

MINUTES

STATE MINERAL AND ENERGY BOARD

REGULAR MEETING AND LEASE SALE

FEBRUARY 9, 2011

A Regular Meeting and Lease Sale of the State Mineral and Energy Board was held on Wednesday, February 9, 2011, beginning at 11:07 a.m. in the La Belle Room, First Floor, LaSalle Office Building, Baton Rouge, Louisiana, subject to the call of the Governor and Ex-Officio Chairman.

Mr. W. Paul Segura, Jr., acting as Chairman, called the meeting to order. He then requested Mr. Victor Vaughn, Executive Officer to the State Mineral and Energy Board, to call the roll for the purpose of establishing a quorum.

W. Paul Segura, Jr., Vice-Chairman
Thomas L. Arnold, Jr.
Emile B. Cordaro
John C. "Juba" Diez
Bay E. Ingram
Robert "Michael" Morton
Thomas W. Sanders
Darryl D. Smith
Robert Harper, DNR Undersecretary (sitting in for Chairman Scott A. Angelle)
Chip Kline (sitting in for Garret Graves, Governor Jindal's designee to the Board)

The following members of the Board were recorded as absent:

Scott A. Angelle, Chairman
Helen G. Smith

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

Also recorded as present were:

Victor Vaughn, Geologist Administrator-Geological & Engineering Division, and
Executive Officer to the State Mineral and Energy Board
Stacey Talley, Deputy Assistant Secretary of the Office of Mineral Resources
Frederick Heck, Director-Petroleum Lands Division
Rachel Newman, Director-Mineral Income Division
Emile Fontenot, Assistant Director-Petroleum Lands Division
Isaac Jackson, DNR General Counsel
Ryan Seidemann, Assistant Attorney General

The Chairman then stated that the next order of business was the approval of the January 12, 2011 Minutes. A motion was made by Mr. Arnold to adopt the Minutes as submitted by the Executive Officer of the State Mineral and Energy Board and to waive reading of same. His motion was seconded by Mr. Sanders and unanimously adopted by the Board. (No public comment was made at this time.)

The Chairman then stated that the next order of business would be the adoption of the Committee recommendations. Upon motion of Mr. Arnold, seconded by Mr. Sanders, the recommendations of the following respective Committees regarding their reports were unanimously adopted by resolutions of the Board. (No public comment was made at this time.)

Lease Review Committee
Nomination & Tract Committee
Audit Committee

The reports and resolutions are hereby attached and made a part of the Minutes by reference.

At this time, upon motion of Mr. Sanders, seconded by Mr. Arnold, and unanimously adopted by the Board, the Board recessed at 11:09 a.m. in order to continue with the Legal & Title Controversy Committee meeting and then the Docket Review Committee meeting.

At 11:28 a.m., upon motion of Mr. Arnold, seconded by Mr. Sanders, and unanimously adopted by the Board, the Board reconvened its meeting.

The Chairman then stated that the next order of business would be the adoption of the remaining Committee recommendations. Upon motion of Mr. Arnold, seconded by Mr. Sanders, the recommendations of the following respective Committees regarding their reports were unanimously adopted by resolutions of the Board. (No public comment was made at this time.)

Legal & Title Controversy Committee
Docket Review Committee

The reports and resolutions are hereby attached and made a part of the Minutes by reference

The Chairman then announced that the Board would recess its regular meeting at 11:29 a.m. and go into executive session for technical briefing in order to consider matters before the Board which were confidential in nature. A motion was made by Mr. Arnold, seconded by Mr. Sanders, and unanimously adopted by the Board.

During the technical briefing, the Board conferred with staff personnel concerning the merit of the bids that were submitted and opened earlier today at a public meeting*, based on geological, engineering and other confidential data and analyses available to the Board and staff, after which, upon motion of Mr. Arnold, seconded by Mr. Sanders, and unanimously adopted by the Board, the Board reconvened in open session at 11:34 a.m.

*The Minutes of the Opening of the Bids meeting are hereby attached and made a part of the Minutes by reference.

The Chairman then stated that the next order of business was the awarding of the leases. Based upon recommendations announced by Mr. Victor Vaughn, the following action was then taken by the

Board. Leases 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.)

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 41833, said portion being 105.0 acres more particularly described in said bid and outlined on accompanying plat, to Mark A. O'Neal & Associates, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 41834, said portion being 9.0 acres more particularly described in said bid and outlined on accompanying plat, to Kare-Sue Energy, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 41835, said portion being 17.0 acres more particularly described in said bid and outlined on accompanying plat, to Kare-Sue Energy, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 41836, said portion being 80.0 acres more particularly described in said bid and outlined on accompanying plat, to Theophilus Oil, Gas & Land Services, LLC. As to the portion bid by Mark A. O'Neal & Associates, Inc., the bid overlapped the bid by Theophilus Oil, Gas & Land Services, LLC. Therefore, Mark A. O'Neal & Associates, Inc., after the property descriptions were finalized, was granted the option to take the lease on the property which it bid at its bid price, less and except the overlapped area which was in the bid containing 80.0 acres by Theophilus Oil, Gas & Land Services, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 41837 to Source Oil, L.L.C.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 41845 to Classic Petroleum, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 41846 to Comstock Oil and Gas-Louisiana, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 41847 to Comstock Oil & Gas-Louisiana, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 41848 to Thomas M. Killgore, Jr.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 41849 to Patrick L. Donohue Petroleum Properties, Inc.

This concluded the awarding of the leases.

The following announcements were then made:

Mr. Vaughn stated that "today's Lease Sale results came to nine state leases and one state agency lease being awarded. Cash payments totaled \$513,269.30 with the 2010-2011 fiscal year total being \$24,313,839.95.

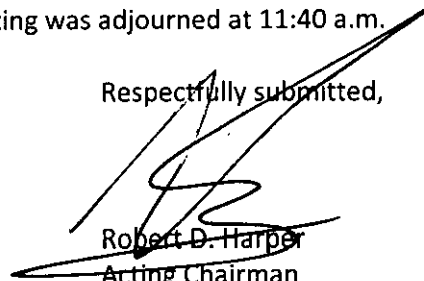
Also, Mr. Vaughn announced that the March bid deadline has been changed from Tuesday, March 8th at 12:00 noon to Monday, March 7th at 4:30 p.m. due to the fact that Tuesday, March 8th is Mardi Gras and, therefore, a state holiday. You will have to have your bids in for the March sale prior to 4:30 p.m. on Monday, March 7th."

At this time, Mr. Cordaro was recognized and requested from Mr. Rick Heck an update on the revision to the state lease form.

Mr. Heck stated that "the staff had a review yesterday or day before yesterday of the comments that had been received thus far. There are some concerns that were voiced and some of those the staff considered as being reasonable. So, certain changes are being made, certain language is being revised in the new lease form. We are still awaiting ... There are additional comments, according to Secretary Angele, that will be coming in from other companies and when those come in we will, of course, see what they are. I don't know how much different they will be from the comments we've already received. However, once the revised new lease form based upon the comments is completed, again it will be passed around to the staff and if it is vetted at that point, then, of course, we will call a meeting that will be open to the public to make comments and the Board, of course, will be requested to be there. The actual public discussion should be happening no longer than a couple of months from now."

The Chairman then stated there being no further business to come before the Board, upon motion of Mr. Ingram, seconded by Mr. Smith, the meeting was adjourned at 11:40 a.m.

Respectfully submitted,



Robert D. Harper

Acting Chairman

State Mineral and Energy Board

**THE FOLLOWING BID OPENING MEETING REPORT,
COMMITTEE REPORTS AND RESOLUTIONS
WERE MADE A PART OF THE FEBRUARY 9, 2011 MINUTES
BY REFERENCE**

A public meeting for the purpose of opening sealed bids was held on Wednesday, February 9, 2011, beginning at 8:30 a.m. in the La Belle Room, First Floor, LaSalle Office Building, Baton Rouge, Louisiana.

Recorded as present were:

Victor Vaughn, Geologist Administrator-Geological & Engineering Division, and
Executive Officer to the State Mineral and Energy Board
Stacey Talley, Deputy Assistant Secretary of the Office of Mineral Resources
Frederick Heck, Director-Petroleum Lands Division
Rachel Newman, Director-Mineral Income Division
Emile Fontenot, Assistant Director-Petroleum Lands Division
April Duhe, Attorney, OMR Executive Division
Ryan Seidemann, Assistant Attorney General

Mr. Victor Vaughn presided over the meeting. He then read the letter of notification certifying the legal sufficiency of the advertisement of tracts which had been published for lease by the Board at today's sale. Mr. Vaughn read the letter as follows:

February 2, 2011

TO: MEMBERS OF THE STATE MINERAL AND ENERGY BOARD AND
REPRESENTATIVES OF THE OIL AND GAS INDUSTRY

Gentlemen:

Certified proofs of publication have been received in the Office of Mineral Resources on behalf of the State Mineral and Energy Board for the State of Louisiana from the "Advocate," official journal for the State of Louisiana, and from the respective parish journals as evidence that Tract Nos. 41833 through 41849 have been advertised in accordance with and under the provisions of Chapter 2, Title 30 of the Revised Statutes of 1950, as amended.

Yours very truly,

(Original signed)

Jody Montelaro
Secretary

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

For the record, Mr. Vaughn 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 Ms. April Duhe.

OFFSHORE TRACT

Tract 41833
(Portion – 105.0 acres)

Bidder	:	Mark A. O’Neal & Associates, Inc.
Primary Term	:	Five (5) years
Cash Payment	:	\$19,950.00
Annual Rental	:	\$9,975.00
Royalties	:	22% on oil and gas
	:	22% on other minerals
Additional Consideration	:	None

INLAND TRACTS

Tract 41834
(Portion – 9.0 acres)

Bidder	:	Kare-Sue Energy, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$56,223.00
Annual Rental	:	\$28,111.50
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 41835
(Portion – 17.0 acres)

Bidder	:	Kare-Sue Energy, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$106,199.00
Annual Rental	:	\$53,099.50
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 41836
(Portion – 80.0 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$40,240.00
Annual Rental	:	\$20,120.00
Royalties	:	23% on oil and gas
	:	23% on other minerals
Additional Consideration	:	None

Tract 41836
(Portion – 500.0 acres)

Bidder	:	Mark A. O’Neal & Associates, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$95,000.00
Annual Rental	:	\$47,500.00
Royalties	:	22% on oil and gas
	:	22% on other minerals
Additional Consideration	:	None

STATE AGENCY TRACTS

Tract 41837

Bidder	:	Source Oil, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$10,000.00
Annual Rental	:	\$5,000.00
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 41838

No Bids

Tract 41839

No Bids

Tract 41840

No Bids

Tract 41841

No Bids

Tract 41842

No Bids

Tract 41843

No Bids

Tract 41844

No Bids

TAX ADJUDICATED LANDS TRACTS

Tract 41845

Bidder	:	Classic Petroleum, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$116,480.00
Annual Rental	:	\$58,240.00
Royalties	:	25.00% on oil and gas
	:	25.00% on other minerals
Additional Consideration	:	None

Tract 41846

Bidder	:	Comstock Oil and Gas-Louisiana, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$140,000.00
Annual Rental	:	\$70,000.00
Royalties	:	1/4th on oil and gas
	:	1/4th on other minerals
Additional Consideration	:	None

Tract 41847

Bidder	:	Comstock Oil & Gas-Louisiana, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$21,000.00
Annual Rental	:	\$10,500.00
Royalties	:	1/4th on oil and gas
	:	1/4th on other minerals
Additional Consideration	:	None

Tract 41848

Bidder	:	Thomas M. Killgore, Jr.
Primary Term	:	Three (3) years
Cash Payment	:	\$2,000.00
Annual Rental	:	\$1,000.00
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 41849

Bidder	:	Patrick L. Donohue Petroleum Properties, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$1,177.30
Annual Rental	:	\$588.65
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

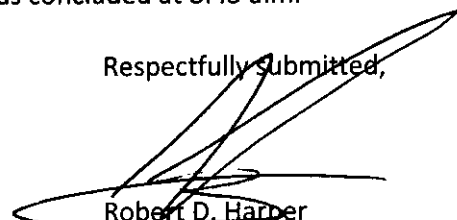
Tract 41849

Bidder	:	Ric Bajon & Associates
Primary Term	:	Three (3) years
Cash Payment	:	\$965.00
Annual Rental	:	\$482.50
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

This concluded the reading of the bids.

