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**STATE OF CALIFORNIA  
BUSINESS, TRANSPORTATION AND HOUSING AGENCY  
DEPARTMENT OF CORPORATIONS**

**TO: Kentucky Mountain View Petroleum Corporation**  
**Mason Barnes**  
**Kirk Turner**  
**Mountain View 04-D Joint Venture**  
**10 Wells 04-D Substitution Joint Venture**  
9429 Lexington  
Lancaster, KY 40444  
and  
101 Indian Springs Trail  
Lancaster, KY 40444  
  
**Kirk Turner**  
106 Danville Street 711  
Lancaster, KY 40444

**DESIST AND REFRAIN ORDER**  
**(For violations of section 25110 of the Corporations Code)**

The California Corporations Commissioner finds that:

1. At all relevant times, Kentucky Mountain View Petroleum Corporation (herein “Kentucky”) is or was a corporation with its principal place of business located at 9429 Lexington Road, Lancaster, KY, 40444 and doing business in California. Kentucky did or does operate oil and gas wells, as well as oil and gas drilling operations on various properties located in the state of Kentucky.
2. Beginning in or about 2004, Kentucky participated in at least two drilling joint ventures as the promoter and operator of oil and gas wells known the “Mountain View 04-D Joint Venture”, (herein “Mountain View Venture”) and 10 Wells 04-D Substitution Joint Venture (herein “Substitution Venture”). The Mountain View Venture was or is a project that involved drilling 10 producing oil wells and the establishment of five new oil wells. The Substitution Venture was or is a project that involved drilling 10 producing oil wells.

1 3. At all relevant times, Mason Barnes (herein "Barnes") and Kirk Turner (herein "Turner") are  
2 representatives of Kentucky. Specifically, Turner is or was the president of Kentucky and represented  
3 to others that he was the "owner" of Kentucky.

4 4. Beginning in or about October 2004, Kentucky, Barnes and Turner offered and sold securities  
5 in the form of investment contracts in the Mountain View Venture and Substitution Venture joint  
6 ventures.

7 5. The purported purpose of the offerings was to fund the maintenance, drilling and production  
8 of the Mountain View Venture and the Substitution Venture. In return, investors would receive  
9 monthly income payments, based on their investment interest, from the purported profits of the  
10 Mountain View Venture and the Substitution Venture.

11 6. Beginning in or about October 2004, Kentucky, Barnes and Turner offered and sold the above  
12 described investment contracts in the State of California to unaccredited investors.

13 7. These investment contracts were offered or sold in California in issuer transactions. The  
14 Department of Corporations has not issued a permit or other form of qualification authorizing any  
15 person to offer and sell these investment contracts in California.

16 Based on the foregoing findings, the California Corporations Commissioner finds that the  
17 investment contracts in the Mountain View Venture and the Substitution Venture offered and sold by  
18 Mason Barnes, Kirk Turner, and Kentucky Mountain View Petroleum Corporation are securities  
19 subject to qualification under the California Corporations Code. These securities are or have been  
20 offered and sold without being qualified or exempt, in violation of Section 25110 of the California  
21 Corporations Code.

22 Pursuant to Section 25532 of the California Corporations Code, Kentucky Mountain View  
23 Petroleum Corporation, Mason Barnes, Mountain View 04-D Joint Venture, 10 Wells 04-D  
24 Substitution Joint Venture and Kirk Turner are hereby ordered to desist and refrain from the further  
25 offer or sale in the State of California of securities, including, but not limited to investment contracts,  
26 unless and until qualification has been made under said law or unless exempt.  
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This Order is necessary, in the public interest, for the protection of investors and consistent with the purposes, policies, and provisions of the California Corporations Code.

Dated: November 7, 2007  
Sacramento, California

PRESTON DUFAUCHARD  
California Corporations Commissioner

By \_\_\_\_\_  
ALAN S. WEINGER  
Lead Corporations Counsel  
Enforcement Division