

MINUTES

STATE MINERAL AND ENERGY BOARD

LEASE SALE AND BOARD MEETING

APRIL 12, 2017

JOHN BEL EDWARDS
GOVERNOR



THOMAS F. HARRIS
SECRETARY

State of Louisiana
DEPARTMENT OF NATURAL RESOURCES
OFFICE OF MINERAL RESOURCES
STATE MINERAL AND ENERGY BOARD

Opening of Bids

April 12, 2017

A public meeting for the purpose of opening sealed bids was held on Wednesday, April 12, 2017, beginning at 8:30 a.m. in the LaBelle Room, First Floor, LaSalle Office Building, Baton Rouge, Louisiana.

Recorded as present were:

David Boulet - Assistant Secretary of the Office of Mineral Resources

Stacey Talley - Business Analyst of the Office of Mineral Resources

Rachel Newman – Director, Mineral Income Division

Boyd Handley – Administrator, Geology, Engineering & Lands Division

Emile Fontenot – Director, Petroleum Lands

Mr. David Boulet presided over the meeting. He then read the letter of notification certifying the legal sufficiency of the advertisement of Tract Nos. 44698 through 44703 which had been published for lease by the Board at today's sale.

Mr. Boulet then stated that no letters of protest were received for today's Lease Sale.

Mr. Boulet stated that there were no tracts to be withdrawn from today's Lease Sale.

The following bids were then opened and read aloud to the assembled public by Mr. Emile Fontenot.

INLAND TRACTS

Tract 44701

Bidder	:	DAY DREAMS RESOURCES, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$2,450.19
Annual Rental	:	\$1,225.10
Royalties	:	18.75000% on oil and gas
	:	18.75000% on other minerals
Additional Consideration	:	None

Tract 44703

Bidder	:	HILCORP ENERGY I, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$30,393.00
Annual Rental	:	\$15,196.50
Royalties	:	23.000% on oil and gas
	:	23.000% on other minerals
Additional Consideration	:	None

This concluded the reading of the bids.

There being no further business, the meeting was concluded at 8:33 a.m.

JOHN BEL EDWARDS
GOVERNOR



THOMAS F. HARRIS
SECRETARY

State of Louisiana
DEPARTMENT OF NATURAL RESOURCES
OFFICE OF MINERAL RESOURCES
STATE MINERAL AND ENERGY BOARD

Regular Meeting

April 12, 2017

The Regular Meeting of the State Mineral and Energy Board was held on **Wednesday, April 12, 2017**, beginning at 9:35 a.m. in the LaBelle Room, First Floor, LaSalle Office Building, Baton Rouge, Louisiana, subject to the call of the Governor and Ex-Officio Chairman.

Mr. Paul Segura, Chairman, called the meeting to order. He then requested Mr. David W. Boulet, Assistant Secretary of the Office of Mineral Resources, to call the roll for the purpose of establishing a quorum.

W. Paul Segura, Jr., Chairman
Carol R. LeBlanc, Vice-Chairman
Thomas L. Arnold, Jr.
Thomas F. Harris, DNR Secretary
Emile B. Cordaro
Rochelle A. Michaud-Dugas
Theodore M. "Ted" Haik, Jr.
Robert D. Watkins
J. Todd Hollenshead
Gregory C. Carter

The following members of the Board were recorded as absent:

Johnny B. Bradberry

Mr. Boulet announced that ten (10) members of the Board were present and that a quorum was established.

Also recorded as present were:

David W. Boulet - Assistant Secretary of the Office of Mineral Resources
Stacey Talley – Business Analyst of the Office of Mineral Resources

Ryan Seidemann - Assistant Attorney General
Christopher Lento - Assistant Attorney General
Rachel Newman - Director, Mineral Income Division
Boyd Handley – Administrator, Geology, Engineering & Land Division
Emile Fontenot - Director, Petroleum Lands
Byron Miller –Supervisor, Geology
Jason Talbot – Supervisor, Geology
Charles Bradbury – Supervisor, Engineering
James Devitt - Deputy General Counsel, Department of Natural Resources

The Chairman stated that the first order of business was the approval of the March 8, 2017 Minutes. A motion was made by Ms. Michaud-Dugas to adopt the Minutes as submitted and to waive reading of same. Her motion was seconded by Mr. Harris and unanimously adopted by the Board. (No public comment was made at this time.)

The Chairman then stated that the next order of business was the presentation of the Staff Reports*:

- a) Lease Review Report
- b) Nomination and Tract Report
- c) Audit Report
- d) Legal and Title Controversy Report
- e) Docket Review Report

** Staff Reports and Resolutions will immediately follow this page.*

a) LEASE REVIEW REPORT
April 12, 2017

I. Geological and Engineering Staff Review

According to the SONRIS database, there were 1,340 active State Leases containing approximately 564,000 acres. Since the last Lease Review Board meeting, the Geological and Engineering Division reviewed 107 leases covering approximately 69,000 acres for lease maintenance and development issues.

II. Board Review

1. A staff report on State Leases 356 and 1217, Bay De Chene Field, Jefferson Parish. Swift Energy Operating, LLC is the lessee. On motion of Mr. Arnold, seconded by Mr. Hollenshead, the State Mineral and Energy Board accepts Swift Energy Operating LLC's report and that Swift execute and record releases within sixty (60) days.
2. A staff report on State Lease 2620, Lake Pelto Field, Terrebonne Parish. Texas Petroleum Investment Company and Castex Energy Partners, LP are the lessees. On motion of Mr. Arnold, seconded by Mr. Harris, the State Mineral and Energy Board accepts the executed partial release from Texas Petroleum Investment Company and grants lessees until March 9, 2018 for a status update affecting the lease.

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

**Resolution #17-04-001
(LEASE REVIEW COMMITTEE)**

ON MOTION of Mr. Arnold, seconded by Mr. Hollenshead, the following resolution was offered and unanimously adopted by the State Mineral and Energy Board:

WHEREAS, the Lease Review Committee last reviewed State Leases 356 and 1217, Bay De Chene Field, on March 9, 2016, whereby the Board adopted the Committee's recommendation to accept Swift Energy Operating LLC's (Swift) plan of development and grant Swift until March 10, 2017 to provide a status update on lease development and lease activity; and

WHEREAS, by letter dated March 3, 2017, Swift reported that they have commenced plugging and abandonment operations in the field and will release the leases, and;

NOW THEREFORE BE IT RESOLVED that the State Mineral and Energy Board accepts Swift's report and that Swift execute and record releases within sixty (60) days.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on April 12, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
Louisiana State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

**Resolution #17-04-002
(LEASE REVIEW COMMITTEE)**

ON MOTION of Mr. Arnold, seconded by Mr. Harris, the following resolution was offered and unanimously adopted by the State Mineral and Energy Board:

WHEREAS, the Lease Review Committee last reviewed State Lease No. 2620, Lake Pelto Field, on February 10, 2016, where the Board adopted the Committee's recommendation to accept Texas Petroleum Investment's (TPIC) report and that TPIC provide a status update by February 9, 2017 on activities affecting the lease; and

WHEREAS, by email dated January 24, 2017, TPIC offered a partial release in lieu of a lease activity status report and;

WHEREAS, on March 10, 2017, the Office of Mineral Resources received an executed partial release of approximately 360 acres;

NOW THEREFORE BE IT RESOLVED that the State Mineral and Energy Board accepts the partial release and that TPIC be granted until March 9, 2018 to provide an updated status report affecting the lease.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on April 12, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
Louisiana State Mineral and Energy Board



Louisiana Department of Natural Resources (DNR)

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Staff Reviews

Report run on: April 26, 2017 1:09 PM

District Code 1 New Orleans- East

Get Review Date April 12, 2017

Well ID	Block	SL/RA SU	Area	Units	Value	Notes
00508	POTASH	216866-SL 508-025 08/26/1994		100	450	APR AR 3/27/17 DP AR - HBP - 2 SL WELLS
01997	BRETON SOUND BLOCK 20	622.2 10/17/1990		450	626.886	APR AR 3/27/17 DP AR - HBP - 1 UNIT, 2 SL WELLS
01998	BRETON SOUND BLOCK 20	221452-SL 1998-063 02/07/1998		2300	3214.83	APR AR 3/27/17 DP AR - HBP - 6 UNITS
01999	BRETON SOUND BLOCK 20	244690-SL 1999-051 04/29/2012		1970	4173.84	APR AR 3/27/17 DP AR - HBP - 11 UNITS, 4 SL WELLS
02000	BRETON SOUND BLOCK 20	245957-BRS20 7100 RA SU;SL 2000-073 06/28/2013		1900	3539.07	APR AR 3/27/17 DP AR - HBP - 5 UNITS, 9 SL WELLS
02326	BRETON SOUND BLOCK 20	246335-BRS20 5800 RA SU;SL2326-054 08/04/2013		1450	4162.12	APR AR 3/27/17 DP AR - HBP - 4 UNITS
02557	MAIN PASS BLOCK 69	237429-SL 2557-037 06/17/2008		1100	2765	APR AR 3/27/17 DP AR - HBP - 4 UNITS, 3 SL WELLS
04574	BRETON SOUND BLOCK 20	VUA;SL 15958 11/08/2000		160	2057.49	APR AR 3/27/17 DP AR - HBP - 1 UNIT, 1 SL WELL
16392	MAIN PASS BLOCK 47	VUC; 02/13/2002		293.785	293.785	APR AR 3/27/17 DP AR - HBP - 1 VU
16393	MAIN PASS BLOCK 47	VUC; 02/13/2002		174.472	174.472	APR AR 3/27/17 DP AR - HBP - 1 VU
16443	BRETON SOUND BLOCK 18	136.34 05/21/2003		50	290.66	APR QR 3/27/17 DP QR - HBP - 1 SL WELL, LOW PROD
16570	MAIN PASS BLOCK 47	277.27 10/24/2003		76.9	76.9	APR. AR 3/27/17 DP AR - HBP - 1 VU
16610	BRETON SOUND BLOCK 18	202.35 06/02/2003		160	336.56	APR. AR 3/27/17 DP AR - HBP - 1 SL WELL
17767	BRETON SOUND BLOCK 33	92 03/27/2008		197.88	197.88	APR. AR 3/27/17 DP AR - HBP - 1 VU
17861	BRETON SOUND BLOCK 53	175.2 09/30/2014		337.22	337.22	APR. AR 3/27/17 DP AR - HBP - 1 VU
17965	BRETON SOUND BLOCK 33	246.6 04/11/2007		158.13	158.13	APR. AR 3/27/17 DP AR - HBP - 1 VU
20101	MAIN PASS BLOCK 26			40	40	APR. AR 3/27/17 DP QR - HBP - 1 SL WELL, 60 DAY GAP
20537	CHIPOLA	53.444 02/27/2014		18.556	18.556	APR. AR 3/27/17 DP AR - HBP - 2 UNITS
21514				0	280.85	APR PT 1/14/2020; 3/27/17 DP HELD BY RENTAL PAID 01/09/2017;
21515				0	56.33	APR PT 1/14/2020; 3/27/17 DP HELD BY RENTAL PAID 01/09/2017
21516				0	638.18	APR PT 1/14/2020; 3/27/17 DP HELD BY RENTAL PAID