There being no further business, the meeting was concluded at 8:45 a.m.

Respectfully submitted,



Robert D. Harper
 Acting Chairman
 State Mineral and Energy Board



State of Louisiana
DEPARTMENT OF NATURAL RESOURCES
OFFICE OF MINERAL RESOURCES
STATE MINERAL AND ENERGY BOARD
LEASE REVIEW COMMITTEE REPORT

A meeting of the Lease Review Committee of the State Mineral and Energy Board convened on Wednesday, February 9, 2011 at 9:36 a.m. with the following members of the board in attendance: Mr. Robert D. Harper, sitting in for DNR Secretary Scott A. Angelle, Mr. Thomas L. Arnold, Jr., Mr. Emile B. Cordaro, Mr. Robert "Michael" Morton, Mr. Darryl D. Smith, Mr. W. Paul Segura, Jr. and Mr. Thomas W. Sanders.

Items on the Lease Review Committee Agenda submitted to the Board by Mr. Jason P. Talbot, Geologist Supervisor, were as follows:

I. Geological and Engineering Staff Review

According to SONRIS there are 1797 active State Leases covering approximately 833,000 acres. The Geological and Engineering Division has reviewed 175 leases covering nearly 68,000 acres.

II. Committee Review

1. A staff report on **State Lease 199-A-1**, Bay St. Elaine Field Selection, Designated Area located in Terrebonne Parish. Burlington Resources Oil & Gas Co., LP is the lessee.

The recommendation was that Burlington and Hilcorp submit by August 10, 2011, status reports on activities affecting State Lease 199-A-1, Bay St. Elaine Field. At such time as the Mineral Income audit issue is resolved and the assignment is approved, all future lease development matters will be directed solely to Hilcorp Energy I, L.P. Office of Conservation records indicate that ownership of the wells on this lease have been transferred from Burlington Resources to Hilcorp Energy Company.

2. A staff report on **State Lease 724**, Four Isle Dome Field, located in Terrebonne Parish. Burlington Resources Oil & Gas Co., L.P. is the lessee.

The recommendation was that Burlington and Hilcorp submit by August 10, 2011, status reports on activities affecting State Lease 724, Four Isle Dome Field. At such time as the Mineral Income audit issue is resolved and the assignment is approved, all future lease development matters will be directed solely to Hilcorp Energy I, L.P. Office of Conservation records indicate that ownership of the wells on this lease have been transferred from Burlington Resources to Hilcorp Energy Company.

3. A staff report on **State Lease 173**, Caddo Pine Island Field located in Caddo Parish. Gemini and RockWell Petroleum are lessees

The recommendation was that Rockwell Petroleum provide a status report on the completion of the well by May 9, 2011 and that Gemini Exploration continue their Plug and Abandonment efforts in accordance with the approved P&A Plan.

III. Report on Force Majeure

Mr. Charles Bradbury, Petroleum Engineer, presented the following matters recognizing new force majeure conditions:

- a. A request by Black Elk Energy for the recognition of a Force Majeure condition beginning January 12, 2011 due to the inability to acquire a workover rig to restore production to the SL 4238 Well No. 14 affecting State Lease 4238.
- b. A request by Forest Oil Corporation for the recognition of a Force Majeure condition beginning January 14, 2011 due the inability to secure permits to perform dredging operations necessary to move in a workover rig for the saltwater disposal well affecting Operating Agreements A0295 and A0298.
- c. A request by ORX Resources LLC on behalf of Hilcorp Corporation for the recognition of a Force Majeure condition beginning December 23, 2010 due to the low water level restricting access to a plugged flowline affecting Operating Agreement A0021.

The staff reported to the Board that no action was necessary on the ORX Resources request for force majeure recognition for OA A0021 because the operating agreement was restored to production February 3, 2011.

On motion by Mr. Segura, seconded by Mr. Sanders the Committee moved to recognize force majeure conditions requested by Black Elk Energy and Forest Oil Corporation.


Updated 1/28/11

Company Name	Lease Numbers
Leases Off Production Due to Non-storm Related Force Majeure Events	
Black Elk	4238
Forest Oil Corporation	A0295, A0298
IG Petroleum	A0232
Sylvan Energy	1337

On motion by Mr. Segura, seconded by Mr. Sanders, the Committee moved to accept and approve all reviews and recommendations by the staff.

On motion by Mr. Sanders, seconded by Mr. Arnold, the Committee moved to adjourn its February 9, 2011 meeting at 9:46 a.m.

Respectfully submitted,


 Mr. Darryl D. Smith, Chairman *LLSB*
 Lease Review Committee
 Louisiana State Mineral and Energy Board

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD LEASE REVIEW COMMITTEE

On Motion of Mr. Segura, seconded by Mr. Sanders the following resolution was offered and adopted:

WHEREAS, pursuant to Louisiana Revised Statute 30:129, the State Mineral and Energy Board is the body designate to award and administer mineral leases on lands and water bottoms belonging to the State or the title to which is in the public trust;

WHEREAS, a request was made by Black Elk Energy to recognize that a force majeure condition exists for State Lease 4238 due to the inability to acquire a workover rig prior to the lease's critical date February 3, 2011 to perform the work necessary restore production to its SL 4238 Well No. 14 in Terrebonne/Lafourche Parish, Louisiana.

WHEREAS, State Lease 4238 will be amended at the February 9, 2011 Mineral and Energy Board meeting to include a "Force Majeure" provision which allows the Operator to maintain this agreement without complying with the actual drilling or reworking operations or by actual production requirements for as long as the force majeure is in effect;


WHEREAS, J. D. Mathews submitted a notarized affidavit on behalf of Black Elk Energy, which stated that the activities and/or fortuitous events which caused the force majeure was beyond the control, not the cause, and/or due to said company and/or business entity's negligence or intentional commission or omission;

WHEREAS, Mr. Mathews' affidavit also stated that said company and/or business entity did not fail to take reasonable and timely, foreseeable preventive measures which could have mitigated or negated the effective of said activities and/or fortuitous events;

NOW THEREFORE BE IT RESOLVED that the Louisiana State Mineral and Energy Board, in consideration of the facts stated herein, by these present does hereby recognize and acknowledge the force majeure event as of January 12, 2011, due lack of an available rig capable of performing the necessary downhole operation to maintain State Lease 4238, Terrebonne/Lafourche Parish, Louisiana. The Board suspends the 90 day continuous operations and production clause until May 11, 2011, or until Black Elk Energy obtains the necessary permits to complete the operations which ever condition is met at the earliest date. At which time Forest Oil will have the remainder of the 90 day period or 21 days to establish downhole operations to restore production to State Lease 4238. Furthermore, the Board requires that Black Elk Energy in a due diligent manner, mitigate or negate the effective of said activities which caused the force majeure.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the State Mineral Board in the City of Baton Rouge Louisiana, on the 9th day of February, 2011, 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.


State Mineral & Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD LEASE REVIEW COMMITTEE

On Motion of Mr. Segura, seconded by Mr. Sanders the following resolution was offered and adopted:

WHEREAS, pursuant to Louisiana Revised Statute 30:129, the State Mineral and Energy Board is the body designate to award and administer mineral leases on lands and water bottoms belonging to the State or the title to which is in the public trust;

WHEREAS, a request was made by Forest Oil Corporation to recognize that a force majeure condition exist due to the inability to secure permits to perform the dredging operations necessary to move in a rig to workover the salt water disposal well servicing Operating Agreements A0295 and A0298, Plaquemines Parish, Louisiana prior to the critical date or February 18, 2011, 90 days from the last date of production;

WHEREAS, State Operating Agreement A0295 and A0298 contain a "Force Majeure" provision which allows the Operator to maintain this agreement without complying with the actual drilling or reworking operations or by actual production requirements for as long as the force majeure is in effect;

WHEREAS, Alan Bravo submitted a notarized affidavit on behalf of Forest Oil Corporation, which stated that the activities and/or fortuitous events which caused the force majeure was beyond the control, not the cause, and/or due to said company and/or business entity's negligence or intentional commission or omission;

WHEREAS, Mr. Bravo's affidavit also stated that said company and/or business entity did not fail to take reasonable and timely, foreseeable preventive measures which could have mitigated or negated the effective of said activities and/or fortuitous events;

NOW THEREFORE BE IT RESOLVED that the Louisiana State Mineral and Energy Board, in consideration of the facts stated herein, by these present does hereby recognize and acknowledge the force majeure event as of January 14, 2011, due to the inability to secure the necessary permits in a timely manner from government agencies to perform work necessary to restore production to Operating Agreements A0295 and A0298, Plaquemines Parish, Louisiana. The Board suspends the 90 day continuous operations and production clause until May 11, 2011, or until Forest Oil obtains the necessary permits to complete the operations which ever condition is met at the earliest date. At which time Forest Oil will have the remainder of the 90 day period or 35 days to restore production to State Operating Agreements A0295 and A0298. Furthermore, the Board requires that Forest Oil Corporation in a due diligent manner, mitigate or negate the effective of said activities which caused the force majeure.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the State Mineral Board in the City of Baton Rouge Louisiana, on the 9th day of February, 2011, 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.



State Mineral & Energy Board

Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: February 1, 2011 6:30 AM

District Code 1 New Orleans- East
 Get Review Date February 9, 2011

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
00335A		DELACROIX ISLAND	520 04/22/2009	482.338	2840	FEB. 12/1/10 JMB WILL CALL APACHE @ DRLG 9/30/10 OMR TO APACHE -RQD FORM UNIT & PR
01277		MAIN PASS BLOCK 69	227889-SL 1277-039 03/02/2003	1600	1953	FEB. AR
06894		MAIN PASS BLOCK 74	240647-SL 6894-001 02/02/2010	657	810	FEB. AR
13306		CHANDELEUR SOUND BLOCK 71	.832 07/21/2003	3.689	3.689	FEB. AR
16392		MAIN PASS BLOCK 47	VUC; 02/13/2002	293.785	293.785	FEB. AR
16667		MAIN PASS BLOCK 46 , MAIN PASS BLOCK 47	165.29 07/08/2008	73.05	73.05	FEB. AR
16798		CHANDELEUR SOUND BLOCK 69		160.01	160.01	FEB. AR
17689		BRETON SOUND BLOCK 45	85.7 12/19/2007	176.3	176.3	FEB. AR
17691		BRETON SOUND BLOCK 45	110.88 12/19/2007	336.12	336.12	FEB. AR
17772		BAYOU BILOXI	20.692 06/06/2006	168.308	168.308	FEB. AR LITIGATION-ESCROWED
17965		BRETON SOUND BLOCK 33	246.6 04/11/2007	158.13	158.13	FEB. 11/4/10 CCB: LEASE HB FM STATUS MAY. AR
18579		MAIN PASS BLOCK 47	16.992 11/09/2009	59.67	59.67	FEB. 1/4/11 VB: B.GOODSON @ CWI, INC SAID WELL BACK ON, WILL SEND INFO TO BE EVAL'D BY CCB. 12/21/10 REL RQD 12/9/10 RS JMB: APP EXP, LAST PROD 5/10

Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: February 1, 2011 6:30 AM

District Code 1W New Orleans- West
Get Review Date February 9, 2011

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
00192B		TIMBALIER BAY ONSHORE	3000 RB SUA;SL PP 192 665-XX-1 02-366	4000	6000	FEB. AR MARITECH: RPT BY 4-13-11
00192B		TIMBALIER BAY OFFSHORE	3000 RB SUA;SL PP 192 665-XX-1 02-366	4000	6000	FEB. AR MARITECH: RPT BY 4-13-11
00356D		QUEEN BESS ISLAND	LBLD RB SUA;SL 17617 747-D-4	64.85	4159	FEB. RCD 1/11/11 HLCP 356-D PLANS 6AR
01772		TIMBALIER BAY ONSHORE	3000 RB SUA;SL PP 192 665-XX-1 02-366	1000	2120.92	MAY AR 1/11/11 RECHECK LEASE AFTER RPT HAS BEEN REC'D;; 5/3/10 OMR TO MARITECH:RPT BY 4-13-11
02084		MAIN PASS BLOCK 69 , QUEEN BESS ISLAND	VUA;SL 2084 U1	1411	2160	FEB. RCD HCP PLANS 1/11/11
12415		LAKE WASHINGTON	LW R RB SU 09/01/1996	2.742	2.742	FEB AR
14498		BAY MARCHAND BLOCK 2 OFFSHORE	VUA;	163.67	163.67	FEB. AR 12/28/10 STONE RPTD LINE GOT LAID, NO MORE > 10/10 FM RECOGNIZED AS OF 7/9/10
15310		BAY MARCHAND BLOCK 2 OFFSHORE	VUA;	16.43	16.43	FEB AR 12/28/10 STONE RPTD LINE GOT LAID, NO MORE > 10/10 FM RECOGNIZED AS OF 7/9/10
15970		BAY MARCHAND BLOCK 2 OFFSHORE	VUA;	19.55	19.55	FEB. AR 12/28/10 STONE RPTD LINE GOT LAID, NO MORE > 10/10 FM RECOGNIZED AS OF 7/9/10
16255		BAY MARCHAND BLOCK 2 OFFSHORE	VUA;	53.33	53.33	FEB. AR 12/28/10 STONE RPTD LINE GOT LAID, NO MORE > 10/10 FM RECOGNIZED AS OF 7/9/10
16256		BAY MARCHAND BLOCK 2 OFFSHORE	VUA;	32	32	FEB. AR 12/28/10 STONE RPTD LINE GOT LAID, NO MORE > 10/10 FM RECOGNIZED AS OF 7/9/10
16257		BAY MARCHAND BLOCK 2 OFFSHORE	VUA;	55.71	55.71	FEB. AR 12/28/10 STONE RPTD LINE GOT LAID, NO MORE > 10/10 FM RECOGNIZED AS OF 7/9/10
16338		SATURDAY ISLAND	82.098 03/17/2004	4.902	4.902	FEB. AR
16681		LAFITTE	47.66 03/14/2005	1.18	8.34	FEB. AR 1/4/11 RQD PR 12/30/10 RS TO STEVE: 1.13 HBP. 12/20/10 GJD NEW TRNSMTL FROM SRVY PLAT 616145 223851 7800 RC SUA
17266		LAKE WASHINGTON	241764-SL 17266-025 08/16/2010	101	101	FEB. 1/18/11 JPT: NEW TRNSMTL 050623 237781 24 RA SUA 8/2/10 SWIFT RECOMP

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Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
						WELL INTO NEW RESERVOIR
19201		LAKE SALVADOR		160	432.69	FEB. AR
19490		LAKE WASHINGTON	240850-SL 19490-001 03/01/2010	15.55	218	FEB. SUGGEST AR 1/11/11 RCD UNOFL PR OF 202.45, RTNG 15.55 AC DD & PT 9/12/10
20008				87.68	154	FEB. 1/7/11 DD APPROVED TO 1/14/12 1/6/11 JPT RCD S/P > 1/5/11 SRVY PLATS RQD 047917 & 047918 L4 RA SUA & SUB 1/4/10 DD TO JPT 12/16/10 DD TO STEVE PT 1/14/12
20184				0	128.51	FEB. PT 11/12/12
20185				0	71	FEB. PT 11/12/12
20456				14.42	37	FEB. 1/11/11 JPT: 14.42 PRD AC UNITS L 4 RA SUA & SUB 1/5/11 SRVY PLATS RQD 047917 & 047918 L4 RA SUA & SUB JAN. PT 10/13/13

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Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
00199A	1	BAY ST ELAINE	VU12;BSE U12	159	495	FEB. OB BRLG & HLCP ASGMT BY 1/12/11 1/14/11 JPT: HBP VIA VU3
00340A	0	BAYOU SALE	BS ROB 6 RL SU	1221	1221	FEB. AR 1/14/11 JPT HBP VIA 3 PRDG OC UNITS
00340E	0	LIGHTHOUSE POINT	1130 03/12/2010	1284	1284	FEB. AR 1/10/11 JPT: PRDG
00724		FOUR ISLE DOME , MARTIN	VU18;LL&E U18	764	2714	FEB. OB ASSIGNMENT FROM BR TO HLCP BY 1/12/11 1/14/11 JPT: HBP FROM MULTIPLE UNITS
00725		BAY JUNOP , OAKS	14100 RA SUA;LL&E A 09/01/1997	361	409.78	FEB. AR 1/14/11 JPT: HBP FROM OC UNIT
00861		VERMILION BLOCK 14		1360	2435.342	FEB. AR 1/14/11 JPT: HBP FROM VERM BLK 14 ST/FED UNIT 2APOD
00862		VERMILION BLOCK 14		173.328	173.328	FEB. AR 1/14/11 JPT: HBP FROM VERM BLK 14 ST/FED UNIT 2APOD
00872		VERMILION BLOCK 14		354	354	FEB. AR 1/14/11 JPT: HBP FROM VERM BLK 14 ST/FED UNIT 2APOD
01392		DUCK LAKE	DL D-1 SU	1562.5	1562.5	FEB. AR 1/14/11 JPT: HBP FROM MULTIPLE UNITS
01536		EUGENE ISLAND BLOCK 18	SL 16988 04/01/2004 302-N-4 SUP	1387.469	1387.469	FEB. AR 1/14/11 JPT: HBP FROM MULTIPLE UNITS & LEASE PRD
02077		HALTER ISLAND	231437-SL 2077-016 07/14/2005	947.85	947.85	FEB. AR 1/14/11 JPT: HBP FROM HAI NVUA
02620		LAKE PELTO	309.71 11/15/2010	1350	2362.715	FEB. 1/18/11 OFL PR OF 309.71, RTNG 2362.712 AC EFF 11/15/2010 (300 AC PR ACCEPTED 9/8/10)
02669		RAYNE	RY NOD A RA SU 04/01/1996	18	18	FEB. AR 1/14/11 JPT: HBP FROM RY NOD A RA SU
03113		MAURICE	BOL M3 RC SUA;R TRAHAN 04/03/2001 366-M-5 01-279	8	9	FEB. AR 1/14/11 JPT: AWAITING HLCP SHOW LEASE WAS MAINTAINED THRU UNIT OPS.
03522		VERMILION BLOCK 14		633	1337	FEB. AR 1/14/11 JPT: HBP FROM VERM BLK 14 ST/FED UNIT 2APOD
03762		VERMILION BLOCK 16	SL 3762	875.69	875.69	FEB. 1/20/11 REL RQD 1/18/11 RS JPT: APP EXP, 90 DAYS LAPSE OF PROD
03763		VERMILION BLOCK 16	VUA;SL 3762 07/09/2008	912	1279.14	FEB. 1/21/11 REL RQD 1/18/11 RS JPT: APP EXP, 90 DAYS LAPSE OF PROD
14157		SHIP SHOAL BLOCK 45	263.368 12/28/1998	234.612	234.612	FEB. AR 1/14/11 JPT: HBP FROM VUA

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14211		BAY BAPTISTE	161.534 03/29/2007	6.143	24.55	FEB. AR 1/14/11 JPT: HBP FROM EXPOSITO RA SUA;SL 17234 1/14/11 JPT RQD LAND GROUP FU ON PR > 3/3/10 FUL PR 1/20/10 JPT: RQD STATUS OF PR 1/8/09 RQD PR
14792		SHIP SHOAL BLOCK 47 , SHIP SHOAL BLOCK 65	VUB;SL 14851	250	519	FEB. AR 1/14/11 JPT: HBP FROM VUB & LEASE PRD
14832		SHIP SHOAL BLOCK 47		320	683.31	FEB. AR 1/14/11 JPT: HBP FROM LEASE WELL 1/12/11 RCD UNOFL 365.09 AC PR FROM MARITECH & APACHE RTNG 318 22 AC 11/16/10 RQD PR FROM APACHE & MARITECH
14914		MYETTE POINT, NW	241212-VUB;SL 14914-003 05/22/2010	485.996	485.996	FEB. AR 1/14/11 JPT: HBP FROM VUB 241212 PRDG 9 & 10/2010 <JUL. SAR SL 14914#3 241212 CK PRD 6 MOS.
14915		MYETTE POINT, NW	VUB;SL 14914 11/14/2001	121.059	121.059	FEB. AR 1/14/11 JPT: HBP FROM VUB 241212 PRDG 9 & 10/10
14954		MYETTE POINT, NW	VUB;SL 14914 11/14/2001	123.967	123.967	FEB. AR 1/14/11 JPT: HBP FROM VUB 241212 PRDG 9 & 10/10
16859		MYETTE POINT, NW	538.904 01/09/2003	55.096	55.096	FEB. AR 1/14/11 JPT: HBP FROM VUB 9&10 PRD<CK FOR PRD 12/10 9/22/10 JPT: 5/24/10 HUNT BEGAN DRGL VUB;SL 14914 #3 COMPD 8/9/10. 10AR
16942		LAKE PELTO	230733-SL 16942-001 02/23/2005	350	350	FEB. AR 1/14/11 JPT: HBP FROM VUB; SL 16970
16943		LAKE PELTO	VUB;SL 16970 12/12/2001	25	25	FEB. AR 1/14/11 JPT: HBP FROM VUB; SL 16970
17647		PATTERSON	40.118 02/01/2008	19.882	19.882	FEB. AR 1/14/11 JPT: HBP FROM 2 UNITS
17894		LAKE PAGIE	185.92 12/14/2006	64.308	64.308	FEB. AR 1/14/11 JPT: RECK PRD 5/11
18350		BELLE ISLE, SOUTHWEST	265.04 01/08/2010	498.67	498.67	FEB. AR 1/2011 RELEASE LIST: 1/22/10 RCD OFL PR OF 265.04, RTNG 498.67 EFF 1/8/10 305702 PRDG 11/10
19527				0	491.74	FEB. 1/21/11 REL RQD 1/21/11 JPT RS: APP EXP PT 11/14/10
19570				.838	3	FEB. 1/28/11 JPT TRNSMTL 050544 240493 EFF 4/1/10 RCD UNIT S/P 1/24/2011 1/24/11 PR RQD 1/21/11 RS JPT: .62 AC HBP, 2.38 APP EXP. PROPERTY NOT SET UP. 1/19/2011 M.ROMIG: THERE IS PRD, 240493 050544 TO 11/10 PT 1/9/11
19574				0	553.14	FEB. 1/24/11 REL RQD 1/21/11

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						RS JPT: APP EXP PT 1/9/11
19639				283	283	FEB. 1/6/11 SRVY PLAT RQD LLOG 616463 JPT 242101 COMPD 12/9/10 ESTD 100% PRD
19642				56	70	FEB. 1/6/11 SRVY PLAT RQD CABOT CIB OP RA SUA, NO LUW YET. JPT ESTD 80% PRD
19799		CASPIANA	HA RA SU81:L YEARLING ETAL 22 05/19/2009 191-H-43 09-495	0	107.66	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/13 10/8/13
19800				0	107.65	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/13 10/8/13
19804				0	209.52	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 10/8/11 *OFFSHORE-3 YR
19810				0	44.73	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 10/8/11 *OFFSHORE-3 YR
19865				0	438.31	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 10/8/11
19866				0	297.05	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 10/8/11
19870				0	68.93	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 10/8/11
19871				0	80.29	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 10/8/11
19890				0	765.57	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/13 10/8/13
19907				0	1.5	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 10/8/11
19910				0	71.16	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 10/8/11
19913				0	93.06	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 10/8/11
19914				0	284.08	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 10/8/11
19915				0	11.4	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 10/8/11
19924				0	689.37	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/13 10/8/13
19932				0	31	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 11/12/11
19933				0	233	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 11/12/11
19934				0	208	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 11/12/11
19935				0	1	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 11/12/11

