

IN THE DISTRICT COURT OF TULSA COUNTY  
STATE OF OKLAHOMA

MARK CHANG, an individual; )  
ALAN KWOK WAI WONG, an individual )  
HONG BENG LIM, an individual, )  
HUIOS ENERGY, LLC, an Oklahoma )  
limited liability company; and )  
OILPODS SINGAPORE PTE LTD., )  
a Singapore private limited company, )

Plaintiffs, )

vs. )

Case No. \_\_\_\_\_

POWDER RIVER PETROLEUM )  
INTERNATIONAL, INC., an Oklahoma )  
corporation; and BRIAN FOX, an )  
individual, )

Defendants. )

State of Oklahoma            )  
  ) ss  
County of                        )

Gordon L. Romine, being duly sworn, hereby deposes and says:

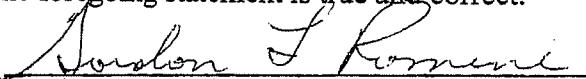
1. I am over eighteen years of age and am competent to testify as to the matters here set forth. I make this affidavit on the basis of my personal knowledge.
2. My credentials are attached hereto as Exhibit A.
3. I submit this Affidavit on behalf of the Plaintiffs in the above style action, who have retained me as a consulting expert. Prior to this consultation I had no prior involvement with the Plaintiffs.

4. As part of my engagement I was asked to provide an opinion based upon my experience in the oil and gas industry as to the reasonableness and commercial viability of the drilling activity on leases owned and working interests being sold by Powder River Petroleum International, Inc. ("Powder River") and Brian Fox.

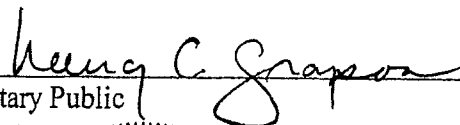
5. Based upon the materials I have reviewed, the only area where Powder River has been actively drilling is on the Weesatche lease, which is located in Goliad County, Texas, where Powder River has drilled approximately 20 wells:

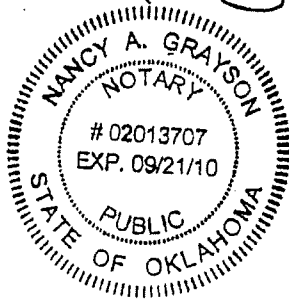
6. Based upon my review of the performance of the wells drilled on the Weesatche lease it is apparent that any reasonable operator would have stopped drilling long before they had completed all of the wells that were drilled. Even at today's oil and gas prices, which are at historical highs, very few, if any, would pay out. In other words, it should have been readily apparent to any competent operator that most of the wells being drilled on the Weesatche property were not commercially viable.

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

  
Gordon L. Romine

Subscribed to and sworn before me this 7<sup>th</sup> day of July, 2008.

  
Notary Public



RESUME

**GORDON L. ROMINE, P.E.**

PROFESSIONAL EXPERIENCE

11/63 to Present            LEE KEELING AND ASSOCIATES, INC., Tulsa, Oklahoma

Manager - Engineering

Supervise, direct and participate in estimates of oil and gas reserves; appraisals of producing properties for the purpose of financing, acquisition, sale, SEC reporting, etc.; reservoir studies to determine optimum recovery methods or processes; representation of industry and non-industry clients at unitization meetings; presentation of testimony as expert witness before regulatory agencies and in district and federal courts.

8/1958 to 10/1963        KEPLINGER AND WANENMACHER, Tulsa, Oklahoma

Preparation of oil and gas reserve estimates; appraisals of producing oil and gas properties for purpose of financing, acquisition, sale, SEC reporting, etc.; reservoir studies to determine optimum recovery processes; representation of industry and non-industry clients at unitization meetings and in hearings before regulatory agencies and in district and federal courts.

8/1954 to 7/1958        MONSANTO COMPANY  
(Formerly Lion Oil Company)

After completion of an intensive 12-month training program, a series of assignments resulted in exposure to activities in all four of the company's operating regions. These included the two single most important company operations at the time, the Diamond "M" Unit in Scurry County, Texas and the Chitwood Unit in Pratt County, Kansas. Involved in drilling and completion activities in Permian Basin and the Oklahoma-Texas Panhandles. Represented the company at Engineering Committee meetings and in hearings before state regulatory bodies. Other responsibilities included preparation of district regional budgets, preparation and review of authorizations for expenditures for partnership operations, and supervision of trainee engineers.

