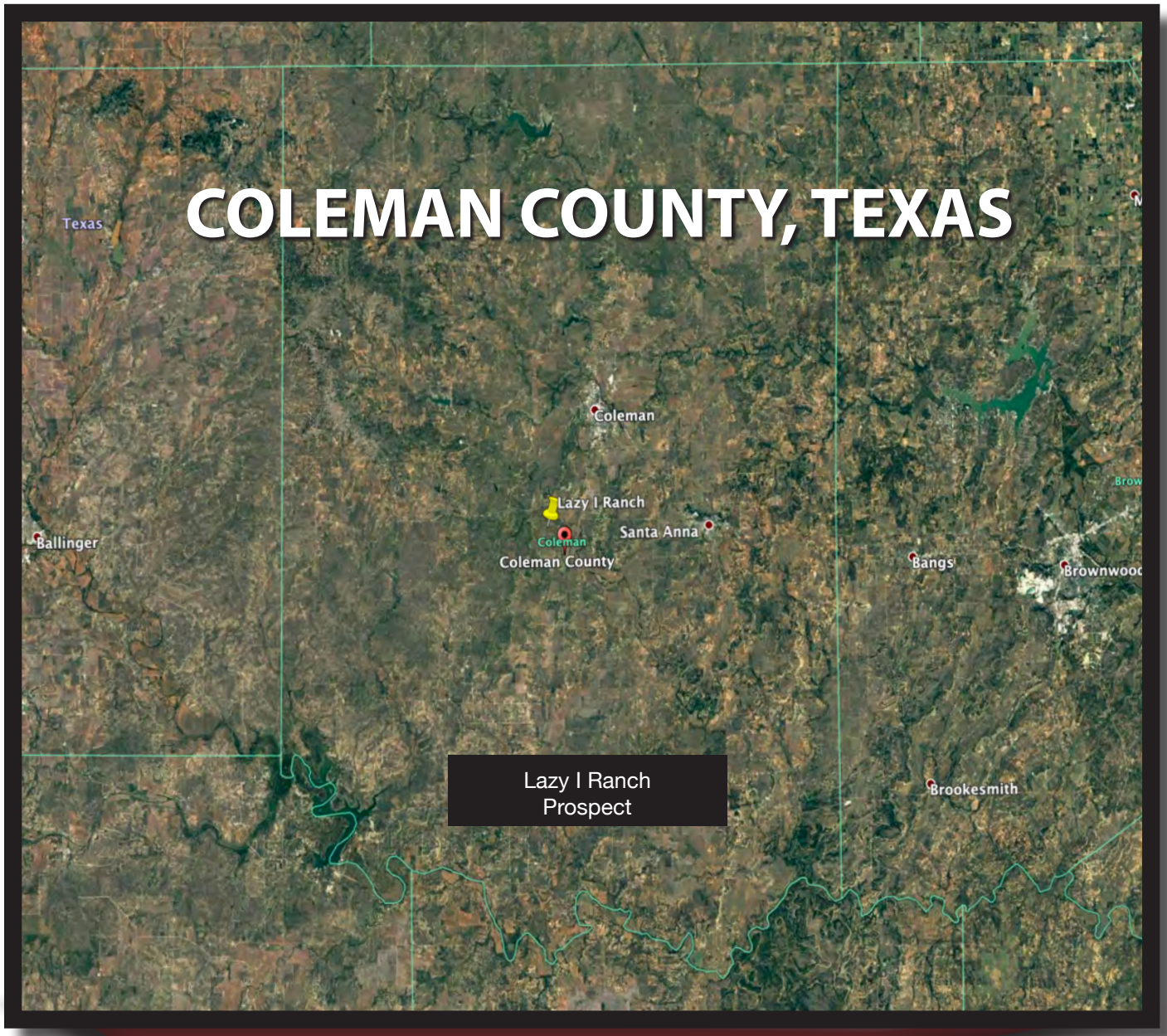

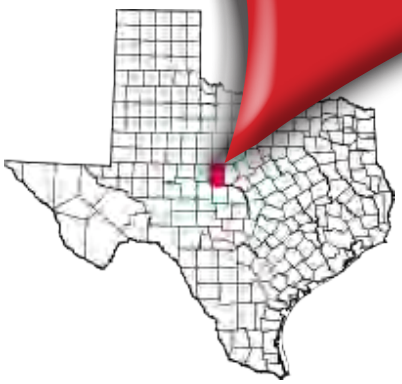

Lazy I Ranch Prospect

Terms, Geology Reports, Maps

FLINTROCK RESOURCES
Management, Inc.

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PROSPECT PROFILE

Flintrock Resources Management, Inc.
Lazy I Ranch 2 well Developmental Project

PROSPECT PROFILE

OPERATOR: …… Flintrock Resources Management, Inc.

OPERATIONS: ……Working Interest Owners will be a party to the Joint Operating Agreement (JOA) that sets out the procedures for operations.