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19936				0	14	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 11/12/11
19937				0	248	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 11/12/11
19943				0	7	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 11/12/11
19944				0	549	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 11/12/11
19945				0	1	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 11/12/11
19957				0	240.78	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/10/11 11/12/11 ATCHAFALAYA DELTA WMA
19967				0	335.62	FEB. RNTL PD 2011-12 PT 1/14/12 12/10/11 OFFSHORE
19974				0	270	FEB. 1/24/11 REL RQD 1/21/11 RS JPT: APP EXP PT 1/14/12 12/10/11
19975				0	23	FEB. 1/24/11 REL RQD 1/21/11 RS JPT: APP EXP PT 1/14/12 12/10/11
19977				0	6	FEB. 1/24/11 REL RQD 1/21/11 RS JPT: APP EXP. DRY HOLE DRILLED IN VUA, SN 240286. PT 1/14/12 12/10/11
19984		LAKE BARRE	311.23 12/11/2009	125.8	125.8	FEB. 1/11/11 SSSB: 125.8 AC HBP CC-EE RA SUA 615567 239410 PT 1/14/12 12/10/11
19995				0	242.28	FEB. 1/21/11 RS JPT: NOT EXP, EARLY RNTL PMT MADE 2010 PT 1/14/14 12/10/13 OPTION
20179				0	5.14	FEB. 1/11/11 SSSB: RNTL PD 2010-11 PT 11/12/12
20180				0	8.68	FEB. 1/11/11 SSSB: RNTL PD 2010-11 PT 11/12/12
20181				0	104	FEB. 1/11/11 SSSB: RNTL PD 2010-11 PT 11/12/12
20182				0	210.79	FEB. 1/11/11 SSSB: RNTL PD 2010-11 PT 11/12/12
20183				0	403.55	FEB. 1/11/11 SSSB: RNTL PD 2010-11 PT 11/12/12
20207				0	23.19	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/9/12
20208				0	6.66	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/9/12
20219				0	411.64	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/9/12
20220				0	50.21	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/9/12
20222				0	220.1	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/9/12



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20223				0	161.94	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/9/12
20224				0	42.84	FEB. 1/7/11 SSSB: RNTL PD 2010-2011 PT 12/9/12

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Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
00173		CADDO PINE ISLAND	235209-SL 173 CT-001 05/10/2007	800	6500	FEB. OB RCD ROCKWELL 1/1/11 HORIZONTAL WELL (242085 SPUD-12/29/10 DRLG @ 5226' 1/10/11) STATUS & GEMINI P&A'D #46, 48 & 52.
02260		CADDO PINE ISLAND		190	190	FEB. AR 12/30/10 SAM: HBP, AR
02310		CADDO PINE ISLAND		40	40	FEB. AR 12/30/10 SAM: HBP, AR
05978		ELM GROVE	HA RA SU99;KNIGHTON ETAL 11 10/20/2009 361-L-64	39.665	62	FEB. AR 12/30/10 SAM: HBP, AR
06856		ELM GROVE	24.54 05/29/1997	88.249	88.249	FEB. AR 12/30/10 SAM: HBP, AR
10100		COCODRIE LAKE	VUA 03/01/1984	145	150	FEB. AR 12/30/10 SAM: HBP, AR
13190		ELM GROVE	LCV RA SUZ;ELSTON 20 01/05/1999 361-E-19 99-2	12.175	12.175	FEB. AR 12/30/10 SAM: HBP, AR
14617		CATAHOULA LAKE	200 11/19/1996	40	40	FEB. AR 12/30/10 SAM: HBP, AR
14889		DANVILLE	219811-HOSS D SU83;SL 14889-001- ALT 11/11/1996	40	40	FEB. AR 12/30/10 SAM: HBP, AR
15500		RED RIVER-BULL BAYOU	RRBB LITTON RA SU 10/01/1997 109-L-1 97-588	40	40	FEB. AR 12/30/10 SAM: HBP, AR
16326		SIMSBORO, WEST	JA RA SUA;HYMON 12/07/1999 327-G 99-660	80	80	FEB. AR 12/30/10 SAM: HBP, AR
17216		CASPIANA	21.919 07/12/2007	4.081	4.081	FEB. AR 12/16/10 SAM NEW TRNSMTL 616426 241640 GEOGRAPHICALLY IDENTICAL TO CV RA SU 63, 613403
17217		CASPIANA	HA RA SU80;CALHOUN 33 H 03/03/2009 191-H-39 09-254	93.087	93.087	FEB. AR 12/16/10 SAM NEW TRNSMTL 616426 241640 GEOGRAPHICALLY IDENTICAL TO CV RA SU 63, 613403
17366		RED RIVER-BULL BAYOU	4.97 12/18/2006	1.2	1.2	FEB. REL RQD 1/4/11 RS SAM: APP EXP JUL. AR
17640		ELM GROVE	LCV RA SU69;TOOKE ESTATE 12 03/11/2003 361-E-82 03-131	104.595	104.595	FEB. AR 12/28/10 SAM NEW TRNSMTL 616298 240916 W/ 104.595 GEOLGGRAPHICALLY IDENTICAL TO LCV RA SU69, 613822 TITLE ISSUE
17734		ELM GROVE , SWAN LAKE	CV RA SUK;MENDENHALL 10 01/14/2003 691-B-1	24.36	24.36	FEB. AR 1/13/11 SAM NEW TRNSMTL 616492 240792 FROM 8/26/10 SRVY PLAT
17946		ELM GROVE	HOSS RA SU86;SORENSEN	10.043	10.043	FEB. AR 1/19/11 SRVY PLAT RQD FROM PETROHAWK HA

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						RA SU95 241701, 616339.
17948		THORN LAKE	HA RA SUI;REX YOUNG 6 H 12/09/2008 1145-B-7 08-1738	17.35	17.35	FEB. AR 12/29/10 SRVY PLAT RQD FROM QEP ENERGY COMPANY; ORDER 1145-B; HA RA SUF; THORN LAKE; RED RIVER PARISH; 615469; SLS 20150 & 17948.
18183		CONVERSE	JAMES RB SUA;WHITNEY 05/09/2000 501-B-3 00-264	7.61	7.61	FEB. AR 12/30/10 SAM: HBP, AR
18391		ELM GROVE	CV RA SU71;CUPPLES 09/01/1974 361-B-3 74-290	2.32	2.32	FEB. AR 12/30/10 SAM: HBP, AR
18393		CASPIANA	HA RB SUH;CASPIANA 14-15-12 H 10/30/2008 191-H-25 08-1690	31.089	31.089	FEB. AR 12/30/10 SAM: HBP, AR
18394		CASPIANA	47.402 11/27/2006	82.598	82.598	FEB. AR 12/30/10 SAM: HBP, AR
18395		CASPIANA	HA RB SUA;CLD 23-15- 12 H 05/28/2008 191-H-6 08-729	8.953	8.953	FEB. AR 12/30/10 SAM: HBP, AR
18605		CASPIANA	HA RB SUG;LEGRAND 35-15-12H 05/28/2008 191-H-6	12.94	12.94	FEB. AR 1/13/11 SAM NEW TRNSMTL 616482 241019 HA RB SUD
18741		CASPIANA	CV RA SU75;EVANS 9 09/28/2005 191-A-103 05-1002	12	12	FEB. AR 1/19/11 SRVY PLAT RQD 241830 616483 - 614382 PRDG TO 10/10 W/ 12 AC.
19349		CEDAR GROVE	ROD RA SUN;BICKHAM DICKSON 37 08/26/2008 967-B-1 08-1282	121.028	326	FEB. 1/11/11 S/P RQD PETROHAWK 616453
19558				0	522	FEB. 1/24/11 REL RQD 1/21/11 RS SAM: APP EXP PT 1/9/11
19560				0	78	FEB. 1/24/11 REL RQD 1/21/11 RS SAM: APP EXP PT 1/9/11
19575				0	80	FEB. 1/24/11 REL RQD 1/21/11 RS SAM: APP EXP PT 1/9/11
19576				0	177	FEB. 1/24/11 REL RQD 1/21/11 RS SAM: APP EXP PT 1/9/11
19693		WOODARDVILLE	HA RA SU79;L L GOLSON 9 H 12/15/2009 990-D-29 09-1316	18.41	35	FEB. 1/13/11 SAM NEW TRNSMTL 616493 240979 GEOGRAPHICALLY IDENTICAL TO HA RB SUT LUW 615231
19694				41	44	FEB. 1/24/11 SAM: NEW TRNSMTL 241181 616449 HA RA SUO W/ 4.0477 AC
19833		BRACKY BRANCH	13 11/24/2009	13.122	39	FEB. 1/10/11 NEW TRNSMTL SAM: S/P DATED 6/6/10: JUR RB SUI 616421 240654 W/ 8.0207 AC.12/30/10 GJD: LEASE 100%

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						HB 4 UNITS -PRDG OR ACTIVE DD 12/10/10 PT 12/10/11 10/8/11
19835		RED RIVER-BULL BAYOU	HA RB SUT;MATTHEWS ETAL 21 H 01/13/2009 109-X-16	23	23	FEB. 1/21/11 SAM NEW UNTZ TRNSMTL 615916 FROM S/P DATED 4/21/09 -EST'D 23 PRD AC PT 12/10/11 10/8/11
19840		LOGANSPOINT	HA RA SUU;HARTSBLUFF 34-11-15H 03/10/2009 28-AA-8 09-292	14.633	14.633	FEB. 12/30/10 SAM: NO APPARENT WATERBOTTOMS OUTSIDE OF PRDG AREA. 12/21/10 TRNSMTL SAM: FROM PRELIMINARY SRVY PLAT 616230 239298 HA RA SUU DD 12/10/10 PT 12/10/11 10/8/11
19841		LOGANSPOINT	HA RA SUZ;BLACKSTONE 20-11-15H 04/22/2009 28-AA-9	46.761	150	FEB. 1/5/11 VMV: PR WILL REL ALL NP AC, RTND & PRD WILL BE EQUAL. 3/4/10 RCD UNOFL PR OF 81.535, RTNG 68.465 PT 12/10/11 10/8/11
19846				0	40	FEB. 1/13/11 R.HECK: 90 DAYS FROM OPER ONSET TO MAKE DDPMT. THAT AC IS LOST, PR RQD. 90 DAYS FROM CESSATION TO RESUME OPS, PRODUCE, OR PAY FULL RNTL TO RETAIN AC W/IN UNIT. 12/21/10 PR RQD PT 12/10/11 10/8/11
19886				40.017	40.017	FEB. 1/24/11 SAM: HBP 239894 616132 NEW TRNSMTL PT 12/10/11 10/8/11
19958				0	40	FEB. 1/20/10 RQD REL 1/14/10 RS SAM APP EXP PT 12/10/11 11/12/11 TAX ADJUDICATED LANDS
19999				0	101	FEB. 1/21/11 RS SAM: APP EXP PT 1/14/12
20039		RED RIVER-BULL BAYOU	HA RB SU63,HUCKABAY 31 H 11/06/2008 109-X-53	0	127	FEB. 1/11/11 SRVY PLAT RQD ENCANA 616454 PT 4/8/12
20150				3	3	FEB. 12/29/10 SRVY PLAT RQD QEP ENGY; ORDER 1145-B; HA RA SUF; THORN LK; 615469; SLS 20150 & 17948. JAN. PT 10/14/12
20158				0	30	FEB. 1/21/11 RCD UNOFL PR OF 20.578, RTNG 9.422 AC. 11/1/10 PR RQD PT 10/14/12
20174				0	75	FEB. 12/30/10 SAM: HB 2010 RNTL PMT PT 11/12/12 11/12/09 RENTAL AND BONUS ARE THE SAME
20186		CASPIANA	HA RB SUG;LEGRAND 35-15-12H 05/28/2008 191-H-6	93.552	93.552	FEB. 12/30/10 SAM: HBP, AR PT 11/12/12 VACANT STATE LAND

Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: February 1, 2011 6:30 AM

District Code 3 Lake Charles- North

Get Review Date February 9, 2011

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
20234				21.72	24	FEB. 1/21/11 RS SAM: NOT EXP, PRD BEGAN 6/1/10, WSN 240380 616199, EST. 21.72 PRD AC PT 1/13/13
20256				0	160	FEB. 1/24/11 REL RQD 1/21/11 RS SAM: APP EXP PT 1/13/13 TAX ADJUDICATED LANDS
20274				16.64	16.64	FEB. 1/6/11 SAM: ESTD PRD AC 12/29/10 SRVY PLAT RQD CALLON; ORDER 691-C-11; HA RA SUS SAND; SWAN LAKE; 616380 241192 PRD 9&10/10; SL 20274.
20354				11	11	FEB. 1/6/11 SAM: ESTD PRD AC 12/29/10 SRVY PLAT RQD PETROHAWK 616020;240579 PRDG 5-10/10. SEP. PT 6/9/13
20445				53	56	FEB.1/6/11 2ND REQ SRVY PLAT 615483 HA RA SUU SAM: ESTD PRD AC 12/29/10 2ND REQ SRVY PLAT FROM KCS RESOURCES, INC.; ORDER 361-L-3; HA RA SUU SAND; ELM GROVE; BOSSIER; 615483, SL 20445. JAN. PT 10/13/13

Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: February 1, 2011 6:30 AM

District Code 3S Lake Charles- South
Get Review Date February 9, 2011

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
01466		KROTZ SPRINGS	6580 RA SUA;L VOORHIES C 10/01/1992	130	130	FEB. AR 1/19/11 KAM: HBP KZS SU, 700500; 7800 RA SUA, 033623. CONTINUE AR.
02344		KROTZ SPRINGS	127 43 06/09/1995	12.57	12.57	FEB. AR 1/19/11 KAM: HBP KZS SU, 700500. CONTINUE ON AR
13420		STARKS, WEST	5.403 08/10/2004	1.699	1.699	FEB. AR 1/19/11 KAM: HBP D RA SUA, 610611; WST Y 1 RA SU, 610871. CONTINUE ON AR.
16286		LOCKPORT	4150 RA SUA;SL 16286 337-C-C 01-835	1.288	6.257	FEB. AR 1/14/11 KAM: HBP SN 44607, 5400 RB SUA, RPTG PRD UNDER LUW 001395, PAYING ROYALTIES UNDER 049135. 1/7/10 GJD RQD TPIC CHANGE LUW O/OOC & THEY ADVISED THEY WOULD.
16640		WEST CAMERON BLOCK 19	873.971 04/27/2007	5.969	5.969	FEB. AR 1/14/11 KAM. HBP OCS-G 21531. CONTINUE ON AR. 5 A/POD
18060		MERMENTAU, WEST	76.775 04/26/2006	.85	.85	FEB. AR 1/14/11 KAM: HBP 229984, U BOL M RA SUA, 610243. CONTINUE ON AR.
18287		WEST CAMERON BLOCK 21		160	683.82	FEB. SUGGEST AR 1/20/11 RCD UNOFL PR OF 429.72, RTNG 254.10
18292		WEST CAMERON BLOCK 21	25.851 09/28/2010	104.209	104.209	FEB. SUGGEST AR 1/2011 RELEASE LIST: 10/6/10 RCD OFL PR OF 25.851, RTNG 104.209 EFF 9/28/10
18356		WEST CAMERON BLOCK 21	64.184 09/28/2010	46.666	46.666	FEB. SUGGEST AR 1/2011 REL LIST: 10/6/10 RCD OFL PR OF 64.184, RTNG 46.666 EFF 9/28/10 DD 10/13/10 PT 10/13/09
19067		SABINE LAKE	VUA;SL 19068 04/09/2008	1104.07	1104.07	FEB. AR 1/19/11 KAM: 2 WELLS PRDG 306047 & CURRENTLY DRLG 242409 -OMR TO JIL, SHORELINE & FORZA ACCEPTED 8/4/10 RPT
19068		SABINE LAKE	VUA;SL 19068 04/09/2008	599.38	599.38	FEB. AR 1/19/11 KAM: 2 WELLS PRDG 306047 & CURRENTLY DRLG 242409 -OMR TO JIL, SHORELINE & FORZA ACCEPTED 8/4/10 RPT
19186				0	1517	FEB. 1/11/11 SSSB: RNTL PD 2010-11 PT 12/10/11 (PT 11/9/09 EGA 20041101)
19187				0	62	FEB. 1/11/11 SSSB: RNTL PD 2010-11 PT 12/10/11 (PT 11/9/09 EGA 20041101)
20177				0	224	FEB. 1/11/11 SSSB: RNTL PD 2010-11 PT 11/12/12
20178				0	25	FEB. 1/11/11 SSSB: RNTL PD 2010-11 PT 11/12/12
175				32,374.521	68,381.482	



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

NOMINATION AND TRACT COMMITTEE REPORT

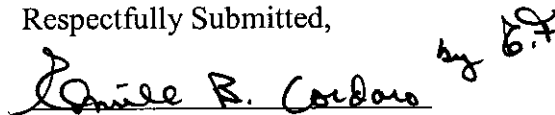
The Nomination and Tract Committee, convened at **9:46 a.m.** on Wednesday, **February 9, 2011** with the following members of the Board in attendance:

Mr. Thomas L. Arnold, Jr. Mr. Emile B. Cordaro Mr. John C. Diez
Mr. Robert D. Harper Mr. Robert M. Morton Mr. Thomas W. Sanders
Mr. W. Paul Segura, Jr. Mr. Darryl D. Smith

The Committee heard the report of Mr. Emile Fontenot, relative to nominations received for the April 13, 2011 Mineral Lease Sale and other matters. Based upon the staff's recommendation, on motion of **Mr. Sanders** duly seconded by **Mr. Arnold**, the Committee voted unanimously to recommend to the Board the granting of 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.

The Committee, on motion of **Mr. Sanders**, seconded by **Mr. Smith**, voted to adjourn at **9:48 a.m.**

Respectfully Submitted,


Emile B. Cordaro
Chairman
Nomination and Tract Committee

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

NOMINATION AND TRACT COMMITTEE

ON MOTION of *Mr. Sanders*, seconded by, *Mr. Arnold*, the following Resolution was offered and adopted:

WHEREAS, Mr. Emile Fontenot presented to the State Mineral and Energy Board 65 tracts that had been nominated for the April 13, 2011 Mineral Lease Sale, and that same are to be advertised pending staff review; now therefore

WHEREAS, after discussion and careful consideration by the State Mineral and Energy Board, a decision has been reached:

NOW, BE IT THEREFORE RESOLVED, that the State Mineral and Energy Board does hereby approve and authorize the advertising of 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 to otherwise approve the Nomination and Tract Report presented by Mr. Heck and Mr. Fontenot.

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 9th day of February 2011, 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.


LOUISIANA STATE MINERAL AND ENERGY BOARD

BOBBY JINDAL
GOVERNOR



SCOTT A. ANGELLE
SECRETARY

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

AUDIT COMMITTEE REPORT

The regular meeting of the Audit Committee of the State Mineral and Energy Board was held on Wednesday, February 9, 2011, following the Nomination and Tract Committee Meeting, in the LaBelle Room, First Floor, LaSalle Building, located at 617 North Third Street, Baton Rouge, Louisiana. Committee Members present were:

Thomas L. Arnold, Jr.
Robert "Michael" Morton
Darryl D. Smith

Emile B. Cordaro
Thomas W. Sanders

John C. "Juba" Diez
W. Paul Segura, Jr.

Chip Kline (sitting in for Garrett Graves, Governor Jindal's designee to the State Mineral & Energy Bd.)
Robert D. Harper (sitting in for DNR Secretary Scott A. Angelle)

Mr. Arnold convened the Committee at 9:48 a.m.

The first matter considered by the Committee was a penalty waiver requested by Stone Energy Corp.

Upon recommendation of the staff and upon motion of Mr. Sanders, seconded by Mr. Cordaro, the Committee voted unanimously to approve 75% penalty waiver of \$103,318.67.

The second matter considered by the Committee was a recoupment requested by Century Exploration New Orleans, Inc.

Upon recommendation of the staff and upon motion of Mr. Sanders, seconded by Mr. Segura, the Committee voted unanimously to approve the recoupment request in the amount of \$36,541.87.

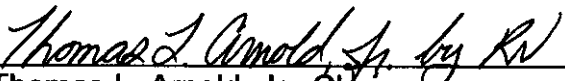
The third matter considered by the Committee was a recoupment requested by Devon Energy Corp.

Upon recommendation of the staff and upon motion of Mr. Sanders, seconded by Mr. Segura, the Committee voted unanimously to approve the recoupment request in the amount of \$475,882.15.

The fourth matter considered by the Committee was the election of the February 2011 Texaco 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.

On motion of Mr. Sanders, seconded by Mr. Segura, the Board voted unanimously to adjourn the Audit Committee at 9:54 a.m.



Thomas L. Arnold, Jr., Chairman
Audit Committee

Refer to State Mineral and Energy Board Meeting Minutes for additional information on actions taken by the Board regarding matters in this report.

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

AUDIT COMMITTEE

ON MOTION of Mr. Sanders, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

WHEREAS, Stone Energy Corp. has made a letter application for reduction of penalties assessed in the amount of \$137,758.22 due to late royalty payments in the Ship Shoal Block 66, State Leases 10830, 19749, and A0312; and

WHEREAS, the Mineral Income Division has verified that the underpayment of royalties was discovered and paid by Stone Energy Corp. and does recommend that a portion of the penalty be waived;

THEREFORE BE IT RESOLVED, that the Board does waive seventy-five percent (75%), which amounts to \$103,318.67 of the total penalty assessed to Stone Energy Corp.

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 9th day of February, 2011, 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.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

AUDIT COMMITTEE

ON MOTION of Mr. Sanders, seconded by Mr. Segura, the following resolution was offered and unanimously adopted:

WHEREAS, Century Exploration New Orleans, Inc. has made a letter application for an adjustment of \$36,541.87 for the Lake Salvador Field, State Lease 19201; and

WHEREAS, this amount was based on Century Exploration New Orleans, Inc. submitting an overpayment of gas royalties based on estimated volumes and values for the period of March 2010 in the Lake Salvador Field; and

WHEREAS, the Mineral Income Division has verified that an overpayment in the amount of \$36,541.87 was made and that the applicant is entitled to a credit adjustment; and

WHEREAS, the State Mineral and Energy Board after reviewing the work of the Mineral Income Division, agrees that the applicant is entitled to an adjustment, does recommend that the State allow Century Exploration New Orleans, Inc. to recoup the \$36,541.87 overpayment.

NOW, BE IT THEREFORE RESOLVED, that the Board does authorize and direct the Mineral Income Director to effectuate the credit adjustment of \$36,541.87 to Century Exploration New Orleans, Inc. on a one-time or lump sum basis or on such terms deemed necessary by the Director, which are legally permissible, and without prejudice to any other rights of the state.

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 9th day of February, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

AUDIT COMMITTEE

ON MOTION of Mr. Sanders, seconded by Mr. Segura, the following resolution was offered and unanimously adopted:

WHEREAS, Devon Energy Corporation has made a letter application for an adjustment of \$475,882.15 for the Main Pass Block 74 and South Pass Block 20 Field, State Leases 13287, 14860, 14861, 15042, 15763, 16676; and

WHEREAS, this amount was based on Devon Energy Corporation submitting an overpayment of oil and gas royalties based on incorrect volumes for the period of October 2003, January 2004, February 2004 and September 2004 in the South Pass Block 20 and Main Pass Block 74 Fields; and

WHEREAS, the Mineral Income Division has verified that an overpayment in the amount of \$475,882.15 was made and that the applicant has now requested repayment in the form of a check because it sold most of its properties in January 2010 and now pays the state a very small amount in royalties each month.

