

MINUTES

STATE MINERAL AND ENERGY BOARD

REGULAR MEETING AND LEASE SALE

JUNE 11, 2014

STATE MINERAL AND ENERGY BOARD
REGULAR MEETING AND LEASE SALE MINUTES
JUNE 11, 2014

A Regular Meeting and Lease Sale of the State Mineral and Energy Board was held on Wednesday, June 11, 2014, beginning at 11:07 a.m. in the LaBelle Room, First Floor, LaSalle Office Building, Baton Rouge, Louisiana, subject to the call of the Governor and Ex-Officio Chairman.

Mr. W. Paul Segura, Jr., Chairman, called the meeting to order. He then requested Ms. Stacey Talley, Deputy Assistant Secretary, to call the roll for the purpose of establishing a quorum.

W. Paul Segura, Jr., Chairman
Emile B. Cordaro
Stephen Chustz, DNR Secretary
Thomas W. Sanders
Darryl D. Smith
Dan R. Brouillette
Robert "Michael" Morton
Theodore M. "Ted" Haik, Jr.
Louis J. Lambert
Chip Kline (Governor Jindal's designee to the Board)

The following member of the Board was recorded as absent:
Thomas L. Arnold, Jr., Vice-Chairman

Ms. Talley 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
Rachel Newman, Director-Mineral Income Division
Frederick Heck, Director-Petroleum Lands Division
Emile Fontenot, Assistant Director-Petroleum Lands Division
James Devitt, Deputy General Counsel-Department of Natural Resources
Ryan Seidemann, Assistant Attorney General
Jackson Logan, Assistant Attorney General

Upon motion of Mr. Sanders, seconded by Mr. Morton, and unanimously adopted by the Board, the Board recessed the regular meeting to continue the Committee Meetings at 11:07 a.m.

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Upon motion of Mr. Sanders, seconded by Mr. Chustz, and unanimously adopted by the Board, the Board reconvened the regular meeting at 11:18 a.m.

The Chairman stated that the first order of business was the approval of the May 14, 2014 Minutes. A motion was made by Mr. Chustz to adopt the Minutes as submitted and to waive reading of same. His motion was seconded by Mr. Haik 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. Sanders, seconded by Mr. Haik, 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
Legal & Title Controversy Committee
Docket Review Committee

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

At this time, the Chairman announced that the Board would recess its regular meeting at 11:21 a.m. to 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. Sanders, seconded by Mr. Kline, 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. Chustz, seconded by Mr. Kline, and unanimously adopted by the Board, the Board reconvened in open session at 11:29 p.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.)

Mr. Vaughn stated that the bids received for Tract 43938 were multiple acceptable bids with an apparent overlap, and as a result, the staff recommends accepting the bid by Helis Oil and Gas Company. As to the bid by Caddo Management, Inc., after finalizing the property descriptions, staff recommends that Caddo Management, Inc. be granted an option to take the remaining property of its bid minus any property bid by Helis Oil and Gas Company at Caddo Management Inc. bid price.

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Mr. Vaughn also stated that there were two bids on Tract 43944, and staff recommends accepting the bid by JIL Exploration, Inc. on the entire tract.

Mr. Vaughn further stated that staff recommended that the bids received on the remaining tracts be accepted.

Upon motion by Mr. Sanders, seconded by Mr. Brouillette, the Board unanimously voted to reject the bids submitted by Caddo Management, Inc. on Tract 43938 and by Krewe Energy, LLC for Tract 43944, and to accept all other bids and award leases on the remaining tracts.

Upon motion of Mr. Sanders, seconded by Mr. Brouillette, the Board voted unanimously to award a lease on a portion of Tract 43930, said portion being 134.000 acres, more particularly described in said bid and outlined on accompanying plat, to SR ACQUISITION I, LLC.

Upon motion of Mr. Sanders, seconded by Mr. Brouillette, the Board voted unanimously to award a lease on a portion of Tract 43934, said portion being 95.470 acres, more particularly described in said bid and outlined on accompanying plat, to PENNINGTON OIL & GAS INTERESTS, L.L.C.

Upon motion of Mr. Sanders, seconded by Mr. Brouillette, the Board voted unanimously to award a lease on a portion of Tract 43938, said portion being 912.000 acres, more particularly described in said bid and outlined on accompanying plat, to HELIS OIL & GAS COMPANY, L.L.C.

Upon motion of Mr. Sanders, seconded by Mr. Brouillette, the Board voted unanimously to award a lease on Tract 43944 to JIL EXPLORATION, INC.

Upon motion of Mr. Sanders, seconded by Mr. Brouillette, the Board voted unanimously to award a lease on Tract 43948 to ALLEN & KIRMSE, LTD.

Upon motion of Mr. Sanders, seconded by Mr. Brouillette, the Board voted unanimously to award a lease on Tract 43949 to HILCORP ENERGY I, L.P.

Upon motion of Mr. Sanders, seconded by Mr. Brouillette, the Board voted unanimously to award a lease on Tract 43950 to LOUISIANA ONSHORE PROPERTIES LLC.

Upon motion of Mr. Sanders, seconded by Mr. Brouillette, the Board voted unanimously to award a lease on Tract 43951 to LOUISIANA ONSHORE PROPERTIES LLC.

Upon motion of Mr. Sanders, seconded by Mr. Brouillette, the Board voted unanimously to award a lease on Tract 43957 to ENERGY RESOURCE TECHNOLOGY GOM, LLC.

Upon motion of Mr. Sanders, seconded by Mr. Brouillette, the Board voted unanimously to award a lease on a portion of Tract 43972, said portion being 1.709 acres, more particularly described in said bid and outlined on accompanying plat, to RADIANT ACQUISITIONS 1, L.L.C.

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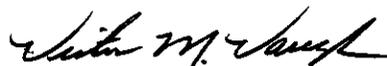
This concluded the awarding of the leases.

The following announcements were then made:

Ms. Talley stated that "the total for today's Lease Sale is \$113,394.10, bringing the fiscal year-to-date total to over \$18.3 million." Ms. Talley asked the audience to notify OMR if they plan attend the new proposed lease form meeting on June 25th since there will only be appropriate handouts for those that have notified OMR that they will attend the meeting.

The Chairman then stated there being no further business to come before the Board, upon motion of Mr. Sanders, seconded by Mr. Kline, the meeting was adjourned at 12:11 p.m.

Respectfully submitted,



Victor M. Vaughn
Executive Officer
State Mineral and Energy Board

MICHAEL G FANNING
OLDEN C. TOUPS, JR

ROBERT W GRANT
BRAD J GEGENHEIMER
GLENN D. PRICE, JR

GRANT & BARROW
A PROFESSIONAL LAW CORPORATION
238 HUEY P. LONG AVENUE
P.O. BOX 484
GRETNA, LOUISIANA 70054
TELEPHONE (504) 368-7888
FACSIMILE (504) 368-7263

OF COUNSEL
JACK A GRANT

ERNEST E BARROW, II
(1939-2002)

SENDER'S E-MAIL ADDRESS
otoups@grantbarrow.com

June 6, 2014

VIA FEDERAL EXPRESS

Louisiana Office of Mineral Resources
Lasalle Office Building
617 North Third Street
8th Floor
Baton Rouge, LA 70802

Attention: State Mineral Board Section

**RE: PROTEST
June 2014 Mineral Lease Sale
Tract 43944
Jefferson Parish, LA**

Gentlemen:

We hereby protest the advertisement and potential award of a Lease affecting the above-referenced tract. The advertised area includes the beds and bottoms of all water bodies of every nature in a defined area, **LESS AND EXCEPT any right, title, and interest in lands owned by and not under lease from the State of Louisiana, on behalf of the Jefferson Parish School Board, situated in Section 16 Township 18 South Range 23 East, Jefferson Parish, Louisiana, contained within the above-described tract containing approximately 243 acres.** The tract nominated herein, which excludes the interest of the School Board is the same acreage as that released within "Area B" of the partial release of SL 19864 dated February 25, 2014, *which purported to include the School Board's interest.* (See attached.)

Further serving to complicate the true acreage being advertised, given the exclusion of the School Board's interest is that the boundaries of the sixteenth section have been defined by two (2) different federal surveys which are also attached. These inconsistent boundaries make it impossible to accurately define what the State is leasing.

We request that you defer action on awarding a lease of this tract until the boundary issues can be discussed more fully and the issues addressed.

RECEIVED
OFFICE OF
MINERAL RESOURCES
STATE MINERAL BOARD
2014 JUN -9 PM 4:45

Louisiana Office of Mineral Resources
Attention: State Mineral Board Section
June 6, 2014
Page 2

Thank you for your consideration of this matter. We would be happy to discuss potential resolutions.

Yours very truly,

A handwritten signature in cursive script that reads "Olden C. Toups, Jr.".

OLDEN C. TOUPS, JR.

OCT/emb
enclosure

SL 19864
ms

PARTIAL RELEASE OF STATE LEASE 19864

STATE OF LOUISIANA
PARISH OF JEFFERSON

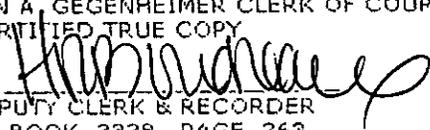
WHEREAS, JGC ENERGY DEVELOPMENT (USA) INC., represented herein by Masato Kata, President, (hereinafter referred to as "JGC") is the current owner of State Lease No. 19864, dated effective December 10, 2008, by and between The State Mineral Board of the State of Louisiana, as Lessor, and JGC Energy Development (USA) Inc., as Lessee, recorded under MLB 140, Page 579; COB 3241, Page 633; Entry No. 10902526 of the public records of Jefferson Parish, Louisiana, (hereinafter referred to as the "Subject Lease"). Reference is hereby made to the Subject Lease, and recordation thereof for a full description of the property covered thereby and the terms and provisions thereof to the same extent and with the same effect as if said instrument was copied in full herein; and

WHEREAS, a portion of the Subject Lease has been included within the L TP 6 RA SUA Unit in the Little Lake Field, Conservation Order No. 604-T (hereinafter referred to as the "Subject Unit"); and

WHEREAS, JGC desires to release a portion of the Subject Lease situated outside of the geographic boundaries of the Subject Unit, but desires to retain in full force and effect the portion of the Subject Lease which lies within the geographic boundaries of the Subject Unit;

NOW THEREFORE, JGC does hereby release all of its right, title and interest in and to the Subject Lease, INSOFAR AND ONLY INSOFAR as the Subject Lease covers acreage situated outside of the geographic boundaries of the Subject Unit (the acreage hereby released being hereinafter referred to as the "Released Acreage"), said Released Acreage containing 364 acres, more or less, and being depicted on the plat attached hereto and more fully described on the attachment entitled "Released Area of State Lease No. 19864", it being expressly provided that JGC does hereby retain in full force and effect that portion of the Subject Lease situated within the geographic boundaries of the Subject Unit (the acreage hereby retained being hereinafter referred to as the "Retained Acreage"), said Retained Acreage containing 110.683 acres, more or less, and being depicted on the plat attached hereto and more fully described on the attachment entitled "Retained Area of State Lease No. 19864". The execution and delivery of this Partial Release of State Lease 19864 shall have no effect on the rights of the parties to State Lease 19864 insofar as State Lease 19864 covers and includes any acreage situated within the geographic boundaries of the Subject Unit, more particularly referred to and described herein as the Retained Acreage.

