

Sahota Carson Lease Evaluation

Barron Petroleum LLC

Estimated

Future Reserves

Attributable to Certain

Leasehold and Royalty Interests

Sahota Carson Lease

As of

November 01, 2020

Albert G. McDaniel, P.E.
Petroleum Engineer
TBPE License No. 106636

1700 Tierney Road Fort Worth, Texas 76112 817-705-6344

Barron Petroleum LLC
471 State Highway 67
Graham, TX 76450-7046

November 1, 2020

Gentlemen:
At your request, I have prepared an estimate of recoverable reserves in place on the Sahota Carson Lease as of November 1, 2020. The subject property is approximately 20,000 acres located 35 miles south of Ozona in Val Verde County, Texas.

This is a third-party study. I am not an employee of Barron Petroleum and have arrived at this estimate through my own research.

Reserves Included in This Report

Probable reserves in place are:

225 Bcf with 60 Strawn LS locations
323 Bcf with 20 Ellenburger locations
92 Bcf with 30 Canyon/Wolfcamp locations

640 **Bcf Probable Recoverable Reserves in Place**

As of the date of this report, 2 wells have been drilled and are waiting on completion and connection to sales. With well logs from these 2 wells and other geologic data, 5 Bcf can be confirmed as Proven Reserves.

Geology

The geology of the Sahota Carson Lease is so well defined that the risk is equivalent to that of New Field Development. Quality 3D seismic data and several seismic attribute processing methods were applied to the 3D seismic data including coherency, inversion, and time to depth conversions. These seismic data are available through contractual relations of the mineral lease owners.

Exploration risking parameters that are accepted industry wide demonstrate that development risks of this New Field Discovery are minimal. Parameters to assess play risks can be assigned a ranking value from 0 to 1 with 1 being no risk. High Risk Exploration plays typically have values in the 0.10 to 0.25 range while Exploitation plays score from 0.3 to 0.5.
Low Risk Development programs rank between 0.65 and 0.75.

Due to the abundance of data available for this prospect, the Sahota Carson project is a low risk, Multi-Pay, New Field Discovery with risk ranking of 0.70.

Source Rock

Throughout the area there are organic shales both above and below the Strawn Limestone, which is verified by 61 wells within 5 miles of the lease.
Stratigraphically, shales can be correlated laterally for hundreds of miles, with the Sahota Carson Lease being only about 5 miles away from the source rocks of the Massie Strawn LS Field. The source rocks of the Massie Field are also present in wells drilled to date on the Sahota Carson Lease.
Not only do we have verification of source rock being present from the 2 drilled wells, but also from nearby offset production. Further confirmation occurred while drilling with gas shows of C1, C2 and C3.

SOURCE RISK = 1.0

Maturation & Timing

There are 61 wells producing from the Massie Strawn LS at depths similar to the Sahota Carson Lease. The slightly deeper depths of the Sahota Carson Lease indicate additional maturation which is favorable to formation of hydrocarbons. Variations such as burial depths, heat flow and burial timing commonly take ten or more miles to get values different from what we see in the nearby Massie Field. Further confirmation of favorable Maturation & Timing is provided by the fact that the Sahota Carson 20BU had a 20' gas flare.

MATURATION AND TIMING RISK=1.0

Structural/Stratigraphic Trapping Seals

The 3D seismic allows us to validate that the Sahota Carson Lease is on a structural high, but the nature of the Strawn LS is more stratigraphic than structural in terms of trapping. Sourcing and sealing shales overlie and underlie the Strawn LS proving the top and bottom stratigraphic trap. The presence of these shales is confirmed by the 61 wells in Massie Field 5 miles away as well as by the wells drilled on the Sahota Carson Lease. Porosity and permeability variations related to the carbonate microfacies create the lateral seals in the Bioherm and flanks of the Bioherms, meaning both the Bioherms and their flanks are prime targets for drilling producing wells.

The tectonically fractured Strawn LS targets seal laterally away from the fault zones. Similarly, the solution collapse zones in the underlying Ellenburger Group propagate fractures in the overlying Strawn LS. These collapse zones create the lateral non-tectonic fractured Strawn LS seals.

From 3D seismic we know:

Location of the fault zones
The solution collapse zones in the Ellenburger
The Bioherm Buildups
Flanks of the Bioherm Buildups

These facts define the trap and seals, top, bottom, lateral.