**EDUCATION**

ROCKHURST COLLEGE, Kansas City, Missouri  
UNIVERSITY OF TULSA, Tulsa, Oklahoma  
Bachelor of Science, Petroleum Engineering- July 1954.

**CONTINUING EDUCATION**

Attended numerous short courses relating to various oil field operations and sponsored by groups such as the University of Oklahoma, University of Texas and the American Petroleum Institute. Attended several continuing education courses relating to various petroleum engineering subjects conducted by The Society of Petroleum Engineers of AIME.

**PROFESSIONAL SOCIETIES**

Registered Professional Engineer – Oklahoma  
Society of Petroleum Engineers of SPE

AFFIDAVIT

Lim Hong Beng, of legal age, after being first duly sworn states as follows:

1. That I am an individual resident of Singapore and an investor in the working interest investments at issue in this matter. I met with Brian Fox multiple times, in Singapore, to discuss and obtain information from Mr. Fox about these investments.
2. In 24/11/2006, I was first approached about investing in what were described to me by Brian Fox as working interests in oil and gas leases operating in Oklahoma, Texas and Oklahoma.
3. During my meetings with Mr. Fox, I was given information by him concerning his business called Powder River and he explained to me his program of investing in these oil and gas working interests. Fox also assured me that Powder River was a viable business capable of sustaining itself from oil and gas production revenues. In fact, he would often boast about how the company had millions in Oil reserves and would surely continue as the business grew.
4. I also remember Mr. Fox telling me that the working interests being offered and sold by Powder River were sure to achieve payout based on historic levels of production and anticipated production. I also recall Mr. Fox stating to me that Powder River had all the necessary drilling equipment to be able to pay back investors in the program.
5. Before deciding to invest anything, Brian Fox also told me (more than once) that any investment I made was "guaranteed" to receive a 9% return, and that payments back to me would start in 6 months after production. This guarantee was also given to me in writing by Fox and Powder River.
6. As a result of the statements and promises made to me by Brian Fox, I agreed to invest in the working interests being sold by Powder River. To date, I invested over US\$ 145,000/- in the program.
7. I also know that many other investors received these same or similar representations from Fox about the program and that they too invested thousands of dollars with him.
8. Unfortunately, since June 2008, I have not received any payment from Fox or Powder River in respect of my investments. I have been given various excuses for why I am not being paid back contrary to what I was told before investing. To date, I am owed over \$ US\$ 145,000/- from Fox or Powder River as a result of the monies I paid over to them.
9. I was unaware before investing that Brian Fox had a prior cease and desist order issued against him by the Alberta Securities Commission. I was also unaware before investing that one of Powder River's operators was owned by an individual with a history of securities law violations.
10. I believe that Brian Fox and Powder River are continuing to offer continue to sell these fractional interests to other investors. I don't believe Mr. Fox should be allowed to do anything like this until all existing investors are made whole on their lost investments.

Lim Hong Beng  
Affiant

Subscribed and sworn to before me this 5<sup>th</sup> day of July, 2008, by Lim Hong Beng.

Wee Soon Keng  
Notary Public

My commission expires:

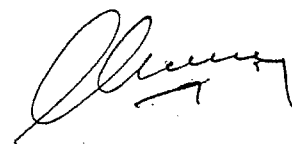
\_\_\_\_\_  
Notary Number  
\_\_\_\_\_



## AFFIDAVIT

Mark Chang, of legal age, after being first duly sworn states as follows:

1. That I am an individual resident of Singapore. I met Brian Fox in 2002 and he told me that he had been in the oil and gas business for over 20 years.
2. Brian Fox later gave me information concerning the oil and gas business and explained to me how fractional working interests to investors could be sold.
3. In November 03, Brian Fox approached me with a proposal to market his fractional working interest investment program to investors in the Asian community. Fox assured me that it was appropriate to sell Working Interest as an investment.
4. As a result, in January 2004, I agreed that I would assist the promotion of these investments based on the information supplied by Fox and Powder River.
5. This was affirmed again in March 2006 when Fox introduced me to an American lawyer that said that these fractional working interests in oil and gas wells were not securities and that raising money through investors in the manner proposed by Fox was legal.
6. From 2004 through the present, Brian Fox and Powder River through this program offered and sold fractional working interests in oil and gas leases to over 2,000 investors in Singapore, Indonesia and Malaysia. The sale of these investments originated in Oklahoma and mostly involved oil and gas leases in Oklahoma, Louisiana and Texas.
7. Starting in 2004, Brian Fox began coming to Singapore to talk to groups of investors and always portrayed a positive outlook for the oil and gas business in America and the leases that he had acquired. Fox frequently speaks at Powder River meetings and other public forums, proclaiming and explaining to investors and potential investors the structure and potential rewards of the fractionalized working interest



investments and representing that once an investor is in, the profits will easily sustain the guaranteed 9% return as stated in the contracts that PWDR signs with the Working Interest Investors. Fox has often boasted that the company has millions in Oil reserves since 2006 and will continue as it grows.

8. To date, the total amount of money received by Defendants from the sale of these fractional working interests to investors exceeds \$30,000,000.00 dollars.
9. To date, and a result of the sales of these investments, the Defendants are obligated to pay the investors a total amount exceeding \$33,000,000 million dollars, with a minimum annual payment in excess of \$6,000,000.00 million beginning in 2008.
10. In late February 2008, Brian Fox advised me that Powder River was unable to make the required minimum payments to the working interest investors for March 2008. He assured me this was temporary and that he was arranging a short term bridge loan and long term financing to cover the shortfall. In the light of this short term predicament, I agreed to pay the working interest investors from my own company to which I did for 3 months.
11. Since March 2008, and contrary to Fox's representations, the Defendants have not made any payments to the investors. I have since been told by Brian Fox that they are simply not financially able to make any such payments at this time.
12. This is when I began to question Brian Fox about the financial state of Powder River and could not get a straight answer from him.
13. In 2006, after the launch of the 1<sup>st</sup> Texas lease, the Weesatche, in Goliad County, it came to our attention that the operator, John Erhman was a securities violator. Fox never advised anyone before investing that the operator of one of Powder Rivers more valuable leases was, in fact, a convicted felon and historic securities violator. When I found out that John Erhman was one of the operators, I demanded Fox remove him and was advised by Fox that this was done. Fox led me to believe that the replacement of Erhman's company, Transcontinental Mineral, to Magnus Oil




Corporation, was the removal of Erhman from the scene, but I found out in Feb 08, that Magnus was just a name change and that Erhman is still operating the leases.

14. Given that PWDR has always blamed the slow developments on the nonperformance of the operator. John Erhman of Magnus Oil and Gas Corp, f.k.a. Transcontinental Mineral, this revelation that John Erhman was still in charge was unsettling. On March 17 2008, I resigned my position as a Director of Powder River on the fact that no statement made so far by PWDR seems to be as it is.
15. Since then I have been attempting to do whatever I can to find out what the defendants did with all the money raised from the investors. In fact, I have learned as of April 08 that Magnus has given notice to the working interest oil and gas investors that they are going to sell at a non-judicial sale the most valuable oil and gas leases PWDR owns and have sold to the Asian Working Interest investors.
16. As part of this process, beginning in April 2008 to the present, I became aware that many of the statements made to me and the investors by Brian Fox between 2004 and 2008 about the investment program were misleading or simply not true. For example, many times Fox would assure investors that Powder River was a viable business entity capable of sustaining itself from oil and gas production. In addition, Mr. Fox would also often state that the working interests being sold were going to achieve payout based on historic levels of production or anticipated production. I also recall several times where Mr. Fox would assure me and the investors that Powder River had acquired all necessary drilling equipment to begin and/or increase and sustain production so as to be able to pay back investor interests. Moreover, and perhaps most significant, I recall numerous instances where Mr. Fox would tout that this is a great program, and is the most risk-free way of investing into an oil and Gas Ventures.
17. I now know that all these statements were untrue at the time they were made by Brian Fox, and believe that Mr. Fox knew or simply did not care that they were untrue when he made them to me and the investors.