PROSPECT ACREAGE: ……. **160**+/- acres on the Lazy I Ranch

PROSPECT WELLS: …… **Drill** 1,2, two (2) offsets to Overall Field

APPROXIMATE DEPTH: …… **2,500'**+/P each well

OBJECTIVE FORMATIONS: …… The terms of this Prospect is for one completion attempt in the Gardner Sands Formation.

TOTAL WORKING INTEREST (WI): ……100%

TOTAL NET REVENUE INTEREST (NRI): ……75%

ROYALTY INTEREST: ……25%

Flintrock Resources Management, Inc.
PROSPECT PROFILE (continued)

INCOME DISTRIBUTION: …… After deduction of operating expenses, at its discretion, Flintrock Resources Management, Inc., will disburse gross or net income directly to the Working Interest Owners or their designated agents. Distribution will occur at the end of the succeeding calendar month in which Flintrock Resources Management, Inc. receives payment from the purchaser; unless otherwise stated by Flintrock Resources Management, Inc., as Operator, and the Joint Operating Agreement (JOA).

TERMS OF OWNERSHIP: …… Working Interest Owners will own their pro rata share of working interest for as long as all lease agreements pertaining to this Project/Prospect are in force.

FLINTROCK RESOURCES MANAGEMENT, INC. COMPANY PROFILE

Flintrock Resources Management, Inc.
Company Profile

Objectives:

Flintrock Resources Management, Inc. strategy is to invest funds for purchasing producing properties that have additional exploitation and expansion of development. Flintrock invests funds in producing and non-producing royalties and interests with the potential for imminent exploration and development, and targets the acquisition of royalty interest in areas that are exploratory and contain virgin reservoir possibilities. Flintrock focuses in approved geological areas where it has been anticipated or has been determined exploitation for oil and gas is about to take place. Flintrock works closely with oil and gas companies who lease, drill, develop and operate properties with maximum efficiency. Flintrock has strong, proven management skills in administration and field operations and has a proven track record and production history.

Flintrock currently owns interests in Texas. The interests in Texas are concentrated in Young, Archer, Falls, Coleman, and McCulloch Counties, the upper Gulf Coast and South Central Texas regions.

Company Officers:

Christopher L. Berry	CEO/President
Jim Darwin	Executive Vice President/ Administration/Operations
Bob Ballinger	Field Operations Independent Engineering and Drilling Consultant
Jonathan B. Selby	Independent Consulting Geologist

Flintrock Resources Management Inc. is a chartered Texas Corporation, organized in March 2008 with offices located in Austin, Texas

Address:

1150 Lakeway Dr. Suite 103
Suite 103
Austin, Texas 78734

Phone/Contact:

(512) 371-4150 Office

www.flintrockresources.com

Flintrock Resources Management, Inc.
Professional Profile

Christopher L. Berry
CEO/President

Chris has over thirty five years' experience in the petroleum industry. He has been responsible for the initiation and origination of several successful oil and gas companies throughout his career. Founder and CEO of Flintrock Resources Management, Inc. formed in 2008 a management company for oil and gas leases, mineral interests and production. He was a Co-Founder of Panther Bayou E&P, LLC., formed in 2003 to find and develop oil and gas opportunities along the U.S. Gulf Coast. In 2000, He founded Sunwest Minerals Inc., then he went on to create Petrologix Energy Trading Corporation, a natural gas pipeline transportation company in 2002. Chris sold his interest in Petrologix in 2006. Previously, he co-founded Property Development Group, Inc. (PDG) in 1996, an exploration and operating company that is currently working and developing leases throughout the Gulf Coast and Upper Gulf Coast regions of Texas. Chris sold his privately held stock in PDG in 2002. In 1985, he established Unico Oil and Gas Inc., an exploration and development company along with Unico Energy Financial Inc. that
provided capital for oil and gas projects. Unico Oil and Gas and Unico Energy Financial were sold in 1991.

Chris has consulted for and managed land and lease acquisition departments with many other successful private oil and gas companies. He has provided funding and generated capital for more than 400 projects, which include exploration and leasing programs, prospects and projects for numerous oil and gas companies, arranging funding for other companies, as well for his own generated exploration, development and leasing prospects/projects and ventures. Chris attended The University of Texas at Austin and Texas Wesleyan University in Fort Worth Texas. receiving an Honorable Discharge in 1972. Chris also served in the United States Army and is a Veteran of the Vietnam War

Jim Darwin
Executive Vice President/Administration/Operations

Jim Darwin has been in the financial and energy business for many years. Mr. Darwin has also been in leadership position in a large organization where he oversaw all of the complex operations with six divisions and more than 100 employees covering housing and home improvement loan programs, oversaw the construction of two multi-million dollar facilities. Under Mr. Darwin's direction, he created a new marketing program, which was instrumental in tripling the loan production of the program from $320 million to over $1 billion in three years. He also negotiated and restructured many of the contracts saving many thousands of dollars.

He was also the project manager on two new upgrades to the loan servicing and loan origination systems that streamlined the processes of both functions. Prior to joining Flintrock, Mr. Darwin worked in the telecommunications and data industry. He has built and managed several marketing organizations. He has been a top producer in selling financial products to businesses as well as to consumers. He has extensive experience in conducting marketing seminars and has experience in complex investments as well as oil & gas, real estate investor and mortgage lender.

