

Behrens and Associates, Inc.

Acoustics, Noise and Vibration Consultants



October 5, 2009

Arrington Oil and Gas, Inc.
214 W. Texas Avenue
Midland, TX 79701

Attention: Scott Wilshusen

Subject: Revised Reveille Unit Drilling Operation Noise Impact Modeling Report with Mitigated Operational Noise Impact

Dear Mr. Wilshusen:

We have completed the noise impact modeling of the Reveille Unit drilling operations and have prepared the attached isoauditory noise impact maps. The isoauditory maps show the projected *unmitigated* and *mitigated* operational noise level impact during drilling operations.

Sound Modeling Instrumentation

The noise modeling was completed with the Brüel & Kjær Predictor Version 6.2 software which meets ISO 9613.1/2 compliance requirements (an EU certified model). Operational field sound level measurements of a similar drilling rig, including frequency spectrums, were used as the foundation of the model. The drilling noise level impact was modeled while taking into consideration the topographical features and ground cover of the site and adjacent surroundings.

Sound Modeling Results

The first isoauditory map shows the projected operational noise impact during drilling operations at the Reveille unit without any noise mitigation. The second isoauditory map shows the projected operational noise impact with a 16 foot high acoustical enclosure installed around the site's generators and mud pumps. A lay-out drawing of the modeled drilling rig and acoustical enclosure configuration is attached with the isoauditory maps along with a graph showing the effect of wind on sound transmission.

Please contact the undersigned with any questions or comments.