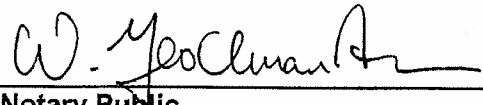




18. Also in April 2008 or shortly thereafter, I also first became aware of certain information that was not disclosed by Brian Fox to me or the investors that I feel should have been disclosed. For example, I now know that Mr. Fox did not include, or choose to not include the operator's agreement and lease agreements. As such, neither I nor the Working Interest investors know about the terms and conditions that govern the ownership of these Working Interest. It came as a surprise when I was told by the operator that we have lost substantial acreages in the 3 of the South Texas properties due to non performance on the land. I have also just learned that Mr. Fox was subjected to an earlier cease and desist order from the Alberta Securities Commission for misconduct in the sale of securities.

  
\_\_\_\_\_  
Mark Chang, Affiant

Subscribed and sworn to before me this 7th day of July, 2008, by Mark Chang.

  
\_\_\_\_\_  
Notary Public

My commission expires:

\_\_\_\_\_  
Notary Number



IN THE DISTRICT COURT OF TULSA COUNTY  
STATE OF OKLAHOMA

MARK CHANG, an individual; )  
ALAN KWOK WAI WONG, an individual )  
LIM HONG BENG, an individual, )  
HUIOS ENERGY, LLC an Oklahoma )  
limited liability company; and OILPODS )  
SINGAPORE PTE LTD., )  
A Singapore private limited company, )

Plaintiffs, )

vs. )

Case No. \_\_\_\_\_

POWDER RIVER PETROLEUM )  
INTERNATIONAL, INC., an Oklahoma )  
Corporation; and BRIAN FOX, an )  
individual, )

Defendants. )

**AFFIDAVIT OF P. DAVID NEWSOME, JR.**

State of Oklahoma )  
County of Tulsa ) ss

I, P. David Newsome, being duly sworn, hereby deposes and states:

1. I am over eighteen years of age and am competent to testify as to the matters here set forth. I make this affidavit on the basis of my personal knowledge.
2. My credentials are attached hereto as Exhibit A.
3. I submit this Affidavit on behalf of the Plaintiffs in the above styled action, who have retained me as a consulting expert. Prior to this consultation I had no prior involvement with the Plaintiffs.
4. As part of my engagement I was asked to provide an opinion based upon my experience as a staff attorney for the United States Securities and Exchange Commission, as Administrator of the Oklahoma Department of Securities and my experience in private practice

as to whether Powder River Petroleum International, Inc. ("Powder River") and Brian Fox, its President and Chief Executive Officer, had violated and/or were continuing to violate the registration and anti-fraud provisions of any applicable federal and state securities laws.

5. In connection with the opinions that follow, I reviewed:

- A. The Annual Report on Form 10-KSB for fiscal year 2006 filed with the U.S. Securities and Exchange Commission ("SEC") April 30, 2007.
- B. The Annual Report on Form 10-K for fiscal year 2007 filed with the SEC on April 14, 2008.
- C. Current Report on Form 8-K filed with the SEC on March 21, 2008.
- D. Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 2008 filed with the SEC on May 28, 2008.

6. I have also reviewed the documents identified in Exhibit B attached hereto.

7. Based upon the foregoing materials, I have formed the opinions that follow. The opinions I express may change if I am provided with additional documents or other information. The opinions expressed may be supported by other facts in addition to those I have set forth below.

**A. The Company was in violation of the disclosure requirements of the Securities Exchange Act of 1934, as amended, 15 U.S.C. § 78a et seq. ("Exchange Act").**

My conclusion is based on the following:

- 1. The Company's shares are traded in the over-the-counter securities markets and the Company has filed reports with the U.S. Securities and Exchange Commission under the Exchange Act and rules adopted by the SEC thereunder by virtue of its status as a publicly-held company.
- 2. The Company disclosed in the aforementioned SEC-filed reports on Form 10-K and Form 10-KSB that it is in the business of selling working interests in oil and gas wells to investors.
- 3. Working interests as structured by the Company and sold to investors are "securities" within the meaning of the Exchange Act, the Securities Act of 1933, as amended ("Securities Act") and the Oklahoma Uniform Securities Act

("Oklahoma Act").