Jim is a graduate of the University of Texas at Arlington with a BA in political science and double minors in Economics and Russian. He served his country by enlisting in the United States Marine Corps and was commissioned from the enlisted ranks. He served as an infantry, reconnaissance and intelligence officer, a Marine parachutist and veteran of Desert Storm.

OPERATOR

Trade References

Ambiente Land LLC

15111 Sun Bird Lane
Austin, Texas 78734
(512) 921-2824

Hawkins Pump and supply Co.

P.O. Box 61
Graham, Texas 76450
(940) 549-1033

Graham Tank Trucks

P.O. Box 927 Graham,
Texas 76450
(940) 549-1104

Eagle Well Services

P.O. BOX 246
Merkel, TX 79536
(325)-365-4733

E&H Drilling
"4 R" Oil Field services

P.O. Box 960
Graham Texas 76450
(940) 549-8191

Patriot Pump & Supply Co.

10042 US HWY 283
Coleman, TX 76834
(325) 625-3000

Joe T. Smith Water Hauling

P.O. Box 126
Hawley, Texas 79525
(325) 869-5638

PSI Wireline, Inc.

3524 Knickerbocker Rd. Ste. C -- 304
San Angelo, TX 76904
(325) 486-9900

GEOLOGY REPORTS

Lazy I Ranch Prospect
Coleman Co., TX

Regional Geology

The Lazy I Prospect is located in central Coleman Co., TX approximately 7 miles south-southwest of Santa Ana. It comprises 160 acres in the NW/4 Sec. 12 Block #1 GH&H Survey. Geologically, it is located on the Eastern Shelf of the Midland Basin. Regional dip is to the northwest at 100-150'/mile. Numerous Pennsylvanian aged sands are productive which include the Gardner and Overall Sands which are the primary and secondary objectives of the Prospect, respectively. The Gardner Sand has produced 874,710 BO since 1936. The Lazy I Ranch Prospect is a direct offset to the northwest.

Prospect Geology

The Overall Gardner Sand Field was discovered in 1936 by the Anzac Oil Co. Eight producing wells were drilled between 1936 - 1953. Initial potential ranged from 10-161 BOPD with several flowing wells reported. (See Cumulative Production Map) Three wells (22, 26, 27) are still producing at approximately 170 BOPM. These wells are operated by Schmid Properties.

Well logs were not run on the majority of the wells because most were drilled before well logging was implemented in the oil industry. However, detailed drillers logs and scout cards were obtained at the Bureau of Economic Geology. This information included lithologic information and completion information through which tops of the Gardner Sand and pay were determined. These tops were integrated with the few available logs to construct a structural contour map of the T/Gardner Sand. (See drillers logs provided)

The structural contour map illustrates a general northwest-southeast trending structure with 3 closures. The majority ofproduction is attributed to wells 22, 24, 25 26, 27 and 31 which are located on the middle mapped closure in the N/2 SE/4 Sec. 12.

Anzac Oil Overall #34, which was drilled in October 1954, encountered the Gardner Sand at -672' and had a show of oil (drill-stem test recovered 90' gas cut mud, 60' oil and gas cut mud and 120' gas cut salty mud). This well was too low structurally to produce and was subsequently plugged and abandoned.

Immediately to the northwest of this well, the Anzac #17 (SE/4 NW/4 Sec 12) which is the discovery well for the field, was drilled and completed in February 1936. Data obtained from the drillers log indicates the T/Gardner Sand was encountered at 2338' (-634') and was completed for 61 BOPD. This well is 38' high to the Anzac #34. This well, combined with available well control, delineates a

separate closure in the NW/4 Sec. 12 analogous to the productive closure in N/2 SE/4 Sec. 12. 6-8 wells are potentially productive on this feature with potential reserves of over 600,000 – 800,000 BO.

In addition the “Overall” Sand, which is equivalent to the Cross Cut Sand, is productive in wells to the north and south of the prospect. (See Cumulative Production Map). These produce at approximately 1600’. Several drillers logs and well logs in the Overall Gardner Field exhibit shows on drillers logs and productive log signatures. This includes the #17 well. Therefore the Overall Sand is a secondary objective at 1600’ on the prospect and could add additional reserves of approximately 10,000 BO/well.

Jonathan B. Selby
506 Hearn St.
Austin TX 78703

Geological Consultant
Texas Professional Geoscientist, #2445

Summary

37 plus years' experience in oil and gas exploration and development in the Midland Basin, Central Basin Platform and Eastern Shelf, Texas and the exploration in the Delaware Basin in New Mexico and Ft. Worth Basin, Texas, and the Northwest shelf of Anadarko basin in SW Kansas. Successful wells drilled and completed in the Ellenburger, Bend Conglomerate, Strawn Lime, Clear Fork Sands, and Canyon Sands, Grayburg and San Andres. These prospects were generated utilizing subsurface well control and placed with various operating companies in the oil and gas industry. On a consulting basis, subsurface geological work performed the Wolfcamp-Sprayberry Play in west Texas. Collaborated on several successful Novinger (Marmaton), Mississippian and Morrow wells in SW Kansas.