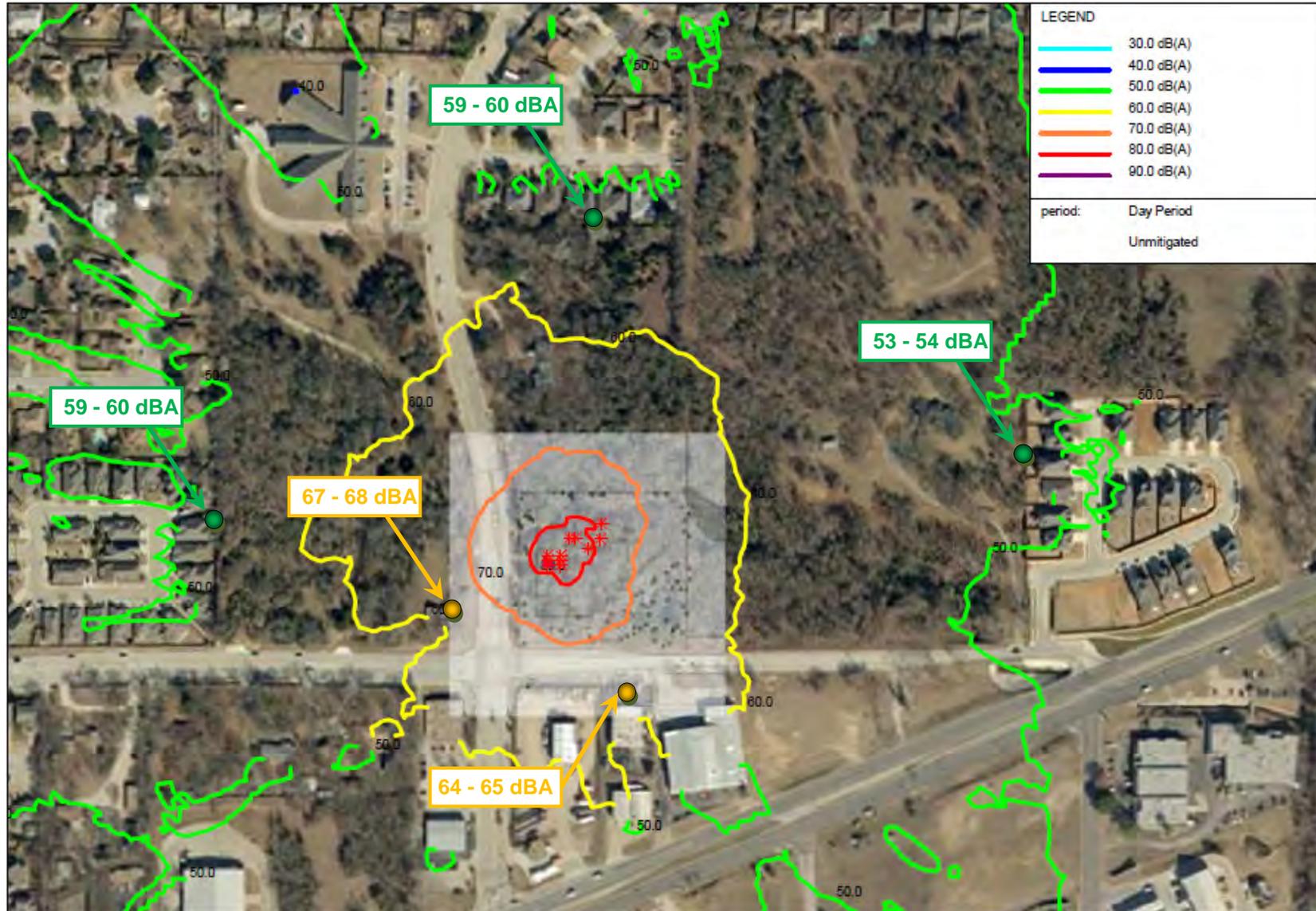
Very truly yours,

Don Behrens

Attachments

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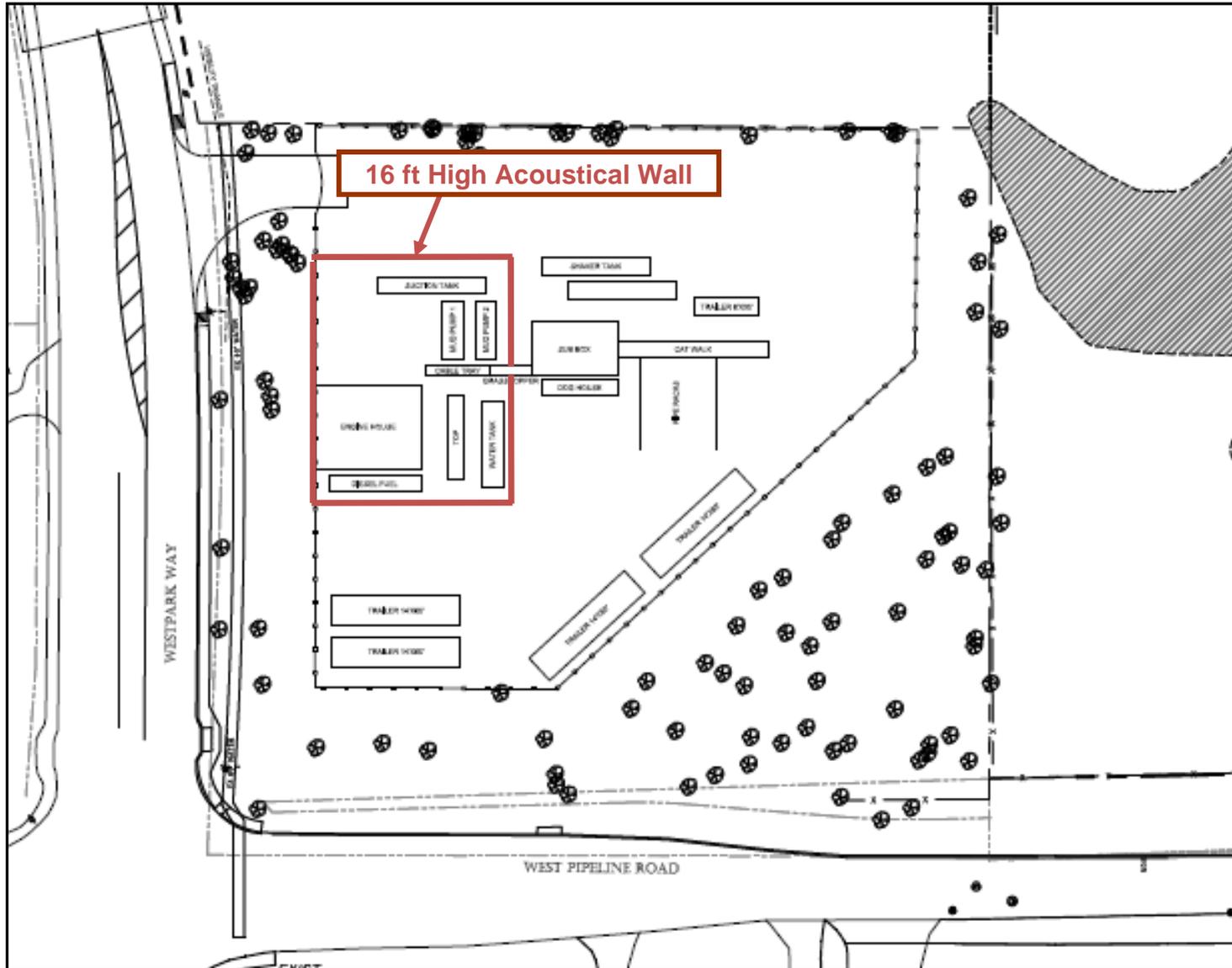
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Projected Unmitigated Reville Unit Operational Isoauditory Map