WHEREAS, the State Mineral and Energy Board after reviewing the work of the Mineral Income Division, agrees that the applicant is entitled repayment, does recommend that the State allow Devon Energy Corporation to receive a check in the amount of the \$475,882.15 for the overpayment; and

NOW, BE IT THEREFORE RESOLVED, that the Board does authorize and direct the Mineral Income Director to issue a check in the amount of \$475,882.15 to Devon Energy Corporation on a one-time or lump sum basis or on such terms deemed necessary by the Director, which are legally permissible, and without prejudice to any other rights of the state.

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 9th day of February, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD



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

LEGAL AND TITLE CONTROVERSY COMMITTEE REPORT

The regular meeting of the Legal and Title Controversy Committee of the State Mineral and Energy Board was held on February 9, 2011, following the Audit Committee Meeting, in the LaBelle Room, First Floor, LaSalle Building located at 617 North Third Street, Baton Rouge, Louisiana. Committee Members present were:

Mr. Thomas W. Sanders
Mr. Thomas L. Arnold, Jr.
Mr. W. Paul Segura, Jr.
Mr. Robert "Michael" Morton
Mr. Chip Cline (sitting in for
Garrett Graves, Gov. Jindal's designee)

Mr. Emile B. Cordaro
Mr. Darryl David Smith
Mr. John C. "Juba" Diez
Mr. Robert D. Harper (sitting in for
Secretary Scott A. Angelle)
Mr. Bay Elliott Ingram

The Legal and Title Controversy Committee was called to order by Mr. Sanders at 9:55 a.m.

A request was made by Staff to add the following item to the Legal & Title Controversy Committee Agenda:

A discussion in executive session of the matter entitled: **Gulf Production Company, Inc. vs. Hoover Oilfield Supply, Inc. and Polyflow Inc.**, United States District Court, Eastern District of Louisiana, Civil Action No. 08-5016 "B" (4), consolidated with 09-104 and 09-2779.

Upon recommendation of the staff, no objections or comments made from the public, and upon motion of Mr. Segura, seconded by Mr. Arnold, the Committee voted unanimously to recommend that the State Mineral and Energy Board add this item to the Legal & Title Controversy Committee Agenda as Item No. 10 which will be referenced as the tenth matter in this report.

The first matter considered by the Committee was a request by Staff to rescind the rejection of the bid by Carla Petroleum, Inc. at the January 12, 2011, mineral lease sale for insufficient consideration on Tract 41787, consisting of 72 acres located in the parishes of East Feliciana and St. Helena, and awarding of the lease on said tract to Carla Petroleum, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to recommend that the Louisiana State Mineral and Energy Board rescind the rejection of Carla Petroleum, Inc.'s bid and award the lease to Carla Petroleum, Inc. on Tract 41787. No comments were made by the public.

The second matter considered by the Committee was a request for final approval of a Royalty Sharing Agreement by and between the State Mineral and Energy Board, the Long-O'Brien Heirs and the Howell Heirs, whereas said parties do hereby agree on the payment of royalties on production attributable to the MIO RA SUA, affecting State Lease No. 19354, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-03.

Upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to recommend that the Louisiana State Mineral and Energy Board grant final approval of the Royalty Sharing Agreement by and between the State Mineral and Energy Board, the Long-O'Brien Heirs and the Howell Heirs on the docket as Item No. 11-03. No comments were made by the public.

The third matter considered by the Committee was a request for final approval of a Settlement and Release Agreement by and between the State of Louisiana, acting through its agency, The State Mineral and Energy Board and The Louisiana Land and Exploration Company, whereas said parties agree to settle audit claims, affecting State Lease Nos. 188, 199, 301, 1021, 1249, 2986, 3278, 3722, 3723, 15110, 15836 and 16529, Lafourche and Terrebonne Parishes, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-04.

Upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to recommend that the Louisiana State Mineral and Energy Board grant final approval of the Settlement and Release Agreement by and between the State of Louisiana, acting through its agency, The State Mineral and Energy Board and The Louisiana Land and Exploration Company on the docket as Item No. 11-04. No comments were made by the public.

The fourth matter considered by the Committee was a request for final approval of a Division Order and Agreement by and between the State of Louisiana, acting through its agency, The Louisiana State Mineral and Energy Board, White Oak Operating Company, LLC, Manti Exploration Operating LLC and "Disputed Landowners" listed on "Exhibit A" attached to the agreement, whereas said parties agree to the allocations of production of the acreage of the K RA SUA unit in Drakes Bay Field, affecting State Lease Nos. 19250 and 19550, Plaquemines and Terrebonne Parishes, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-05.

Upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to recommend that the Louisiana State Mineral and Energy Board grant final approval of the Division Order and Agreement by and between the State of Louisiana, acting through its agency, The Louisiana State Mineral and Energy Board, White Oak Operating Company, LLC, Manti Exploration Operating LLC and "Disputed Landowners" on the docket as Item No. 11-05. No comments were made by the public.

The fifth matter considered by the Committee was a request for final approval of a Lease Amendment presented by and between the State Mineral and Energy Board and Black Elk Energy Offshore Operations, LLC, whereas said parties desire to amend the Lease to include a Force Majeure Provision and other required clauses, affecting State Lease No. 4238, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-06.

Upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to recommend that the Louisiana State Mineral and Energy Board grant final approval of the Lease Amendment presented by and between the State Mineral and Energy Board and Black Elk Energy Offshore Operations, LLC on the docket as Item No. 11-06. No comments were made by the public.

The sixth matter considered by the Committee was a request by Staff for Board agreement, in principle, to amend the Agreement with McMoRan Oil & Gas, LLC covering Mound Point and Lighthouse Point selections of State Lease No. 340 to extend the term of the said Agreement by five additional years from February 13, 2012, under the following terms and conditions:

- a. McMoRan would pay the State the sum of \$3,875,500.00 on or before February 13, 2011, amounting to \$125.00 per acre for 31,004 acres, would not drop any acreage from the 31,004 acres prior to February 13, 2012, and, unless a portion of said acreage becomes productive prior to February 13, 2012 which would lessen the acreage on which the per acre price is to be paid, a like amount paid to the State on or before February 13, 2012 which would maintain the agreement in force until February 13, 2013. McMoRan may then drop acreage from the non-productive acreage of the agreement after February 13, 2012 and before February 13, 2013;
- b. On or before February 13, 2013, McMoRan may maintain the agreement in force on any non-productive acreage it has not dropped by paying \$150.00 per acre for the remaining non-productive acreage, would not drop any non-productive acreage prior to February 13, 2014, and, unless a portion of the acreage becomes productive prior to February 13, 2014 which would lessen the acreage on which the per acre price is to be paid, a like amount paid to the State on or before February 13, 2014 which would maintain the Agreement in force until February 13, 2015. McMoRan may then drop acreage from the non-productive acreage of the agreement after February 13, 2014 and before February 13, 2015;
- c. If there is any non-productive acreage remaining, on or before February 13, 2015, McMoRan may maintain the Agreement in force on said acreage by paying \$175.00 per acre on the remaining non-productive acreage, would not drop any remaining non-productive acreage prior to February 13, 2016, and, unless a portion of the acreage becomes productive prior to February 13, 2016 which would lessen the acreage on which the per acre price is to be

paid, a like amount paid to the State on or before February 13, 2016 which would maintain the Agreement in force until February 13, 2017; and

- d. Effective date of the amendment would be February 13, 2011.

Upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to recommend that the Louisiana State Mineral and Energy Board agree, in principle, to amend the Agreement with McMoRan Oil & Gas, LLC covering Mound Point and Lighthouse Point selections of State Lease No. 340 to extend the term of the said Agreement by five additional years from February 13, 2012, under the terms and conditions stated. No comments were made by the public.

The seventh matter considered by the Committee was a request by Staff for the waiver of all or a portion of the liquidated damage assessment incurred by Matador Energy, LLC, West Delta 25 1&3 Joint Venture, and West Delta 25/50 Joint Venture levied on the late release of State Lease No. 10090 in the amount of \$21,300.00, Plaquemines Parish.

Upon motion of Mr. Segura, seconded by Mr. Smith, the Committee voted unanimously to recommend that the Louisiana State Mineral and Energy Board grant a complete waiver to Matador Energy, LLC, West Delta 25 1&3 Joint Venture, and West Delta 25/50 Joint Venture levied on the late release of State Lease No. 10090 in the amount of \$21,300.00, Plaquemines Parish. No comments were made by the public.

The eighth matter considered by the Committee was a request by Matador Resources Company to be allowed to place royalty revenues attributable to portions of the bed and bottom of the Red River in title controversy within producing units in the Haynesville Shale area covered by State Agency Lease No. 18820 into the Registry of the Court, retroactive to the date of first production of unit wells until title is resolved in the litigation entitled: Stroud Petroleum, Inc. vs. Pintail Properties, LLC, et al, Docket No. 34865, Red River Parish.

Upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to recommend that the Louisiana State Mineral and Energy Board allow Matador Resources Company to place royalty at issue attributable to all land at title issue in the Registry of the Court pending resolution of the title issue. No comments were made by the public.

The ninth matter considered by the Committee was a presentation by Encana Oil & Gas (USA) Inc. wherein they requested support from the Louisiana State Mineral and Energy Board to drill long laterals crossing unit lines in the Haynesville Zone units in Woodardville Field, being HA RA SU55, HA RA SU57 and HA RA SU64, Red River Parish.

Upon motion of Mr. Ingram, seconded by Mr. Arnold, with Mr. Segura opposing, the Committee voted to recommend that the Louisiana State Mineral and Energy Board table this matter for thirty (30) days. No comments were made by the public.

Upon motion of Mr. Arnold, seconded by Mr. Segura, the Legal and Title Controversy Committee recessed at 11:06 a.m. to convene the State Mineral and Energy Board Meeting.

Upon motion of Mr. Arnold, seconded by Mr. Diez, the Legal and Title Controversy Committee reconvened at 11:10 a.m.

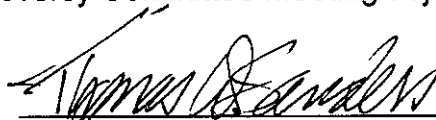
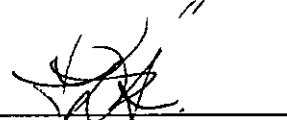
Upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee went into Executive Session at 11:11 a.m.

Upon motion of Mr. Arnold, seconded by Mr. Smith, the Legal and Title Controversy Committee returned to open session at 11:22 a.m.

The tenth matter considered by the Committee was a discussion in executive session of the litigation entitled: **Gulf Production Company, Inc. vs. Hoover Oilfield Supply, Inc. and Polyflow Inc.**, United States District Court, Eastern District of Louisiana, Civil Action No. 08-5016 "B" (4), consolidated with 09-104 and 09-2779.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to grant the Attorney General's office discriminatory authority to negotiate a settlement and broad discretion to make legal decisions in this matter.

The Legal and Title Controversy Committee meeting adjourned at 11:26 a.m.



Mr. Thomas W. Sanders, Chairman
Legal and Title Controversy Committee
Louisiana State Mineral and Energy Board

Refer to the State Mineral and Energy Board Meeting Minutes for additional information on actions taken by the Board regarding matters listed in this Report.

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

ON MOTION of Mr. Arnold, seconded by Mr. Segura, the following resolution was offered and unanimously adopted:

WHEREAS, a request was made by Staff to rescind the rejection of the bid by Carla Petroleum, Inc. at the January 12, 2011 mineral lease sale for insufficient consideration on Tract 41787, consisting of 72 acres located in the parishes of East Feliciana and St. Helena, and awarding of the lease on said tract to Carla Petroleum, Inc.;

WHEREAS, after discussion and careful consideration by the State Mineral and Energy Board, a decision has been reached:

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board rescind the rejection of Carla Petroleum, Inc.'s bid and award the lease to Carla Petroleum, Inc. on Tract 41787.