Trapping & Seals Risk = 1.0

Reservoir Rock

From the 3D seismic, we can accurately define where the fault zones are and thus where tectonically fractured Strawn LS reservoir rock exists. The 3D seismic also depicts where we have Ellenburger Group solution collapse sags, and hence, areas of non-tectonic Strawn LS fractured reservoir development. Reservoir rock risks for these two types of Strawn LS targets are minimal. Because we can see the Bioherm Buildups and the debris flanks to the Bioherm Buildups in the seismic these targets, combined with known reservoir models, reduce risk in targeting areas. Identifying possible reservoir rock is not a problem but optimizing the best areas of porosity/permeability, or fractured permeability is the biggest risk of all the risk parameters. Thus, the key risk is how to identify those areas with maximum producibility potential. Tectonically fractured, non-tectonic fractured, and Bioherm porosity and bioclastic debris flanks to Bioherms provide the best reservoir targets. This implies the need to increase the understanding of any secondary diagenetic affects that may enhance or harm good reservoir porosity and permeability and hence affect producibility. Since we have an inversion processed 3D seismic data, some, but not all, of this risk is reduced. More of this risk must be assessed by drilling and evaluating the details of the reservoir rock. Because we are flowing gas in the drilled wells, we can confirm we have reservoir rock, and, in fact, a new Strawn LS Field Discovery.

RESERVOIR ROCK RISK = 0.7

1700 Tierney Road Fort Worth, Texas 76112 817-705-6344

Conclusions

The Sahota Carson project rates such a low risk, it more resembles that of a development project than an exploration venture.

With the Sahota Carson 20 BU flowing gas, and that we can validate many offset lookalikes in the 3d seismic, we can project many additional locations for this new field development program. The Sahota Carson 20 BU well can be considered the discovery well for a New Strawn LS Field.

There is a producing Ellenburger well 1 mile to the NW of the Sahota Carson Lease. Much of the development risking shown above for the Strawn LS can be applied similarly to an Ellenburger program. While there are several Ellenburger dry holes within the Sahota Carson Lease, most of these wells were drilled prior to understanding newer Ellenburger reservoir models. The key to developing the Ellenburger is to use the 3D seismic to optimize reservoir producibility locations. The Ellenburger needs to be drilled underbalanced and, if possible, with air.

A third objective within the Sahota Carson Lease are the Canyon Sands. These sands are productive along this trend and were present in the Sahota wells, and they did have gas shows. They are also visible in the 3D seismic. The Canyon Sands can be developed at low risk by collecting information while drilling the Strawn LS and Ellenburger Group wells. Hence, developing the Canyon SS should have minimal development risks. As always, because of the multiple source rocks, favorable maturation timing, and potentially other productive reservoirs in the Fusselman or Devonian, there could even be more targets within this lease, adding to its value.

Albert G. McDaniel, P.E.
Petroleum Engineer

1700 Tierney Road Fort Worth, Texas 76112 817-705-6344

Living Expenses

CHASE Auto

Your account is current.
Thank you!

06/10/2021 through 09/09/2021

Payment Due	Amount Due
09/28/21	$1,428.47

You will receive a statement every three months.
Please keep the attached payment coupons to make your next three payments.

0005294 1 of 2 NSP0ALQ0 Z1 25221 111000000000
SUNNY S SAHOTA
MONROSE S SAHOTA
471 STATE HIGHWAY 67
GRAHAM, TX 76450

Loan Information

Account Number	12022816160808
Vehicle Description	2020 GMC SIERRA 350
VIN	1GT49WEY5LF214587
Interest Rate	3.54%
Principal Balance as of 09/09/2021	$32,099.41

Explanation of Amount Due

Current Payment Due	$1,428.47
Amount Past Due	$0.00
Fees and Charges	$0.00
TOTAL PAYMENT DUE ON 09/28/21	**$1,428.47**

Message Center

Important Reminder Even though we bill you once every 3 months, your payments are due monthly. If you make multiple payments, for example two or three monthly payments at the same time, the amount paid in excess of your monthly amount due will be applied as a principal reduction only, unless you schedule the multiple payments to be paid according to their originally scheduled due dates on chase.com or the Chase Mobile app. Or, if you want to make multiple monthly payments at the same time and pay your account ahead, you can call us at the customer service number below.

The principal balance displayed above is not your payoff. For a current payoff quote, please visit our website at chase.com/AutoServicing.

The Principal Balance and Total Amount Due above are as of 09/09/2021.

GO PAPERLESS, IT'S EASY

Visit chase.com/GoPaperless to enroll.

Transaction Activity

Date	Description	Total
07/13/21	LATE PAYMENT FEE	$50.00
07/16/21	PAYMENT - THANK YOU (PRINCIPAL $2144.86) (INTEREST $305.14, FEES $50.00)	($2,500.00)
07/23/21	PAYMENT - THANK YOU (PRINCIPAL $2473.17) (INTEREST $26.83)	($2,500.00)
08/05/21	PAYMENT - THANK YOU (PRINCIPAL $2453.29) (INTEREST $46.71)	($2,500.00)
08/27/21	PAYMENT - THANK YOU (PRINCIPAL $2500.00)	($2,500.00)

CHASE Auto

Welcome to Chase Auto!

