

Behrens and Associates, Inc.

Acoustics, Noise and Vibration Consultants



September 4, 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

Dear Mr. Wilshusen:

We have completed the noise impact modeling of the Reveille Unit drilling operations and have prepared the attached isoauditory noise impact map. The isoauditory map shows the projected *unmitigated* 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 isoauditory map shows the projected operational noise impact with during drilling operations at the Reveille unit without any noise mitigation. As can be seen in the isoauditory map, the nearest noise receptor, located approximately 170 feet to the west across Westpark Way, has a projected sound level of 67-68 dBA. The nearest noise receptor to the north, located approximately 570 feet from the site, and the south, located approximately 200 feet from the site, have a projected sound level of 59-60 dBA and 64-65 dBA, respectively. A lay-out drawing of the modeled drilling rig configuration is attached with the isoauditory map along with a graph showing the effect of wind on sound transmission.

Please contact the undersigned with any questions or comments.

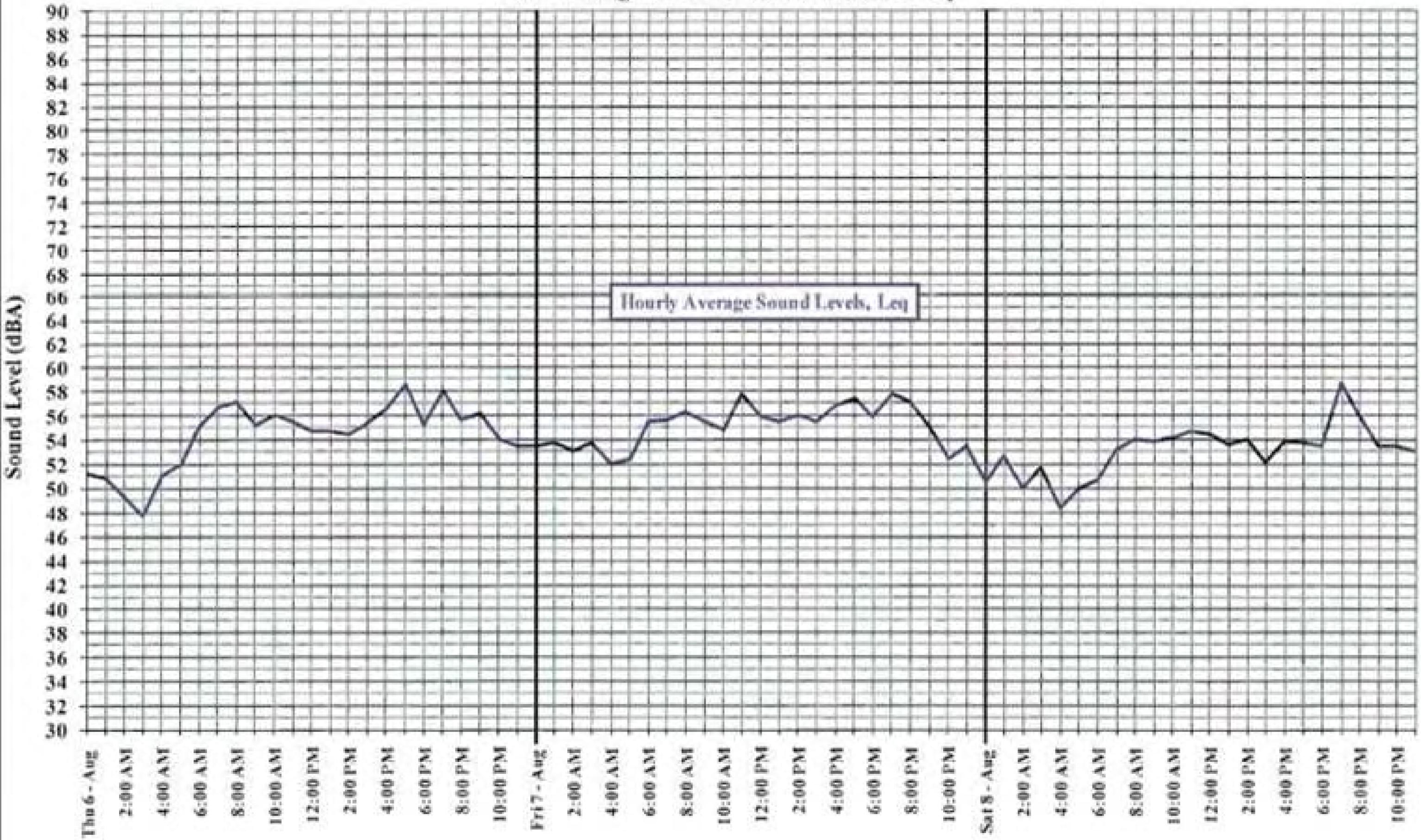
Very truly yours,

Don Behrens

Attachments

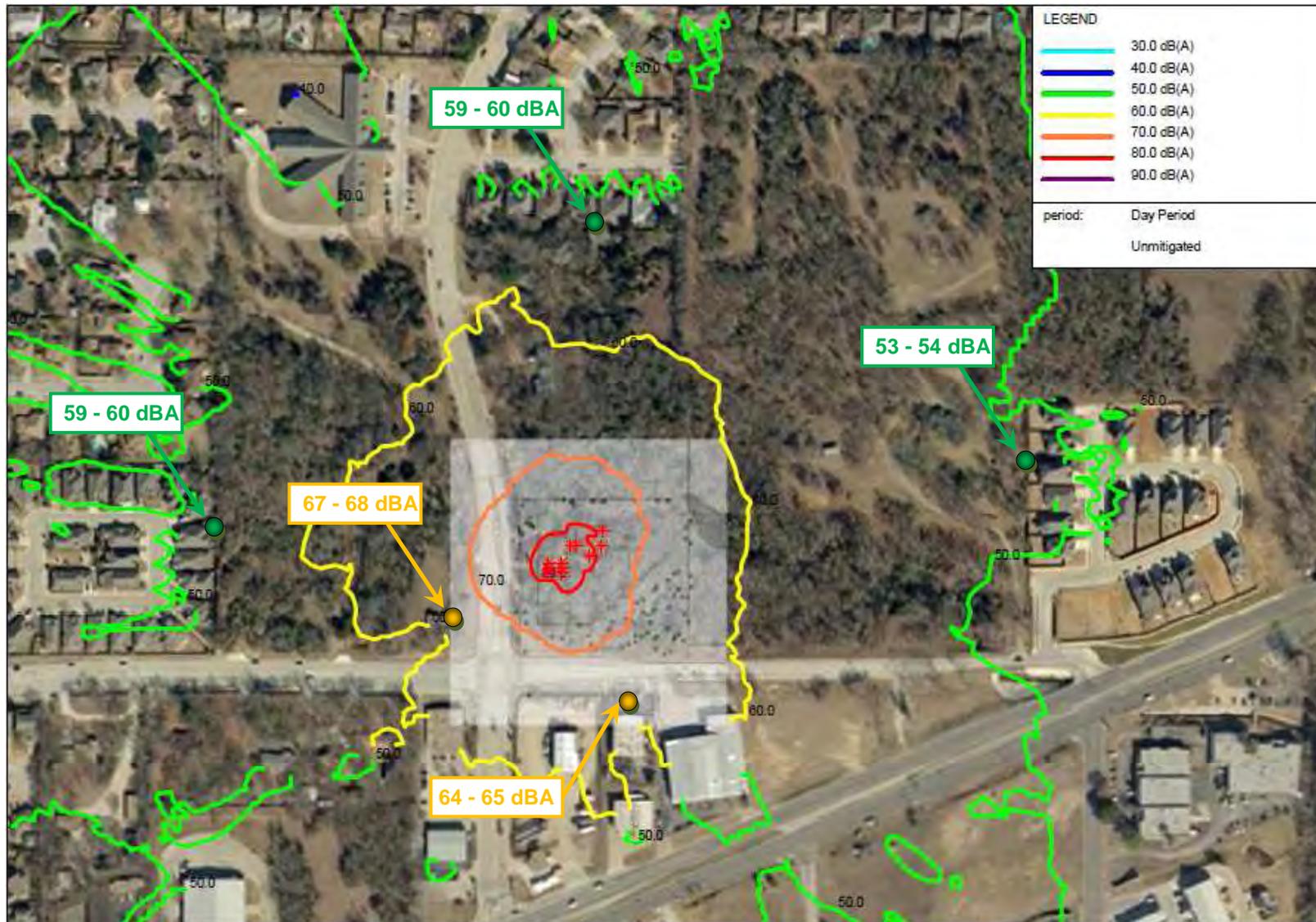
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Arrington Oil and Gas, Inc.
Reveille Unit
Pre-Drilling Ambient Sound Level Survey



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Projected Unmitigated Reveille Unit Drilling Operation Isoauditory Map

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Effect of Wind on Sound Levels

