



Division of Reclamation - Oil & Gas Program
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VIA US MAIL AND EMAIL

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RE: REO WATERFLOOD UNIT - ORDER FOR INTEGRATION OF LEASEHOLD INTERESTS LOCATED IN SECTIONS 30 AND 31, TOWNSHIP 7 SOUTH, RANGE 6 WEST IN SPENCER COUNTY, INDIANA

**FINDINGS AND ORDER ON
INFORMAL HEARING UNDER 312 IAC 29-3-4**

As provided in Indiana Code ("IC") 14-37-9 and 312 Indiana Administrative Code ("IAC") 29-19, concerning integration of oil and natural gas interests, and IC 14-37-3-16 and 312 IAC 29-3-4 concerning informal hearings, an informal hearing was held on this matter on Thursday, August 13, 2026, beginning at 11:00 a.m., Central Time, before the Indiana Department of Natural Resources, Division of Reclamation (the "Division"), at the Spencer County Public Library located at 210 Walnut Street, Rockport, Indiana 47635. The purpose of the informal hearing was to consider the Amended Petition for Integration of Oil and Gas Interests dated June 13, 2025 (the "Amended Petition"), prepared by William C. Illingworth, on behalf of Revitalize Resources Operating Inc., a Delaware corporation, and Revitalize Resources Illinois Basin LLC, a Texas limited liability company, (collectively, the "Petitioners,"), as supplemented by a map provided on February 19, 2026, (the "Supplemental Map").

Having reviewed the record in this matter, and being duly advised, the Division Director makes the following Findings and Order in this matter:

FINDINGS

1. Revitalize Resources Operating Inc., is a Delaware corporation, and Revitalize Resources Illinois Basin LLC, is a Texas limited liability company, both with offices located at 21 SE Third Street Suite 720, Evansville, IN 47708.
2. The Amended Petition filed by the Petitioners seeks, pursuant to IC 14-37-9 and 312 IAC 29-19, the issuance of an integration order whereby the interests of all owners of separate tracts within the proposed waterflood unit are integrated and the combined leases developed as a consolidated production unit to be known as the Reo Waterflood Unit (the "Proposed Unit").

3. The Petitioners attached the following documents to the Amended Petition:

Exhibit A	Lease and tract descriptions
Exhibit B	Copies of oil and gas leases
Exhibit C	Maps depicting the Proposed Unit, with added Supplemental Map
Exhibit D	Statement of division of interest
Exhibit E	Statement showing owners that have not returned unit agreement
Exhibit F	Unit pooling agreement, including signed and unsigned signature pages
Exhibit G	Attempt to contact unsigned parties
Exhibit H	Tract participation factors

4. Revitalize Resources Operating Inc., is the operator and Revitalize Resources Illinois Basin LLC, is the majority working interest owner of oil and gas leases covering properties located in Spencer County, Indiana, described in Exhibit A, including Tracts I through 6 (collectively, the "Tracts"). Lease documents attached as Exhibit B are hereinafter described collectively as the "Leases."
5. Petitioners were able to locate and obtain voluntary integration consent from individuals who signed agreements, as provided in Exhibit F.
6. The signed agreements in Exhibit F contain the lease and tract descriptions and the map as submitted in the original petition, which were later amended in the Amended Petition documents. The tract participation factors are the same in both the signed agreements and the Amended Petition.
7. Petitioners were not able to locate or obtain voluntary integration consent from individuals identified in Exhibits E and G.
8. Exhibit D is a statement of division of interest for Tracts I through 6. No value is assigned in the Billing(WI) column to any interest owner in Tract 6.
9. A notice of the informal hearing on this matter was sent via first class mail to the addresses of the interest owners indicated in the Amended Petition and published on the Division of Reclamation Oil and Gas website. The informal hearing was scheduled at the library of the county where the properties of the Proposed Unit are located to facilitate public participation and the gathering of information relevant to the matter under consideration.
10. The following persons were present at the informal hearing in person or via Microsoft Teams:
 - a. Steven J. Weinzapfel - Director, Division of Reclamation
 - b. Alicia Rosales - Geologist, Division of Reclamation
 - c. Albert E. Ferrara, III - Petitioners Representative
 - d. Trey Nash - Petitioners Representative
 - e. William C. Illingworth - Attorney for Petitioners
 - f. Donna Ayer - Interest Owner
 - g. Rick Fulkerson - Fulkerson Lease
 - h. John Hargis - Interest Owner