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Item #	Item Name	Quantity	Unit Price	Total Price	Comments
					01/09/2017
21540		0	137.97		APR PT 1/14/2018; 3/27/17 DP HELD BY RENTAL PAID 01/09/2017
21543	BRETON SOUND BLOCK 31	160	1614.66		APR PT 1/14/2018 - 3/27/17 DP AR - HBP - 1 SL WELL
21544		0	97		APR PT 1/14/2018 - 3/27/17 DP HELD BY RENTAL PAID 01/09/2017
21545		0	285		APR PT 1/14/2018; 3/27/17 DP HELD BY RENTAL PAID 01/09/2017



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Staff Reviews

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District Code 1W New Orleans- West
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Unit ID	Unit Name	Acres	Current Status	Current Value	Current Rent	Review Notes
00451	KINGSTON , SOUTH PASS BLOCK 24 , WEST BAY , WEST DELTA BLOCK 52	VU203;BLD E	2500	3850	APR. AR 3/28/17 JT AR- HBP FROM MULTIPLE UNITS; HILCORP IS ACTIVELY ADDING NEW UNITS TO THE LEASE	
01217	BAY DE CHENE , GOLDEN MEADOW	VUB;BDC UB	1531	4041	APR. LRC 3/28/17 JT WILL BRING BEFORE THE SMEB AT APRIL 12, 2017 THAT SWIFT IS RELEASING THE LEASE	
02028	LAKE WASHINGTON	SL 20984 03/12/2014	421	780.31	NOV. AR 3/28/17 JT AR- HBP FROM MULTIPLE UNITS; HILCORP OWES OMR A POD LETTER DUE MARCH 9, 2017; SENT EMAIL TO HILCORP FOR RESPONSE 3/28/2017	
10854	LAKE WASHINGTON	76.17 08/06/2004	41.983	96.268	APR. AR 3/28/17 JT AR-HBP FROM TWO UNITS; STILL WAITING ON RELEASE OF 54 ACRES SINCE 7/2014	
17193	BURRWOOD	VUG;SL 17381 03/10/2004	645.19	645.19	APR. AR 3/28/17 JT AR-HBP FROM SINGLE UNIT	
17381	BURRWOOD , WILDCAT-SO LA LAFAYETTE DIST	VUG;SL 17381 03/10/2004	298.75	298.75	APR. AR 3/28/17 JT AR-HBP FROM SINGLE UNIT	
19908	LITTLE LAKE	50.39 02/13/2012	20.53	20.53	APR. AR 3/28/17 JT AR-HBP FROM SINGLE UNIT	
21345	MANILA VILLAGE	9400 BIG T RD SUA; 01/24/2017 582-BB-4 17-4	286	559	APR. PT 01/08/2018 3/28/17 JT AR-FOR MAINTENANCE PURPOSES, THE LEASE HAS BEEN HBP FROM UNIT - 9400 BIG T RC SUA AND THE SL 21345 NO. 3 LEASE WELL; SAME WELL HAS BEEN CONVERTED TO AN UNIT WELL FOR THE 9400 BIG T RD SUA (ACREAGE IS PRELIMINARY)	
21346	MANILA VILLAGE	9400 BIG T RD SUA; 01/24/2017 582-BB-4 17-4	171	199	APR. PT 01/08/2018 3/28/17 JT AR-FOR MAINTENANCE PURPOSES, THE LEASE HAS BEEN HBP INITIALLY FROM LEASE PRODUCTION UNDER THE SL 21346 NO. 1-ALT AND SAME WELL HAS BEEN CONVERTED TO AN UNIT WELL FOR THE 9400 BIG T RD SUA (ACREAGE IS PRELIMINARY)	
21536	LAKE SALVADOR, WEST	VUA;SL 21183 12/09/2015	73.79	73.79	APR PT 1/14/2018 3/28/17 JT AR - HBP FROM SINGLE UNIT	
21537	LAKE SALVADOR, WEST	VUA;SL 21183 12/09/2015	36.85	36.85	APR PT 1/14/2018 3/28/17 JT AR - HBP FROM SINGLE UNIT	
21542	LAFITTE	7400-8800 RA SUA;LL&E LAFITTE 08/04/2015 76-DDDD-1 15431	15.699	45	APR PT 1/14/2018 3/28/17 JT AR-PORION IS HBP FROM A UNIT AND THE REMAINING BY DD PAYMENTS	
21638	LAFITTE	7400-8800 RA SUA;LL&E LAFITTE	1.474	6.087	APR PT 01/13/2019 3/28/17 JT AR-PORION IS HBP FROM	



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Unit	DD	DD Description	DD Amount	DD Type	DD Status
	08/04/2015	76-DDDD-1 15431			A UNIT AND THE REMAINING BY DD PAYMENTS

Louisiana Department of Natural Resources (DNR)

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Staff Reviews

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District Code 2 Lafayette
 Get Review Date April 12, 2017

Well ID	District	Well Name	Operator	Production	Reserve	Notes
00188B		LAKE PELTO	VUM;LP U13	2663	4152	APR. AR 3/14/17 AW HBP IN 8 UNITS (16B RB SUA, 3-12 RB SUA, VUM; LP U13, VUA; LP U4, VUK, VUL, VUN, & 11-1 RW1 SU)
00199B	2	LAKE BARRE	VU29;LB U29	144	566.99	APR. AR 3/14/17 AW HBP IN 1 UNIT (?) (31-19 RA SUA); PRODUCING WELL IS CURRENTLY SHUT-IN;;
00329B		HORSESHOE		548	821	APR. AR 3/14/17 AW HBP IN 1 UNIT (MARIN RF SUA)
00329B		HORSESHOE BAYOU		548	821	APR. AR 3/14/17 AW HBP IN 1 UNIT (MARIN RF SUA)
00329B		HORSESHOE BAYOU, SOUTHWEST		548	821	APR. AR 3/14/17 AW HBP IN 1 UNIT (MARIN RF SUA)
00340C	0	RABBIT ISLAND	SL 340 RABBIT ISLAND DA	4817	11418	APR. AR 3/14/17 AW HBP IN 1 UNIT (VUA; SL 340 RI) & LEASE WELL
00340C	0	RABBIT ISLAND ONSHORE	SL 340 RABBIT ISLAND DA	4817	11418	APR. AR 3/14/17 AW HBP IN 1 UNIT (VUA; SL 340 RI) & LEASE WELL
00340D	3	MOUND POINT	7412.31 01/05/2017	725	725	APR. AR 3/14/17 AW PRODUCING WELL IS CURRENTLY SHUT-IN, ON AND OFF PRODUCTION EVERY 3 MONTHS
01706		LAKE SAND	LSA OP 10 RA SU 216-F-2 00-358	1390	2423	APR. AR 3/14/17 AW HBP IN 3 UNITS (OP 1 RA SU, ROB 5 RA SU, & UL 2A RC SUA)
03498		LAKE SAND	LSA OP 9 RA SU;SL 3209 216-Y 05-1048	1233	2347	APR. AR 3/14/17 AW HBP IN 2 UNITS (OP 1 RA SU & ROB 5 RA SU)
10830		SHIP SHOAL BLOCK 66	59.985 11/06/2009	67.13	67.13	APR. AR 3/14/17 AW HBP IN 1 UNIT (VUA; SL 10830)
14792		SHIP SHOAL BLOCK 47 , SHIP SHOAL BLOCK 65	VUB;SL 14796	175	519	APR. AR 3/14/17 AW HBP IN 1 UNIT (VUB) AND LEASE WELL
16704		PERRY POINT , RAYNE, SOUTH	BOL MEX B RA SUA;P HULIN CO 04/26/2011 448-O-5 11-204	.118	.05	APR. AR 3/14/17 AW HBP IN 2 UNITS (BOL M B RA SUA & BOL M A RB SUA)
17595		SHIP SHOAL BLOCK 66	SL 10830 03/15/2005	68.87	68.87	APR. AR 3/14/17 AW HBP IN 1 UNIT (VUA; SL 10830)
17988		PATTERSON	3.13 03/09/2009	27.68	27.68	APR. AR 3/14/17 AW HBP IN 1 UNIT (MA 3 RE SUA)
17989		PATTERSON	7.766 03/09/2009	40.284	40.284	APR. AR 3/14/17 AW HBP IN 1 UNIT (MA 3 RE SUA)
18677		FOUR LEAGUE BAY	644.863 07/26/2010	43.137	43 137	APR. AR 3/14/17 AW HBP IN 2 UNITS (7800 RA SUA & 14100 RA SUA)
18860		EUGENE ISLAND BLOCK 6	91.83	244.08	244.08	APR. AR 3/14/17 AW HBP IN 1