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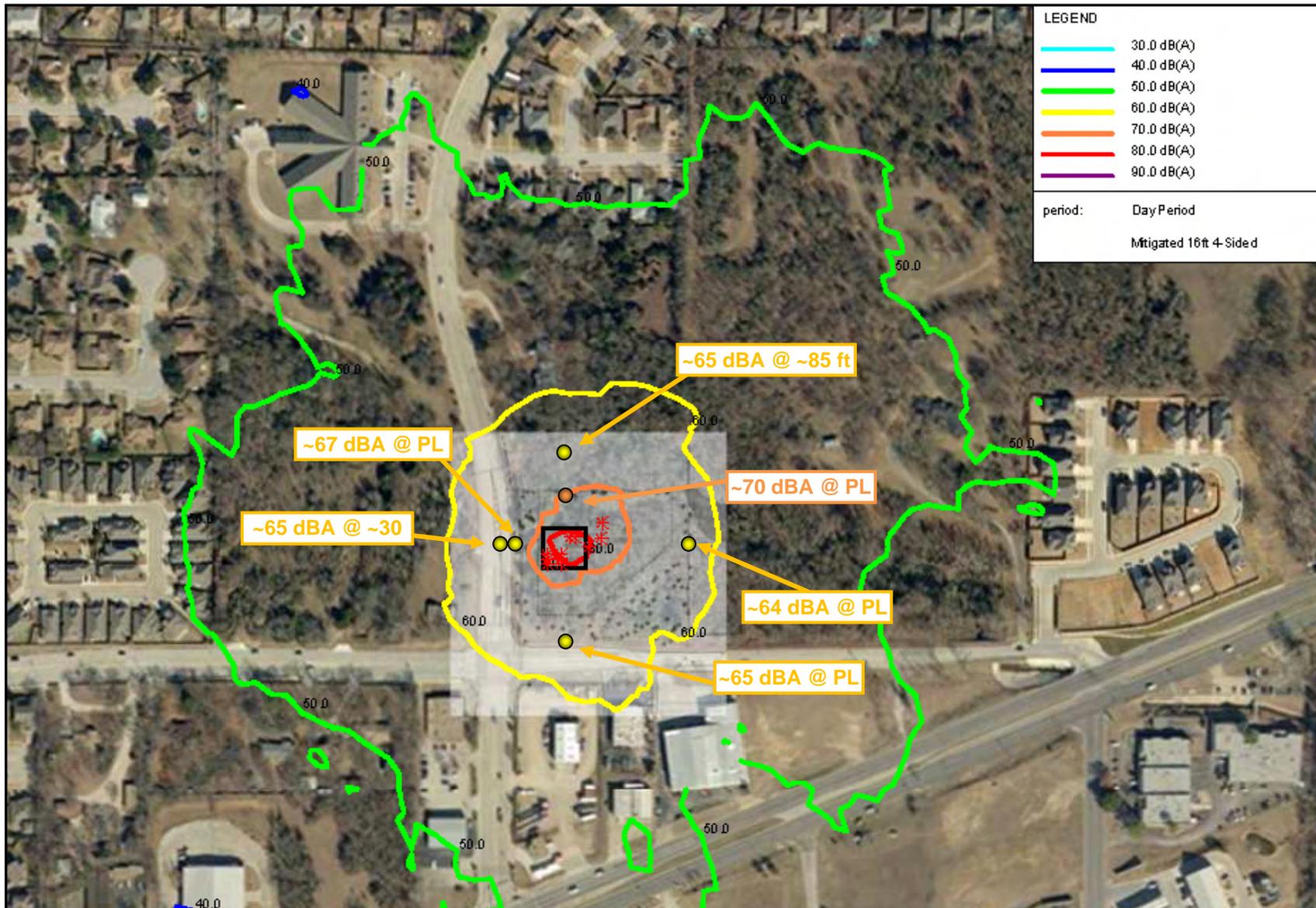
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Reveille Unit Modeled Mitigation Configuration

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Projected Mitigated Reveille Unit Operational Isoauditory Map



Effect of Wind on Sound Levels