Examples of successful wells drilled:

Via Con Dios Field (Bend Cong.) – Field Discovery, Stonewall County, Texas
Masterson Field (Bend Cong., Strawn Lime) – King County, Texas
Goodpasture Field (Grayburg) – Terry County, Texas
Nabers Field (Ellenburger) – Nolan County, Texas
Rock Pen Field (Canyon Sand) – Irion County, Texas
Turkey Feathers Field (Canyon SD, Clear Fork SD-Field Discovery) – Irion County, Texas
Novinger Field (Novinger) – Meade County, Kansas
Flowers Field (Canyon Sands Extension) – Stonewall County, Texas
Arden Field (Strawn & Canyon Sands Extension) – Irion Co., TX
Exoc 980 Field "Lohn Field" Extension (Morris Sand) – McCulloch Co., TX.

Professional Experience

1982-1984
Petro-Lewis Corporation Lubbock, Texas.
Petroleum exploration and development, prospect generation and evaluation via log analysis and sub-surface mapping throughout West Texas and New Mexico.

1984-Present
Independent Geologist, Austin, Texas.
The focus of my work as an independent geologist has been sub-surface mapping. I have constructed isopach maps, structural contour maps and cross-sections utilizing well logs, core analysis and well cuttings in order to characterize projects both site specific and regional in nature. I have also incorporated seismic, both 2D and 3D into my projects.

Education

MSc, Geology 1983
Colorado School of Mines, Golden, CO.
Thesis: *Depositional Environments and Petroleum Potential, Second Wall Creek Interval, Frontier Formation, Johnson and Natrona Counties, Wyoming* BA, Geology, 1979
Alfred University, Alfred, NY.
Honors in Geology.

CERTIFICATE OF LIABILITY INSURANCE

PROSPECT MAPS

FLINTROCK RESOURCES
Management, Inc.

Lazy I Ranch Prospect

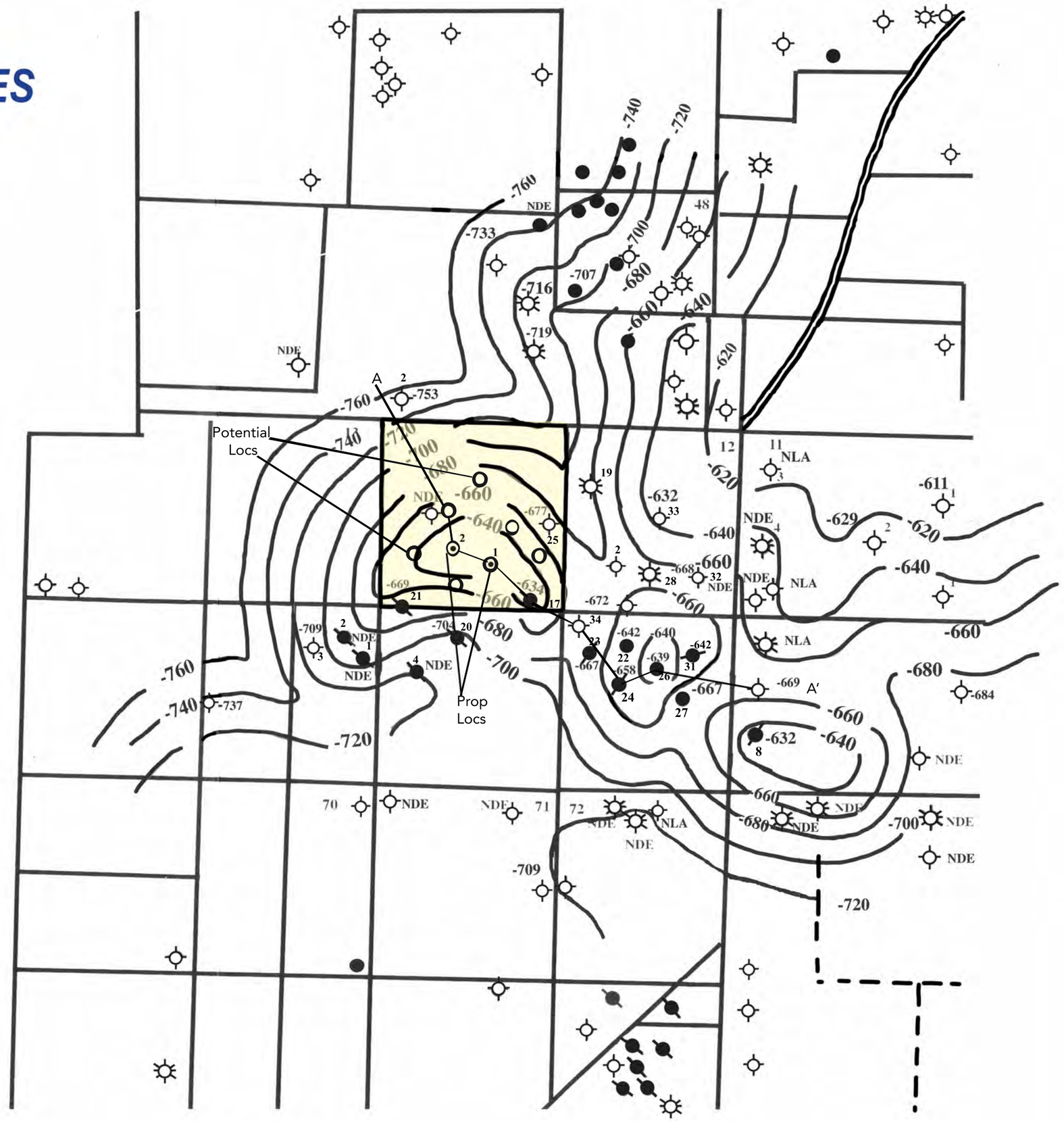
Structure Contour Map
T/ Gardner Pay Interval