FILED AND RECORDED, JEFFERSON PARISH, LOUISIANA
11407930 DATE 2/27/2014 6:38:25 AM
JON A. GEGENHEIMER CLERK OF COURT & RECORDER
CERTIFIED TRUE COPY

BY 
DEPUTY CLERK & RECORDER
CB BOOK 3328 PAGE 263
ML BOOK 141 PAGE 1

IN WITNESS WHEREOF, JGC has executed this instrument on the date and in the place shown in the notarial acknowledgment set forth below.

WITNESSES:

[Handwritten Signature]
Witness signature

TAKAHIRO KUSUMI
Witness printed name

[Handwritten Signature]
Witness signature

Nancy Wu
Witness printed name

JGC ENERGY DEVELOPMENT (USA) INC.

By: *[Handwritten Signature]*
Masato Kato, President

**STATE OF TEXAS
COUNTY OF HARRIS**

ON THIS 25th day of February, 2014, before me appeared MASATO KATO, to me personally known, who, being by me duly sworn, did say that he is the PRESIDENT of JGC ENERGY DEVELOPMENT (USA) INC., and that the foregoing instrument was signed on behalf of said corporation by authority of its board of directors and the said MASATO KATO acknowledged said instrument to be the free act and deed of said corporation.

[Handwritten Signature]
Notary Public

Michiko Sanders
Printed Name



RETAINED AREA OF STATE LEASE NO. 19864
LITTLE LAKE FIELD
JEFFERSON PARISH, LOUISIANA

Beginning at a point on the North line of State Lease No. 2453, as amended, also being a point on the boundary of the L TP 6 RA SUA adopted by the Office of Conservation Order No. 604-T having Coordinates of X = 2,381,242.99 and Y = 309,330.03; thence West 2,716.73 feet along the North line of said State Lease No. 2383 to the Southeast corner of State Lease No. 18010, as amended having Coordinates of X = 2,378,526.26 and Y = 309,330.03; thence Northeasterly 1,579.10 feet to the Southernmost corner of State Lease No. 18997, as amended having Coordinates of X = 2,379,129.70 and Y = 310,789.28; thence along the boundary of said State Lease No. 18997 the following courses: Northeasterly along an arc to the left having a radius of 2,509.50 feet to a point having Coordinates of X = 2,379,264.88 and Y = 310,933.95; Northeasterly along an arc to the left having a radius of 2,323.50 feet to a point having Coordinates of X = 2,379,455.23 and Y = 311,203.19; Northeasterly along an arc to the left having a radius of 1,108.26 feet to a point having Coordinates of X = 2,379,515.09 and Y = 311,320.02; Northeasterly along an arc to the right having a radius of 6,450.00 feet to a point having Coordinates of X = 2,379,582.01 and Y = 311,410.52 and Northeasterly along an arc to the right having a radius of 630.00 feet to a point on the Southern boundary of State Lease No. 2453, as amended; thence Easterly, Northeasterly and Easterly along the Southern boundary of said State Lease No. 2453 to a point on the boundary of said L TP 6 RA SUA having a Coordinate of X = 2,381,242.99; thence South approximately 2,153 feet along the boundary of said L TP 6 RA SUA to the point of beginning, containing approximately **110.683 acres**, all as more particularly outlined on a plat on file in the Office of Mineral Resources, Department of Natural Resources. All bearings, distances and coordinates are based on Louisiana Coordinate System of 1927, (North or South Zone), where applicable.

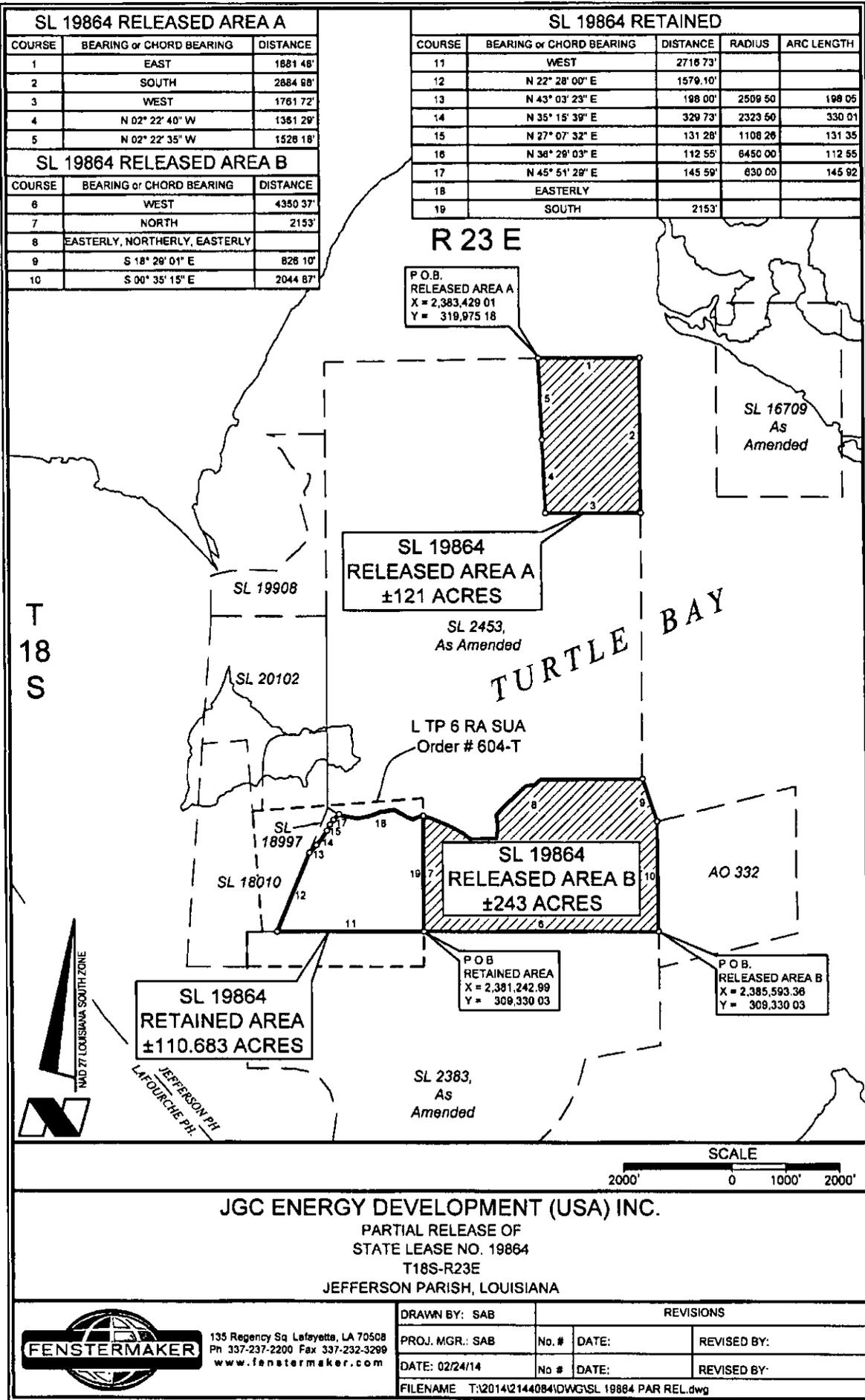
RELEASED AREA OF STATE LEASE NO. 19864
LITTLE LAKE FIELD
JEFFERSON PARISH, LOUISIANA

AREA A

Beginning at the Northeast corner of State Lease No. 2453, as amended having Coordinates of X = 2,383,429.01 and Y = 319,975.18; thence East 1,881.48 feet to a point having Coordinates of X = 2,385,310.49 and Y = 319,975.18; thence South 2,884.98 feet the Easternmost Northeast corner of said State Lease No. 2453 to a point having Coordinates of X = 2,385,310.49 and Y = 317,090.19; thence along the boundary of said State Lease No. 2453 the following courses: West 1,761.72 feet, North 02 degrees 22 minutes 40 seconds West 1,361.29 feet and North 02 degrees 22 minutes 35 seconds West 1,526.18 feet to the point of beginning, containing approximately **121 acres**, all as more particularly outlined on a plat on file in the Office of Mineral Resources, Department of Natural Resources. All bearings, distances and coordinates are based on Louisiana Coordinate System of 1927, (North or South Zone), where applicable.

AREA B

Beginning at the Northeast corner of State Lease No. 2383, as amended having Coordinates of X = 2,385,593.36 and Y = 309,330.03; thence West 4,350.37 feet to a point on the boundary of the *L TP 6 RA SUA adopted by the Office of Conservation Order No. 604-T* having Coordinates of X = 2,381,242.99 and Y = 309,330.03; thence North approximately 2,153 feet along the boundary of said *L TP 6 RA SUA* to a point on the Southern boundary of State Lease No. 2453, as amended; thence Easterly, Northeasterly and Easterly along the Southern boundary of said State Lease No. 2453 to its Southeast corner having Coordinates of X = 2,385,310.49 and Y = 312,158.29; South 18 degrees 29 minutes 01 seconds East 826.10 feet to the Northwest corner of Operating Agreement 332 having Coordinates of X = 2,385,572.39 and Y = 311,374.80; thence South 00 degrees 35 minutes 15 seconds East 2,044.87 feet along the West boundary of said Operating Agreement 332 to the point of beginning, containing approximately **243 acres**, all as more particularly outlined on a plat on file in the Office of Mineral Resources, Department of Natural Resources. All bearings, distances and coordinates are based on Louisiana Coordinate System of 1927, (North or South Zone), where applicable.



