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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MAY 04 2005
DEPT OF ENVIRONMENT & NATURAL RESOURCES - RCRO

APPLICATION FOR PERMIT TO DRILL

Type of work:
[X] Drill New Well [ ] Reenter Well [ ] Drill Directional Well
[ ] Other _____

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

Name and Address of Operator: Peter K. Roosevelt
518 17th Street Suite 1140
Denver, CO 80202
Telephone 303-825-8606

Name and Address of Surface Owner:
Estate of Russel Heppner
P.O. Box 771, Edgemont, SD 57735

Name and Address of Drilling Contractor and Rig Number:

Surface Location of well: Qtr-Qtr, Sec, Twp, Rge, County, feet from nearest lines of section, and latitude and longitude (if available): SW NE Section 31, T9S, R3E, Fall River, SD

If Directional, top of pay and bottom hole location from nearest lines of section:

Acres in Spacing (Drilling) Unit
40 acres

Description of Spacing Unit
SW NE Section 31

Well Name and Number	Elevation	Field and Pool, or Wildcat	Proposed Depth and Formation
7-31 Heppner	3788.5 ft.	Wildcat	2000 ft. Spearfish

Size of Hole	Size of Casing	Weight per Foot	Depth	Cementing Program (amount, type, additives)	Depth
1) 12¼	8 5/8	24#	120 ft.	125 sacks or sufficient to bring cement to surface, class 'G' cement	
2)					
3) 7 7/8	5½	14#	2000 ft.	3% Calcium Chloride, flocele	
4)				3) Sufficient cement to cover the Fall River	

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.
Dril 12¼ surface hole and run 100 ft. of 8 5/8" casing and cement to the surface with good returns. Drill 7 7/8" hole to 2000 ft. or the top of the Spearfish, whichever is shallower. Log, evaluate, and run 5½" casing to 2000 ft. or plug and abandon according to the rules of the state of SD. Pit will be built with a 12ml liner.

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
Peter K. Roosevelt	Peter K. Roosevelt	Operator	4/29/2005

STATE OF SOUTH DAKOTA
STATE GEOLOGICAL SURVEY
WESTERN FIELD OFFICE

FOR OFFICE USE ONLY

Approved By: Fred W Steece Title: Oil & Gas Supervisor

Permit No. 1738 API No. 40 047 20321 Date Issued: 05/11/05

Conditions, if any, on attached page.