DEPARTMENT of ENVIRONMENT and NATURAL RESOURCES
Minerals & Mining Program - Oil & Gas Section
2050 West Main, Suite #1, Rapid City, SD 57702-2493
Telephone: 605-394-2229, FAX: 605-394-5317

FORM 2

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JUN 15 2009
DEPT OF ENVIRONMENT & NATURAL RESOURCES - RAPID CITY

State of South Dakota Department of Environment and Natural Resources

APPLICATION FOR PERMIT TO DRILL

Type of Work:
[✓] Drill New Well [ ] Reenter Well [ ] Drill Directional Well
[ ] Other _____

Type of well:
[✓] Oil Well [ ] Gas Well [ ] Injection
[ ] Other _____

Name and Address of Operator: Continental Resources, Inc. P.O. Box 1032 Enid, OK 73702
Telephone: (580) 233-8955

Name and Address of Surface Owner: Gilbert Cattle Co. HC 63, Box 20, Ludlow, SD 57755

Name and Address of Drilling Contractor and Rig Number: Cyclone Drilling, Inc. P.O. Box 908, Gillette, WY 82717

Surface Location of well: Qtr-Qtr, Sec, Twp, Rge, County, feet from nearest lines of section, and latitude and longitude (if available):
SHL 2340' FNL & 300' FWL, Sec 3-22N-6E, SWNW

If Directional, top of pay and bottom hole location from nearest lines of section:
Enter "B" 2051'FNL & 589'FWL Sec3-22N-6E, SWNW; BHL 2090'FSL & 550'FEL Sec34-23N-6E, NESE

Acres in Spacing (Drilling) Unit: 640 acres

Description of Spacing Unit: N/2 3-22N-6E & S/2 34-23N-6E

Well Name and Number	Elevation	Field and Pool, or Wildcat	Proposed Depth and Formation
Fowler 12-3H	2856 GL	Red River	TD @ 14,885', Red River "B"

Size of Hole	Size of Casing	Weight per Foot	Depth	Cementing Program (amount, type, additives)	Depth
1) 13 1/2"	9 5/8"	36#	1440	350 sks "C", 2%GYP; 190 sks "C"	Surf
2) 8 3/4"	7"	23-29#	9024	630 sks 35/65 Poz/"G"; 250 sks "G"	3660'
3)					
4)					

Describe Proposed Operations (Clearly State all Pertinent Details, and Give Pertinent Dates, Including Estimated Date of Starting any Proposed Work). Use additional page(s) if appropriate.

The Fowler 12-3H is a horizontal Red River "B" test. The well will be drilled vertically to approximately 8390' before drilling a 14° /100' build section in the 45° azimuth direction, landing at 90° inclination. 7" casing will be set just above the Red River "B" formation, at approximately 9024' MD, 8795' TVD. Pit will be lined with a 12 mil plastic liner. Estimated spud date 7/1/09.

I hereby certify that the foregoing as to any work or operation performed is a true and correct report of such work or operation.

Signature	Name (Print)	Title	Date
Nicole Caddell	Nicole Caddell	Regulatory	06/10/2009

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Approved By: Fred Wallace Title: Oil and Gas Supervisor

Permit No. 1951 API No. 40 063 20695 Date Issued: August 26, 2009

Conditions, if any, on attached page.