IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION

In re:	§	Chapter 11
ALL AMERICAN OIL & GAS INCORPORATED, *et al.*,[1]	§	Case No. 18-52693-rbk
	§	Jointly Administered Under
Debtors.	§	Case No. 18-52693-rbk

AMENDED
WITNESS AND EXHIBIT LIST FOR HEARINGS
ON DECEMBER 13, 2018 AT 2:00 P.M. CENTRAL

All American Oil & Gas Incorporated ("AAOG"), Kern River Holdings Inc., and Western Power & Steam, Inc. (collectively, the "Debtors"), the Debtors in the above captioned cases (the "Cases"), hereby file this *Amended Witness and Exhibit List for Hearings on December 13, 2018 at 2:00 p.m. Central.*

WITNESSES

AAOG designates the following individuals who may be called as witnesses:

a. Patrick R. Morris; and

b. Gregory E. Miles.

AAOG reserves the right to call or not call any witnesses designated by any other party, as well as rebuttal witnesses.

EXHIBITS

AAOG designates the following exhibits that may be admitted:

[1] The Debtors in these Cases, along with the last four digits of each Debtor's federal tax identification number are: All American Oil & Gas Incorporated (5894); Kern River Holdings Inc. (0508); and Western Power & Steam, Inc. (2088). The location of the Debtors' service address is: 9601 McAllister Freeway, Suite 221, San Antonio, Texas 78216.

EXHIBIT NUMBER	DESCRIPTION	MARKED	OFFERED	OBJECT	ADMIT	DATE	DISPOSITION AFTER TRIAL
1.	Declaration of Patrick R. Morris [Docket No. 27, Declaration]						
2.	Statement of Claim, *Cappello Capital Corp. v. Meadow*, (FINRA Apr. 17, 2015) [Exhibit B to Docket No. 27, Declaration]						
3.	2017 EPA Letter dated August 30, 2017						
4.	Correspondence between counsel for the Debtors and KCO7						
5.	Tax Authorities [Exhibit C to Docket No.20, Tax Motion]						
6.	Schedule of Insurance Policies [Exhibit C to Docket No. 16, Insurance Motion]						
7.	Services List [Exhibit C to Docket No. 24, Amended and Supplemented Utility Motion]						
8.	Interim 4-Week Cash Collateral Budget [Exhibit A to Docket No. 58]						
9.	Second Interim 4-Week Cash Collateral Budget [Exhibit 1 to Proposed Second Interim Order (also Exhibit C to Supplement Motion, Docket No. 116)]						
10.	Response to PJT Tracker [Exhibit E to Docket No. 116]						
11.	13-Week Cash Flow Budget [Exhibit D to Docket No. 116]						
12.	Comparison of 13-Week Cash Flow Budget original with revised						
13.	Letter from BP Energy Company, December 5, 2018						

EXHIBIT NUMBER	DESCRIPTION	MARKED	OFFERED	OBJECT	ADMIT	DATE	DISPOSITION AFTER TRIAL
14.	Budget Compliance Certificate for Budget Test Period November 12, 2018 through November 18, 2018, dated November 19, 2018						
15.	Budget Compliance Certificate for Budget Test Period November 19, 2018 through November 25, 2018, dated November 26, 2018						
16.	Budget Compliance Certificate for Budget Test Period November 26, 2018 through December 2, 2018, dated December 3, 2018						
17.	Budget Compliance Certificate for Budget Test Period December 3, 2018 through December 9, 2018, dated December 9, 2018						
18.	Compliance Certificate for Q4 2017 1L, dated February 26, 2018						
19.	Compliance Certificate for Q1 2018 1L, dated May 11, 2018						
20.	Compliance Certificate for Q2 2018 1L, dated August 16, 2018						
21.	Compliance Certificate Q3 2018 1L, dated November 29, 2018						
22.	Compliance Certificate for Q4 2017 2L, dated February 26, 2018						
23.	Compliance Certificate for Q1 2018 2L, dated May 11, 2018						
24.	Compliance Certificate for Q2 2018 2L, dated August 16, 2018						
25.	Compliance Certificate for Q3 2018 2L, dated November 29, 2018						

EXHIBIT NUMBER	DESCRIPTION	MARKED	OFFERED	OBJECT	ADMIT	DATE	DISPOSITION AFTER TRIAL
26.	Officers Certificate for Reporting Period: Month Ended September 30, 2018, dated November 8, 2018						
27.	Officers Certificate for Reporting Period: Month Ended October 31, 2018, dated December 3, 2018						
28.	1L Engineering Report Certificate as of September 30, 2018, dated December 1, 2018						
29.	1L Collateral Coverage Compliance Certificate as of September 30, 2018, dated December 1, 2018						
30.	2L Collateral Coverage Compliance Certificate as of September 30, 2018, dated December 1, 2018						
31.	Notice of Termination of Shell Trading (US) Company, dated November 16, 2018						
32.	INTENTIONALLY OMITTED						
33.	Estimates of Reserves and Future Revenue to the Kern River Holdings Inc. Interest in Certain Oil and Gas Properties located in Kern River Field, Kern County, California, as of December 31, 2013						
34.	Estimates of Reserves and Future Revenue to the Kern River Holdings Inc. Interest in Certain Oil and Gas Properties located in Kern River Field, Kern County, California, as of December 31, 2014						