- i. Connie Hargis - Interest Owner
- j. Adam Jones - Interest Owner
- k. Janet Miller - Janet's Share and Shiloh Church
- l. Betty Muse - Interest Owner
- m. German Muse - Interest Owner
- n. Jeff Muse - Interest Owner, Muse well
- o. Audra Webb - Interest Owner
- p. Jon Winkler - Son of Peggy Winkler
- q. Peggy Winkler - Interest Owner

11. The Division of Reclamation received oral comments during the informal hearing from interest owners. The following persons presented comments:

- a. Donna Ayer - Interest Owner
- b. Rick Fulkerson - Fulkerson Lease
- c. John Hargis - Interest Owner
- d. Connie Hargis - Interest Owner
- e. Adam Jones - Interest Owner
- f. Janet Miller - Janet's Share and Shiloh Church
- g. Jeff Muse - Interest Owner, Muse well
- h. Audra Webb - Interest Owner
- i. Peggy Winkler - Interest Owner

12. As of the date of this Order, the Division of Reclamation has received three written comments via email, fax, and in person at the informal hearing from interest owners. The following persons presented written comments:

- a. John and Connie Hargis - Interest Owners
William C. Illingworth, Attorney for Petitioners, provided response to one comment submission on behalf of Petitioners.
- b. Donna Ayer - Interest Owner
- c. Jefferson A. Lindsey, representing and on behalf of Peggy Winkler - Interest Owner

13. Comments were reviewed by the Division and consideration was given to each comment with respect to its pertinence, effect on the Amended Petition, and relevance to the requirements of IC 14-37-9 and 312 IAC 29-19.

14. IC 14-37-9-1(b) and 312 IAC 29-19-2(a) require that, where owners of separate tracts within a pool or part of a pool suitable for secondary recovery methods do not agree to integrate their interests, the Division Director shall require the owners to integrate their interests for the prevention of waste or to

avoid the drilling of unnecessary wells and to develop the land as a drilling unit.

15. IC 14-8-2-302 defines "waste," for the purposes of IC 14-37 to include locating, spacing, drilling, equipping, operating, or producing a well for oil and gas purposes drilled after March 13, 1947, in any manner that reduces or tends to reduce the quantity of oil or gas ultimately to be recovered from any well in Indiana.
16. 312 !AC 29-19-2(b) and (c) provide that a petition for an order requiring all of the owners or lessees to integrate their interests, and that the petitioner shall have made a diligent attempt to locate and obtain voluntary agreements from all of the other owners or lessees of oil and gas interests in the proposed unit.
17. The following Tract descriptions are as presented in the Amended Petition in Exhibit A:

Tract I

Lease Name: Cope-Axton-Hoge Comm.

Bi-Petro Lease No.: #1 5397

Tract Description:

SOUTHEAST QUARTER OF THE NORTHWEST QUARTER OF
THE SOUTHEAST QUARTER OF SECTION 30, TOWNSHIP
7 SOUTH, RANGE 6 WEST, SPENCER COUNTY, INDIANA.

WEST 7.5 ACRES OF THE NORTHEAST QUARTER OF
THE NORTHWEST QUARTER OF THE
SOUTHEAST QUARTER OF SECTION 30, TOWNSHIP 7
SOUTH, RANGE 6 WEST, SPENCER COUNTY, INDIANA.

EAST 2.5 ACRES OF THE NORTHEAST QUARTER OF THE
NORTHWEST QUARTER OF THE SOUTHEAST QUARTER
OF SECTION 30, TOWNSHIP 7 SOUTH, RANGE 6 WEST,
SPENCER COUNTY, INDIANA

Tract 2

Lease Name: Muse/Shiloh Church

Bi-Petro Lease No.: 5398

Tract Description:

NORTHWEST QUARTER OF THE NORTHWEST QUARTER OF THE
SOUTHEAST QUARTER OF SECTION 30, TOWNSHIP 7
SOUTH, RANGE 6 WEST, SPENCER COUNTY, INDIANA.

THE SOUTHWEST QUARTER OF THE NORTHWEST QUARTER OF
THE SOUTHEAST QUARTER OF SECTION 30, TOWNSHIP 7
SOUTH, RANGE 6 WEST, SPENCER COUNTY, INDIANA.

Tract 3

Lease Name: Hoge-Holland #1 and Hoge-Holland #2 Community

Bi-Petro Lease No.: 5396

Tract Description:

WEST HALF OF THE NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 30, TOWNSHIP 7 SOUTH, RANGE 6 WEST, SPENCER COUNTY, INDIANA.