Coleman Co. Texas

1” = 1580’

CI = 10 ‘

- Salt Water Injection
- Shut In Gas 325 PSI
- Gas Well
- Produced, Plugged & Abandoned Gas Well
- Gas Well Dry Hole
- Shut in Gas Well
- Dry Hole
- Oil Well Produced Plugged & Abandoned
- Proposed Well Location
- Potential Location
- Oil Well



FLINTROCK RESOURCES
Management, Inc.

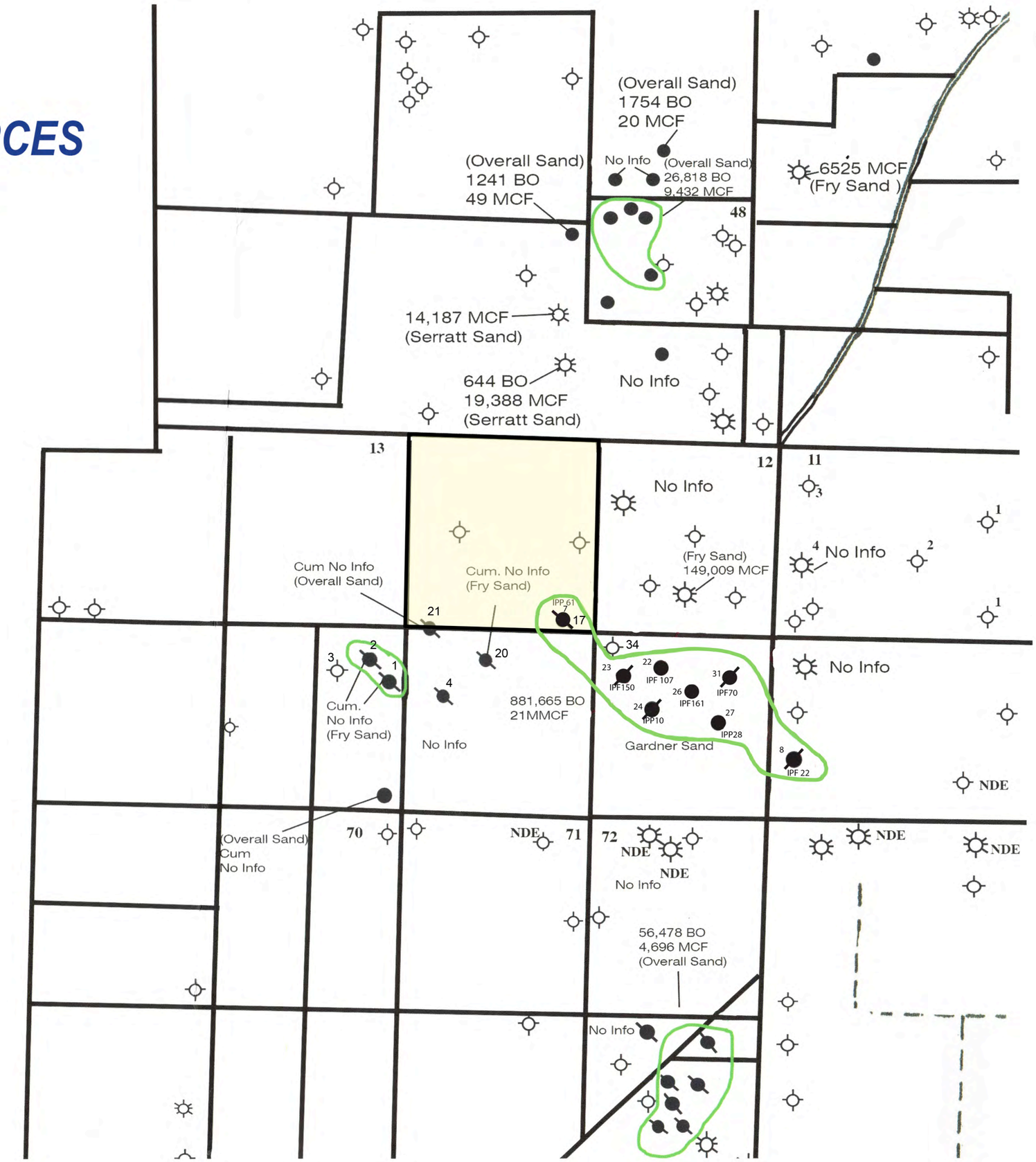
Lazy I Ranch Prospect

Cumulative Production IP Map

Coleman Co. Texas

1"=1580'