Louisiana Department of Natural Resources (DNR)

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Staff Reviews

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District Code 2 Lafayette
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Account Number	Account Name	Account Description	Original Date	Original Amount	Current Amount	Comments
			03/07/2013			UNIT (VUA; SL 18860)
19266	EUGENE ISLAND BLOCK 10, EUGENE ISLAND BLOCK 6	CIB OP EI 10 VUC;SL 19266 01/27/2012		1436.26	1436.26	APR. AR 3/14/17 AW HBP IN 1 UNIT (VUA; SL 18860) AND LEASE WELL
19290	FOUR LEAGUE BAY	14100 RA SUA;LL&E 07/01/2009 1190-E-1 09-676		25.35	35	APR. AR 3/14/17 AW HBP IN 2 UNITS (7800 RA SUA & 14100 RA SUA)
19978	FOUR LEAGUE BAY	1.511 05/13/2015		2.109	2.109	APR. AR 3/14/17 AW HBP IN 2 UNITS (7800 RA SUA & 14100 RA SUA)
20183	LAKE DE CADE			250	403.55	APR. AR 3/14/17 AW HBP IN LEASE WELL
20515	EUGENE ISLAND BLOCK 18	VUB;SL 20534 03/13/2013		27 566	27.566	APR. AR 3/14/17 AW HBP IN 1 UNIT (VUB; SL 20534)
20531	EUGENE ISLAND BLOCK 18	VUB;SL 20534 03/13/2013		106.692	106.692	APR. AR ATCHAFALAYA DELTA WMA 3/14/17 AW HBP IN 1 UNIT (VUB; SL 20534)
20533	EUGENE ISLAND BLOCK 18	VUB;SL 20534 03/13/2013		184.95	186.35	APR. AR ATCHAFALAYA DELTA WMA 3/14/17 AW HBP IN 1 UNIT (VUB; SL 20534)
20534	EUGENE ISLAND BLOCK 18	VUB;SL 20534 03/13/2013		355.33	355.33	APR. AR ATCHAFALAYA DELTA WMA 3/14/17 AW HBP IN 1 UNIT (VUB; SL 20534)
20535	EUGENE ISLAND BLOCK 18	VUB;SL 20534 03/13/2013		49.2	49.2	APR. AR ATCHAFALAYA DELTA WMA 3/14/17 AW HBP IN 1 UNIT (VUB; SL 20534)
21096	CAILLOU ISLAND			109.04	109.04	APR. AR 3/14/17 AW HBP IN LEASE WELL
21102	LAKE PELTO			592	592	APR. AR 3/14/17 AW HBP IN LEASE WELL
21634				0	69.48	APR PT 01/13/2021 3/14/17 AW RENTAL PAYMENT MADE 1/11/17
21635				0	60.47	APR PT 01/13/2021 3/14/17 AW RENTAL PAYMENT MADE 1/11/17

Louisiana Department of Natural Resources (DNR)

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Staff Reviews

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District Code 3 Lake Charles- North

Get Review Date April 12, 2017

Well ID	Location	Well Name	Acres	Units	Review Date	Notes
00309	MONROE	HARRELL SU 172; M.G.U. 03/01/1986	500	500	APR. AR 3/9/17	SR AR - HBP 6 UNITS 40 PRODUCING WELLS
00494	MONROE	MLGC FEE GAS 12/09/1981	300	300	APR. AR 3/10/17	SR AR - HBP 2 UNIT 42 PRODUCING WELL
04347	BLACK LAKE	BLKE PSU 07/01/1976	0	73	APR. AR 3/10/17	SR REL RECD - NEED ASSIGNMENT TO CHANGE OWNERSHIP 7-8-15
04348	BLACK LAKE	BLKE PSU 07/01/1976	0	284	APR. AR 3/10/17	SR REL RECD - NEED ASSIGNMENT TO CHANGE OWNERSHIP 7-8-15
04596	BLACK LAKE	BLKE PSU 07/01/1976	0	53	APR. AR 3/10/17	SR REL RECD - NEED ASSIGNMENT TO CHANGE OWNERSHIP 7-8-15
04775	MOSQUITO BEND	236334-MOSBD N CAT LK RA SU;SL 4775-003 10/01/2007	139.2	139.2	APR. AR 3/10/17	SR AR - HBP 2 UNITS 5 PRODUCING WELLS
04945	MOSQUITO BEND	MOSBDN CAT LK RA SU 07/01/1976	39.9	39.9	APR. AR 3/10/17	SR AR - HBP 2 UNITS 5 PRODUCING WELLS
06931	ELM GROVE	230222-LCV RA SUXX;SL 6931 18-002- ALT 09/30/2004	64.76	64.76	APR. AR 3/10/17	SR AR - 100% HBP 3 UNITS 16 PRODUCING WELLS
06964	ATHENS	15.49 03/23/1990	5.51	5.51	APR. AR 3/10/17	SR AR - 100% HBP 1 UNITS 9 PRODUCING WELLS
13734	BAYOU D'ARBONNE LAKE , MIDDLEFORK , UNIONVILLE	L CV DAVIS RA SUA;HERBERT 08/01/1996	29.41	43	APR. AR 3/10/17	SR AR - 2 UNITS 2 PRODUCING WELLS. PR RECEIVED NEED DOCUMENTATION TO CHANGE OWNERSHIP
16530	ELM GROVE	HA RA SU136;FRANKS 30-16-12 H 06/28/2011 361-L-105 11-340	145	145	APR. AR 3/10/17	SR AR 100% HBP 5 UNITS 22 PRODUCING WELLS
17946	ELM GROVE	HOSS RA SU86;SORENSEN	9.554	9.554	APR. AR 3/10/17	SR AR 100% HBP 2 UNITS 2 PRODUCING WELLS
18096	ELM GROVE	564 03/06/2009	36	36	APR. AR 3/10/17	SR AR - 100% HBP 1 UNIT 1 PRODUCING WELL
19398	THORN LAKE	HA RA SUAA;WAERSTAD 12- 14-12 H 01/19/2010 1145-B-25 10-88	12	12	APR. AR 3/10/17	SR AR - 100% HBP 2 UNITS 17 PRODUCING WELLS. ROYALTIES BEING HELD IN ESCROW. 4/11/2012. LEASE INSTRUMENT G ACREAGE CHANGE TO 12 ACRES RETAINED; PER QUERY LEASE DATA
19760	ALABAMA BEND , SWAN LAKE	HA RA SUO;CULPEPPER 17 H 04/28/2011	50	50	APR. AR 3/10/17	SR AR 100% HBP 4 UNITS 14 PRODUCING WELLS



Louisiana Department of Natural Resources (DNR)

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Staff Reviews

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District Code 3 Lake Charles- North
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Well ID	Location	Acres	Production	SR AR	SR AR %	Wells
691-C-8 09-483						
19767	THORN LAKE	HA RA SUS;LDW&F 15-14-12 H 01/19/2010 1145-B-25 10-88	14	14	APR. AR 3/10/17 SR AR 100%	HBP 4 UNITS 10 PRODUCING WELLS
19795	WOODARDVILLE	HA RA SUAA;R O WILSON TRUST 9 12/02/2008 990-D-4 08-1839	51.6	51.6	APR. AR 3/10/17 SR AR 100%	LANDS 3/10/17 SR AR 100% HBP 2 UNITS 1 PRODUCING WELL
19999	GAHAGAN , RED RIVER-BULL BAYOU	HA RA SUBB;ROBINSON ETAL 32H 02/15/2011 909-H-16 11-79	101	101	APR. AR 3/10/17 SR AR 100%	HBP 2 UNIT 2 PRODUCING WELLS
20038	BRACKY BRANCH , RED RIVER-BULL BAYOU	HA RB SU59;CASON 5 H 09/10/2009 109-X-63 09-967	49	49	APR. AR 3/10/17 SR AR 100%	HBP 5 UNITS 5 PRODUCING WELLS
20148	ELM GROVE	HA RA SU95,MARTHA ELLIS 36 H 10/06/2009 191-H-66 09-1086	489	489	APR. AR 3/10/17 SR AR 100%	HBP 1 UNIT 1 PRODUCING WELL
20234	LAKE BISTINEAU	HA RA SUN WEYERHSR 15-16-10 H 07/14/2009 287-F-6 09-755	31.411	31.411	APR. AR 3/10/17 SR AR 100%	HBP 1 UNIT 1 PRODUCING WELL
20292	BURR FERRY, SOUTH	157.87 02/21/2013	9.13	9.13	APR. AR 3/10/17 SR AR 100%	HBP 1 UNIT 1 PRODUCING WELL ACTIVE ACRES RELEASED: 157.87 AC. 2/13/2013
20516	RED RIVER-BULL BAYOU	3.536 03/05/2013	4.464	4.464	APR. AR 3/10/17 SR AR 100%	HBP 2 UNITS 2 PRODUCING WELLS.ACTIVE ACRES RELEASED: 3.536 AC. 3/5/2013
20536	SAN MIGUEL CREEK	HA RA SUT;FORD 26-9-11 H 08/03/2010 1165-K-6 10-822	40	40	APR. AR 3/10/17 SR AR 100%	HBP 1 UNITS 1 PRODUCING WELLS
21097	CONVERSE	HA RA SUP;BSM 14 H 04/07/2009 501-G 09-376	1.95	1.95	APR AR 3/10/17 SR AR 100%	HBP 1 UNITS 1 PRODUCING WELLS
21339	ROSELAND	248726-VUA;SL 21339-001 12/12/2014	180	180	APR. AR 3/10/17 SR AR -100%	HBP FROM VUA 1 UNIT 1 PRODUCING WELL

Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: April 26, 2017 1:09 PM

District Code 3S Lake Charles- South

Get Review Date April 12, 2017

Well ID	Location	Acres of Interest	Production	Reserve	Production	Production
00050	BIG LAKE , HACKBERRY, EAST	245527-SL 50-169 03/11/2013	400	2639	APR AR 3/27/17 DP AR - HBP - 7 SL WELLS	
02438	LAKE ARTHUR, SOUTH	U MIOGY RA SUA;SL 7712 10/18/1989 745-D-5	0	2.32	APR. AR 3/27/17 DP EXPIRED - EMILE IS WRITING A LETTER OF DEMAND FOR RELEASE	
07584	LAKE ARTHUR, SOUTH	48.756 12/29/2008	0	81.816	APR 3/27/17 DP EXPIRED - EMILE IS WRITING A LETTER OF DEMAND FOR RELEASE	
13006	FRISCO	8.21 09/14/1990	2.79	2.79	APR AR 3/28/17 DP AR - HBP - 1 UNIT	
13148	LELEUX	6.758 05/10/1990	10.062	10.062	APR AR 3/28/17 DP AR - HBP - 1 UNIT	
20518	REDFISH POINT	RP 15500 RA SU; 07/01/1997 834-D 97-474	14.78	14.78	APR AR 3/28/17 DP AR - HBP - 1 UNIT	
21104	COWARDS GULLY	U WX RA SUG;WOOD 10 H 04/16/2013 1222-C-4 13-144	24.44	24.44	APR AR 3/28/17 DP AR - HBP - 1 UNIT	
21279			0	483	APR. PT 10/9/2016 3/28/17 DP QR - HELD BY ONGOING DOWNHOLE WORK	
21310	SULPHUR MINES	1.867 01/06/2015	243	.243	APR. PT 11/13/2016 TAX ADJ. LANDS 3/28/17 DP AR - HBP - 1 UNIT	
21340	INDIAN VILLAGE	HBV RH SUA; 08/13/2014 143-F-8 14-350	14.628	25	APR. PT 01/08/2018- 3/28/17 DP AR - HBP - 1 UNIT, PR REQ 1/23/17	
21529	BAYOU LATENACHE	WX RB SUA; 10/09/2016 1182-A-1 15-533	43.63	127	APR PT 1/14/2018- - 3/28/17 DP AR - HBP - 1 UNIT, PR REQ 1/23/17	
21530			0	27	APR PT 1/14/2018 3/28/17 DP AR - HELD BY RENTAL PAID 12/20/2016	
21534	ABBEVILLE	1.39 01/22/2016	1.05	1.05	APR PT 1/14/2018; 3/28/17 DP AR - HBP - 1 UNIT	
21535	ABBEVILLE	2.48 01/22/2016	.56	.56	APR PT 1/14/2018; 3/28/17 DP AR - HBP - 1 UNIT	
21636			0	29	APR PT 01/13/2019 3/28/17 DP AR - HELD BY RENTAL PAID 12/27/2016	

107 34,791,566 69,277,461

b) NOMINATION AND TRACT REPORT
April 12, 2017

The Board heard the report of Mr. Emile Fontenot presented at 9:39 a.m. on Wednesday April 12, 2017 relative to nominations received in the Office of Mineral Resources for the June 14, 2017 Mineral Lease Sale and other matters. Based upon the staff's recommendation, on motion of Mr. Arnold, duly seconded by Ms. LeBlanc, the Board granted authority to the staff to advertise all such tracts as have been reviewed by the State Land Office and the staff of the Office of Mineral Resources as well as any tracts that have been previously advertised and rolled over and otherwise approve the Nomination and Tract Report presented by Mr. Fontenot.

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Tracts to Be
Advertised for the
June 14, 2017
Lease Sale

Resolution #17-04-003
(NOMINATION AND TRACT REPORT)

WHEREAS, Mr. Emile Fontenot reported that 4 tracts had been nominated for the June 14, 2017 Mineral Lease Sale, and requests that same are to be advertised pending staff review;

ON MOTION of *Mr. Arnold*, seconded by *Ms. LeBlanc*, the following recommendation was offered and unanimously adopted by the Board after discussion and careful consideration:

That the State Mineral and Energy Board grant final approval to advertise all such tracts for the June 14, 2017 Mineral Lease Sale;

NOW, BE IT THEREFORE RESOLVED, that the State Mineral and Energy Board does hereby approve and authorize the advertising of all such tracts reviewed by the State Land Office and the staff of the Office of Mineral Resources, as well as any tracts that have been previously advertised and rolled over, and to otherwise approve the Nomination and Tract Report.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 12th day of April 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



David W. Boulet, Secretary

LOUISIANA STATE MINERAL AND ENERGY BOARD

c) AUDIT REPORT
April 12, 2017

The first matter on the audit report was the election of the April 2017 gas royalty to be paid on a processed basis at the Discovery Plant at Larose and the Sea Robin Plant at Henry per the terms of the State Texaco Global Settlement Agreement.

No action required.

d) LEGAL AND TITLE CONTROVERSY REPORT

The first matter considered by the State Mineral and Energy Board (Board) was a request to add an addendum item to the Legal and Title Controversy Report to amend Resolution No. 16-10-014 approved by the Board at the October 12, 2016 Board Meeting.

Mr. Haik made a motion to withdraw the addendum; Mr. Cordaro seconded Mr. Haik's motion to withdraw. No comments were made by the public.

The second matter considered by the Board was a request for final approval of a Settlement Agreement between the State of Louisiana, through the State Mineral and Energy Board and the Louisiana Land and Exploration Company, LLC, ConocoPhillips Company, Houston Energy, L.P., Talos Gulf Coast Onshore LLC, Howard Energy Co. Inc., Knight Resources, LLC, LLOLA, L.L.C., Hilcorp Energy I, L.P., and Hilcorp Energy Company, whereas said parties desire to provide for allocations of production, or the proceeds from the Tracts shown by the CIB CARST RA SUA Unit Survey Plat in the manner set forth, covering approximately 208.293 acres, affecting State Lease Nos. 724, 21150, 21152, and 21157, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument listed on Docket as Item No.17-06.

Upon motion of Mr. Arnold, seconded by Ms. LeBlanc, and by unanimous vote of the Board, the State Mineral and Energy Board granted final approval of the Settlement Agreement between the State of Louisiana, through the State Mineral and Energy Board and the Louisiana Land and Exploration Company, LLC, ConocoPhillips Company, Houston Energy, L.P., Talos Gulf Coast Onshore LLC, Howard Energy Co. Inc., Knight Resources, LLC, LLOLA, L.L.C., Hilcorp Energy I, L.P., and Hilcorp Energy Company on the Docket as Item No. 17-06 contingent upon receipt of the final executed original. No comments were made by the public.

The third matter considered by the Board was a request by Krewe Energy, LLC, successor in interest to S2 Energy I, LP, to the State Mineral and Energy Board for a full waiver of the liquidated damage assessment in the amount of \$23,400.00 for the late recording of the release of Operating Agreement No. 328.

Upon motion of Mr. Arnold, seconded by Ms. LeBlanc, with Mr. Haik objecting, the State Mineral and Energy Board granted the request by Krewe Energy, LLC, successor in interest to S2 Energy I, LP, to the State Mineral and Energy Board for a full waiver of the liquidated damage assessment in the amount of \$23,400.00 for the late recording of the release of Operating Agreement No. 328. No comments were made by the public.

The fourth matter considered by the Board was a request by Staff to extend the primary term of State Lease Nos. 21474 and 21476 for an additional six (6) months, and to extend the primary term of State Lease Nos. 21473 and 21481 for an additional one (1) year.

Upon motion of Mr. Arnold, seconded by Mr. Harris, and by unanimous vote of the Board, the State Mineral and Energy Board granted the request to extend the primary term of State Lease Nos. 21474 and 21476 for an additional six (6) months, and to extend the primary term of State Lease Nos. 21473 and 21481 for an additional one (1) year in accordance with Staff's recommendations listed above. No comments were made by the public.

The fifth matter considered by the Board was a request by Staff to ratify a Bid Form dated March 7, 2017, submitted by Sentry Energy Services, LLC (Sentry) at the March 8, 2017 lease sale and to ratify State Lease No. 21725.

Upon motion of Mr. Arnold, seconded by Mr. Watkins, and by unanimous vote of the Board, the State Mineral and Energy Board approved Staff's request to ratify the Bid Form dated March 7, 2017, submitted by Sentry Energy Services, LLC (Sentry) at the March 8, 2017 lease sale and to ratify State Lease No. 21725.

The sixth matter considered by the Board was a timeline by Staff to the State Mineral and Energy Board on the history of negotiations with Allen Brothers for an Operating Agreement affecting approximately twenty (20) unleased state owned acreage in former State Lease No. 3170 located in Caddo Parish, Louisiana.

No action was necessary on this matter, and no comments were made by the public.

The seventh matter considered by the Board was a report and discussion by OMR Staff of the Draft Lease Form Compilation List regarding the dates and articles for review and approval process.