SL 19864 RELEASED AREA A		
COURSE	BEARING or CHORD BEARING	DISTANCE
1	EAST	1881.48'
2	SOUTH	2884.98'
3	WEST	1761.72'
4	N 02° 22' 40" W	1381.29'
5	N 02° 22' 35" W	1526.18'

SL 19864 RELEASED AREA B		
COURSE	BEARING or CHORD BEARING	DISTANCE
6	WEST	4350.37'
7	NORTH	2153'
8	EASTERLY, NORTHERLY, EASTERLY	
9	S 18° 28' 01" E	826.10'
10	S 00° 35' 15" E	2044.87'

SL 19864 RETAINED				
COURSE	BEARING or CHORD BEARING	DISTANCE	RADIUS	ARC LENGTH
11	WEST	2716.73'		
12	N 22° 28' 00" E	1579.10'		
13	N 43° 03' 23" E	198.00'	2509.50	198.05
14	N 35° 15' 39" E	329.73'	2323.50	330.01
15	N 27° 07' 32" E	131.28'	1108.26	131.35
16	N 36° 28' 03" E	112.55'	8450.00	112.55
17	N 45° 51' 29" E	145.59'	630.00	145.92
18	EASTERLY			
19	SOUTH	2153'		

P.O.B.
RELEASED AREA A
X = 2,383,429.01
Y = 319,975.18

P.O.B.
RETAINED AREA
X = 2,381,242.99
Y = 309,330.03

P.O.B.
RELEASED AREA B
X = 2,385,593.36
Y = 309,330.03



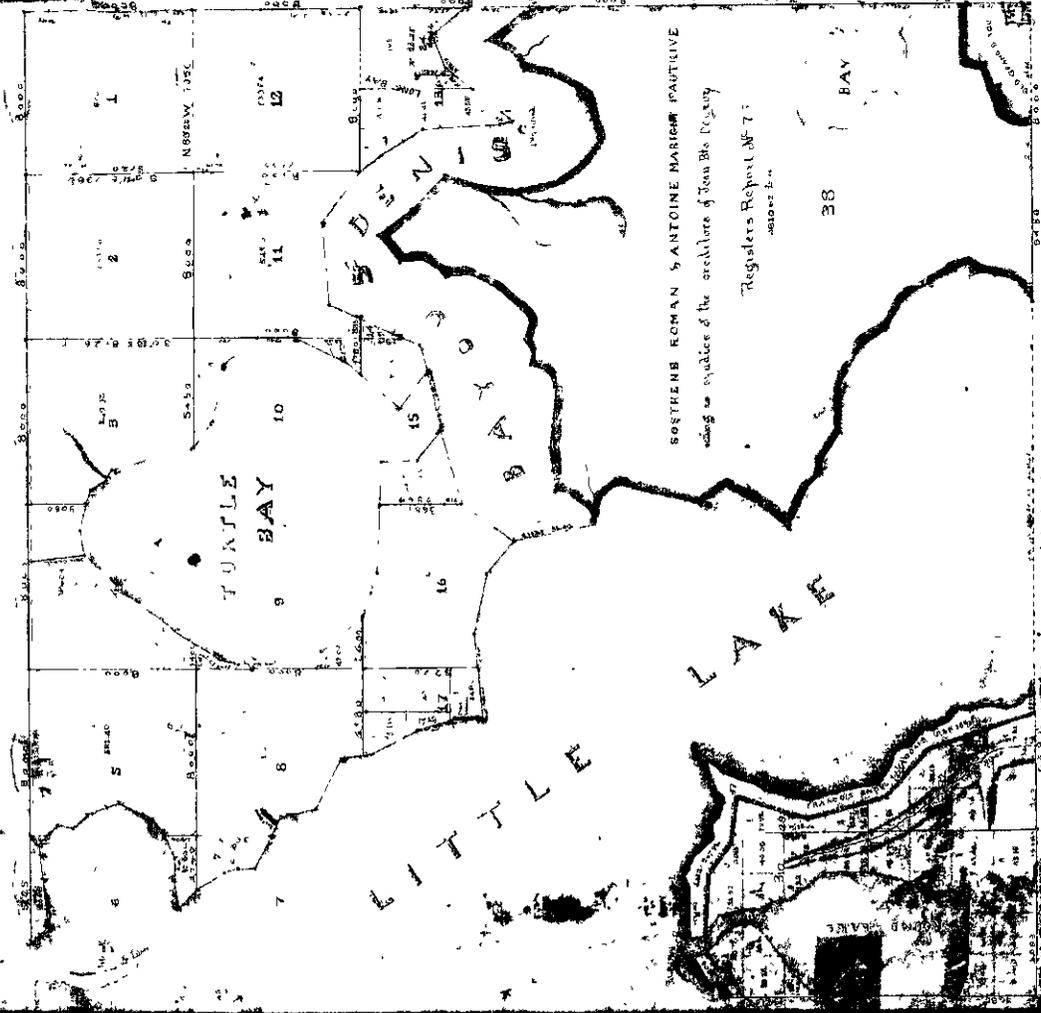
JGC ENERGY DEVELOPMENT (USA) INC.
 PARTIAL RELEASE OF
 STATE LEASE NO. 19864
 T18S-R23E
 JEFFERSON PARISH, LOUISIANA



135 Regency Sq. Lafayette, LA 70508
 Ph 337-237-2200 Fax 337-232-3269
 www.fenstermaker.com

DRAWN BY: SAB		REVISIONS	
PROJ. MGR.: SAB	No. #	DATE:	REVISED BY:
DATE: 02/24/14	No. #	DATE:	REVISED BY:
FILENAME T:\2014\2144084\DWG\SL 19864 PAR REL.dwg			

18 S. R. 23 E. South Eastern Dist., Ia. West of the Mississippi



SOSTREB ROMAN & ANTOINE MARIGNY PAUTIVE
 acting as exors of the creditors of Jean-Baptiste
 Registers Report No. 7
 38 BAY

TABLE OF CONTENTS.

PUBLIC LAND										
Sec.	Area	Acres	Area	Acres	Area	Acres	Area	Acres	Area	Acres
1	843.24	19	278.0	39	17.23	19.7	2.74	8.1	17.23	39
2	549.24	10	278.0	18	17.23	19.7	2.74	8.1	17.23	39
3	549.24	10	278.0	18	17.23	19.7	2.74	8.1	17.23	39
4	549.24	10	278.0	18	17.23	19.7	2.74	8.1	17.23	39

PRIVATE CLAIMS										
Ac.	Blanchard's Claim	Acres								
1	Blanchard's Claim	19								
2	Blanchard's Claim	10								
3	Blanchard's Claim	10								
4	Blanchard's Claim	10								

Sold under Court Order, 5114 03
 1/2 Section 18, Township 18 S., Range 23 E., Iowa
 1/2 Section 18, Township 18 S., Range 23 E., Iowa
 1/2 Section 18, Township 18 S., Range 23 E., Iowa
 1/2 Section 18, Township 18 S., Range 23 E., Iowa

*Surveyor General's Office
 Iowa, Davenport, Ia. September 27, 1892*
 The above Map of 18 S. R. 23 E. Iowa Eastern District is hereby confirmed to the effect that
 of the survey shown on file in the Office, which have been examined and approved
 S. W. F. Fisher
 Surveyor General.

THE FOLLOWING OPENING OF SEALED
BIDS MEETING MINUTES, COMMITTEE
REPORTS AND RESOLUTIONS WERE
MADE A PART OF THE JUNE 11, 2014
STATE MINERAL AND ENERGY BOARD
REGULAR MEETING AND LEASE SALE
MINUTES BY REFERENCE

STATE MINERAL AND ENERGY BOARD
OPENING OF SEALED BIDS MINUTES
JUNE 11, 2014

A public meeting for the purpose of opening sealed bids was held on Wednesday, June 11, 2014, beginning at 8:35 a.m. in the LaBelle 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
Rachel Newman, Director-Mineral Income Division
Frederick Heck, Director-Petroleum Lands Division
Emile Fontenot, Assistant Director-Petroleum Lands Division
James Devitt, Attorney-DNR Office of the Secretary

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:

June 11, 2014

**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. 43928 through 43972, 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)

Emile Fontenot
Assistant Director
Petroleum Lands Division

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 Mr. Emile Fontenot.

OFFSHORE TRACTS

Tract 43928

No Bids

INLAND TRACTS

Tract 43929

No Bids

Tract 43930
(Portion – 134.000 acres)

Bidder	:	SR Acquisition I, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$33,500.00
Annual Rental	:	\$16,750.00
Royalties	:	22.000% on oil and gas
	:	22.000% on other minerals
Additional Consideration	:	None

Tract 43931

No Bids

Tract 43932

No Bids

Tract 43933

No Bids

Tract 43934
(Portion – 95.470 acres)

Bidder	:	Pennington Oil & Gas Interests, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$24,822.20
Annual Rental	:	\$12,411.10
Royalties	:	23.500% on oil and gas
	:	23.500% on other minerals
Additional Consideration	:	None

Tract 43935

No Bids

Tract 43936

No Bids

Tract 43937

No Bids

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Tract 43938
 (Portion – 912.000 acres)

Bidder	:	Helis Oil & Gas Company, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$276,336.00
Annual Rental	:	\$138,168.00
Royalties	:	22.000% on oil and gas
	:	22.000% on other minerals
Additional Consideration	:	None

Tract 43938
 (Portion – 513.030 acres)

Bidder	:	Caddo Management, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$115,431.75
Annual Rental	:	\$57,715.88
Royalties	:	22.000% on oil and gas
	:	22.000% on other minerals
Additional Consideration	:	None

Tract 43939

No Bids

Tract 43940

No Bids

Tract 43941

No Bids

Tract 43942

No Bids

Tract 43943

No Bids

Tract 43944

Bidder	:	Krewe Energy, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$53,460.00
Annual Rental	:	\$26,730.00
Royalties	:	22.000% on oil and gas
	:	22.000% on other minerals
Additional Consideration	:	None

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	Tract 43944	
Bidder	:	JIL Exploration, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$85,050.00
Annual Rental	:	\$42,525.00
Royalties	:	23.500% on oil and gas
	:	23.500% on other minerals
Additional Consideration	:	None

No Bids Tract 43945

No Bids Tract 43946

No Bids Tract 43947

	Tract 43948	
Bidder	:	Allen & Kirmse, Ltd.
Primary Term	:	Three (3) years
Cash Payment	:	\$44,436.00
Annual Rental	:	\$22,218.00
Royalties	:	22.500% on oil and gas
	:	22.500% on other minerals
Additional Consideration	:	None

	Tract 43949	
Bidder	:	Hilcorp Energy I, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$11,203.50
Annual Rental	:	\$5,601.75
Royalties	:	22.500% on oil and gas
	:	22.500% on other minerals
Additional Consideration	:	None

STATE AGENCY TRACTS

	Tract 43950	
Bidder	:	Louisiana Offshore Properties LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$4,644.38
Annual Rental	:	\$2,322.19
Royalties	:	25.000% on oil and gas
	:	25.000% on other minerals
Additional Consideration	:	None

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	Tract 43951	
Bidder	:	Louisiana Onshore Properties LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$714.52
Annual Rental	:	\$357.26
Royalties	:	25.000% on oil and gas
	:	25.000% on other minerals
Additional Consideration	:	None

ROCKEFELLER WMA TRACTS

No Bids Tract 43952

No Bids Tract 43953

No Bids Tract 43954

No Bids Tract 43955

No Bids Tract 43956

	Tract 43957	
Bidder	:	Energy Resource Technology GOM, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$656,687.50
Annual Rental	:	\$328,343.75
Royalties	:	25.000% on oil and gas
	:	25.000% on other minerals
Additional Consideration	:	None

No Bids Tract 43958

No Bids Tract 43959

No Bids Tract 43960

No Bids Tract 43961

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No Bids	Tract 43962
No Bids	Tract 43963
No Bids	Tract 43964
No Bids	Tract 43965
No Bids	Tract 43966
No Bids	Tract 43967
No Bids	Tract 43968
No Bids	Tract 43969
No Bids	Tract 43970
No Bids	Tract 43971

TAX ADJUDICATED LANDS TRACTS

	Tract 43972	
	(Portion – 1.709 acres)	
Bidder	:	Radiant Acquisitions 1, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$1,000.00
Annual Rental	:	\$500.00
Royalties	:	25.000% on oil and gas
	:	25.000% on other minerals
Additional Consideration	:	None

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This concluded the reading of the bids.

There being no further business, the meeting was concluded at 8:51 a.m.

Respectfully submitted,



Victor M. Vaughn
Executive Officer
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, June 11, 2014 at 9:30 a.m. with the following members of the Board in attendance: Mr. Dan R. Brouillette, Mr. Stephen Chustz, Mr. Theodore M. "Ted" Haik, Mr. Louis J. Lambert (arrived at 9:35 a.m.), Mr. Robert "Michael" Morton, Mr. W. Paul Segura, Jr., Mr. Darryl D. Smith, and Mr. Chip Kline, Governor Bobby Jindal's designee on the Board.