Tract 4:

Lease Name: Hayden/Holland/Langdon Comm #I

Bi-Petro Lease No.: 5401

Tract Description:

THE EAST HALF OF THE NORTHEAST QUARTER OF THE SOUTHEAST QUARTER OF SECTION 30, TOWNSHIP 7 SOUTH, RANGE 6 WEST, SPENCER, INDIANA.

Tract 5:

Lease Name: Donald and Peggy Winkler #I

Bi-Petro Lease No.: 5399

Tract Description:

SIXTY ACRES OFF THE EAST END OF THE SOUTH HALF OF THE SOUTHEAST QUARTER OF SECTION 30, TOWNSHIP 7 SOUTH, RANGE 6 WEST, SPENCER COUNTY, INDIANA, EXCEPT BEGINNING AT THE NORTHEAST CORNER OF THE SOUTHEAST QUARTER OF THE SOUTHEAST QUARTER OF SAID SECTION, TOWNSHIP AND RANGE; THENCE WEST 400 FEET; THENCE SOUTH 600 FEET; THENCE EAST 400 FEET; THENCE NORTH 600 FEET TO THE PLACE OF BEGINNING, CONTAINING 5.6 ACRES, MORE OR LESS AND CONTAINING AFTER SAID EXCEPTION 54.4 ACRES, MORE OR LESS.

Tract 6:

Lease Name: Fulkerson

Bi-Petro Lease No.: 5400

Tract Description:

ALL OF THE NORTHEAST QUARTER OF THE NORTHEAST QUARTER OF SECTION 31, TOWNSHIP 7 SOUTH, RANGE 6 WEST, CONTAINING 40 ACRES MORE OR LESS, IN SPENCER COUNTY, INDIANA.

18. The Division reviewed the Lease documents in Exhibit B and found that Tracts 4 and 6 are described as follows (emphasis omitted):

Tract 4:

Lease Name: Hayden/Holland/Langdon Comm #1
Bi-Petro Lease No.: 5401
Tract Description:

As described in Instrument #89-3481, in Record No. 60, p. 721:

Lease No. 1.

Five (5) acres off the entire east side of the following described real estate:

Fifteen (15) acres off the West side of a 30 acre tract off the east side of the Northeast quarter of the Southeast quarter of Section Thirty (30), Township Seven (7) South, Range Six (6) West.

Lease No. 2.

Part of the Northeast Quarter of the Southeast Quarter of Section Thirty (30), Township Seven (7) South, Range Six (6) West, in Spencer County, Indiana, better described as follows:

Beginning at a point on the center line of Indiana State Highway #75 south two (2) degrees fifty-six (56) minutes east three hundred eighty-four and fifty-seven hundredths (384.57) feet from the northeast corner of the Southeast quarter of Section Thirty (30), Township Seven (7) South, Range Six (6) West; thence South two (2) degrees fifty-six (56) minutes east nine hundred sixteen (916) feet with the center line of said highway; thence south eighty-five (85) degrees forty-nine (49) minutes west four hundred sixty-eight and eight tenths (468.8) feet with the fence line to a corner post; thence north three (3) degrees fifty-four (54) minutes west nine hundred sixteen (916) feet to an angle iron in the fence line; thence north eighty-five (85) degrees forty-nine (49) minutes east four hundred eighty-four and six tenths (484.6) feet to the place of beginning, containing ten and two hundredths (10.02) acres, more or less.

Lease No. 3.

A part of the Northeast Quarter of the Southeast Quarter of Section 30, Township 7 South, Range 6 West, better described as follows:

Beginning at the Northeast corner of the Southeast Quarter of Section 30, Township 7 South, Range 6 West, running thence South 2 degrees 56 minutes East along the center line of Road 75, Indiana State Highways, 384.6 feet; thence South 85 degrees 49 minutes West 484.6 feet; thence North 3 degrees 54 minutes West to the half section line; thence East to the place of beginning, containing 4.3 acres.

containing in all nineteen and thirty-two hundredths acres (19.32), more or less.