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 9th day of February, 2011, 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.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

ON MOTION of Mr. Arnold, seconded by Mr. Segura, the following resolution was offered and unanimously adopted:

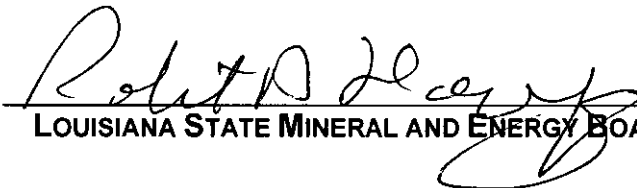
WHEREAS, a request was made for final approval of a Royalty Sharing Agreement by and between the State Mineral and Energy Board, the Long-O'Brien Heirs and the Howell Heirs, whereas said parties do hereby agree on the payment of royalties on production attributable to the MIO RA SUA, affecting State Lease No. 19354, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-03;

WHEREAS, after discussion and careful consideration by the State Mineral and Energy Board, a decision has been reached:

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant final approval of the Royalty Sharing Agreement by and between the State Mineral and Energy Board, the Long-O'Brien Heirs and the Howell Heirs on the docket as Item No. 11-03.

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 9th day of February, 2011, 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.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

ON MOTION of Mr. Arnold, seconded by Mr. Segura, the following resolution was offered and unanimously adopted:

WHEREAS, a request was made for final approval of a Settlement and Release Agreement by and between the State of Louisiana, acting through its agency, The State Mineral and Energy Board and The Louisiana Land and Exploration Company, whereas said parties agree to settle audit claims, affecting State Lease Nos. 188, 199, 301, 1021, 1249, 2986, 3278, 3722, 3723, 15110, 15836 and 16529, Lafourche and Terrebonne Parishes, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-04;

WHEREAS, after discussion and careful consideration by the State Mineral and Energy Board, a decision has been reached:

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant final approval of the Settlement and Release Agreement by and between the State of Louisiana, acting through its agency, The State Mineral and Energy Board and The Louisiana Land and Exploration Company on the docket as Item No. 11-04.

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 9th day of February, 2011, 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.

LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

ON MOTION of Mr. Arnold, seconded by Mr. Segura, the following resolution was offered and unanimously adopted:

WHEREAS, a request was made for final approval of a Division Order and Agreement by and between the State of Louisiana, acting through its agency, The Louisiana State Mineral and Energy Board, White Oak Operating Company, LLC, Manti Exploration Operating LLC and "Disputed Landowners" listed on "Exhibit A" attached to the agreement, whereas said parties agree to the allocations of production of the acreage of the K RA SUA unit in Drakes Bay Field, affecting State Lease Nos. 19250 and 19550, Plaquemines and Terrebonne Parishes, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-05;

WHEREAS, after discussion and careful consideration by the State Mineral and Energy Board, a decision has been reached:

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant final approval of the Division Order and Agreement by and between the State of Louisiana, acting through its agency, The Louisiana State Mineral and Energy Board, White Oak Operating Company, LLC, Manti Exploration Operating LLC and "Disputed Landowners" on the docket as Item No. 11-05.

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 9th day of February, 2011, 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.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

ON MOTION of Mr. Arnold, seconded by Mr. Segura, the following resolution was offered and unanimously adopted:


WHEREAS, a request was made for final approval of a Lease Amendment presented by and between the State Mineral and Energy Board and Black Elk Energy Offshore Operations, LLC, whereas said parties desire to amend the Lease to include a Force Majeure Provision and other required clauses, affecting State Lease No. 4238, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-06;

WHEREAS, after discussion and careful consideration by the State Mineral and Energy Board, a decision has been reached:

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant final approval of the Lease Amendment presented by and between the State Mineral and Energy Board and Black Elk Energy Offshore Operations, LLC on the docket as Item No. 11-06.

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 9th day of February, 2011, 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.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

ON MOTION of Mr. Arnold, seconded by Mr. Segura, the following resolution was offered and unanimously adopted.

WHEREAS, a request was made by Staff for Board agreement, in principle, to amend the Agreement with McMoRan Oil & Gas, LLC covering Mound Point and Lighthouse Point selections of State Lease No. 340 to extend the term of the said Agreement by five additional years from February 13, 2012, under the following terms and conditions:

- a. McMoRan would pay the State the sum of \$3,875,500.00 on or before February 13, 2011, amounting to \$125.00 per acre for 31,004 acres, would not drop any acreage from the 31,004 acres prior to February 13, 2012, and, unless a portion of said acreage becomes productive prior to February 13, 2012 which would lessen the acreage on which the per acre price is to be paid, a like amount paid to the State on or before February 13, 2012 which would maintain the agreement in force until February 13, 2013. McMoRan may then drop acreage from the non-productive acreage of the agreement after February 13, 2012 and before February 13, 2013;
- b. On or before February 13, 2013, McMoRan may maintain the agreement in force on any non-productive acreage it has not dropped by paying \$150.00 per acre for the remaining non-productive acreage, would not drop any non-productive acreage prior to February 13, 2014, and, unless a portion of the acreage becomes productive prior to February 13, 2014 which would lessen the acreage on which the per acre price is to be paid, a like amount paid to the State on or before February 13, 2014 which would maintain the Agreement in force until February 13, 2015. McMoRan may then drop acreage from the non-productive acreage of the agreement after February 13, 2014 and before February 13, 2015;
- c. If there is any non-productive acreage remaining, on or before February 13, 2015, McMoRan may maintain the Agreement in force on said acreage by paying \$175.00 per acre on the remaining non-productive acreage, would not drop any remaining non-productive acreage prior to February 13, 2016, and, unless a portion of the acreage becomes productive prior to February 13, 2016 which would lessen the acreage on which the per acre price is to be paid, a like amount paid to the State on or before February 13, 2016 which would maintain the Agreement in force until February 13, 2017; and
- d. Effective date of the amendment would be February 13, 2011.

WHEREAS, after discussion and careful consideration by the State Mineral and Energy Board, a decision has been reached:

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board agree, in principle, to amend the Agreement with McMoRan Oil & Gas, LLC covering Mound Point and Lighthouse Point selections of State Lease No. 340 to extend the term of the said Agreement by five additional years from February 13, 2012, under the terms and conditions stated.

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 9th day of February, 2011, 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.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

ON MOTION of Mr. Segura, seconded by Mr. Smith, the following resolution was offered and unanimously adopted:

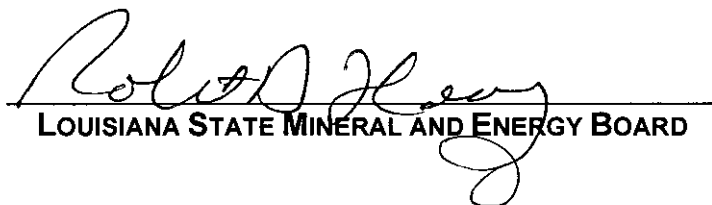
WHEREAS, a request was made by Staff for the waiver of all or a portion of the liquidated damage assessment incurred by Matador Energy, LLC, West Delta 25 1&3 Joint Venture, and West Delta 25/50 Joint Venture levied on the late release of State Lease No. 10090 in the amount of \$21,300.00, Plaquemines Parish;

WHEREAS, after discussion and careful consideration by the State Mineral and Energy Board, there being no evidence that the late release impaired the ability of the State to lease the acreage again, and other criteria having been met, a decision has been reached:

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant a complete waiver to Matador Energy, LLC, West Delta 25 1&3 Joint Venture, and West Delta 25/50 Joint Venture levied on the late release of State Lease No. 10090 in the amount of \$21,300.00, Plaquemines Parish.

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 9th day of February, 2011, 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.


LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

ON MOTION of Mr. Arnold, seconded by Mr. Segura, the following resolution was offered and unanimously adopted:

WHEREAS, a request was made by Matador Resources Company to be allowed to place royalty revenues attributable to portions of the bed and bottom of the Red River in title controversy within producing units in the Haynesville Shale area covered by State Agency Lease No. 18820 into the Registry of the Court, retroactive to the date of first production of unit wells until title is resolved in the litigation entitled: Stroud Petroleum, Inc. vs. Pintail Properties, LLC, et al, Docket No. 34865, Red River Parish;

WHEREAS, after discussion and careful consideration by the State Mineral and Energy Board, a decision has been reached:

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board allow Matador Resources Company to place royalty at issue attributable to all land at title issue in the Registry of the Court pending resolution of the title issue.

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 9th day of February, 2011, 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.


LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

ON MOTION of Mr. Ingram, seconded by Mr. Arnold, with Mr. Segura opposing, the following resolution was offered and adopted:


WHEREAS, a presentation was made by Encana Oil & Gas (USA) Inc. wherein they requested support from the Louisiana State Mineral and Energy Board to drill long laterals crossing unit lines in the Haynesville Zone units in Woodardville Field, being HA RA SU55, HA RA SU57 and HA RA SU64, Red River Parish;

WHEREAS, after discussion and careful consideration by the State Mineral and Energy Board, a decision has been reached:

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board table this matter for thirty (30) days.

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 9th day of February, 2011, 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.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

ON MOTION of Mr. Arnold, seconded by Mr. Segura, the following resolution was offered and unanimously adopted:

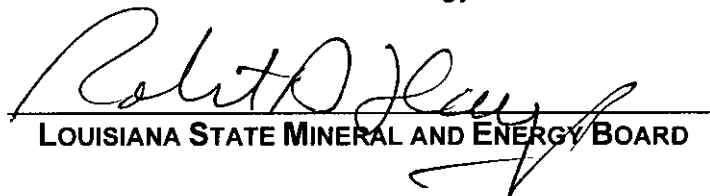
WHEREAS, a discussion was held in executive session of the litigation entitled: Gulf Production Company, Inc. vs. Hoover Oilfield Supply, Inc. and Polyflow Inc., United States District Court, Eastern District of Louisiana, Civil Action No. 08-5016 "B" (4), consolidated with 09-104 and 09-2779;

WHEREAS, after discussion and careful consideration by the State Mineral and Energy Board, a decision has been reached:

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant the Attorney General's office discriminatory authority to negotiate a settlement and broad discretion to make legal decisions in this matter.

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 9th day of February, 2011, 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.


LOUISIANA STATE MINERAL AND ENERGY BOARD

BOBBY JINDAL
GOVERNOR



SCOTT A. ANGELLE
SECRETARY

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

DOCKET REVIEW COMMITTEE REPORT

The Docket Review Committee convened at 10:25 a.m. on Wednesday, February 9, 2011. Board Members present were Mr. Robert D. Harper, sitting in for DNR Secretary Scott A. Angelle, Mr. John C. "Juba" Diez, Mr. Thomas W. Sanders, Mr. Thomas L. Arnold, Jr., Mr. Emile Cordaro, Mr. Darryl D. Smith, Mr. W. Paul Segura, Jr., Mr. Bay E. Ingram and Mr. Robert "Michael" Morton.

The Committee made the following recommendations:

Approve all Assignments on pages 2 through 9;

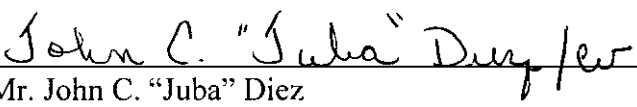
Approve the following items: Docket Item No. 11-02 on page 10.

Approve the following items upon recommendation of the Legal and Title Controversy Committee: Docket Item Nos. 11-03, 11-04, 11-05 and 11-06 on pages 10 and 11.

Upon Motion of Mr. Arnold, seconded by Mr. Segura, the committee voted unanimously to accept the staff's recommendations.

