

## OTCQB Certification

I, James A. Moe, Chief Financial Officer of [Black Ridge Oil & Gas, Inc.] ("the Company"), certify that:

a. The Company is registered with the SEC or exempt from SEC registration as indicated below (check one):

- ☒ Company is registered under Section 12g of the Exchange Act  
☐ Company is relying on Exchange Act Rule 12g3-2(b)  
☐ Company is a bank that reports to a Bank Regulator under Section 12(i) of the Exchange Act  
☐ Company is a bank that is non-SEC reporting but is current in its reporting to a Banking Regulator  
☐ Other (describe) \_\_\_\_\_

b. The Company is current in its reporting obligations as of the most recent fiscal year end and any subsequent quarters, and such information has been posted either on the SEC's EDGAR system or the OTC Disclosure & News Service, as applicable.

c. The Company Profile displayed on [www.otcmarkets.com](http://www.otcmarkets.com) is current and complete as of December 30, 2014 and includes the total shares outstanding, authorized, and in the public float as of that date.

d. The following is a complete list of attorney(s) and law firm(s) who advised or assisted in the preparation of the Company's most recent annual report, including in-house counsel: (If no attorney assisted in putting together the disclosure, indicate the person or persons who prepared the disclosure and their relationship to the company.)

Ms. Jill Radloff, Stinson Leonard Street LLP  
150 South Fifth Street, Suite 2300, Minneapolis, MN 55402  
jill.radloff@stinsonleonard.com  
612-335-7119

e. The following is a complete list of third party providers, including names and addresses, engaged by the Company, its officers, directors or controlling shareholders, during the period from the Company's prior fiscal year end to the date of this OTCQB Certification, to provide investor relations services, public relations services, or other related services to the Company including promotion of the Company or its securities:

Aaron Vandeford, Enercom, Inc., 80018<sup>th</sup> Street, Suite 200, Denver, CO 80202

f. Listed below are the names, legal addresses and % of shares owned by all Officers, Directors and Control Persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities). If any of the beneficial shareholders are corporate shareholders, the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders must also be included.

Name	Address (City and State only)	% Shares Owned
Kenneth DeCubellis	Orono, MN	.8%
Michael Eisele	Minneapolis, MN	.1%
James Moe	Bloomington, MN	.4%
Bradley Berman	Deephaven, MN	14.7%
Joseph Lahti	Long Lake, MN	.1%
Benjamin Oehler	Wayzata, MN	.3%
Lyle Berman	Minnnetonka, MN	5.4%
See second copy of Certificate for additional names		

Date: December 30, 2014

Name of Certifying CEO or CFO: James A. Moe

## OTCQB Certification

I, [Name of certifying individual], [Position at Company] of [Company Name] ("the Company"), certify that:

a. The Company is registered with the SEC or exempt from SEC registration as indicated below (check one):

- ☐ Company is registered under Section 12g of the Exchange Act
- ☐ Company is relying on Exchange Act Rule 12g3-2(b)
- ☐ Company is a bank that reports to a Bank Regulator under Section 12(i) of the Exchange Act
- ☐ Company is a bank that is non-SEC reporting but is current in its reporting to a Banking Regulator
- ☐ Other (describe) \_\_\_\_\_

b. The Company is current in its reporting obligations as of the most recent fiscal year end and any subsequent quarters, and such information has been posted either on the SEC's EDGAR system or the OTC Disclosure & News Service, as applicable.

c. The Company Profile displayed on www.otcmarkets.com is current and complete as of [must be latest practicable date] and includes the total shares outstanding, authorized, and in the public float as of that date.

d. The following is a complete list of attorney(s) and law firm(s) who advised or assisted in the preparation of the Company's most recent annual report, including in-house counsel: (If no attorney assisted in putting together the disclosure, indicate the person or persons who prepared the disclosure and their relationship to the company.)

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f. Listed below are the names, legal addresses and % of shares owned by all Officers, Directors and Control Persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities). If any of the beneficial shareholders are corporate shareholders, the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders must also be included.

Name	Address (City and State only)	% Shares Owned
Additional names		
Neil Sell	Minneapolis, MN	8.1%
Twin City Technical, LLC	Bismarck, ND	9.4%
Irish Oil & Gas, Inc.	Bismarck, ND	9.4%
Ernest W. Moody Revocable Trust	Las Vegas, NV	6.8%
Chambers Energy Management, LP	Houston, TX	9.4% (if warrants exercised)

Date: \_\_\_\_\_

Name of Certifying CEO or CFO: \_\_\_\_\_

Title: \_\_\_\_\_



Title: Chief Financial Officer

Signature: /s/ James A. Moe  
(Digital Signatures should appear as "/s/ [OFFICER NAME]")