4. The Company is required to file information with the SEC as a public company in accordance with rules adopted by the SEC and is prohibited by the Exchange Act and rules thereunder, the Securities Act and the Oklahoma Act from making misleading disclosures and from omitting to disclose information that would make the facts disclosed misleading in connection with the sale of its securities.
5. The Company is prohibited by the Exchange Act and the Oklahoma Act from making false and misleading statements to investors in connection with the sale of working interests.
6. It appears that misleading disclosures and omissions are present in the SEC reports filed by the Company and in connection with the sales of the working interests to include:
  - (a) That the Company was a viable business entity when in fact the Company was incapable of sustaining itself from oil and gas production without revenues from the sale of working interests to investors (which revenues were substantially in excess of actual oil and gas production revenues over the life of the Company).
  - (b) That the working interests sold to investors were unlikely to achieve payout assuming historic levels of production from the wells because of the high prices charged for the small working interests involved and the historic lack of substantial production from the wells assigned to the working interest owners. By payout, I mean the working interest owner's share of revenues from the production and sale of oil and gas as compared to the amount paid to purchase the working interest.
  - (c) That the 9% guaranteed return payable to working interest investors until payout was likely to continue and compound due to the likelihood that the working interest owners would not achieve payout.
  - (d) That the Company had acquired a drilling company to increase production when in fact it had not, as mentioned in greater detail below.

**B. The Company's liabilities exceed its assets.**

My conclusion is based on the following:

When future obligations to working interest owners are taken into consideration and classified as liabilities on the Company's balance sheet as of March 31, 2008, the Company's assets exceed its liabilities (adjusted as aforesaid). Furthermore, the Company has disclosed in its SEC Quarterly Report on Form 10-Q for its fiscal quarter ended March 31, 2008, that the Company may no longer be able to operate as a going

concern without additional sales of working interests. The Company also disclosed that it is no longer selling working interests.

**C. The Company has mismanaged its business.**

My conclusion is based on the following:

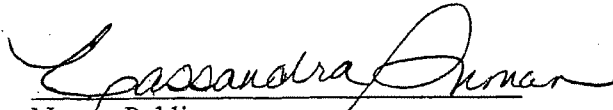
1. The Company disclosed in its Form 10-K for 2007 that it had acquired 100% control over a full well service and drilling company with equipment acquired including drilling rigs, pulling units, bulldozers, backhoes, trenchers, rock saws and transport trucks. The Company also disclosed that it had three full-time service crews who brought years of oil and gas experience with them. The Company made similar disclosures in a full color brochure that announced the purchase as of February 12, 2008. The brochure was filed with the SEC on March 21, 2008.
2. The Company later announced that the acquisition had not been completed, that possibly only 50% of the drilling company was to be acquired and not 100% control and that the drilling company had no assets. The Company described the drilling company as Texhoma Oilfield Services, Inc.
3. The Company disclosed that the problems encountered by the drilling company acquisition and the decrease in working interest sales caused revenues for the quarter ended March 31, 2008, to decrease from \$2,712,790 during the same quarter in 2007 to \$120,299 in 2008.
4. The Company also announced an impairment in goodwill from the drilling company acquisition of \$1,322,760. Despite this, the Company disclosed that it has agreed to issue to the drilling company's owner additional shares of the Company's common stock and warrants to purchase common stock and to pay him cash for management services.
5. By a report filed with the SEC on Form 8-K on March 21, 2008, the Company announced that its financial statements included in its quarterly reports filed with the SEC on Forms 10-QSB for the quarters ended March 31, 2007, June 30, 2007, and September 30, 2007, cannot be relied upon and must be restated. The restatements were the result of the characterization of the 9% guaranteed payments to working interest owners as "assets". The restatements, the Company reported, would decrease assets and net revenues for the three quarters by \$489,713, \$664,723 and \$2,473,963.
6. The Company had not completed an independent reserve study as required by the SEC as part of its Form 10-K for 2007.
7. During 2007, the CEO of the Company received a salary and bonus of \$950,000 and was reimbursed for out-of-pocket expenses of \$579,147. A Company

controlled by the CEO owes Powder River a substantial amount in excess of the out-of-pocket expenses reimbursed to the CEO of the Company.