- Salt Water Injection
- Shut In Gas 325 PSI
- Gas Well
- Produced, Plugged & Abandoned Gas Well
- Gas Well Dry Hole
- Shut in Gas Well
- Dry Hole
- Oil Well Produced Plugged & Abandoned
- Proposed Well Location
- Potential Location
- Oil Well



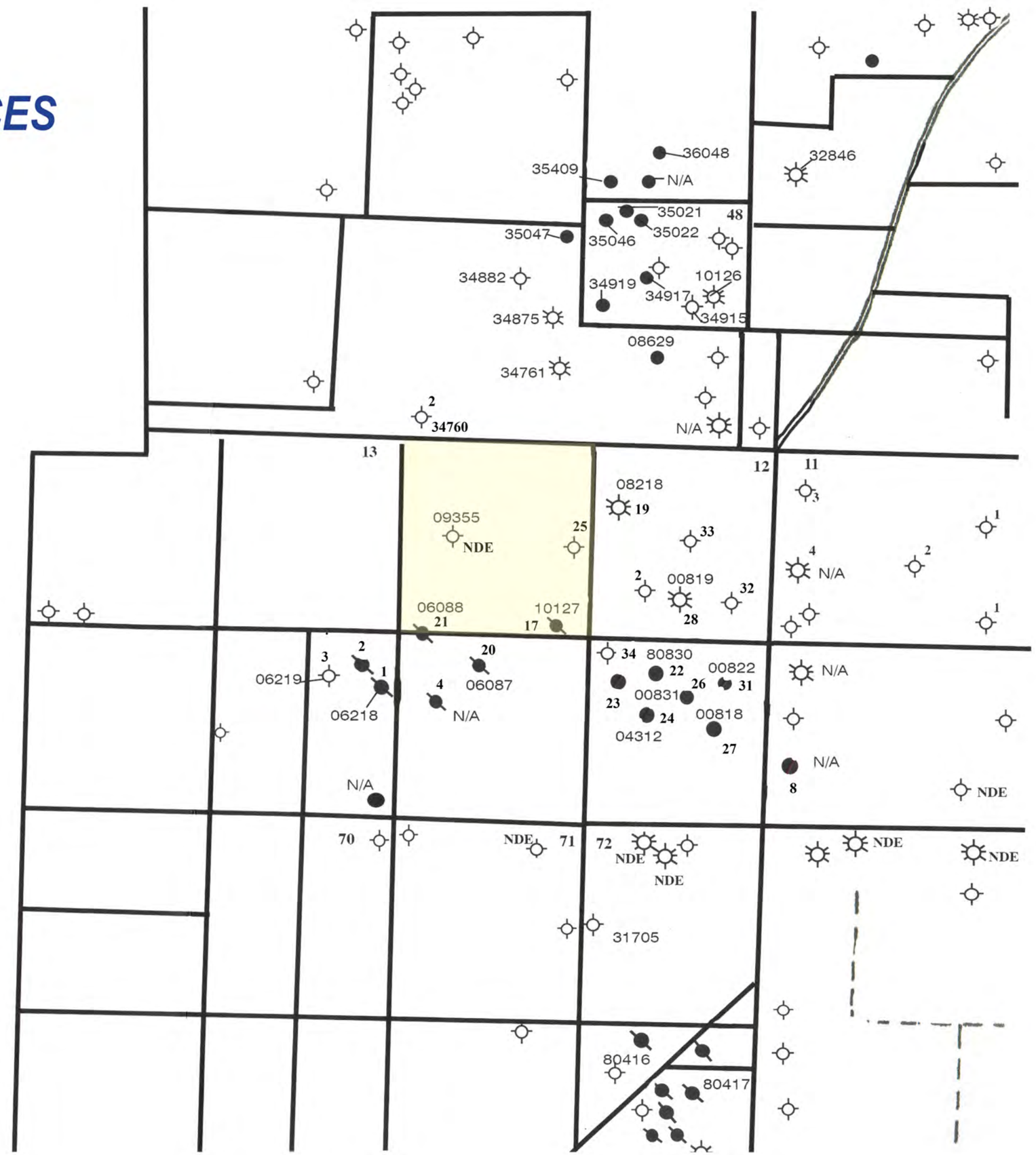
FLINTROCK RESOURCES
Management, Inc.

Lazy I Ranch Prospect

API MAP

Coleman Co. Texas -083

1"=1580"



- Salt Water Injection
- Shut In Gas 325 PSI
- Gas Well
- Produced, Plugged & Abandoned Gas Well
- Gas Well Dry Hole
- Shut in Gas Well
- Dry Hole
- Oil Well Produced Plugged & Abandoned
- Proposed Well Location
- Potential Location
- Oil Well

#17.