I. Geological and Engineering Staff Review

According to SONRIS there are 1,796 active State Leases covering almost 749,000 acres. The Geological and Engineering Division has reviewed 152 leases covering approximately 53,000 acres.

II. Committee Review

1. A staff report on **State Lease 340-B Selection**, Belle Isle Field, Iberia and St. Mary Parish. Apache Corporation & Castex Energy Partners, LP are the lessees. The recommendation was to put this selection on a "drill or drop" schedule effective the date of this meeting. The goal of the schedule is to get acreage developed by the drilling of new wells; otherwise acreage should be released. If no new wells are drilled during the schedule, it is anticipated to have all 3,862 acres released by June 1, 2017.
2. A staff report on **State Lease 340-B Selection (Reassigned Acreage)**, Belle Isle Field, Iberia and St. Mary Parish. Labay Exploration Company LLC is the lessee. The recommendation was to put this selection on a "drill or drop" schedule effective the date of this meeting. The goal of the schedule is to get acreage developed by the drilling of new wells; otherwise acreage should be released. If no new wells are drilled during the schedule, it is anticipated to have all 1,720 acres released by June 1, 2017.
3. A staff report on **State Lease 1217**, Bay De Chene Field, Jefferson and Lafourche Parishes. Swift Energy Operating, LLC is the lessee. The recommendation was to defer this lease report until the July 9, 2014 Lease Review Committee Meeting.
4. A staff report on **State Lease 2620**, Lake Pelto Field. Terrebonne Parish. Apache Corporation and Castex Energy Partners, LP are lessees. The recommendation was to accept Apache's report on this lease and that Apache must make a well commitment to drill one of their two locations or release a portion of the undeveloped acreage by December 10, 2014.

III. Report on actions exercised by the Staff under delegated authority

No Objection to 29-E Waiver, Clovelly Oil Company LLC, SL 5567 No. 002 Well, SN 143432, West Lake Pontchartrain Block 41 Field, Jefferson Parish affecting State Lease 1923.

IV. Force Majeure

Updated 05/30/2014

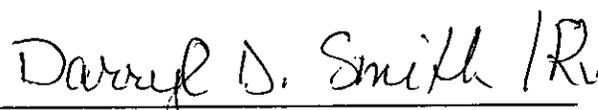
Company Name	Lease Numbers
Leases Off Production Due to Non-Storm Related Force Majeure Events	
Energy Properties Inc.	725 (September'2014)

The Committee may discuss other matters as it desires pursuant to R.S. 42:7(A)(1)(b)(ii) as well as Executive Session matters pursuant to R.S. 42:6.1(A)(2) and R.S. 42:6.1(A)(6).

On motion by Mr. Lambert, seconded by Mr. Brouillette, the Committee moved to accept and approve all items and recommendations by the staff.

On motion by Mr. Lambert, seconded by Mr. Chutz, the Committee moved to adjourn the June 11, 2014 meeting at 9:43 a.m.

Respectfully submitted,



Darryl D. Smith, Chairman
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.



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Staff Reviews

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LEASE NO.	DX	Block	Latest Lease / Activity	Production Average	Present Average	Message to Reviewer
00335C		GRAND BAY	GB 13A RB2B SU 05/28/2009 80-M-5 09-522	130	900	JUN. AR 5/9/14 JMB HBP - 22 UNITS - 1 VUA;; 4/30/14 JPT LETTER TO LOBO OPERATING REQ. FOR SURVEY PLAT FOR 8 RB SUA AFFECT. SL 195, 335;; 4/29/14 CORRECT. 504828, 8 RB SUA
01227		BRETON SOUND BLOCK 32		1570.27	1570.27	JUN. AR 5/9/14 JMB HBP - 15 LEASE WELLS
02125		MAIN PASS BLOCK 35	221990-SL 2125-012 05/24/1998	10.49	389	JUN. AR 5/9/14 JMB HBP - 1 UNIT
13287		MAIN PASS BLOCK 74	103.85 04/29/2011	92.35	92.35	JUN. AR 5/9/14 JMB HBP - 1 UNIT
14564		LAKE FORTUNA	235.65 02/03/2004	295.27	295.27	JUN. AR 5/9/14 JMB HBP - 1UNIT - 7 LEASE WELLS
16170		MAIN PASS BLOCK 4	SL 16170	66.11	66.11	JUN. AR 5/9/14 JMB HBP - 1VUA
16299		MAIN PASS BLOCK 4	SL 16170	62.425	62.425	JUN. AR 5/9/14 JMB HBP - 1VUA
16300		MAIN PASS BLOCK 4	SL 16170	139.669	139.669	JUN. AR 5/9/14 JMB HBP - 1 VUA
16432		MAIN PASS BLOCK 25		885.27	885.27	JUN. AR 5/9/14 JMB HBP - 8 LEASE WELLS
16664		MAIN PASS BLOCK 47	CIB C 1A RA SUA;SL 16664 05/21/2002 1331-E 02-265	602.66	602.66	JUN. AR 5/9/14 JMB HBP - 2 LEASE WELLS
16692		MAIN PASS BLOCK 25	SL 16692	133.564	133.564	JUN. AR 5/9/14 JMB HBP - 1 UNIT
16732		MAIN PASS BLOCK 4	SL 16170	85.437	85.437	JUN. AR 5/9/14 JMB HBP - 1 VUA
16735		BRETON SOUND BLOCK 53	34.34 04/13/2006	38.72	38.72	JUN. AR 5/9/14 JMB HBP - 1 UNIT
16737		BRETON SOUND BLOCK 53	145.25 04/13/2006	7.77	7.77	JUN. AR 5/9/14 JMB HBP - 1 UNIT
16819		MAIN PASS BLOCK 25	20.11 05/08/2002	83.22	83.22	JUN. AR 5/9/14 JMB HBP - 1 VUA
17451		MAIN PASS BLOCK 10		583.64	583.64	JUN. AR 5/9/14 JMB HBP - 1 LEASE WELL
17942		BRETON SOUND BLOCK 53	32.13 01/20/2009	49.96	49.96	JUN. AR 5/9/14 JMB HBP - 1 UNIT
18165		EMPIRE		238	238	JUN. AR 5/9/14 JMB HBP - 2 LEASE WELLS
18549		BRETON SOUND BLOCK 53	VUD; 03/14/2012	465.25	465.25	JUN. AR 5/9/14 JMB HBP - 1 VUA
19050		BRETON SOUND BLOCK 53	246047-VUD;SL 19050- 003	834.79	834.79	JUN. AR 5/9/14 JMB HBP - 1 VUA



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LEASE ID#	DNA	Title	Latest Lease Activity	Prognostic Amount	Present Amount	Flagged for Review?
			03/25/2013			
19051		BRETON SOUND BLOCK 53	VUD; 03/14/2012	110.22	110.22	JUN AR 5/9/14 JMB HBP - 1 VUA - 1 UNIT
19052		BRETON SOUND BLOCK 53	VUD; 03/14/2012	383.12	383.12	JUN AR 5/9/14 JMB HBP - 1 VUA - 1 UNIT
19080		BRETON SOUND BLOCK 53	VUD; 03/14/2012	20.17	20.17	JUN. AR 5/9/14 JMB HBP - 1 VUD
19347		BRETON SOUND BLOCK 53	VUD; 03/14/2012	2.24	2.24	JUN. AR 5/9/14 JMB HBP - 1 VUD
19669		BRETON SOUND BLOCK 53	VUD; 03/14/2012	137.39	137.39	JUN AR 5/9/14 JMB HBP - 1 VUD
20034		MAIN PASS BLOCK 46		390	495.89	JUN. AR 5/9/14 JMB HBP - 1 LEASE WELL
20363		COQUILLE BAY	9400 RA SUA;SL 19706 07/12/2011 890-Z	108	108	JUN. AR 5/9/14 JMB HBP - 1 UNIT
20550		CHIPOLA , CHIPOLA, NORTH	TMS RA SUD; 07/16/2013 1555-A	6.74	66	JUN. AR 5/9/14 JMB HBP - 2 UNITS
20887				0	36	JUN. PT 3/14/15 5/9/14 JMB PAID RENTAL
20888				0	40	JUN. PT 3/14/15 5/9/14 JMB PAID RENTAL
20889				0	29	JUN. PT 3/14/15 5/9/14 JMB PAID RENTAL
20890				0	39	JUN. PT 3/14/15 5/9/14 JMB PAID RENTAL
20891		LAKE RACCOURCI	SL 20892	0	45	JUN. PT 3/14/15 5/9/14 JMB PAID RENTAL



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Staff Reviews

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LEASE Name	D/A	State	Lease/Lease Activity	Productive Average	Interest Average	Managerial Review
00212A		LAKE WASHINGTON	2500 RA SUA;COCKRELL- MORAN 04/10/2012 149-XXXX	54	92	JUN AR 5/21/14 AJL HBP FROM ONE UNIT
00707		LAKE HERMITAGE	LAFOURCHE BASIN LEVEE DISTRICT	470	470	JUN. AR 5/21/14 AJL HBP FROM ONE LEASE WELL AND TWO UNIT WELLS.THE ENTIRETY OF THIS LEASE IS HELD FROM A UNIT AGREEMENT FROM 1947
00978		SOUTH PASS BLOCK 24 , SOUTH PASS BLOCK 24 OFFSHORE(8453 7/97 , WEST DELTA BLOCK 52 , WEST DELTA BLOCK 53	8000 (S) RH SUH;SL 978 227-A-2 98-781	101.72	796.71	JUN. AR 5/21/14 AJL HBP FROM ONE UNIT AND ONE LEASE WELL. DEVELOPMENT LETTER WRITTEN
00979		WEST DELTA BLOCK 53 , WEST DELTA BLOCK 55	322.96 04/04/2013	490.58	2882.58	JUN. AR 5/21/14 AJL HBP FROM LEASE PRODUCTION. DEVELOPMENT LETTER WRITTEN;; 8/21/13 PARTIAL RELEASE 322.96 ACRES
01217		BAY DE CHENE , GOLDEN MEADOW	9950 R006 SUA;BDC UB 780-NN 99-138	1531	4041	JUNE. OB 5/21/14 AJL HBP FROM THREE UNITS
01451		LAKE RACCOURCI	30.456 07/15/2011	273	712.224	JUN. OB 5/21/14 AJL HBP FROM ONE UNIT;; 5/14/14 LEASE REVIEW COMMITTEE ACCEPTS EXXONMOBIL'S REPORT AND GRANT EXXONMOBIL UNTIL 12/10/14 TO PROVIDE A POD FOR THE SOUTHERN PORTIONS OF STATE LEASE NOS 1450, 1451 AND 1480, STAFF HAVING SEPARATE DISCUSSIONS RE SL 14589;;
02747		BASTIAN BAY	J-LL RA SUA;LL&E C 08/26/2008 339-NNNN 08-1260	29.38	208	JUN. AR 5/21/14 AJL HBP FROM ONE UNIT. DEVELOPMENT LETTER WRITTEN
03155		BASTIAN BAY	J S ABERCROMBIE	53.21	520	JUN AR 5/21/14 AJL HBP FROM THREE UNITS. DEVELOPMENT LETTER WRITTEN
03240		LAKE PALOURDE, EAST	CRIS 1 RB SUA;P R NORMAN B 06/20/2000 357-G-4	1.61	1.61	JUN AR 5/21/14 AJL HBP FROM TWO UNITS THAT COVER THE ENTIRE LEASE
03734		BAYOU SEGNETTE	B SEG CELOTEX SU 07/01/1976	20.212	20.212	JUN. AR 5/21/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
06024		LAKE ENFERMER	F2 RA SUA;LAF RLTY CO 09/16/2003 340-HH 03-659	17.66	17.66	JUN. AR 5/21/14 AJL HBP FROM TWO UNITS
14498		BAY MARCHAND BLOCK 2 OFFSHORE	VUA;	163.67	163.67	JUN. AR 5/21/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE



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Staff Reviews

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LEASE NUM	IDA	Title	Latest Lease Activity	Productive Average	Present Average	Request for Review to
14537		BASTIAN BAY	28.53 02/25/2008	23.93	23.93	JUN. AR 5/21/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
15310		BAY MARCHAND BLOCK 2 OFFSHORE	VUA;	16.43	16.43	JUN AR 5/21/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
15736		BAYOU SHERMAN , LAKE PALOURDE, EAST	62.797 07/17/2002	2.875	2.875	JUN. AR 5/21/14 AJL HBP FROM TWO UNITS THAT COVER ALL STATE INTEREST
15970		BAY MARCHAND BLOCK 2 OFFSHORE	VUA;	19.55	19.55	JUN AR 5/21/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
16255		BAY MARCHAND BLOCK 2 OFFSHORE	VUA;	53.33	53.33	JUN. AR 5/21/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
16256		BAY MARCHAND BLOCK 2 OFFSHORE	VUA;	32	32	JUN. AR 5/21/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
16257		BAY MARCHAND BLOCK 2 OFFSHORE	VUA;	55.71	55.71	JUN. AR 5/21/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
16563		LAKE RACCOURCI	22.97 03/19/2012	0	14.74	JUN. AR 5/20/14 AJL ROUTE SHEET 90 DAY LAPSE IN PRODUCTION, SL APP. EXP.
16564		LAKE RACCOURCI	30.79 03/19/2012	0	47.4	JUN. AR 5/20/14 AJL ROUTE SHEET 90 LAPSE IN PRODUCTION, SL APP. EXP.
17339		GOLDEN MEADOW	23 891 03/15/2010	11.109	11.109	JUN. AR 5/21/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
17382		TIGER PASS	2MKR RC SUA; 07/09/2002 701-A-2 02-363	307.094	307.094	JUN. AR 5/21/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
18383		WEST DELTA BLOCK 52	VUA;SL 18383 07/11/2007	114.08	114.08	JUN. AR 5/21/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
18384		WEST DELTA BLOCK 52	VUA;SL 18383 07/11/2007	108.5	108.5	JUN. AR 5/21/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
18738		GRAND ISLE BLOCK 16	VUA;SL 14031 12/14/2011	31.25	305.04	JUN. AR 5/21/14 AJL PARTIALLY HELD BY ONE UNIT ROUTE SHEET STARTED;;; 5/19/14 AJL ROUTE SHEET FINAL DD PAYMENT MADE, 273.79 ACRES TO BE RELEASED;; 3/14/14 7/13/11 SMEB EXTENDED PREVIOUS PT BY 6 MOS= PT 3/14/12 FOR FULL RNTL. 9/8/10 LEASE AMENDMENT EXT PT BY 1 YR.=PT 9/14/11 PT 9/14/10
20892		LAKE RACCOURCI	SL 20892	160	450	JUN. PT 3/14/15 5/21/14 AJL HBP FROM LEASE PRODUCTION
21133				0	194	JUN. PT 3/13/16 5/21/14 AJL



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Staff Reviews

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Lease Num	DA	State	Lease/Case Activity	Productive Acreage	Present Acreage	Flagged for Review
00341			BATEMAN LAKE 9700 RSW1B SUA;SL 1337 WAX U1 89-K-3 90-110	1000	1000	JUN. AR 5/23/14 AW HBP IN 1 UNIT (BAL SU); 9 PRODUCING WELLS
00724			FOUR ISLE DOME , MARTIN VU18;LL&E U18	663	2714	JUN.OB 5/23/14 AW HBP IN 5 UNITS (74-75 RA SUA, 70 RB SUA, 66 A RC SUA, CIB CARST RA SUA, & 50 RB SU); 4 PRODUCING WELLS;; 4/3/14 LETTER/COMPLETION REPORTS FROM HILCORP ENERGY REC'D
00725			BAY JUNOP 14100 RA SUA;LL&E A 09/01/1997	361	409 78	MAR. 5/23/14 AW FORCE MAJEURE EXTENDED TO 9/14; E-MAIL SENT REGARDING STATUS OF OVERDUE IN-LIEU PAYMENT
02620			LAKE PELTO 309.71 11/15/2010	1350	2362.715	JUN. OB 5/23/14 AW HBP IN 6 UNITS AND LEASE WELLS (SL 2620 (2 LUWS), VUA;LP U4, VUB; SL16970, VUA, N RB SU, R RA SU, & S RA SU); 8 PRODUCING WELLS (5 IN LEASE);APACHE WAS DUE A LETTER BY MAY 2014; WAITING ON LETTER; 11/13/13 BOARD ACCEPTS APACHE REPORT DATED 10/8/13 AND REQ. UPDATE ON DEVEL. STATUS BY 5/14/14;;
03584			PATTERSON MA 1 RA SUA;SL 1685 02/01/1995	55	55	JUN. AR 5/23/14 AW HBP IN 1 UNIT (MA 1 RA SUA); 1 PRODUCING WELL (IN UNIT)
05683			DEER ISLAND , DEER ISLAND, WEST CL&F 21 07/08/2009	1.36	18.6	JUN. AR 5/23/14 AW HBP IN 1 UNIT (12800 RB VUA), 2 PRODUCING WELLS (IN UNIT), 1 WELL DRILLED 2/14, WAS P&A
07520			MURPHY LAKE 11.87 01/15/2009	11.046	11.046	JUN. AR 5/23/14 AW HBP IN 1 UNIT (MARG V RA SUA); 1 PRODUCING WELL
12608			CROCODILE BAYOU 10350 RA SUA;ST MARTIN PSB (L) 01/01/1990	16.444	16.444	JUN. AR 5/23/14 AW HBP IN 1 UNIT (10350 RA SUA); 1 PRODUCING WELL; ROUTE SHEET MAY NEED TO BE DONE DUE TO > 90 DAY LAPSE IN PRODUCTION
14851			SHIP SHOAL BLOCK 65 VUB;SL 14851	210	210	JUN. AR 5/23/14 AW HBP IN 1 UNIT AND LEASE WELLS (VUB & SL 14851); 3 PRODUCING WELLS (1 IN LEASE)
15784			PASS DES ILETTES VUA;LL&E FEE 06/01/1998	71.809	71.809	JUN. AR 5/23/14 AW HBP IN 1 UNIT (VUA;LL&E FEE); 1 PRODUCING WELL
16046			RAMOS OPERC 5 RA SUA;CM THIBODAUX CO	1.7	1.7	JUN. AR 5/23/14 AW HBP IN 2 UNITS (OPERC B RB SUA &



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Lease Num	Op	Title	Latest Lease Activity	Productive Average	Present Average	Request for Review
			389-H 98-570			OPERC 3 RB SUA); 3 PRODUCING WELLS (IN UNIT)
16049		RAMOS	OPERC 5 RA SUA;CM THIBODAU CO	62.3	62.3	JUN. AR 5/23/14 AW HBP IN 2 UNITS (OPERC B RB SUA & OPERC 3 RB SUA); 3 PRODUCING WELLS (1 IN LEASE)
			389-H 98-570			
16051		RAMOS	OPERC 5 RA SUA;CM THIBODAU CO	36.5	36.5	JUN. AR 5/23/14 AW HBP IN 2 UNITS (OPERC B RB SUA & OPERC 3 RB SUA); 3 PRODUCING WELLS (2 IN LEASE)
			389-H 98-570			
16121		CAILLOU ISLAND	D12 RA VUA;SL 16121 02/12/2003	160	218.29	JUN. AR 5/23/14 AW HBP IN 1 UNIT AND LEASE WELL (SL 16121 & D12 RA VUA); 2 PRODUCING WELLS (1 IN LEASE)
16705		LAKE PELTO	159.99 07/16/2002	282.01	282.01	JUN. AR 5/23/14 AW HBP IN 1 UNIT (VUA); 1 PRODUCING WELL
16985		EUGENE ISLAND BLOCK 18	23.29 04/22/2008	13.41	13.41	JUN. AR 5/23/14 AW HBP IN 1 UNIT (AA RD SUA); 1 PRODUCING WELL (IN UNIT)
16988		EUGENE ISLAND BLOCK 18	561.7 04/22/2008	207.069	207.069	JUN. AR 5/23/14 AW HBP IN 1 UNIT (AA RD SUA); 1 PRODUCING WELL
17210		DEER ISLAND , PALMETTO BAYOU	8.337 05/20/2008	5.818	5.818	JUN. AR 5/23/14 AW HBP IN 1 UNIT (VUA;CL&F E); 1 PRODUCING WELL
17309		SHIP SHOAL BLOCK 67		279.97	279.97	FEB AR 5/23/14 AW HBP IN LEASE WELL; 1 PRODUCING WELL
19570		LAPEYROUSE	2.162 02/07/2011	.838	.838	JUN. AR 5/23/14 AW HBP IN 1 UNIT (7450 RB SUA); 2 PRODUCING WELLS
20893				0	362	JUN. PT 3/14/15 5/23/14 AW RENTAL PAYMENT MADE 1/3/14
20894				0	28	JUN. PT 3/14/15 5/23/14 AW RENTAL PAYMENT MADE 1/3/14
20896				0	347	JUN. PT 3/14/15 5/23/14 AW RENTAL PAYMENT MADE 1/3/14
20903				0	42.72	JUN. PT 3/14/15 5/23/14 AW RENTAL PAYMENT MADE 1/3/14
20904		PASS WILSON		40	152.89	JUN AR 5/23/14 AW HBP IN LEASE WELL; 1 PRODUCING WELL
21132				0	3	JUN PT 3/13/16 5/23/14 AW RENTAL PAYMENT MADE 2/27/14;; 2/24/14 AW RENTAL PAYMENT DUE 3/13/14; ONE WELL PERMITTED IN ROB L RB



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Lease Name	ID#	Staff	Lease/Lease Activity	Productive Average	Present Average	Flagged for Review
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SUA, WAS P&A