There being no further business to come before the committee, upon motion of Mr. Segura, and seconded by Mr. Sanders, the committee voted unanimously to adjourn the meeting at 10:27 a.m.

Respectfully submitted,



Mr. John C. "Juba" Diez
Chairman
Docket Review Committee

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 1 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from Cypress Energy Corporation to Gulf Explorer, LLC, of all of Assignor's right, title and interest in and to State Lease No 20437, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Gulf 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;

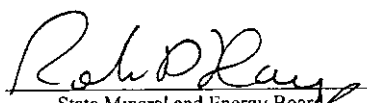
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 2 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from Paramount Energy, Inc to Chesapeake Louisiana, L.P., of all of Assignor's right, title and interest in and to State Lease No. 20442, Sabine Parish, Louisiana, with further particulars being stipulated in the instrument.

Chesapeake Louisiana, 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,

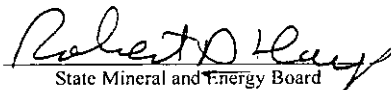
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 3 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from The Whitney Corporation and Robert L. Kreidler and Frances A. Kreidler, husband and wife, to Encana Oil & Gas (USA) Inc., of all of Assignor's right, title and interest in and to Operating Agreement "A0158", Red River Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** Operating Agreement "A0158" is situated within the geographical confines of the HA RA SUF, with further particulars being stipulated in the instrument.

Weiser Brown Operating Company 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.

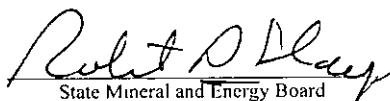
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 4 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from Century Exploration New Orleans, Inc. to Champion Exploration, LLC, an undivided 95.2777% leasehold interest in and to State Lease No. 19391, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Century Exploration New Orleans, Inc. 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,

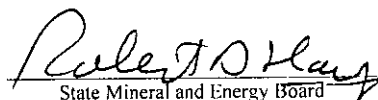
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 5 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from Synergy Oil & Gas, LP to Whittier Energy Company, of all of Assignor's right, title and interest in and to State Lease Nos. 15346, 15350 and 15354, St. Landry Parish, Louisiana, with further particulars being stipulated in the instrument

Whittier Energy Company 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;

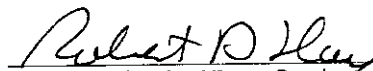
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 6 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from Fleetwood Resources, Inc. to Continental Resources, Inc., of all of Assignor's right, title and interest in and to State Lease No. 20452, Iberia and Vermilion Parishes, Louisiana, with further particulars being stipulated in the instrument

Continental Resources, Inc. 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.

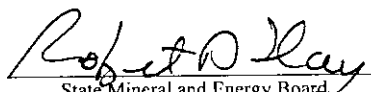
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 7 from the February 9, 2011 Meeting be approved, said instrument being a Merger whereby Rimco Production Company is merging with and into Whittier Energy Company, under the name of Whittier Energy Company, affecting State Lease Nos. 4080, 4183, 12725, 12848, 13465, 18593, 19098 and 19109, Calcasieu and Cameron 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;

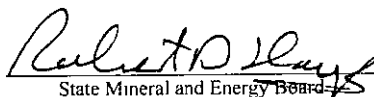
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 8 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from Exxon Mobil Corporation to Energy XXI GOM, LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 797, 799, 800, 14031, 18737, 18738, 19428, 19429, 19681, 19682, 19683, 19684, 19685, 19707, 19708, 19709 and 19710, Jefferson and Plaquemines Parishes, Louisiana, with further particulars being stipulated in the instrument.

Energy XXI GOM, 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,

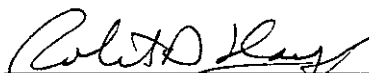
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 9 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from Consolidated Reserves Company, L.C to CRCOne, LLC, of all of Assignor's right, title and interest in and to State Lease Nos 560, 15276 and Operating Agreement "A0235", St James Parish, Louisiana, **LIMITED TO** the area covered and affected by the leases situated within the geographic boundaries of the 910.744 acre Andries Sand, Reservoir A Sand Unit A, **AND FURTHER LIMITED** from the surface of the earth to the base of the Andries Sand defined to be the stratigraphic equivalent of the sand encountered between electric log depths of 11,696' and 11,756' in the Linder Oil Company, A Partnership-J.A Zeringue, et al No 1 Well, with further particulars being stipulated in the instrument

CRCOne, 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 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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 10 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from CRCon, LLC, of an undivided interest to the following in the proportions set out below:

Destin Resources LLC	50%
Reserves Management, L C	50%

in and to State Lease Nos. 560, 15276 and Operating Agreement "A0235", St James Parish, Louisiana, LIMITED TO the area covered and affected by the leases situated within the geographic boundaries of the 910 744 acre Andries Sand, Reservoir A Sand Unit A, AND FURTHER LIMITED from the surface of the earth to the base of the Andries Sand defined to be the stratigraphic equivalent of the sand encountered between electric log depths of 11,696' and 11,756' in the Linder Oil Company, A Partnership-J.A. Zeringue, et al No 1 Well, with further particulars being stipulated in the instrument.

Destin Resources 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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from Edwin L. Cox, of all of Assignor's right, title and interest to the following in the proportions set out below:

Eland Energy, Inc.	1/12 th
Conquest Petroleum Incorporated	11/12ths

in and to State Lease Nos. 2178, 2179 and 2225, Madison and Richland Parishes, Louisiana, **INSOFAR AND ONLY INSOFAR AS TO** depths below the top of the Massive Anhydrite of the Delhi Unit, **AND** an Assignment from Edwin L. Cox to Conquest Petroleum Incorporated, of all of Assignor's right, title and interest in and to State Lease Nos. 2178, 2179 and 2225, Madison and Richland Parishes, **AS TO ALL OTHER DEPTHS**, with further particulars being stipulated in the instrument.

Eland Energy, Inc. 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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from Oil Land Services, Inc to Hilcorp Energy I, L.P., of all of Assignor's right, title and interest in and to State Lease No. 20459, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

Hilcorp 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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 13 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from TriDimension Energy, L.P. and Axis Onshore, L.P. to SR Acquisition I, LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 1461, 1462, 14617, 19849, 19850, 19851, 19852, 19853, 19855, 19856, 19857, 19858, 19860, 19861 and 19925, Catahoula, Concordia and LaSalle Parishes, Louisiana, with further particulars being stipulated in the instrument.

SR Acquisition I, 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 the 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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 14 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from Flagstone 1992, L P to COG-EPCO 1992 Limited Partnership, of all of Assignor's right, title and interest in and to State Lease No 19972, East and West Baton Rouge Parishes, Louisiana, with further particulars being stipulated in the instrument.

COG-EPCO 1992 Limited Partnership 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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 15 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from Vada Energy, LLC to RAM Oil & Gas, LLC, of all of Assignor's right, title and interest in and to State Lease No. 3557, Catahoula Parish, Louisiana, with further particulars being stipulated in the instrument.

RAM Oil & Gas, 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,

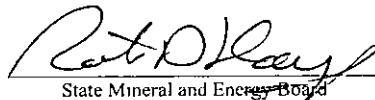
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 16 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from BH Petroleum, Inc. to Encana Oil & Gas (USA) Inc., of all of Assignor's right, title and interest in and to State Lease No. 19765, Bossier, Caddo and Red River Parishes, Louisiana, with further particulars being stipulated in the instrument

Encana Oil & Gas (USA) Inc. 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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 17 from the February 9, 2011 Meeting be approved, said instrument being an Assignment from BH Petroleum, Inc. to Encana Oil & Gas (USA) Inc., of all of Assignor's right, title and interest in and to State Lease No. 19769, Bossier, Caddo and Red River Parishes, Louisiana, with further particulars being stipulated in the instrument

Encana Oil & Gas (USA) Inc. 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, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he 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 9th day of February, 2011, 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


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

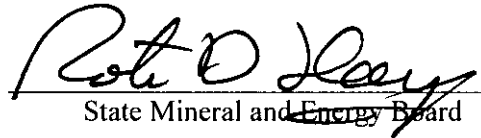
On motion of Mr. Arnold, seconded by Mr. Segura, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11-02 from the February 9, 2011, Meeting be approved, said instrument being a Unitization Agreement presented by Forest Oil Corporation, to create a 294.91 acre unit, identified as the “**Forest Oil Corporation- Garden Island Bay Field VUA**”, with 171.00 acres being attributable to State Lease No. 19742 and 123.91 acres being attributable to State Lease No. 19743, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he is hereby authorized to reflect the approval of the instrument by signing said instrument for the Board.

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 9th day of February, 2011 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.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

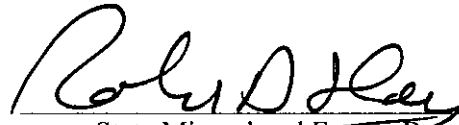
On motion of Mr. Arnold, seconded by Mr. Segura, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11-03 from the February 9, 2011, Meeting be approved, said instrument being a Royalty Sharing Agreement by and between the State Mineral Board, the Long-O'Brien Heirs and the Howell Heirs, whereas said parties do hereby agree on the payment of royalties on production attributable to the MIO RA SUA, affecting State Lease No. 19354, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he is hereby authorized to reflect the approval of the instrument by signing said instrument for the Board.

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 9th day of February, 2011 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.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

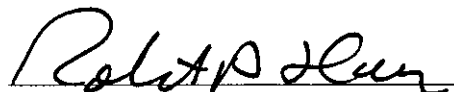
On motion of Mr. Arnold, seconded by Mr. Segura, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11-04 from the February 9, 2011, Meeting be approved subject to the approval of the Governor of Louisiana, said instrument being a Settlement and Release Agreement by and between the State of Louisiana, acting through its agency, The State Mineral and Energy Board and The Louisiana Land and Exploration Company, whereas said parties agree to settle audit claims, affecting State Lease Nos. 188, 199, 301, 1021, 1249, 2986, 3278, 3722, 3723, 15110, 15836 and 16529, Lafourche and Terrebonne Parishes, Louisiana, with further particulars being stipulated in the instrument.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he is hereby authorized to reflect the approval of the instrument by signing said instrument for the Board.

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 9th day of February, 2011 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.



State Mineral and Energy Board

Approved as per Executive Order BJ 2008-10
Bobby Jindal, Governor

By: _____


Scott A. Angelle
Chairman, State Mineral Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

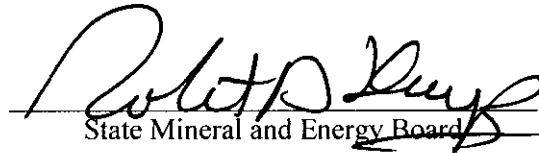
On motion of Mr. Arnold, seconded by Mr. Segura, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11-05 from the February 9, 2011, Meeting be approved, said instrument being a Division Order and Agreement by and between the State of Louisiana, acting through its agency, The Louisiana State Mineral and Energy Board, White Oak Operating Company, LLC, Manti Exploration Operating LLC and "Disputed Landowners" listed on "Exhibit A" attached hereto, whereas said parties agree to the allocations of production of the acreage of the K RA SUA unit in Drakes Bay Field, affecting State Lease Nos. 19250 and 19950, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he is hereby authorized to reflect the approval of the instrument by signing said instrument for the Board.

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 9th day of February, 2011 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.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

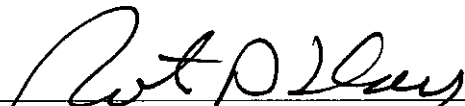
On motion of Mr. Arnold, seconded by Mr. Segura, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11-06 from the February 9, 2011, Meeting be approved, said instrument being a Lease Amendment presented by and between the State Mineral and Energy Board and Black Elk Energy Offshore Operations, LLC, whereas said parties desire to amend the Lease to include a Force Majeure Provision and other required clauses, affecting State Lease No. 4238, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument.

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he is hereby authorized to reflect the approval of the instrument by signing said instrument for the Board.

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 9th day of February, 2011 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.



State Mineral and Energy Board