Upon motion of Mr. Haik, seconded by Mr. Arnold, and by unanimous vote of the Board, the State Mineral and Energy Board acknowledged and approved the Draft Lease Form Compilation List regarding the dates and article review process as indicated below:

DRAFT COMPILATION PROCESS LIST – PROPOSED NEW LEASE FORM	
STATE MINERAL AND ENERGY BOARD MEETING	PROPOSED ACTION
April 12, 2017	Discuss article reports status and proposed schedule for publishing and reviewing in tranches.
May 10, 2017	Discuss first tranche of article reports and public comments.
June 14, 2017	Discuss second tranche article reports and public comments.
July 12, 2017	Discuss third tranche article reports and public comments.
August 9, 2017	Discuss fourth tranche article reports and public comments.
September 2017	SMEB Review Meeting
October 2017	DNR Legal Division Review
November 2017	DNR Legal Division – Review and Finalize
December 2017	VOTE on Lease Form

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION #17-04-004

(LEGAL & TITLE CONTROVERSY REPORT)

Settlement Agreement –
State Lease Nos 724,
21150, 21152, and 21157

WHEREAS, a request was made for final approval of a Settlement Agreement between the State of Louisiana, through the State Mineral and Energy Board and the Louisiana Land and Exploration Company, LLC (LL&E), ConocoPhillips Company, Houston Energy, L.P., Talos Gulf Coast Onshore LLC, Howard Energy Co. Inc., Knight Resources, LLC, LLOLA, L.L.C., Hilcorp Energy I, L.P., and Hilcorp Energy Company, whereas said parties desire to provide for allocations of production, or the proceeds from the Tracts shown by the CIB CARST RA SUA (CIB) Unit Survey Plat in the manner set forth, covering approximately 208.293 acres, affecting State Lease Nos. 724, 21150, 21152, and 21157, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument listed on Docket Item No.17-06;

WHEREAS, the Staff of DNR's Legal Division, upon thorough review and consideration, recommended that the foregoing request be approved by the Board contingent upon receipt of the final executed Settlement Agreement with all original signatures;

ON MOTION of Mr. Arnold, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the Board does hereby grant final approval of a Settlement Agreement between the State of Louisiana, through the State Mineral and Energy Board and the Louisiana Land and Exploration Company, LLC (LL&E), ConocoPhillips Company, Houston Energy, L.P., Talos Gulf Coast Onshore LLC, Howard Energy Co. Inc., Knight Resources, LLC, LLOLA, L.L.C., Hilcorp Energy I, L.P., and Hilcorp Energy Company, whereas said parties desire to provide for allocations of production, or the proceeds from the Tracts shown by the CIB CARST RA SUA (CIB) Unit Survey Plat in the manner set forth, covering approximately 208.293 acres, affecting State Lease Nos. 724, 21150, 21152, and 21157, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument listed on Docket Item No.17-06, contingent upon receipt of the final executed Settlement Agreement with all original signatures.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 12th day of April, 2017 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



DAVID W. BOULET, SECRETARY
STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION #17-04-005

Krewe Energy, LLC – Full
waiver request for late
release of Operating
Agreement No 328

(LEGAL & TITLE CONTROVERSY REPORT)

WHEREAS, a request was made by Krewe Energy, LLC (Krewe), on behalf of S2 Energy I, LP, to the State Mineral and Energy Board (Board) for a full waiver of the liquidated damage assessment in the amount of \$23,400.00 for the late recording of the release of Operating Agreement No. 328;


WHEREAS, the Staff of the Office of Mineral Resources, upon thorough review and consideration, recommended that the foregoing request be approved by the Board for S-2 Energy I, LP;

ON MOTION of Mr. Arnold, seconded by Ms. LeBlanc, opposed by Mr. Haik, the following Resolution was offered and adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the Board does hereby grant a full waiver to S-2 Energy I, LP of the liquidated damage assessment in the amount of \$23,400.00 for the late recording of the release of Operating Agreement No 328.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 12th day of April, 2017 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



DAVID W. BOULET, SECRETARY
STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION #17-04-006

Upstream Exploration, LLC
Extension of Primary Term
SL Nos 21473, 21474,
21476, & 21481

(LEGAL & TITLE CONTROVERSY REPORT)

WHEREAS, a request was made by Upstream Exploration, LLC to extend the primary terms of State Lease Nos. 21474 and 21476 located in Plaquemines Parish by six (6) months from three (3) years to three (3) years and six (6) months, and to extend the primary terms of State Lease Nos. 21473 and 21481 located in Plaquemines Parish by one (1) year from three (3) years to four (4) years;

WHEREAS, the Staff of the Office of Mineral Resources, upon thorough review and consideration, recommended that the foregoing request be approved by the State Mineral and Energy Board;

ON MOTION of Mr. Arnold, seconded by Ms. LeBlanc, and by unanimous vote of the Board, the following recommendation was offered and unanimously adopted by the Board after discussion and careful consideration:

That the State Mineral and Energy Board (Board) grant the request of Upstream Exploration, LLC to extend the primary term of State Lease Nos. 21474 and 21476 located in Plaquemines Parish from three (3) years to three (3) years and six (6) months, and extend the primary term of State Lease Nos. 21473 and 21481 located in Plaquemines Parish from three (3) years to four (4) years, and that the Board accept as consideration for these extensions, the offer of Upstream Exploration, LLC that the third year, six month rental payments for State Lease Nos. 21474 and 21476 will be equal to one-half (1/2) the full amount of the cash consideration for the granting of the leases and that the royalty interest in the leases shall be increased by one-half (1/2) percent; and, the offer of Upstream Exploration, LLC that the fourth year rental payments for State Lease Nos. 21473 and 21481 will be equal to the full amount of the cash consideration for the granting of the leases and that the royalty interest in the leases shall be increased by one-half (1/2) percent;

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant the request of Upstream Exploration, LLC to extend the primary term of State Lease Nos. 21474 and 21476 located in Plaquemines Parish from three (3) years to three (3) years and six (6) months, and extend the primary term of State Lease Nos. 21473 and 21481 located in Plaquemines Parish from three (3) years to four (4) years, and the Board does hereby accept as consideration for these extensions, the offer of Upstream Exploration, LLC to pay, as the rental payment for the six month extended period, an amount equal to one-half (1/2) the full amount of the cash consideration paid for the granting of State Lease Nos. 21474 and 21476 and the royalty interest for these leases shall be increased by one-half (1/2) percent; and, the offer of Upstream Exploration, LLC to pay, as rental payment for the fourth year, an amount

equal to the full amount of the cash consideration paid for the granting of State Lease Nos. 21473 and 21481 and the royalty interest for these leases shall be increased by one-half (1/2) percent.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 12th day of April, 2017 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



DAVID W. BOULET, SECRETARY
STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION #17-04-007

Sentry Energy Services, LLC –
3/7/17 Bid Form Ratification
State Lease No. 21725

(LEGAL & TITLE CONTROVERSY REPORT)

WHEREAS, a request was made by Staff to ratify a Bid Form dated March 7, 2017, submitted by Sentry Energy Services, LLC (Sentry) at the March 8, 2017 lease sale and to ratify State Lease No. 21725;

WHEREAS, the March 7, 2017 Bid Form submitted by Sentry on Tract 44695 contained 160.00 acres, a three (3) year primary term, a cash bonus of \$66,400.00 or a per acre figure of \$415.00, annual rentals of \$33,200.00, and 25% royalties. This was an acceptable bid and the Board awarded the bid as State Lease No. 21725. The Bid Form was not signed and was overlooked at the lease sale. This omission did not affect a material term of the bid and there was no competing bid that was impacted by the acceptance of the unsigned bid and, because the omission was not caught before the bid was awarded, under Hughes v. Muckelroy, 97-0618 (La. App. 1 Cir. 9/23/97), 700 So.2d 995, and Reeves v. Leche, 195 So. 542 (La. 1940), the Board is bound to proceed to honor the lease in good faith. Staff recommended, per concurrence with the AG's Office, that the Board ratify the aforementioned Bid Form and State Lease No. 21725;

ON MOTION of Mr. Arnold, seconded by Mr. Watkins, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the Board does hereby ratify the Bid Form of Sentry Energy Services, LLC dated March 7, 2017 and does hereby ratify State Lease No. 21725.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 12th day of April, 2017 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



DAVID W. BOULET, SECRETARY
STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION #17-04-008

Draft Lease Form
Compilation Process List for
new lease form

(LEGAL & TITLE CONTROVERSY REPORT)

WHEREAS, the Staff of the Office of Mineral Resources presented a report and discussion to the State Mineral and Energy Board of the Draft Lease Form Compilation Process List for the review and approval process of the proposed new Lease Form;

WHEREAS, the Staff of the Office of Mineral Resources recommended that the Board approve the Draft Lease Form Compilation Process List for the review and approval process of the proposed new Lease Form as listed below:


DRAFT LEASE FORM COMPILATION PROCESS LIST	
STATE MINERAL AND ENERGY BOARD MEETING	PROPOSED ACTION
April 12, 2017	Discuss article reports status and proposed schedule for publishing and reviewing in tranches.
May 10, 2017	Discuss first tranche of article reports and public comments.
June 14, 2017	Discuss second tranche article reports and public comments.
July 12, 2017	Discuss third tranche article reports and public comments.
August 9, 2017	Discuss fourth tranche article reports and public comments.
September 2017	SMEB Review Meeting
October 2017	DNR Legal Division Review
November 2017	DNR Legal Division – Review and Finalize
December 2017	VOTE on Lease Form

ON MOTION of Mr. Haik, seconded by Mr. Arnold, after discussion and careful consideration of the foregoing, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby approve the Draft Lease Form Compilation Process List for the review and approval process of the proposed new Lease Form as listed in this Resolution.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 12th day of April, 2017 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



DAVID W. BOULET, SECRETARY
STATE MINERAL AND ENERGY BOARD

**e) DOCKET REPORT
April 12, 2017**

The Board heard the report of Emile Fontentot on Wednesday, April 12, 2017, relative to the following:

Category A: State Agency Leases
There were no items for this category

Category B: State Lease Transfers.
Docket Item Nos. 1 through 34

Category C: Department of Wildlife & Fisheries State Agency Lease Transfers
There were no items for this category

Category D: Advertised Proposals
Docket Item No. 1

for the April 12, 2017 Mineral Lease Sale. Based upon the staff's recommendation, on motion of Mr. Arnold, duly seconded by Mr. Harris, the Board voted unanimously to accept the following recommendations:

Category B: State Lease Transfers
Approve Docket Item Nos. 1 through 19, Approve Docket Item Nos. 20, 21 and 22 subject to the approval of the Governor of Louisiana and Approve Nos. 23 through 34.

Category D: Advertise Proposals
Approve Docket Item No. 17-06, upon recommendation of the Legal and Title Controversy Review.

Refer to Board Meeting Minutes for any action taken by the Board regarding matters in this report.