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LEASE No/yr	D/A	State	Agent/lease/Activity	Productive Acreage	Present Acreage	Integrator (to) Reviews (to)
05849		ELM GROVE	HA RA SU73;E E JOHNSON EST 19H 10/13/2009 361-L-59 09-1104	580	580	JUN. AR 5/14/14 SKR AR - 100% HBP. 40 PRODUCING UNIT LUWS
06003		REDOAK LAKE	99.285 03/27/1993	112.608	112.608	JUN. AR 5/14/14 SKR AR - 100% HBP 2 PRODUCING UNIT LUWS. 2 PRODUCING WELLS
06708		ELM GROVE	HA RA SUEE;FRIERSON BROS 32 H 11/10/2009 361-L-66 09-1187	70.65	70.65	JUN. AR 5/14/14 SKR AR - 100% HBP 7 PRODUCING UNIT LUWS. 25 PRODUCING WELLS
08086		SIMSBORO, WEST	HOSS RA SUI;LUDLEY 08/01/1980 327-B-2 80-412	39	39	JUN. AR 5/14/14 SKR AR - 100% HBP 1 PRODUCING UNIT LUW. 2 PRODUCING WELLS
08936		CADDO PINE ISLAND	CAPI VIV RA SU 03/01/1993	4.45	4.45	JUN. AR 5/14/14 SKR AR - 100% HBP 1 PRODUCING UNIT RESERVOIR WIDE LUW. 12 PRODUCING WELLS
09312		CASPIANA	HA RA SU135;WHELESS ETAL 5 11/10/2009 191-H-68 09-1177	2.67	2.67	JUN. AR 5/14/14 SKR AR - 100% HBP. 2 PRODUCING UNIT LUWS. 15 PRODUCING WELLS
13045		GAHAGAN	HA RA SUX;MICIOTTO 16 H 03/16/2010 909-H-7 10-275	110	110	JUN. AR 5/14/14 SKR AR - 100% HBP 3 PRODUCING UNIT LUWS. 4 PRODUCING WELLS
15808		SUGRUE	AUS C RA SUB;CROSBY 22 A 05/01/1997	9.96	9.96	JUNE SAR 5/14/14 SKR SAR - 100% HBP. 1 UNIT LUW. 1 PRODUCING WELL. THIS LEASE IS BEING HELD BY A POORLY PRODUCING AUS C WELL. GENERATING \$4 ROYALTY IN THE LAST YEAR
15809		SUGRUE	AUS C RA SUB;CROSBY 22 A 05/01/1997	4.968	4.968	JUNE. SAR 5/14/14 SKR SAR - 100% HBP. 1 UNIT LUW. 1 PRODUCING WELL. THIS LEASE IS BEING HELD BY A POORLY PRODUCING AUS C WELL. GENERATING \$2 ROYALTY IN THE LAST YEAR
16125		ELM GROVE	LCV RA SUY;HUTCHINSON 9 06/03/2008 361-E-496	8.14	8.14	JUN. AR 5/14/14 SKR AR - 100% HBP. 2 PRODUCING UNIT LUWS. 5 PRODUCING WELLS
16420		ELM GROVE	HA RA SU136;FRANKS 30-16-12 H 06/28/2011 361-L-105 11-340	50.394	50.394	JUN. AR 5/14/14 SKR AR - 100% HBP. 6 PRODUCING UNIT LUWS. 25 PRODUCING WELLS
16677		ELM GROVE	HA RA SU125;WIGGINS ETUX 35 H 06/08/2010 361-L-90 10-598	17.731	17.731	JUN. AR 5/14/14 SKR AR - 100% HBP. 2 PRODUCING UNIT LUWS. 2 PRODUCING WELLS
16826		ROUTH POINT	WX C2 RA SUA;COLEMAN 02/12/2004	.5	.5	JUN. AR 5/14/14 SKR AR - 100% HBP 2 PRODUCING UNIT LUWS. 7 PRODUCING WELLS



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LEASE NUM	DA	Field	Latest Lease Activity	Proportional Acreage	Present Acreage	Flagged for Review If
17313		ROUTH POINT	128.9 03/01/2004	48.1	48.1	JUN. AR 5/14/14 SKR AR - 100% HBP. 2 PRODUCING UNIT LUW'S. 6 PRODUCING WELLS
17329		CONVERSE	HA RA SUC;BSM 31 H 04/07/2009 501-G 09-376	37.35	37.35	JUN. AR 5/14/14 SKR AR - 100% HBP. 4 PRODUCING UNIT LUW'S. 4 PRODUCING WELLS. LUW 615875 HAS NOT RECEIVED ROYALTY PYMT SINCE 4/2012 (SEE SUPPLEMENT)
17914		RED RIVER-BULL BAYOU , THORN LAKE	HA RA SUCC;BETHARD CORP 13 H 05/11/2010 1145-B-30 10-532	13.985	13.985	JUN. AR 5/14/14 SKR AR - 100% HBP. 5 PRODUCING UNIT LUW'S. 7 PRODUCING WELLS
18181		ELM GROVE	HA RA SUYY;SCHMIDT 5-16-10 H 01/05/2010 361-L-71 10-8	589	589	JUN. AR 5/14/14 SKR AR - 100% HBP. 3 PRODUCING UNIT LUW'S. 3 PRODUCING WELLS
18858		SHREVEPORT	85.13 03/17/2010	373.87	373.87	JUN AR 5/14/14 SKR AR - 100% HBP VUA. 2 PRODUCING WELLS
19306		DIXIE	CV RA SUJ;FRANKS 19 04/24/2007 1505 07-368	5.431	50.141	JUN. AR 5/14/14 SKR AR - 2 PRODUCING UNIT LUW'S. 5 PRODUCING WELLS. NEED ASSIGNMENT/MERGER TO CHANGE OWNERSHIP TO PROCESS PR 7-11-12
19483		ELM GROVE	HA RA SU118;MAGNOLIA POINT LANDS 38 H 05/04/2010 361-L-81 10-501	100	100	JUN. AR 5/14/14 SKR AR - 100% HBP. 1 PRODUCING UNIT LUW. 1 PRODUCING WELLS
19576		BAYOU SAN MIGUEL	JUR RA SUM;OLYMPIA MINERALS 6 01/23/2008 1513 08-65	177.908	177.908	JUN. AR 5/14/14 SKR AR - 100% HBP. 1 PRODUCING UNIT LUW. 1 PRODUCING WELLS
19581		ROSELAND	30.7 06/01/2009	37.8	37.8	JUN. AR 5/14/14 SKR AR - 100% HBP. 1 PRODUCING UNIT LUW. 1 PRODUCING WELLS
19692		WOODARDVILLE	HA RA SUHH;BRENDA JONES 5 12/09/2008 990-D-5 08-1816	8.31	8.31	JUN. AR 5/14/14 SKR AR - 100% HBP. 2 PRODUCING UNIT LUWS. 2 PRODUCING WELLS
19693		WOODARDVILLE	HA RA SU79;L L GOLSON 9 H 12/15/2009 990-D-29 09-1316	35	35	JUN. AR 5/14/14 SKR AR - 100% HBP. 6 PRODUCING UNIT LUWS. 8 PRODUCING WELLS
19694		BRACKY BRANCH , MARTIN , WOODARDVILLE	3 09/07/2011	28.5	41	JUN. AR 5/14/14 SKR AR - 3 PRODUCING LUW'S. 3 PRODUCING WELLS. RS STATED 4/2/2014. LEASE HAS PARTIALLY EXPIRED DUE TO 90 DAY LAPSE IN PRODUCTION OF TWO UNIT WELLS;; 4/2/14 SKR ROUTE SHEET SL APP. PARTIALLY EXP., HELD BY



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LEASE Name	DA	Field	Latest Lease Activity	Productive Average	Present Average	Original Review
20030		CEDAR GROVE	108 05/10/2012	329	329	PROD. FROM LUW 616182 (HA RA SUEE), LUW 616435 (HA RA SUJO) AND LUW 616449 (HA RA SUO), HA RA SU81 & HA RA SU54 HAVE APP. EXP DUE TO 90 DAY LAPSE IN PROD, REQ. RELEASE OF 12.5 ACRES;; 5/20/13 SAM:100% HBP ;;
20036		BRACKY BRANCH , WOODARDVILLE	HA RA SUDD;MC TRUST B ETAL 28H 04/13/2010 917-L-11 10-410	44	44	JUN. AR 5/14/14 SKR AR - 100% HBP. 4 PRODUCING UNIT LUWS. 4 PRODUCING WELLS
20037		BRACKY BRANCH , RED RIVER-BULL BAYOU	HA RA SUDD;MC TRUST B ETAL 28H 04/13/2010 917-L-11 10-410	36.74	36.74	JUN. AR 5/14/14 SKR AR - 100% HBP. 4 PRODUCING UNIT LUWS. 5 PRODUCING WELLS
20078		THORN LAKE	HA RA SUZ;CLINTON 11-14-12 H 01/19/2010 1145-B-25 10-88	40	40	JUN. AR SAL OMR MANAGED WLF 5/14/14 SKR AR - 100% HBP. 1 PRODUCING UNIT LUW. 1 PRODUCING WELL
20084		GREENWOOD-WASKOM	HA RA SUT;BOWLIN 35-16-16 H 01/27/2009 270-MM-10	33.34	33.34	JUN. AR 5/14/14 SKR AR - 100% HBP 1 PRODUCING UNIT LUW. 1 PRODUCING WELL
20156		RED RIVER-BULL BAYOU	HA RB SU69;NAC ROYALTY 33 H 12/01/2009 109-X-71 09-1237	49.8	86	JUN. AR 5/14/14 SKR 4/2/14 SKR AR - 4 PRODUCING UNIT LUWS. 5 PRODUCING WELLS. RS 90 DAY LAPSE IN PRODUCTION HA RB SU69 617563;; ROUTE SHEET SL PARTIALLY HELD BY PROD. LUW 616754 (HA RB SUEE) LUW 617176 (HA RB SUHH) LUW 617233 (HA RB SUH) LUW 617563 (HA RB SU69) HA RB SUFF HAS APP. EXP. DUE TO 90 LAPSE IN PROD. ACRES TO BE REL. 36.2;; 2/24/14 JPT PRELIM. 617563 HA RB SU69;; 2/10/14 SKR REQ. FOR SURVEY PLAT FOR HA RB SU69;;
20274		SWAN LAKE	CV RA SUL;JOHNSON 1 691-B-10 05-772	20.18	20.18	JUN. AR 5/14/14 SKR AR - 100% HBP. 1 PRODUCING UNIT LUW. 1 PRODUCING WELL
20880				0	42	JUN. PT 3/14/15 5/14/14 SKR RENTAL PAID 2/2014
20881				0	19	JUN. PT 3/14/15 5/14/14 SKR RENTAL PD. 2/2014
20884		CATAHOULA LAKE	317 05/28/2013	40	40	JUN. 5/14/14 SKR AR - 100% HBP. 1 PRODUCING UNIT LUW. 1 PRODUCING WELL



Louisiana Department of Natural Resources (DNR)