Anzac Oil Corporation

W Coleman

Overall Estate

11-21-35 2-22-36

C. H. & H. Suv. Block 12, 3000' from East line, 2420' from North line. Blk 1, 640 Acres.

17 1704'

60.6 b.

CASING RECORD:

12½	732'4"	
10	1128' 9"	
8¼	1450	
6 5/8	2178	
5 3/16"	1751'1"	

PRODUCTION: 60.6 bbls. thru tubing, 75 bbls. thru casing.

Soil	0-10	lime	325	sand	688
yellow clay	20	red rock	534	shale sdy	705
red shale	35	shale sdy	342	lime	708
blue shale	40	shale brn	352	shale blue	713
lime	46	lime	389	lime shells shale	717
shale & shells	55	shale	405	lime shells shle	728
lime shells & shale	75	lime	407	shale	739
shale blue	90	shale	409	lime	742
shale blue	120	lime	411	shale brn	744
shale & shells	125	shale	426	lime shells	745
shale	133	lime	428	shale brn	750
lime	142	shale	429	red bed	755
shale & shells	167	lime	436	shale brn	765
lime	178	shale blue	441	lime	771
shale	198	lime	450	shale brn	775
shale	202	shale & shells	465	red bed	783
lime	204	lime	480	shale brn	793
shale	205	red beds	488	shale blue	796
lime shells	206	lime	492	sand	801
shale	210	shale blue	494	sandy shale	812
lime	218	red bed	508	red shale	820
shale	227	lime	510	sand show of gas	828
lime	233	shale blue	516	shale blue	830
shale	237	lime	520	shale brn	842
lime	238	shale blue	528	sandy lime	844
lime	240	lime	533	shale blue	865
shale	248	shale & shells	553	shale bl & lime shells	880
lime	250	shale & shells	560	sandy dry	889
shale blue	252	red bed	578	shale blue	891
lime	253	lime	578	lime	897
shale	263	shale blue	587	lime	912
lime shells	265	lime	595	shale brn	915
shale sandy	273	shale blue	597	shale & shells	935
shale bl	300	lime	599	shale brn	937
lime	301	shale blue	604	lime	954
shale shells	304	shale brown	608	sand show of gas	958
lime	308	lime	616	sand 3 BWPH	979
shale bl	318	shale	620	sand	995
shale red	323	red rock & shells	630	shale blue	1005
lime	325	lime	640	shale	1007
		red bed	648	sand dry	1013
		sand	653	sand HFW	1015
		red bed	666	sand	1017
		lime	669	sand	1027
		shale brn shells		red shale	1030
		caving	682		
		sand	688		

(OVER)

#17

PAGE 2
Lazac Oil Corp.
Coleman County
Overall Estate # 17

red shale	1030
shale blue	1033
shale blue	1040
shale gray	1050
lime	1054
sand hd	1065
shale gray	1094
sand dry	1111
water sand HFW	1120
hd sand or sdy ls	1125
shale blue	1153
shale blue	1167
lime	1175
shale blue	1182
lime	1186
shale gray	1203
shale light	1218
lime gray	1224
lime	1253
lime water 4 BPH	
S.O.G. & Oil ½ BPH	1255
lime	1270
lime hard	1277
lime	1318
½ BOPH & 1 BWPH	
lime	1325
shale blue	1432
lime	1437
shale brn caving	1450
lime	1454
shale	1457
lime	1459
shale	1464
lime	1470
shale gray	1470
lime	1486
shale	1486
sand S.O.G.	1490
sand & fine chert	1498
fine chert conglom	1499
shale blue	1523
lime	1534
shale & lime shells	1537
lime	1544
blue shale	1565
sand	1570
shale	1600
shale blue	1647
lime	1755
shale blue	1758
lime	1775
shale blue	1784
shale dark	1800
lime gray	1808
shale blue	1866
shale dark	1875
lime	1880
shale	1885
lime	1890
shale blue & Ls. shells	1917
shale blue & shells	1935
lime	1940
shale black	1950
lime	1954
shale	1958
lime	1970
blue shale	1987
lime	1993
lime	1996
shale & shells	2020
shale dark	2045
shale blue	2070
lime	2072
shale dark	2078
shale black	2080
shale blue	2090
sand	2090
lime	2095
sand show of G & O	2096
sand hd BWPH	2103
sand hd	2107
sand	2115
shale black	2125
shale black & Ls. shells	2165
black shale	2167
lime	2180
shale	2195
shale dark	2222
sand dry	2227
shale blue	2232
shale	2238
sand dry w/ thin shale strks	2246
sand hd & thin shale streaks	2255
shale blue sandy	2276
blue shale	2325
shale black	2337
sand S O & G	2338
17 bbl. over night	
sand O & G	2343
shale dark 70-75 bbls. past 24 hrs.	2344
sand fine	2346
sand fine hard gray dry	2347
sand fine hard gray	2347+
TOTAL DEPTH 2347½'	

958'ss gas
overall 1490' ss show O+G
2096 ss show

PAY 2338

EL. 1704

T/PAY 2338

-634

#24

ANZAC OIL CORP. ET AL

COLEMAN

M. T. OVERALL ESTATE

2-15-48 3-6-48

OVERALL FIELD.