08/28/2021 through 09/07/2021

Payment Due	Amount Due
10/12/21	$1,450.25

MANDEEP SAHOTA
SUNNY SAHOTA
471 STATE HIGHWAY 67
GRAHAM, TX 76450

You will receive a statement every three months. Please keep the attached payment coupons to make your next three payments.

Loan Information

Account Number	12124018530935
Vehicle Description	2022 FORD SUPER DUTY
VIN	1FT8W2BTXNEC08627
Interest Rate	4.84%
Principal Balance as of 09/07/2021	$90,297.29

Explanation of Amount Due

Current Payment Due	$1,450.25
Amount Past Due	$0.00
Fees and Charges	$0.00
TOTAL PAYMENT DUE ON 10/12/21	**$1,450.25**

Message Center

We're glad to have you as a Chase Auto customer. Visit chase.com to enroll in Chase Online℠, make a payment, sign up for paperless statements, view account activity and more. Or if you prefer, text "mobile" to 24273 and take advantage of the same features using the Chase Mobile app.

The principal balance displayed above is not your payoff. For a current payoff quote, please visit our website at chase.com/AutoServicing.

The Principal Balance and Total Amount Due above are as of 09/07/2021.

KEEP UP TO DATE

Sign in to chase.com/Alerts
to set up Chase account alerts.

Transaction Activity

Date	Description	Total
08/28/21	ESTABLISHNEW ACCOUNT	$90,297.29

BANK OF AMERICA

P.O. Box 45224
Jacksonville FL 32232-5224

CA 1116 317 301 1 18062 #@01 AB 0.461

SUNNY S SAHOTA
471 STATE HIGHWAY 67
GRAHAM, TX 76450-7046

Customer service information
bankofamerica.com
800.215.6195

Mail payments to:
Bank of America, N.A.
P.O. Box 17237
Wilmington DE 19886-7237

Switch to paperless or pay with e-bills through bofa.com or with our mobile banking app.

Account # 650-10054575119

Loan account status

Maturity date:	08/29/2024
Payoff balance*:	$19,386.22
Payoff good through:	11/29/2021

**Payoff does not include any fees, credits, or reversals that have not posted.*

Previous year's interest paid:	$636.62
Statement date:	11/09/2021
Current payment due:	$0.00
Amount past due:	$0.00
Total fees and charges:	$0.00
Total payment due by 11/29/2021 is:	$0.00

Transaction activity

Effective date	Description	Amount	Detail
Beginning principal balance			$21,767.20
11/08/2021	PAYMENT - THANK YOU	-$2,500.00	
	PRINCIPAL		$2,423.16
	FINANCE CHARGE		$76.84
Ending principal balance			$19,344.04

0000010001000000000000

Important messages

Bank of America appreciates the opportunity to service your account.

This is an attempt to collect a debt. Any information will be used for that purpose.

Put your bill on cruise control! Enroll in automatic payment today.

00000000000000065010054575119558474080 2

BANK OF AMERICA, N.A.
P.O. BOX 17237
WILMINGTON DE 19886-7237

Account number: 65010054575119

Amount due on 11/29/2021	**$0.00**
Late fee amount	**$0.00**
Amount past due	**$0.00**
Total fees and charges	**$0.00**

☐ Check box for change of address

☐ Check box if you are paying loan balance in full

SUNNY S SAHOTA
471 STATE HIGHWAY 67
GRAHAM, TX 76450-7046

Additional principal $

Total enclosed $

⑆584740802⑆650100545751195⑈

Home | Contact Us

SWTEC HOME

Southwest Texas Electric Cooperative, Inc.

Members Only Billing & Payments Site

Payments My Account My Usage

Wednesday, February 2, 2022

You are here: My Usage Payment History Payment List

We are logged in as: ALPHASAHOTA

Logout

Selected Account

Account	Name	Status	Service Address	Meter	Account Balance
7910-001	SAHOTA SUNNY	ACTIVE	WELL & HOUSE	144355528	.00

Directions

All payments for the selected account are listed below. If an account has not been selected, the Payment List includes payments for all accounts. If you have a question regarding any or your payments, or feel that a payment may have been incorrectly applied to your account, please contact Customer Support. When questioning a payment, please provide the Payment Date, Payment Amount, and Check Number or Credit Card Authorization Number if applicable.