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

  
Affiant, P. David Newsome, Jr.

Subscribed to and sworn before me this 10 day of July, 2008.

  
Notary Public  
Comm # 06002084  
Exp. 2/23/10

**P. David Newsome, Jr.**  
Cooper Newsome & Woosley  
401 South Boston Ave.  
Suite 3300 Mid-Continent Tower  
Tulsa, OK 74103  
918/592-3300  
918/406-3003 (mobile)  
[dnewsome@cnwlegal.com](mailto:dnewsome@cnwlegal.com)

**EMPLOYMENT**

**Cooper Newsome & Woosley**  
Partner  
June 2007- Present

Engaged in the practice of corporate and securities law, mergers and acquisitions, alternate dispute resolution and administrative law. Represent clients in regulatory investigations, commercial litigation and securities matters. Lead counsel on the initial public offering for an insurance holding company.

**Day Edwards Propester & Christensen, P.C.**  
Advisory Director  
2004-May, 2007

Represented a stockbrokerage firm on a nationwide basis in customer disputes involving analysts' research and sales practice issues. Appeared as lead counsel in trials in Alabama, Arkansas, Kansas, Missouri, Nevada, Ohio and Wisconsin.

**Williams Communications Group, Inc.**  
Senior Vice President,  
General Counsel and Secretary  
2000-2002

Supervised the Legal and Regulatory Departments (approximately 38 FTE) and the legal services performed for this publicly-held nationwide fiber-optic telecommunications network. Served as member of senior executive management team. Advised management and the Board of Directors concerning legal issues, corporate governance, director duties and Sarbanes-Oxley matters. Responsible for the legal aspects of the Chapter 11 reorganization of the company in the U.S. Bankruptcy Court for the Southern District of New York (filing to emergence in six months), banking and finance, acquisitions and dispositions, securities class action defense, commercial litigation and derivative litigation and regulatory matters.

**Conner & Winters**  
Shareholder, Director  
and Chief Operating Officer  
1984-2000  
2003-2004

Represented publicly and privately-held clients in securities offerings, general corporate matters and in mergers, acquisitions and business combinations; investment advisers and securities industry professionals in compliance and regulatory matters; NASD-members and associated persons in litigation, arbitration and other disputed matters and in investigations pending before the SEC, NASD, NYSE and Oklahoma Department of Securities.

Served as Chief Operating Officer and a member of the management committee of Conner & Winters, a 75

lawyer firm with offices in Tulsa and Oklahoma City, Oklahoma, Washington, D.C., and Fayetteville, Arkansas.

Appointed as Trustee, Receiver and Examiner in bankruptcy and insolvency cases in Tulsa. Appointed as Trustee by the Securities Investor Protection Corporation for the liquidation of a regional stock brokerage firm with 19 offices in 10 states. Planned and implemented the closing of the debtor's offices. Assembled a liquidation staff of lawyers, accountants and other professional, administrative and clerical personnel. Developed procedures for handling the transfer of customer accounts (over 30,000), claims filing, processing, review and satisfaction. Managed litigation that included over 50 trials in state and federal courts.

**Oklahoma Department of Securities**  
Administrator  
1983-1984

Responsible for the administration and enforcement of the securities laws in Oklahoma, the registration of securities in the state, the licensing of stockbrokers, brokerage firms and investment advisors and the operation of the Department of Securities, including legal, personnel, budgeting and legislative matters. Supervised a staff of 33 FTE.

**Hall, Estill, Hardwick, Gable, Collingsworth & Nelson**  
Associate  
1980-1983

Represented clients in corporate and securities law matters.