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-009 (DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted.

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 1 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from K-Exploration Co to Nouveau Depart, L L C , of an undivided 15% of 8/8ths working interest in and to State Lease Nos 21692, 21693, 21694 and 21695, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Six Pines Exploration, LLC is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R S 30 128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

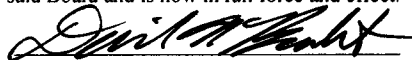
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-010

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 2 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from K-Exploration Co. to Six Pines Exploration, LLC, of an undivided 85% of 8/8ths working interest in and to State Lease Nos. 21692, 21693, 21694 and 21695, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Six Pines Exploration, LLC is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows.

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R S 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

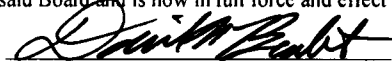
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-011

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 3 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Six Pines Exploration, LLC to SRX3 LLC, of an undivided 16% of 8/8ths working interest in and to State Lease Nos. 21692, 21693, 21694 and 21695, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Six Pines Exploration, LLC is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

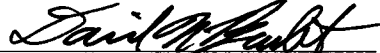
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-012

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 4 from the April 12, 2017 Meeting be approved, said instrument being a Reassignment/Release whereby Tri-C Resources, LLC hereby release, relinquish and surrender all right, title and interest in and to the Sublease to Indigo Minerals LLC, affecting State Lease No 20623, Beauregard Parish, Louisiana, with further particulars being stipulated in the instrument.

Indigo Minerals LLC is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;


5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-013

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 5 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Indigo Minerals LLC to Fontainebleau Operating, LLC, of all of Assignor's right, title and interest in and to State Lease No 20623, Beauregard Parish, Louisiana, with further particulars being stipulated in the instrument.

Fontainebleau Operating, L.L.C. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument,

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind,


5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-014

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 6 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Hilcorp Energy I, L.P. to Falcon V, L.L.C., of all of Assignor's right, title and interest in and to State Lease Nos. 4746, 5021, 5024, 7591 and 18804, East Baton Rouge and West Baton Rouge Parishes, Louisiana, with further particulars being stipulated in the instrument

Falcon V, L.L.C. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument,

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board,

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof,

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

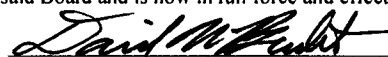
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-015

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 7 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Hilcorp Energy I, L.P. to Falcon V, L.L.C., of all of Assignor's right, title and interest in and to State Lease Nos. 6121, West Baton Rouge and Pointe Coupee Parishes, Louisiana, with further particulars being stipulate in the instrument.

Falcon V, L.L.C. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board,

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof.

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

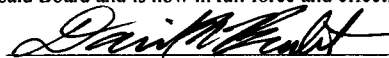
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-016

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 8 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Hilcorp Energy I, L.P. to Falcon V, L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 7729, Livingston Parish, Louisiana, with further particulars being stipulate in the instrument.

Falcon V, L.L.C. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board,

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

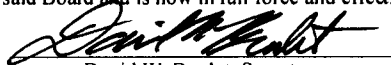
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-017

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 9 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Hilcorp Energy I, L.P. to Falcon V, L.L.C., of all of Assignor's right, title and interest in and to State Lease No 18155, Pointe Coupee Parish, Louisiana, with further particulars being stipulate in the instrument

Falcon V, L.L.C. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument,

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30.128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulét, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-018 (DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 10 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Bluestem Exploration, Mayne & Mertz Partnership and Pargo Energy, LLC to Delbo Holdings, L.L.C., of all of Assignor's right, title and interest in and to State Lease No 21310, 21377 and 21378, Calcasieu Parish, Louisiana, with further particulars being stipulated in the instrument.

Delbo Holdings, L.L.C. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument,

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board,

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-019

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Cohort Energy Company to Belco Energy I L.P., of all of Assignor's right, title and interest in and to State Lease No. 16677, Bossier Parish, Louisiana, with further particulars being stipulated in the instrument.

Belco Energy I L.P. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

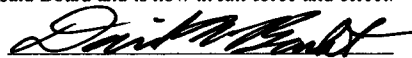
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-020

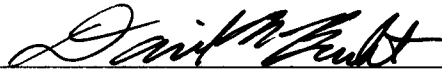
(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12 from the April 12, 2017, Meeting be approved, said instrument being a Correction of Resolution No. 9 from the May 8, 2002 Meeting, being a Merger whereby Belco Energy I, L.P. and BOG Wyoming LLC is merging with and into Westport Oil and Gas Company, Inc., under the name of Westport Oil and Gas Company, Inc., whereas State Lease No. 16677 was omitted from said resolution and is hereby being added, affecting State Lease Nos. 10965, 15346, 15350, 15570, 16034, 16035, 16036, 16305, 16418, 16420, 16530, 16531, 16677 and 17161, Avoyelles, Bossier, Caddo, St. Landry and Webster Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-021

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 13 from the April 12, 2017, Meeting be approved, said instrument being a Correction of Resolution No. 10 from the May 8, 2002 Meeting, being a Change of Name whereby Westport Oil and Gas Company, Inc. is changing its name to Westport Oil and Gas Company, L.P., whereas State Lease No. 16677 was omitted from said resolution and is hereby being added, affecting State Lease Nos. 4218, 5794, 8025, 8522, 10965, 11584, 11700, 11999, 15346, 15350, 15570, 16034, 16035, 16036, 16305, 16418, 16420, 16530, 16531, 16677 and 17161, Acadia, Avoyelles, Bossier, Caddo, St. Bernard, St. Landry, Terrebonne and Webster Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-022

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 14 from the April 12, 2017, Meeting be approved, said instrument being a Correction of Resolution No. 13 from the December 10, 2008 Meeting, being a Change of Name whereby Westport Oil and Gas Company, L.P. is merging with and into Kerr-McGee Oil & Gas Onshore LP, under the name of Kerr-McGee Oil & Gas Onshore LP, whereas State Lease No. 16677 was omitted from said resolution and is hereby being added, affecting State Lease Nos. 5794, 10965, 16034, 16035, 16036, 16305, 16420, 16530, 16531, 16677 and 17161, Bossier, Caddo, Terrebonne and Webster Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-023

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 15 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Anadarko E&P Onshore LLC and Kerr-McGee Oil & Gas Onshore LP, of all of Assignors right title and interest to the following in the proportions set out below:

Aethon United BR LP	90%
PEO Haynesville Holdco, LLC	10%

in and to State Lease Nos 6931, 10965, 16034, 16035, 16036, 16305, 16420, 16530, 16531, 16677, 16717, 17161, 17640, 17946, 18096, 18181, 20990, 20992, 20997, 20998, 21033, 21195, 21196, 21197, 21199 and 21200, Bossier, Caddo and Webster Parishes, Louisiana, with further particulars being stipulated in the instrument

Aethon United BR LP is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board,

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof,

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind,

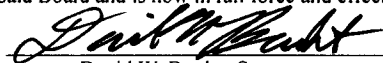
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-024

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 16 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Yuma Exploration and Production Company, Inc to Helis Oil & Gas Company, L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 18935, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Helis Oil & Gas Company, L.L.C. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any non-signatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

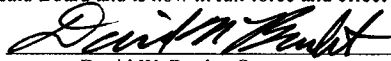
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-025 (DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 17 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Hilcorp Energy I, L.P. to Sibley Petroleum Investments, LLC, of all of Assignor's right, title and interest in and to State Lease No. 16505, Jefferson Davis Parish, Louisiana, with further particulars being stipulated in the instrument

Sibley Petroleum Investments, LLC is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof.

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30.128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-026 (DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted.

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 18 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Sunland Production Company, Inc. to Petrohawk Properties LP, an undivided 71.84466% of Assignor's right, title and interest in and to State Lease No. 17877, Caddo Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** the lease covers and affects all formations lying below the measured depth of 10,150' shown on the Baker Hughes Dual Induction Focused Log for the Sunland Production Company, Inc. LCV RA SU68, Sorensen No 2 API No 17-017-335130000, located in Section 38, Township 16 North, Range 13 West, Caddo Parish, Louisiana (the deep rights), with further particulars being stipulated in the instrument.

BHP Billiton Petroleum Properties (N.A.) LP is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows.

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind,

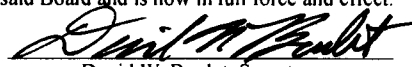
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-03-027

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 19 from the April 12, 2017, Meeting be approved, said instrument being a Correction of Resolution No. 13 from the September 11, 2013 Meeting, being a Change of Name whereby Petrohawk Properties, LP is changing its name to BHP Billiton Petroleum Properties (N.A.), LP, whereas State Lease No. 17877 was omitted from said resolution and is hereby being added, affecting State Lease Nos. 542, 543, 16717, 17877, 17946, 18372, 18503, 18863, 19121, 19349, 19542, 19756, 19757, 19758, 19759, 19761, 19762, 19763, 19764, 19766, 19782, 19786, 19788, 19788, 19790, 19792, 19794, 19830, 19832, 19887, 19999, 20030, 20040, 20075, 20079, 20080, 20114, 20287, 20702, 20821, 20845, 20881, 20949 and Operating Agreement "A0158", Bienville, Bossier, Caddo, DeSoto, Iberville, Natchitoches, Red River and Webster Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-028

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 20 from the April 12, 2017 Meeting be approved subject to the approval of the Governor of Louisiana, said instrument being an Act of Transfer from Mary Stare Wilkinson to The Mary Stare Wilkinson 1986 Trust FBO Mary Stare Wilkinson, of all of Assignor's right, title and interest in and to State Lease Nos 334, 335, 340, 341 and 344, Iberia, Plaquemines, St. Bernard, St. Mary, Terrebonne and Vermilion Parishes, Louisiana, with further particulars being stipulated in the instrument.