Tract 6:

Lease Name: Fulkerson
Bi-Petro Lease 5400

No.: Tract

Description:

As described in 201 IR-02216 recorded on July 28, 2011 with the Spencer County Recorder:

Being all of the Northeast Quarter of the Northeast Quarter of Section 31, Township 7 South, Range 6 West, containing 40 acres more or less. in Spencer County, Indiana. Less and except, a part of the Northeast Quarter of the Northeast Quarter beginning at the Northeast corner of the Northeast Quarter of the Northeast Quarter and running thence East 156 feet; thence South 292 feet; thence West 156 feet; thence North 292 feet to the point of beginning and containing 1.05 acres more or less.

Being the same land conveyed to lessors by Ethel May Boyd, a widow, dated March 9, 1962, of record in Deed Book 105, page 167 and by Deed from Joseph B. Fulkerson and Dorothy Fulkerson, husband and wife, dated August 31, 2004, of record in Deed Book 206, page 600, Spencer County Recorder's Office.

It being intended hereby to include herein all lands and interests therein contiguous to or appurtenant to said described lands owned or claimed by lessor. For rental payment purposes said leased lands shall be deemed to contain 38.95 acres.

19. Petitioners did not provide the size of the Proposed Unit in acres, but the value may be calculated from the acreage of the constituent Tracts based on the lease document in Exhibit B and is found to be 172.67 acres.
20. Petitioners assert that the Amended Petition Exhibit C and the Supplement Map show the boundaries of the Proposed Unit and Tracts 1 through 6 thereof.
21. The boundaries depicted in Exhibit C and the Supplemental Map appear to be inconsistent with the land descriptions in the lease documents for Tract 6 in Exhibit B. The Division considers the land descriptions as presented in Exhibit B for the purposes of this matter, and regards Exhibit C and the Supplemental Map as generally illustrative but not definitive.
22. IC 14-37-9-2 requires that an order for integration must be based upon reasonable terms that give the owner of each tract an equitable share of oil and natural gas in the unit or pool.
23. 312 !AC 29-19-5 provides that the sum of all participation factors shall be one (1.0). The owner or operator must demonstrate that the factors used in establishing the participation factors for each property are reasonable.

24. The methodology used to calculate the allocation among the Tracts in the Amended Petition is a weighted calculation of the cumulative acreage of each lease (15%), the recent production of each lease (60%), and recent water injection of each lease (25%). Petitioners represent that such methods are supported by operational, economic, geological and engineering data Amended Petition Exhibit H is a table showing proposed Tract participation factors as follows:

		15%		60%		25%		Final Allocation
		Acreage		Oil Production		Water Injection		
Tract 1	Cope Axton Hoge	20	1.72%	2,342	2.29%	83,997	14.79%	18.20%
Tract 2	Muse/Shiloh Church	20	1.72%	6,377	6.22%		0.00%	7.94%
Tract 3	Hoge-Holland	20	1.72%	19,125	18.66%		0.00%	20.38%
Tract 4	Hayden-Holland	20	1.72%	19,693	19.22%		0.00%	20.94%
Tract 5	Winkler	54.4	4.68%	8,188	7.99%	63,959	10.81%	23.48%
Tract 6	Fulkerson	40	3.44%	5,763	5.62%		0.00%	<u>9.06%</u>
		174.4	15.00%	61,488	60.00%	147,956	25.00%	100.00%

The Division finds that the proposed participation factors would not treat all royalty, working interest, and overriding royalty interest owners equitably because they are based on acreage values not supported by the lease documents in Exhibit B.

25. The Division finds that the acreage values represented in Exhibit H are inconsistent with the values contained in the Leases in Exhibit B. See Findings 17 and 18 above. The following table shows Tract participation factors based on the Lease acreage values as shown in Exhibit B with adjustments from Exhibit H emphasized in bold:

		15%		60%		25%		Final Allocation
		Acreage		Oil Production		Water Injection		
Tract 1	Cope Axton Hoge	20	1.74%	2,342	2.29%	83,997	14.79%	18.22%
Tract 2	Muse/Shiloh Church	20	1.74%	6,377	6.22%		0.00%	7.96%
Tract 3	Hoge-Holland	20	1.74%	19,125	18.66%		0.00%	20.40%
Tract 4	Hayden-Holland	19.32	1.68%	19,693	19.22%		0.00%	20.89%
Tract 5	Winkler	54.4	4.73%	8,188	7.99%	63,959	10.81%	23.52%
Tract 6	Fulkerson	38.95	3.38%	5,763	5.62%		0.00%	<u>9.01%</u>
		172.67	15.00%	61,488	60.00%	147,956	25.00%	100.00%

The Division finds that these adjusted participation factors are reasonable and provide equitable shares to royalty, working interest, and overriding royalty interest owners. These allocations will be used in lieu of Petitioner's proposed allocations in Exhibit H.