G H & H Ry Co. Suv. Blk 1, Sec. 12, 1488' FSL, 1624' FEL of Lse. 8 Mi. SW fr Coleman,

24

1687' RT.
1681 Gr.
OIL.

CASING RECORD: TOTAL DEPTH 2351' PB 2355'

10 3/4	66'6"
7"	2349'6"

PRODUCTION: OIL,
POTENTIAL: 9.80 bbls.
TOP PAY: 2345'
Perf. 2345-2350: 25 shots

G/O too small to test, Gr. 43
ALL: 4-27-48
10 bbls.

Surface	0-55
shale & shells	100
shale & lime	165
shale	180
shale & lime	215
shale	245
shale & lime	265
shale	285
shale & red bed	300
shale & lime	342
shale	425
shale li & red bed	460
lime &shale	660
shale & lime	725
red bed & shle	736
shale & li strks	775
sand	789
shale	875
lime	885
shale	905
shale & li stks	929
sand	970
shale & sd stks	980
shale	1000
shale & lime	1050
sdy lime	1110
shale	1130
shale & lime	1205
lime & shale	1290
lime	1303
lime & shale	1335
shale	1405
shale & lime	1450
sand gas odor	1459
sand	1470
lime	1522
shale & lime	1555
shale & li sdy	1615
lime & shale	1654
lime	1700
lime & shale strks	1765
shale & li strks	1775
shale	1905
lime	1965
lime Palo Pinto	1995
lime	2030
shale & li strks	2070
shale & lime	2162
lime & shale	2170
shale & li stks	2192
sand	2215
shale & lime	2333
lime sdy	2341
Correction 2341 to 2343	
shale sdy lime sandy dark	2344
shale dark	2349
sand oil odor	2350½
coarse sand	2352
hole filled up 1500' clear salt water trace of oil.	
sand gas, oil & water	2355
Corrected to 2353	
Plugged back to 2351 T.D.	

RT 1687

T/PERF 2345 -658

T/SAND(OIL) -663

T/PAY 2345 -658

SS show gas @ 1459

#26

ANZAC OIL CORP., ET AL

COLEMAN

OVERALL UNIT "A"

2-13-50

OVERALL FIELD
GH&HR? SUR. Blk 1. Sec 12.
1250' fr E L & 3480' fr NL of
survey. 1283 acres.

26 1688'

3-18-50 161.19 bb.

CSG RECORD

16	30
12½	997
10	1101
7	2327

cellar	0-6
shell &yellow clay	25
shale	30
lim	35
shale	70
sh &shell	125
lime	145
blu sh &shell	190
lime	210
shell &shale	230
sh &shell	245
shale blue	257
lime	265
shale	287
red shale	300
shale &shell	320
lime	335
shale	408
lime	415
shale	423
lime	432
red shale	435
lime brk	450
lime	455
red rock	465
shale	480
lime	490
shale &shell	515
sdy shale	525
sand 1 BWH	535
red shale	545
lime	550
red shale	565
lime	572
shale brown	593
lime	600
shale brown	615
shale	627
lime	635
sand	640
shale sdy	650
shale red	660
shale	680
lime brkn	700
shale red	710
shale brown	720
lim	730
shale &shell	740
sand brkn	764
sand gas	774
shale	780
red rock	788
shale sdy	795
red & blu sh	812
sd inc in gas	825
sdy shale	830
blue sh &shell	845
shell &shale	855
lime	877
shale &shel	888
shale red	905
shale	912
sd inc in gas @ 912	940
sand 5 BWPH	945
shale sdy	955
shale brown show dead oil	
oil 970-75	962
sd brkn	970
sd HFW	990
sand	1011
sd shale	1015
sand	1027
shale blu	1030
shale	1060
shale sdy	1075
sd water	1090
shale	1200
lime	1298
shale	1400
shale brown	1410
shale	1430
lime	1440
shale	1450
sand 50 MCG Gas	1470
shale blue	1490
lime	1517
shale	1543
sand brkn	1558
shale sdy	1565
shale &shell	1607
lime	1715
shale	1720
lime	1730
shale &shell	1765
shale	1835
lime	1840
shale &shell	1855
shale	1915
lime brkn	1932
shale blue	1945
shale red	1947
lime	1957
shale brown	1975
shale	2057
lime	2072
shale	2140
lime	2150
shale	2160
sh &sdy shell	2190
sd shell &shale	2200
shale brown	2215
shale	2314
sd gas 2322-2325'	2325
sdy shale	2328
lime sdy brown	2331
sd dl fr 2331-2332'	2332
corrected to 2328'	2332
sand oil	2329
td	2329'

TOTAL DEPTH 2329'

Okv

Pot: 161.19 bb.
GOR 120 Grav 44
T.PAY: 2327'
Allow: 49 bb 3-18-50

EL 1688
T/PAY 2327
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GAS SHOW - 912
OIL SHOW 970-75
GAS SHOW 1470