JLAS LLC is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument,

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof,

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30 128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
-State Mineral and Energy Board

Approved as per Executive Order JBE 2016-28
John Bel Edwards, Governor

By: 
W. Paul Segura, Jr.
Chairman, State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-029 (DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 21 from the April 12, 2017 Meeting be approved subject to the approval of the Governor of Louisiana, said instrument being an Act of Transfer from The Wilkinson-Stare children's Trust FBO Benjamin Haxton Wilkinson, The Wilkinson-Stare Children's Trust FBO Frederick Stare Wilkinson, The Wilkinson-Stare Children's Trust #2 FBO Hannah Bradford Wilkinson and The Wilkinson-Stare Children's Trust #3 FBO Cornelia Joyce Wilkinson to Benjamin Haxton Wilkinson, Frederick Stare Wilkinson, Hannah B. Sullivan and Cornelia Joyce Wood, of all of Assignor's right, title and interest in and to State Lease Nos. 334, 335, 340, 341 and 344, Iberia, Plaquemines, St. Bernard, St. Mary, Terrebonne and Vermilion Parishes, Louisiana, with further particulars being stipulated in the instrument.

JLAS LLC is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof.

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R S 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind,

5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

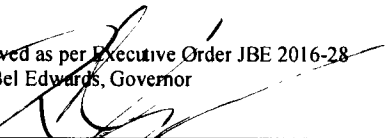
I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



David W. Boulet, Secretary
State Mineral and Energy Board

Approved as per Executive Order JBE 2016-28
John Bel Edwards, Governor

By:



W. Paul Segura, Jr.
Chairman, State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-030

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 22 from the April 12, 2017 Meeting be approved subject to the approval of the Governor of Louisiana, said instrument being an Act of Exchange from The Mary Stare Wilkinson 1986 Trust FBO Mary Stare Wilkinson, Benjamin Haxton Wilkinson, Frederick Stare Wilkinson, Hannah B Sullivan, Cornelia Joyce Wood and The Wilkinson-Stare Children's Trust #4 FBO Lily Hope Wilkinson to JLAS LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 334, 335, 340, 341 and 344, Iberia, Plaquemines, St. Bernard, St. Mary, Terrebonne and Vermilion Parishes, Louisiana, with further particulars being stipulated in the instrument.

JLAS LLC is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows.

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board,

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof.

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

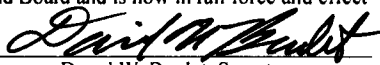
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

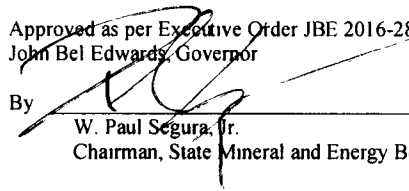
I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



David W. Boulet, Secretary
State Mineral and Energy Board

Approved as per Executive Order JBE 2016-28
John Bel Edwards, Governor

By



W. Paul Segura, Jr.

Chairman, State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-031

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 23 from the April 12, 2017, Meeting be approved, said instrument being a Correction of Resolution No. 16 from the November 13, 1996 Meeting, being a Merger whereby Murphy Oil USA, Inc. is merging into Murphy Exploration & Production Company, whereas State Lease No. 2225 was omitted from said resolution and is hereby being added, affecting State Lease Nos. 651, 652, 736, 737, 902, 2048, 2178, 2179 and 2225, Beauregard, Franklin, Madison and Richland Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-032

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 24 from the April 12, 2017 Meeting be approved, said instrument being a Judgment of Possession of the Succession of Lillian M. Bachtel, whereas James T. Bachtel and Nana Bachtel Stewart are sent into and placed in possession, in the proportion of an ½ interest each, in and to State Lease Nos. 651, 652, 736, 737, 902, 2048, 2178, 2179 and 2225, Beauregard, Franklin, Madison and Richland Parishes, Louisiana, with further particulars being stipulated in the instrument.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows.

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R S 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind,

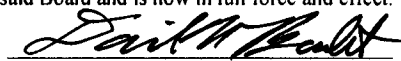
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-033

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 25 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Don D Montgomery, Sr., of all of Assignor's right, title and interest to the following in the proportions set out below.

Don D Montgomery, Jr.	50%
Roberta M. Fonville	50%

in and to State Lease Nos. 651, 652, 736, 737, 902, 2048, 2178, 2179 and 2225, Beauregard, Franklin, Madison and Richland Parishes, Louisiana, with further particulars being stipulated in the instrument

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any non-signatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof.

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind,

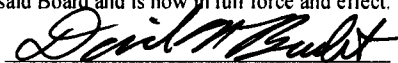
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-034 (DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 26 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Patsy Murphy Wood to Susan Murphy Wood, of an undivided 1/3 interest in and to State Lease Nos. 651, 652, 736, 737, 902, 2048, 2178, 2179 and 2225, Beauregard, Franklin, Madison and Richland Parishes, Louisiana, with further particulars being stipulated in the instrument.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows.

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind,


5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-035 (DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 27 from the April 12, 2017 Meeting be approved, said instrument being a Judgment of Possession of the Succession of Mary Rowland Sowell, whereas James Rowland Sowell and Jason Byron Sowell, Jr., in his capacity as Trustee of the Jason Byron Sowell, Jr. Children's Trust, are sent into and placed in possession, in the proportion of an 1/2 interest each, in and to State Lease Nos. 651, 652, 736, 737, 902, 2048, 2178, 2179 and 2225, Beauregard, Franklin, Madison and Richland Parishes, Louisiana, with further particulars being stipulated in the instrument.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

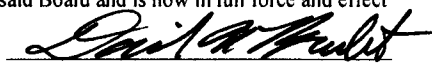
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-036

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 28 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Jewell Murphy Alderson to Edwin B. Alderson, Jr., of an undivided 1/4th interest in and to State Lease Nos. 651, 652, 736, 737, 902, 2048, 2178, 2179 and 2225, Beauregard, Franklin, Madison and Richland Parishes, Louisiana, with further particulars being stipulated in the instrument

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

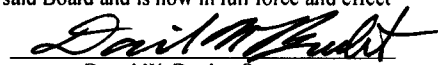
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-037

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted.

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 29 from the April 12, 2017 Meeting be approved, said instrument being a Judgment of Possession of the Succession of Emon A. Mahony, whereas Mabel Framer Mahony is sent into possession of an undivided 1/2 interest and Joseph K Mahony, II, Emon A. Mahony, Jr. and Michael Farmer Mahony, are sent into possession of an undivided 1/2 interest together, in equal proportions, in and to State Lease Nos. 651, 652, 736, 737, 902, 2048, 2178, 2179 and 2225, Beauregard, Franklin, Madison and Richland Parishes, Louisiana, with further particulars being stipulated in the instrument

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument,

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

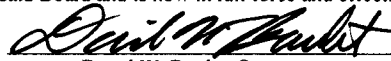
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-038 (DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 30 from the April 12, 2017 Meeting be approved, said instrument being a Judgment of Possession of the Succession of Henry C. McKinney, Jr., whereas Rachel Rowland McKinney is sent into possession of an undivided 1/2 interest and Rachel Rowland McKinney as trustee under the "Class Trust" for the decedent's three children, Henry C. McKinney, III, Georgia McKinney Rogers and Robert W. McKinney, are sent into possession of an undivided 1/3rd interest each, in and to State Lease Nos 651, 652, 736, 737, 902, 2048, 2178, 2179 and 2225, Beauregard, Franklin, Madison and Richland Parishes, Louisiana, with further particulars being stipulated in the instrument.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument,

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board,

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any non-signatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof,

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

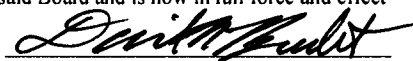
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-039

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 31 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Patsy Murphy Wood to Judith Wood Dalrymple, an undivided 1/3 interest in and to State Lease Nos 651, 652, 736, 737, 902, 2048, 2178, 2179 and 2225, Beauregard, Franklin, Madison and Richland Parishes, Louisiana, with further particulars being stipulated in the instrument

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows.

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

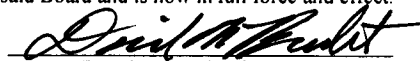
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-040

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 32 from the April 12, 2017 Meeting be approved, said instrument being an Assignment from Patsy Murphy Wood to Susan Murphy Wood and Judith Wood Dalrymple, as trustees for Sally Lou Wood, under the trust known as the "Sally Lou Wood Lahourcade Trust No. 3", an undivided 1/3 interest in and to State Lease Nos 651, 652, 736, 737, 902, 2048, 2178, 2179 and 2225, Beauregard, Franklin, Madison and Richland Parishes, Louisiana, with further particulars being stipulated in the instrument

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

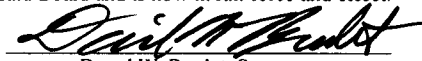
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-041

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 33 from the April 12, 2017 Meeting be approved, said instrument being A Judgment of Possession of the Succession of Patsy Murphy Wood, whereas William H. Wood is sent into possession of an undivided 1/2 interest and Susan Murphy Wood, Judith Wood Dalrymple and Susan Murphy Wood and Judith Wood Dalrymple, as trustees for Sally Lou Wood, under the trust known as the "Sally Lou Wood Lahourcade Trust No. 3", are sent into possession of an undivided 1/3rd interest each, in and to State Lease Nos. 651, 652, 736, 737, 902, 2048, 2178, 2179 and 2225, Beauregard, Franklin, Madison and Richland Parishes, Louisiana, with further particulars being stipulated in the instrument.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows.

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument,

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board,

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

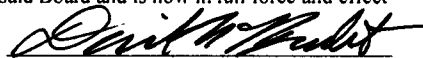
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-042

(DOCKET)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 34 from the April 12, 2017 Meeting be approved, said instrument being a Termination of Class Trust, whereby the trust is hereby terminated in accordance with the provisions of the Last Will and Testament of Henry C. McKinney, Jr., sending Henry C. McKinney, III, Georgia Rogers (born McKinney) and Robert W. McKinney each into possession of an undivided 1/3rd interest in and to State Lease Nos. 651, 652, 736, 737, 902, 2048, 2178, 2179 and 2225, Beauregard, Franklin, Madison and Richland Parishes, Louisiana, with further particulars being stipulated in the instrument.