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LEASE Num	Area	Latest Lease Activity	Productive Acreage	Present Acreage	Meeting To Review In
02034	BRANCH, NORTHWEST , CHURCH POINT	NWB SU 06/01/1988	8.8	12	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM STATE/FEDERAL UNIT NWBSU; ROYALTIES REPORTED UNDER LUW 700300, NO ROYALTIES MADE FOR 2013
03839	WEST CAMERON BLOCK 17 , ZZZZZZZZZZ		2459.89	2459.89	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM STATE/FEDERAL UNIT WCAMB17; ROYALTIES REPORTED UNDER LUW 701729, NO PRODUCTION DATA IS REPORTED FOR THE STATE/FEDERAL UNITS
03840	WEST CAMERON BLOCK 17 , ZZZZZZZZZZ		483.29	483.29	JUN. AR 5/21/14 JPT NEW 701738 10900 D SD;; 5/19/14 MLS AR, LEASE IS HELD BY PRODUCTION FROM THE STATE/FEDERAL UNIT 10900 D RES PA
03841	WEST CAMERON BLOCK 17 , ZZZZZZZZZZ		994.85	994.85	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM STATE/FEDERAL UNIT WCAMB17; ROYALTIES REPORTED UNDER LUW 701729, NO PRODUCTION DATA IS REPORTED FOR THE STATE/FEDERAL UNITS
04418	WEST CAMERON BLOCK 17 , WEST CAMERON BLOCK 19 , ZZZZZZZZZZ		1749.17	2525.749	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM STATE/FEDERAL UNIT WCAMB17; ROYALTIES REPORTED UNDER LUW 701729, NO PRODUCTION DATA IS REPORTED FOR THE STATE/FEDERAL UNITS
05419	LAKE ARTHUR, SOUTH	U MIOGYP RA SUE;GLENN 10/01/1990	245	245	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNITS U MIOGYP RA SUA, SUC, SUE & MIDD MIOGYP RA SUC
07964	RICHIE, EAST	TW RB SUA;RICHIE LAND CO 09/18/2012 979-C-1 12-546	7.384	7.384	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT TW RB SUA;RICHIE LAND CO & ERH MM RA SU
11151	WHITE LAKE, WEST	47.845 05/14/2009	180.942	180.942	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT WWLK BIG 3-2 RC SU AND WWLK BIG 3-2 RE SU (L)
12651	LAKE ARTHUR, SOUTH	140.678 01/29/1993	44.322	44.322	JUN. AR 5/19/14 MLS LEASE EXPIRED, GREATER THEN 90 DAYS WITHOUT PRODUCTION, ROUTE SHEET DONE. ;; 4/30/14 MS/JPT ROUTE SHEET SL APP. EXP. DUE TO NO PROD. FOR GREATER THAN 90 DAYS



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Lease Name	DA	Field	Latest Lease Activity	Productive Average	Present Average	Flagged for Review 1
12848		KINGS BAYOU , WEST CAMERON BLOCK 1	9850 RA SUA;SL 12848 12/19/2006 1358-G 06-1428	100.22	100.22	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT U CRIS A RA SUA;SL 12848 AND 9850 RA SUA;SL 12848
13893		KINGS BAYOU	100.162 12/07/2000	106.399	106.399	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT AMPH B RA SUB;SL 13893
14357		KINGS BAYOU	10.203 12/07/2000	2.967	2.967	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT AMPH B RA SUB;SL 13893
16286		LOCKPORT	4150 RA SUA;SL 16286 337-C-C 01-835	1.288	1.288	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT 5400 RB SUA
18090		LAC BLANC	1296.62 06/08/2009	1203.13	1203.13	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT SD RA SUA;SL 18090
18091		LAC BLANC	1759.78 06/08/2009	444.29	444.29	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT SD RA SUA;SL 18090
18092		LAC BLANC	199.1 06/08/2009	96.59	96.59	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT SD RA SUA;SL 18090
18864		CHENEYVILLE, WEST	25.111 06/24/2009	43.889	43.889	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT AUS C RA SUT;J E PUCHEU, HOWEVER NO ROYALTIES PAYED FOR 2013
18984		KROTZ SPRINGS	5.98 12/01/2010	15.02	15.02	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT SP RA SUC;2 O'CLK BYO LD CO 13 AND SP RC SUB;2 O'CLK BYO LD CO 14
18985		KROTZ SPRINGS	35 05/10/2010	12.63	12.63	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT SP RB SUA;R V CRAWFORD ETAL
20546				1	1	JUN. PT 2/9/14 TAX ADJUDICATED 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT CRIS H1 RD SUA
20571				0	2394	JUN PT 3/9/14 5/19/14 MLS LEASE RENTAL PD 3/9/14 TO 3/9/15
20572				0	2081	JUN. PT 3/9/14 5/19/14 MLS LEASE RENTAL PAID 3/9/14 TO 3/9/15
20573				0	1423	JUN. PT 3/9/14 5/19/14 MLS LEASE RENTAL PD 3/19/14 TO 3/19/15
20574				0	2126	JUN. PT 3/9/14 5/19/14 MLS



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LEASE NUM	D/A	State	Latest Lease Activity	Productive Acreage	Present Acreage	History for Review is
20575				0	1265	LEASE RENTAL PD 3/19/14 TO 3/19/15 JUN. PT 3/9/14 5/19/14 MLS LEASE RENTAL PD 3/9/14 TO 3/9/15
20576				0	1974.92	JUN. PT 3/9/14 5/19/14 MLS LEASE RENTAL PD 3/9/14 TO 3/9/15
20578		DEEP LAKE	15400 RB SUA;SL 2340 10/29/2013 243-A-4 13-547	96.94	96.94	JUN. AR 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT 15100 RB SUA.&15400 RB SUA;SL 2340;; 5/7/14 JPT LETTER TO HILCORP 2ND REQ. FOR PLAT 15100 RB SUA;; 3/19/14 MS NEW 617684 15400 RB SUA;;
20579		DEEP LAKE	15400 RB SUA;SL 2340 10/29/2013 243-A-4 13-547	27.8	44	JUN. PT 3/9/14 ROCKEFELLER WMA 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT 15100 RB SUA, 15400 RB SUA;SL 2340 & DD PAYMENTS;; 5/15/14 APPROVED DD PAYMENT OF \$2,986.84 FOR 16.78 ACRES FROM 3/9/14 TO 3/9/15
20580		DEEP LAKE	15400 RB SUA;SL 2340 10/29/2013 243-A-4 13-547	96.89	182	JUN. PT 3/9/14 ROCKEFELLER WMA 5/19/14 MLS AR, LEASE HELD BY PRODUCTION FROM UNIT 15100 RB SUA, 15400 RB SUA;SL 2340 & DD PAYMENTS;; 5/15/14 DD PAYMENT OF \$21,269.22 APPROVED FOR 119.49 ACRES FOR 3/9/14 TO 3/9/15
21126				0	22	JUN. PT 3/13/16 5/19/14 MLS LEASE HELD BY RENTAL PAYMENTS, STILL IN PRIMARY TERM
				27,986.005	53,433.273	



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 9:40 a.m. on Wednesday, *June 11, 2014* with the following members of the Board in attendance:

Mr. Stephen Chustz	Mr. Dan R. Brouillette	Mr. Louis J. Lambert
Mr. Paul Segura, Jr.	Mr. Darryl D. Smith	Mr. Theodore M. Haik, Jr.
Mr. Thomas W. Sanders	Mr. Robert M. Morton	Mr. Chip Kline (Gov. Jindal's Designee)

The Committee heard the report of Mr. Emile Fontenot, relative to nominations received for the August 13, 2014 Mineral Lease Sale and other matters. Based upon the staff's recommendation, on motion of *Mr. Chustz*, duly seconded by *Mr. Brouillette*, 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 following Addendum (Letter of Protest) was requested by the staff to be added to the Tract and Nomination Committee Agenda. Based upon the staff's recommendation, on the motion of *Mr. Smith*, duly seconded by *Mr. Brouillette*, the Committee voted unanimously to add the Addendum to today's Tract and Nomination Committee Agenda.

Letter of Protest from Grant & Barrow, dated June 6, 2014, pertaining to Tract No. 43944, in Jefferson Parish, Louisiana. No action was required.

The Committee, on the motion of *Mr. Sanders*, seconded by *Mr. Brouillette*, voted to adjourn at 9:43 a.m.

Respectfully Submitted,

Emile B. Cordaro by *B.F.*

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. Chustz*, seconded by, *Mr. Brouillette*, the following Resolution was offered and adopted:

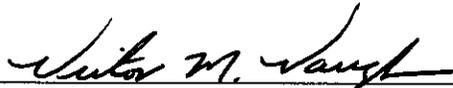
WHEREAS, Mr. Emile Fontenot presented to the State Mineral and Energy Board that 36 tracts had been nominated for the August 13, 2014 Mineral Lease Sale, and that same are to be advertised pending staff review; now therefore

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 11th day of June 2014, 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

NOMINATION AND TRACT COMMITTEE

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

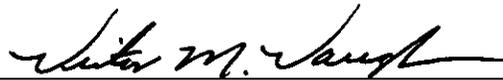
WHEREAS, the staff presented to the Board a recommendation to add an Addendum (Letter of Protest) to today's Tract and Nomination Committee Agenda for the June 11, 2014 Lease Sale.

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 addition of said Addendum to the Tract and Nomination Committee Agenda for the June 11, 2014 Lease Sale.

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 11th day of June 2014, 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



STEPHEN CHUSTZ
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, June 11, 2014, 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:

Dan R. Brouillette	Chip Kline	Thomas W. Sanders
Stephen Chustz	Louis J. Lambert	W. Paul Segura, Jr.
Theodore M. "Ted" Haik, Jr.	Robert "Michael" Morton	Darryl D. Smith

Mr. W. Paul Segura, Jr. convened the Committee at 9:44 a.m.

The first matter considered by the Committee was an update on Poydras Energy Partners, LLC outstanding oil royalties for the months of January and February 2014.

No action required.

The second matter considered by the Committee was the election of the June 2014 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. Brouillette, seconded by Mr. Kline, the Board voted unanimously to adjourn the Audit Committee at 9:55 a.m.

A handwritten signature in black ink, appearing to read "W. Paul Segura, Jr.", written over a horizontal line.

W. Paul Segura, Jr., Acting 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.

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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 June 11, 2014, 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:

Secretary Stephen Chustz
Mr. Theodore M. "Ted" Haik, Jr.
Mr. Emile B. Cordaro
Mr. Dan R. Brouillette
Mr. Chip Kline (*Governor's designee*)

Mr. Thomas W. Sanders
Mr. Louis J. Lambert
Mr. W. Paul Segura, Jr.
Mr. Robert "Michael" Morton
Mr. Darryl David Smith

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

The first matter considered by the Committee was a request by Energy XXI GOM, L.L.C. to amend State Lease Nos. 21266, 21267, 21268, 21270, 21271, 21272, 21273, 21274, 21275 and 21276 from a three (3) year primary term to a five (5) year primary term. Said leases are situated in either Plaquemines or Jefferson Parishes, Louisiana.

Upon recommendation of Staff and upon motion of Mr. Haik, seconded by Mr. Kline, with Mr. Smith and Mr. Lambert objecting, the Committee voted to recommend that the State Mineral and Energy Board grant Energy XXI GOM, L.L.C.'s request to amend State Lease Nos. 21266, 21267, 21268, 21270, 21271, 21272, 21273, 21274, 21275 and 21276 from a three (3) year primary term to a five (5) year primary term with a 150% escalation of the rental in the 4th and 5th years of the leases. Ben Marchive II on behalf of Energy XXI GOM, L.L.C. and Scott Patton, Attorney for Energy XXI GOM, L.L.C. were present and appeared before the Board.