26. Petitioners have submitted evidence that the lands are being jointly operated through the use of shared water injection, tank battery facilities, and easement rights. Petitioners further assert that it is incredibly uncertain whether Petitioners can establish production in paying quantities sufficient to hold the leases which contain the water injection wells that are being utilized by the leases for water disposal. Petitioners assert that certain tracts of the Proposed Unit benefit from injection wells and facilities located upon other tracts in the unit.

27. Petitioners assert that the lands covered by the Leases are within a pool or part of a pool suitable for enhanced recovery methods and that, in order to prevent waste and avoid the drilling of unnecessary wells or establishment of independent facilities on each tract of the proposed unit, the Leases should be combined for purposes of continuing to jointly operate the Leases and developing the Leases as a unit and to unitize the production of the Leases for purposes of conducting secondary, tertiary, other enhanced recovery methods and for shared facilities among the Tracts.
28. The Division finds that the lands subject to the Amended Petition are suitable for secondary, tertiary, and/or other enhanced recovery methods and for shared facilities among the Tracts of the Proposed Unit. Potential producing zones and potential hydrocarbons that Petitioners believe may exist within the Proposed Unit is that formation known as the Palestine Formation.
29. The Division finds that the lands subject to the Amended Petition are suitable for unitized operations as to the currently producing formation, the Palestine Formation.
30. Petitioners and non-consenting owners have been unable to mutually agree on terms for the integration and therefore integration, based on the Amended Petition with further amendments noted in the below order, should be granted to prevent waste and allow the Petitioners to proceed with operation of wells and facilities.
31. Following integration of the Proposed Unit, ownership of the working, overriding and royalty interests will be under uniform control.

ORDER OF INTEGRATION

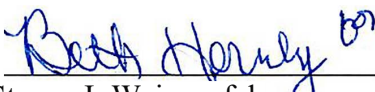
1. The integration of the Reo Waterflood Unit is approved. All leaseholds and parcels forming the Proposed Unit identified in Finding 17 and amended with the descriptions in Finding 18, located in Sections 30 and 31, Township 7 South , Range 6 West, in Spencer County, Indiana are hereby ordered to be integrated as a single production unit, the Reo Waterflood Unit, limited to the Palestine Formation.
2. It is reasonable and equitable, as required by IC 14-37-9-2, that such division of interest in the Reo Waterflood Unit be accomplished as depicted in Finding 25 so that ownership of the working, overriding and royalty interests will be under uniform control.
3. As provided in IC 14-37-9-2, the portion of the production allocated to the owner of any tract within the Reo Waterflood Unit shall be according to the allocation to each Tract provided in Finding 25 and Exhibit D for the division of interest within each Tract.
4. Notwithstanding any contrary provisions contained in the Amended Application, nothing in this order shall be construed as granting the Petitioners any legal right of entry onto, over, or across the real estate owned by any royalty interest owner whose interest are affected by this order.
5. Petitioners shall provide the Division with a description and map that accurately depicts the Reo Waterflood Unit and the Tracts therein as described in the Leases within sixty (60) days of the issuance of this order.
6. This order may be placed by the Petitioners in the appropriate public record of Spencer County, Indiana. The record should include the updated map that accurately depicts the Reo Waterflood Unit. Petitioners shall provide the Division with a copy of the recorded integration order within one (1) year

from the date of issuance.

7. As provided in 312 IAC 29-19-7, this order of integration shall expire one (1) year from the date of issuance unless the activity authorized by the order has commenced. If the activity authorized by the order has commenced within one (1) year from the date of issuance the order shall continue so long as there is production of oil, gas, or coal bed methane from the Reo Waterflood Unit that has not been canceled by operation of IC 32-23-8.

ADMINISTRATIVE REVIEW

The above Findings and Order under IC 14-37-3-16 and 312 IAC 29-3-4 are subject to administrative review pursuant to IC 4-21.5, IC 14-37-3-17, and IC 14-37-9-4. In order to be timely, any petition for administrative review must be filed with the Division of Hearings, Indiana Government Center-North, 100 N. Senate Avenue, Room NI03, Indianapolis, IN 46204-2273 within fifteen (15) days after the person is given notice of the order or within eighteen (18) days if service is by U.S. mail.

 10/16/2024
Steven J. Weinzapfel,
Director, Division of Reclamation

Notice Mailed to:

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