This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;

2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board,

3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof,

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;

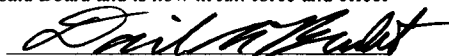
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #17-04-043 (DOCKET REVIEW COMMITTEE)

On motion of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 17-06 from the April 12, 2017, Meeting be approved, said instrument being an a Settlement Agreement between The State of Louisiana, through the Louisiana State Mineral and Energy Board and The Louisiana Land and Exploration Company, LLC, ConocoPhillips Company, Houston Energy, L.P., Talos Gulf Coast Onshore LLC, Howard Energy Co., Inc., Knight Resources, LLC, LLOLA, L.L.C., Hilcorp Energy I, L.P., and Hilcorp Energy Company whereas said parties desire to provide for allocations of production, or the proceeds from the Tracts shown by the CIB CARST RA SUA Unit Survey Plat in the manner set forth, covering approximately 208.293 acres, affecting State Lease Nos. 724, 21150, 21152 and 21157, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman or Secretary is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of April, 2017 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

The Chairman stated that the next order of business was discussions in Executive Session to consider matters before the Board which were confidential in nature. Upon motion of Mr. Arnold, seconded by Mr. Watkins, the Board Members went into Executive Session at 10:23 a.m.

Upon motion of Mr. Arnold, seconded by Mr. Hollenshead, the Board reconvened in open session at 11:10 a.m. for consideration of the following matters discussed in Executive Session:

a) A discussion regarding the litigation entitled: M&M Almond, L.L.C. and Wilkinson-Almond Land Co., L.L.C. v. State of Louisiana, Docket No. 36168, 39th Judicial District Court

Upon motion of Mr. Arnold, seconded by Mr. Harris, the Board voted unanimously to grant authority to the Attorney General's office to negotiate settlement as discussed in Executive Session. No comments were made by the public.

b) A discussion regarding settlement of outstanding audit issues with ChevronTexaco, Texaco E&P Inc. and Unocal

This matter was a discussion, and no action by the Board was required.

c) A discussion regarding the litigation entitled: In Re: Shoreline Energy, L.L.C., et al, Docket No. 16-35571, United States Bankruptcy Court, Southern District of Texas

Upon motion of Mr. Arnold, seconded by Ms. LeBlanc, the Board voted unanimously to ratify Staff's action to establish an escrow account for a Conoco Phillips/State of Louisiana disputed acreage royalty matter as discussed in Executive Session. No comments were made by the public.

d) A discussion regarding negotiations to settle outstanding audit issues with Tana Exploration Company, LLC

Upon motion of Mr. Arnold, seconded by Ms. Michaud-Dugas, the Board voted unanimously to grant authority to the Attorney General's office and DNR Legal to place Tana Exploration Company, LLC on pre-demand and authority beyond that, if no response, to place Tana on formal demand and take further legal action if necessary as discussed in Executive Session. No comments were made by the public.

e) Technical Briefing on Bids

The Board was briefed on the bids received at today's lease sale.

* Executive Session Resolution(s) will immediately follow this page.

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION # 17-04-044

(EXECUTIVE SESSION)

Executive Session
Discussion
Re: M&M Almond, L.L.C.
and Wilkinson-Almond Land
Co., L.L.C. v. State of
Louisiana, Docket No.
36168, 39th JDC

WHEREAS, a discussion was held in Executive Session regarding the litigation entitled: M&M Almond, L.L.C. and Wilkinson-Almond Land Co., L.L.C. v. State of Louisiana, Docket No. 36168, 39th Judicial District Court;

ON MOTION of Mr. Arnold, seconded by Mr. Harris, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant authority to the Attorney General's office to negotiate settlement as discussed in Executive Session.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 12th day of April, 2017 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



**David W. Boulet, Secretary
State Mineral and Energy Board**

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION # 17-04-045

(EXECUTIVE SESSION)

Executive Session
Discussion
In Re: Shoreline Energy,
L.L.C., et al
Docket No. 16-35571
US Bankruptcy Court
Southern District of Texas

WHEREAS, a discussion was held in Executive Session regarding the litigation entitled: In Re: Shoreline Energy, L.L.C., et al, Docket No. 16-35571, United States Bankruptcy Court, Southern District of Texas;

ON MOTION of Mr. Arnold, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby ratify Staff's action to establish an escrow account for a Conoco Phillips/State of Louisiana disputed acreage royalty matter as discussed in Executive Session.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 12th day of April, 2017 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



David W. Boulet, Secretary
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION # 17-04-046

(EXECUTIVE SESSION)

Executive Session
Discussion
Re: Outstanding Audit
Issues with Tana
Exploration

WHEREAS, a discussion was held in Executive Session regarding negotiations to settle outstanding audit issues with Tana Exploration Company, LLC;

ON MOTION of Mr. Arnold, seconded by Ms. Michaud-Dugas, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant authority to the Attorney General's office and DNR Legal to place Tana Exploration Company, LLC on pre-demand and authority beyond that, if no response, to place Tana on formal demand and take further legal action if necessary as discussed in Executive Session.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 12th day of April, 2017 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



**David W. Boulet, Secretary
State Mineral and Energy Board**

The Chairman stated that the next order of business was the awarding of the leases and called on Mr. Byron Miller to present Staff's recommendations to the Board.

Mr. Miller stated that Staff recommends that the bid of Day Dreams Resources, LLC on Tract 44701 be rejected for insufficient consideration and that the bid of Hilcorp Energy I, L.P. on Tract 44703 be accepted.

Upon motion by Mr. Arnold, seconded by Ms. LeBlanc, the Board unanimously voted to accept the bid of Hilcorp Energy I, L.P. and award a lease on Tract 44703.

Lease(s) awarded were conditioned on tract descriptions being accurate, overlapped prior leases being subtracted from acreage bid on, acreage amount being verified and agreed between bidder and state and portion bids verified as being located within advertised boundary of tracts. (No public comment was made at this time.)

This concluded the awarding of leases.

The Chairman then announced that the next order of business would be the discussion of new business.

A request was made by Mr. Haik that Staff provide to the Board the written protocol of billing lessees, the policy for same, and for pre-demand procedures so that the Board can determine if the protocol needs to be updated.

A request was made by Mr. Haik that Staff provide a history of changes to the Lease form over the last twenty (20) years.

A request was made by Mr. Watkins that a Quarterly Report be added to the Audit Report on a go-forward basis.

The following announcements were then made:

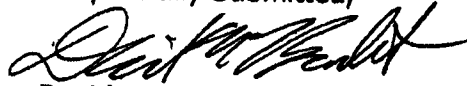
Mr. Boulet stated that there was one (1) state lease awarded totaling \$30,393.00 for the April 12, 2017 Lease Sale.

As per Mr. Bradberry's request at last month's meeting, Mr. Boulet briefly discussed the reorganization of the Office of Mineral Resources and its' accomplishments over the past year. The written report submitted to the Board entitled "2016-2017 OMR Update" is attached hereto and made a part of the Minutes.

The Chairman announced that a former Board member, Mr. Dan Brouillette, was recently selected to be the Assistant Secretary for the Department of Energy.

The Chairman then stated there being no further business to come before the Board, upon motion of Ms. Michaud-Dugas, seconded by Mr. Cordaro, the meeting was adjourned at 11:28 p.m.

Respectfully Submitted,

A handwritten signature in black ink, appearing to read "David W. Boulet", written in a cursive style.

David W. Boulet, Secretary
State Mineral and Energy Board



State of Louisiana

DEPARTMENT OF NATURAL RESOURCES
OFFICE OF MINERAL RESOURCES
STATE MINERAL AND ENERGY BOARD

2016 – 2017 OMR Update (Transition Year)

1. **Surveyed OMR – Top Issues**
 - a. SONRIS Upgrade done (November 2016)
 - b. Lack of field auditors & other key positions (in process HB49)
 - c. Problems in chain of command / communication / work together (Re-Org effective 4/8/17)
 - d. Increase Morale (Resolve OMR issues)
 - e. Focus on Mission – ROI - Auditing & Leasing
2. **Lease Form Review – Stay from MEB in Dec. 2016**
 - a. Compilation Process near completion (April deadline)
 - b. Start publishing finish product 4/13/17
 - c. Review w/ MEB & public over next six months
 - d. Ratify updated lease form December 2017
3. **Marketing Function**
 - a. Travel ban lifted
 - b. Returned to giving presentations at industry functions such as LOGA, NAPE, NARO, etc.
 - c. Update website improving access / information within SONRIS
4. **Improve Audit Process**
 - a. Developing Preliminary Audit report through ACL
 - b. Added additional legal assistance (DNR legal) to outstanding audits (65)
 - c. Improving management reports on field activities
 - d. Increased overtime hours while handling large increase in bankruptcy audits
 - e. Reduce outstanding audits, while improving through put on recently billed
 - f. Ratified APA with the Office of Debt Recovery for old debt collection
5. **Re-Organization**
 - a. Reduced three managerial positions while upgrading a manager position
 - b. Increase manager span of control from 1:2.6 to 1:3.4
 - c. Consolidated Petroleum Lands with Geology & Engineering
 - d. Re-reviewing internal processes, closing gaps
 - e. Improve communication across all departments
6. **Go Forward**
 - a. **FOCUS on Mission - Increase Auditing and Leasing**
 - i. Complete new Lease Form
 - ii. Increase through put of Audits
 - iii. Finish un-leased acreage allocation project
 - iv. Incorporate new Preliminary Audit Process
 - v. Increase Lease Maintenance
 - vi. Continuous Process Improvement
 - b. **Team Work**
 - c. **Win Win for Louisiana and Industry**
 - d. **Celebrate Success!**