EXHIBIT NUMBER	DESCRIPTION	MARKED	OFFERED	OBJECT	ADMIT	DATE	DISPOSITION AFTER TRIAL
35.	Estimates of Reserves and Future Revenue to the Kern River Holdings Inc. Interest in Certain Oil and Gas Properties located in Kern River Field, Kern County, California, as of December 31, 2015						
36.	Estimates of Reserves and Future Revenue to the Kern River Holdings Inc. Interest in Certain Oil and Gas Properties located in Kern River Field, Kern County, California, as of December 31, 2016						
37.	Estimates of Reserves and Future Revenue to the Kern River Holdings Inc. Interest in Certain Oil and Gas Properties located in Kern River Field, Kern County, California, as of December 31, 2017						
38.	Estimates of Reserves and Future Revenue to the Kern River Holdings Inc. Interest in Certain Oil and Gas Properties located in Kern River Field, Kern County, California, as of September 30, 2018						
39.	CRC: Value-Driven Presentation, dated December 4, 2018						
40.	Berry Petroleum Corporation Investor Presentation, dated November 2018						
41.	Forty Years of Steam Injection in California – The Evolution of Heat Management (SPE 84848)						
42.	Casing Vapor Recovery Systems: An Open or Shut Case (SPE 83475)						
43.	Hot Waterflood in a Post-Steamflood Reservoir: A Case History in the Kern River Field, California (SPE 20050)						

EXHIBIT NUMBER	DESCRIPTION	MARKED	OFFERED	OBJECT	ADMIT	DATE	DISPOSITION AFTER TRIAL
44.	Stout "Understanding SEC Oil and Gas Reserve Reporting" article, dated March 1, 2015						
45.	Steamflooding Keeps California Field Producing 117 Years Later [Exhibit A to Docket No. 27, Declaration]						
46.	Terminated Shell Hedges (Mark-to-Market at Various Dates)						
47.	Kern River Holdings Inc.'s Second Lien Interest Notice dated November 5, 2018						
48.	Additional correspondence between counsel for the Debtors and KCO7						

AAOG reserves the right to use any exhibits presented by any other party.

AAOG also reserves the right to use exhibits, demonstratives, and testimony not listed here for impeachment or rebuttal purposes at the hearing.

AAOG reserves the right to supplement or amend this Witness and Exhibit List any time prior to the hearing. AAOG also reserves the right to use and/or present demonstratives for any purpose.

Any party wishing to receive a copy of any of the foregoing exhibits should email Danielle N. Rushing at drushing@dykema.com. Requested exhibits will be provided by electronic transmission.

Dated: December 13, 2018. Respectfully submitted,

/s/ Deborah D. Williamson

Deborah D. Williamson (TX 21617500)
dwilliamson@dykema.com
Patrick L. Huffstickler (TX 10199250)
phuffstickler@dykema.com
Danielle N. Rushing (TX 24086961)
drushing@dykema.com
DYKEMA GOSSETT PLLC
112 East Pecan Street, Suite 1800
San Antonio, Texas 78205
Telephone: (210) 554-5500
Facsimile: (210) 226-8395
– and –

Richard L. Wynne (CA 120349)
Pro hac vice admission
richard.wynne@hoganlovells.com
Bennett L. Spiegel (CA 129558)
Pro hac vice admission
bennett.spiegel@hoganlovells.com
Erin N. Brady (CA 215038)
Pro hac vice admission
erin.brady@hoganlovells.com
HOGAN LOVELLS US LLP
1999 Avenue of the Stars, Suite 1400
Los Angeles, California 90067
Telephone: (310) 785-4600
Facsimile: (310) 785-4601

– and –

Christopher R. Bryant (NY 3934973)
Pro hac vice admission
chris.bryant@hoganlovells.com
John D. Beck (TX 24073898)
Pro hac vice admission
john.beck@hoganlovells.com
Sean A. Feener (NY 5605654)
Pro hac vice admission
sean.feener@hoganlovells.com
HOGAN LOVELLS US LLP
875 Third Avenue
New York, New York 10022
Telephone: (212) 918-3000
Facsimile: (212) 918-3100

Proposed Counsel for Debtors and Debtors-in-Possession

CERTIFICATE OF SERVICE

I hereby certify that on December 13, 2018, a true and correct copy of the foregoing document was served by electronic notification by the Electronic Case Filing system for the United States Bankruptcy Court for the Western District of Texas to the following:

Office of the U.S. Trustee
615 E. Houston St., #533
San Antonio, TX 78205
USTPRegion07.SN.ECF@usdoj.gov

O'Melveny & Myers LLP
c/o Mr. Stephen H. Warren
Times Square Tower
7 Times Square
New York, NY 10036
swarren@omm.com

Porter Hedges LLP
c/o Mr. John F. Higgins
1000 Main Street, 36th Floor
Houston, TX 77002
jhiggins@porterhedges.com

Brinkman Portillo Ronk, APC
c/o Mr. Daren R. Brinkman
9500 Ray White Road, 2nd Floor
Fort Worth, TX 76244
firm@brinkmanlaw.com

Pepper Hamilton LLP
c/o Ms. Kay Standridge Kress
4000 Town Center, Suite 1800
Southfield, MI 48075
kressk@pepperlaw.com

Haynes and Boone, LLP
c/o Mr. Matthew T. Ferris
Mr. Eli O. Columbus
2323 Victory Avenue, Suite 700
Dallas, TX 75219
matt.ferris@haynesboone.com
eli.columbus@haynesboone.com

/s/ Deborah D. Williamson
Deborah D. Williamson