Payment List

Payment Date	Amount	Member Fee	Deposit	Other Deposit	Check Nbr	Approval Code
02/02/22	170.85-	0.00	0.00	0.00	0	08653B
01/04/22	5.00-	0.00	0.00	0.00	0	
12/29/21	0.00	5.00	0.00	0.00	0	

My Alerts

Version: 12.31.0039

SCHNEIDER DISTRIBUTING CO

Printable History Report

SUNNY SAHOTA OR MONROSE SAHOTA
12642 RASBERRY LANE
SAN ANGELO, TX 76904
Account No: 19302

Date : 1/1/2022 - 2/1/2022

ASHLEY

Date	Ref No	Description	Status	Check No	Loc	Sale Type	Cat	Qty	Total	Balance
1/21/2022	11761	Propane			1	WC	01	162.80	$437.93	$435.95
1/14/2022	706	Payment		929277	1				($223.00)	($1.98)

2/1/2022 9:14:32 AM

VGI

alphasahota@gmail.com

Sunny Sahota
(last login 2 minutes ago)

Balance Due: $0.00
Last Payment: $69.99 on 02-01-2022

Invoices | **Payments** | Activities | Documents

Send a Comment | Sign Up for AutoPay

Payment #2W561D2Z1QW7 of $69.99 from Visa **8274 on 01-01-2022

Status COMPLETED

SUMMARY OF PAYMENT

Paid With: Visa **8274

Amount: $69.99

TOTAL CHARGE

$69.99

Transaction Token:	81RI396KJUNL	Source:	ARC
Authorization Code:	z32ahv4hajt3	Entered By:	alphasahota@gmail.com
Customer:	Sunny Sahota	Payment Date:	01-01-2022
Division:	Internet		
References:			
Note:			

TRANSACTION HISTORY

Transaction created	Saturday, January 1, 2022
Charged $69.99 to your card Visa **8274	Saturday, January 1, 2022

Invoices Paid

DIVISION	INVO CE NUMBER	REFERENCE	STATUS	DUE DATE	AMOUNT PAID	BALANCE	NOTE
Internet	I51095		PAID	01-16-2022	$69.99	$0.00	

Attachments

This payment has no attachments

Recent Activity

All | Comments | Other | New Comment

Payment 2W561D2Z1QW7 of $69.99 was entered by alphasahota@gmail.com — Jan 01, 2022 2:03 pm

Re: Invoice I51095
Invoice was paid in full — Jan 01, 2022 2:03 pm

PROGRESSIVE
P.O. BOX 31260
TAMPA, FL 33631

PROGRESSIVE DIRECT Auto

Policy Number: 932564030

Platinum+ Level
Underwritten by:
Progressive County Mutual Ins Co
January 31, 2022
Policy Period: Mar 3, 2022 - Sep 3, 2022

SUNNY SAHOTA
471 STATE HWY 67
GRAHAM, TX 76450

Your Policy is Ready for Renewal

Thanks for being a Progressive customer since 2017; renew your policy today and enjoy Platinum+ Loyalty Rewards.

Enclosed are your ID cards. Please review your policy documents online.

Your current policy period ends March 3, 2022 at 12:01 a.m. This renewal offer is for the policy period March 3, 2022 through September 3, 2022. Your 6-month policy premium excluding billing fees and payment option discounts is $6,560.00.

Choose a Payment Option:

PAY IN FULL	PAY IN INSTALLMENTS
$5,204.00 Total Cost	**$6,590.00** Total Cost
Includes savings of $1,356.00, plus you avoid installment fees!	Please see your payment schedule.

Please note that if your payment isn't made or postmarked by the due date on this bill, and you choose to renew after that date, the cost of your policy may be higher than what's shown here. Additional policy changes can also affect the cost of your renewal.

OR try Automatic Payments! Installment payments without the work–we'll process your payment for you *and* you could save! Get started at progressive.com or call us at 1-800-999-8781.

Please see your payment schedule.

If you've scheduled a payment, it is not reflected in the amount due.

Continued

Payment Coupon

Sunny Sahota
Policy Number: 932564030

Please allow five to seven days for processing. Write your policy number on your check. Make check payable to Progressive County Mutual Ins Co.

What's Due & When

Renewal Payment | **Due By: March 3, 2022**

☐ **Pay in Full: $5,204.00** Includes savings of $1,356.00

☐ **Pay initial installment: $1,098.56**

PROGRESSIVE
PO BOX 650201
DALLAS TX 75265-0201

21049325640304208 4 0109856 0656500 5000098 6770602 005003032207

verizon

• Español

Payment options > Review & submit Confirmation

Pay my bill

For additional payment options, please sign into My Verizon

Logout

Auto pay is scheduled for 02/11/2022, however you can make payments at any time.

Autopay
Total amount due
$515.48
Due by 02/11/2022

Norton SECURED

1. Payment amount

- (•) **Total amount due $515.48**
- ( ) **Other amount** $XXX.XX

2. Select Payment Method

Norton SECURED

- ( ) **Checking account**
- ( ) **Credit, Debit, or ATM Card**
- ( ) **Verizon Wireless gift card**

Continue > Cancel