**U.S. Securities and Exchange Commission**  
Staff Attorney  
Enforcement  
1977-1979

Responsible for the investigation and prosecution of violations of the federal securities laws.

- Recipient of SEC Outstanding Performance Award

## **EDUCATION**

Juris Doctorate

UNIVERSITY OF OKLAHOMA COLLEGE OF LAW,  
1976

- Managing Editor, Oklahoma Law Review

Bachelor of Arts

UNIVERSITY OF CENTRAL OKLAHOMA, 1970

- Outstanding Former Student - 1986



**PERSONAL &  
PROFESSIONAL**

Member, Oklahoma Board of Dentistry. Trustee, Mervyn Bovaird Foundation. Adjunct Professor, University of Tulsa College of Law (Securities Regulation, Corporate Planning and Alternate Dispute Resolution); Senior Adjunct Settlement Judge, U.S. District Court in Tulsa. NASD and NYSE arbitrator and mediator. Recipient of Tulsa County Bar Association President's Award in 2001 for work to raise the public image of lawyers. Volunteer in Juvenile Court representing deprived children in parental termination cases as part of Tulsa Lawyers for Children. Listed in *Best Lawyers in America* and *Oklahoma Superlawyers*.

**PUBLICATIONS**

*Lawyers in the Community: Using Skills to Help Others*,  
Tulsa People 2001 Legal Guide, 12

*Securities Litigation, Bankruptcy and Business: The Supreme Court Speaks in a Decisive Tone*, 32 Tulsa L.J. 467 (1979)

*Oklahoma Securities Act; 1984 Amendments*, 55 O.B.A.J. 2659 (1984)

*The Idea Developer Meets Howey*, 29 Okla. L. Rev. 1002 (1976)

**TABLE OF CONTENTS**

**LETTER OF UNDERSTANDING** signed between Powder River Basin Gas Corp & OL&M Business International Pte Ltd on 28 September 2004

**AGREEMENT FOR MARKETING OF LEASES**

<b>Leases</b>	<b>Commence Date</b>	<b>End Date</b>
Brookshire Salt Dome, Texas	July 2006	July 2007
Weesatche, Texas	December 2005	July 2006
Leonard Heirs, Louisiana	September 2005	November 2005
Lincoln, Oklahoma	March 2005	August 2005
Springhill, Louisiana	November 2004	February 2005
Zullig, Wyoming	February 2004	October 2004

**OPERATIONS**

**Sales & Purchase Agreement**

Biamante	Version 4.3	29 August 2007
	Version 4.2	14 August 2007
	Version 4.1	23 July 2007
	Version 4.0	17 July 2007
Brookshire Salt Dome	Tranche 10 Version 3.8	13 June 2007
	Tranche 10 Version 3.7	25 April 2007
	Tranche 9 Version 3.7	25 April 2007
	Tranche 8 Version 3.8	13 June 2007
	Tranche 8 Version 3.7	25 April 2007
	Tranche 8 Version 3.6	25 April 2007
	Tranche 7 Version 2.1	
	Tranche 7 Version 3.4	
	Tranche 7 Version 3.7	25 April 2007
	Tranche 6 Version 1.6	
	Tranche 6 Version 3.8	13 June 2007
	Tranche 6 Version 3.4(2)	26 March 2007
	Tranche 6 Version 1.6	
	Tranche 5 Version 2.0	
	Tranche 5 Version 2.1	
	Tranche 5 Version 3.1	
	Tranche 4 Version same as 1.4	
	Tranche 4 Version 1.6	
	Tranche 4 Version 3.4(2)	26 March 2007
	Tranche 4 Version 1.6	
	Tranche 3 Version	
	Tranche 2	
	Tranche 1	
Weesatche (used in Singapore)	Version 3.1	
	Version 1.2	
Weesatche (used in Malaysia)	Version 2.0	
Leonard Heirs		
Lincoln		
Springhill		
Zullig transfer to Weesatche		
Zullig		

**Letters to Investors**

Periodic Updates  
 OilPods Official Receipts - Singapore / Malaysia & Indonesia  
 OilPods acknowledgment to Client  
 Powder River acknowledgment to Client

Exhibit B