The second matter considered by the Committee was a request for final approval of the following unitization agreements:

- (a) Between the State and Century Exploration New Orleans, LLC to create a 490.93 acre unit, identified as the VUC with 194.35 acres being attributable to State Lease No. 17863 and 296.08 acres being attributable to State Lease No. 18550, Main Pass Block 46 Field, Plaquemines Parish, La. It has been duly advertised and on the docket as Item No. 14-21;

- (b) Between the State and Century Exploration New Orleans, LLC to create a 529.46 acre unit, identified as the VUE with 175.20 acres being attributable to State Lease No. 17861 and 354.26 acres being attributable to State Lease No. 20819, Breton Sound Block 53 Field, Plaquemines Parish, La. It has been duly advertised and is on the docket as Item No. 14-22; and
- (c) Between the State and Square Mile Energy, LLC to create a 574.511 acre unit, identified as the CRIS I VUA with 222.412 acres being attributable to State Lease No. 20877, 197.889 acres being attributable to State Lease No. 21184, 140.805 acres being attributable to State Lease No. 21411 and 13.405 acres being attributable to State Lease No. 21412, LaFourche Parish, La. It has been duly advertised and on the docket as Item No. 14-23.

Upon recommendation of Staff and upon motion of Mr. Smith, seconded by Mr. Brouillette, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of said unitizations agreement on the docket as Item Nos. 14-21, 14-22, and 14-23. No comments were made by the public.

The third matter being considered by the Committee was a request by Robert A. Schroeder, on behalf of Etroa Resources, LLC for a waiver of all or a portion of the liquidated damage assessments levied on the late release of State Lease No. 20483 in the amount of \$8,700.00 and the late release of State Lease No. 21072 in the amount of \$8,300.00, Plaquemines Parish, Louisiana.

Upon recommendation of the staff and upon motion of Mr. Cordaro, seconded by Mr. Brouillette, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant a full waiver of the liquidated damages levied on the above referenced late releases of State Lease Nos. 20483 and 21072. No comments were made by the public.

The fourth matter considered by the Committee was a request by BHP Billiton Petroleum Company (BHP) to make a brief appearance before the Board to ask for reconsideration of the Board's decision made at the May 14, 2014 meeting to enter into negotiations with Chesapeake Louisiana, L.P. for operating agreements covering concursus lands situated in Sections 11, 12, 13, 14, 15, 23 and 24, Township 14 North, Range 12 West, Red River and DeSoto Parishes, Louisiana.

An appearance was made before the Board by Richard Revels, Jr. representing BHP Billiton Petroleum Company (BHP) and Majorie McKeithen and Josh Norris representing Chesapeake Louisiana, L.P. No action was taken by the Board.

The fifth matter considered by the Committee was a request by QEP Energy Company for a sixty (60) day extension to correct Operating Agreements covering 600 acres located in Sections 12, 13 and 14, Township 14 North, Range 12 West, Red River Parish, Louisiana.

Upon recommendation of Staff and upon motion of Mr. Kline, seconded by Mr. Cordaro, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant QEP Energy Company an extension until August 13, 2014 to correct the proposed operating agreements and present them on the docket for final approval. No comments were made by the public.

Upon motion of Mr. Segura, seconded by Mr. Cordaro, the Committee voted unanimously to go into Executive Session at 10:40 A.M.

Upon motion of Mr. Segura, seconded by Mr. Cordaro, the Committee voted unanimously to return to Open Session at 11:06 A.M. and the Legal & Title Controversy Committee meeting was recessed to begin the State Mineral and Energy Board Meeting.

Upon motion of Mr. Sanders, seconded by Mr. Morton, the Legal & Title Controversy Committee meeting was resumed at 11:07 A.M.

The sixth matter considered by the Committee was a discussion in executive session was regarding the suit entitled: Huckabay Property Management, L.L.C., et al. v. State, Docket No. 35821, 39th Judicial District Court, Red River Parish, State of Louisiana;

Upon recommendation of Staff and upon motion of Mr. Lambert, seconded by Mr. Segura, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant the Attorney General the authority to negotiate pursuant to the discussion in executive session. No comments were made by the public.

The seventh matter considered by the Committee was a discussion in executive session was regarding the suit entitled: Sonat Exploration Company and Brass Partnership vs. State of Louisiana, et al, Docket No. 40523, 3rd Judicial District Court, Lincoln Parish, State of Louisiana.

Upon recommendation of the staff and upon motion of Mr. Lambert, seconded by Mr. Segura, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant the Attorney General the authority to negotiate pursuant to the discussion in executive session. No comments were made by the public.

Upon motion of Mr. Segura, seconded by Mr. Brouillette, the Legal & Title Controversy Committee meeting was recessed for the Docket Committee and the regular meeting of the State Mineral and Energy Board at 11:09 A.M.

Legal and Title Controversy Committee Report

June 11, 2014

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Upon motion of Mr. Segura, seconded by Mr. Brouillette, the Legal & Title Controversy Committee meeting was resumed at 11:38 P.M.

The eighth matter considered by the Committee was a powerpoint presentation by Staff of the Proposed New Lease Form.

No action was taken by the Board.

Upon motion of Mr. Segura, seconded by Mr. Cordaro, the Legal and Title Controversy Committee meeting adjourned at 12:10 p.m.

A handwritten signature in black ink that reads "Thomas W. Sanders" followed by a stylized set of initials.

Mr. Thomas W. Sanders
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. Haik, seconded by Mr. Kline, with Mr. Smith and Mr. Lambert objecting, the following resolution was offered and adopted:

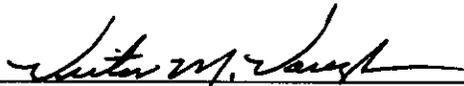
WHEREAS, a request was made by Energy XXI to amend State Lease Nos. 21266, 21267, 21268, 21270, 21271, 21272, 21273, 21274, 21275 and 21276 from a three (3) year primary term to a five (5) year primary term. Said leases are situated in either Plaquemines or Jefferson Parishes, Louisiana;

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 approval to amend State Lease Nos. 21266, 21267, 21268, 21270, 21271, 21272, 21273, 21274, 21275 and 21276 from a three (3) year primary term to a five (5) year primary term with a 150% escalation of the rental in the 4th and 5th years of the leases.

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 11th day of June, 2014, 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. Smith, seconded by Mr. Brouillette, the following resolution was offered and unanimously adopted:

WHEREAS, a request was made for final approval of the following unitization agreements:

(a) Between the State and Century Exploration New Orleans, LLC to create a 490.93 acre unit, identified as the VUC with 194.35 acres being attributable to State Lease No. 17863 and 296.08 acres being attributable to State Lease No. 18550, Main Pass Block 46 Field, Plaquemines Parish, La. It has been duly advertised and on the docket as Item No. 14-21;

(b) Between the State and Century Exploration New Orleans, LLC to create a 529.46 acre unit, identified as the VUE with 175.20 acres being attributable to State Lease No. 17861 and 354.26 acres being attributable to State Lease No. 20819, Breton Sound Block 53 Field, Plaquemines Parish, La. It has been duly advertised and is on the docket as Item No. 14-22; and

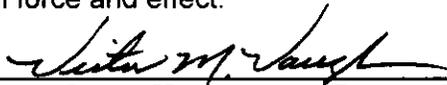
(c) Between the State and Square Mile Energy, LLC to create a 574.511 acre unit, identified as the CRIS I VUA with 222.412 acres being attributable to State Lease No. 20877, 197.889 acres being attributable to State Lease No. 21184, 140.805 acres being attributable to State Lease No. 21411 and 13.405 acres being attributable to State Lease No. 21412, LaFourche Parish, La. It has been duly advertised and on the docket as Item No. 14-23.

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 said unitizations agreement on the docket as Item Nos. 14-21, 14-22, and 14-23.

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 11th day of June, 2014, 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. Cordaro, seconded by Mr. Brouillette, the following resolution was offered and unanimously adopted:

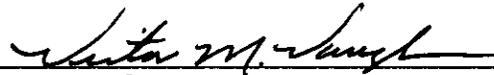
WHEREAS, a request was made by Robert A. Schroeder, on behalf of Etroa Resources, LLC for a waiver of all or a portion of the liquidated damage assessments levied on the late release of State Lease No. 20483 in the amount of \$8,700.00 and the late release of State Lease No. 21072 in the amount of \$8,300.00, Plaquemines Parish, Louisiana;

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 a full waiver of the liquidated damages levied on the above referenced late releases of State Lease Nos. 20483 and 21072.

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 11th day of June, 2014, 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. Cline, seconded by Mr. Cordaro, the following resolution was offered and unanimously adopted:

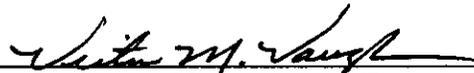
WHEREAS, a request was made by QEP Energy Company for a sixty (60) day extension to confect Operating Agreements covering 600 acres located in Sections 12, 13 and 14, Township 14 North, Range 12 West, Red River Parish, Louisiana;

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 QEP Energy Company an extension until August 13, 2014 to confect the proposed operating agreements and present them on the docket for final approval.

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 11th day of June, 2014, 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. Lambert, seconded by Mr. Segura, the following resolution was offered and unanimously adopted:

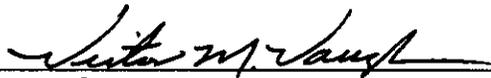
WHEREAS, a discussion in executive session was regarding the suit entitled: Huckabay Property Management, L.L.C., et al. v. State, Docket No. 35821, 39th Judicial District Court, Red River Parish, State of Louisiana;

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 the authority to negotiate pursuant to the discussion in executive session.

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 11th day of June, 2014, 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. Lambert, seconded by Mr. Segura, the following resolution was offered and unanimously adopted:

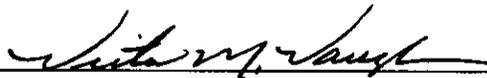
WHEREAS, a discussion in executive session was regarding the suit entitled: Sonat Exploration Company and Brass Partnership vs. State of Louisiana, et al, Docket No. 40523, 3rd Judicial District Court, Lincoln Parish, State of Louisiana;

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 the authority to negotiate pursuant to the discussion in executive session.

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 11th day of June, 2014, 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



STEPHEN CHUSTZ
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 12:11 p.m. on Wednesday, June 11, 2014. Board Members present were Mr. Stephen Chustz, DNR Secretary, Mr. W. Paul Segura, Jr., Mr. Emile B. Cordaro, Mr. Thomas W. Sanders, Mr. Louis J. Lambert, Mr. Darryl D. Smith, Mr. Theodore M. "Ted" Haik, Jr, Mr. Dan R. Brouillette, Mr. Chip Kline and Mr. Robert "Michael" Morton.

The Committee made the following recommendations:

Approve State Agency Leases A and B on page 1;

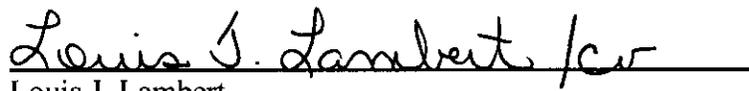
Approve all Assignments on pages 3 through 10; Docket Nos. 3 and 14 on page 3 and 6 would be approved subject to the approval of the Governor of Louisiana;

Approve the following items upon recommendation of the Legal and Title Controversy Committee: Docket Item Nos. 14-21 through 14-23 on page 11.

Upon Motion of Mr. Segura, seconded by Mr. Cordaro, 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. Cordaro, the committee voted unanimously to adjourn the meeting at 12:13 p.m.

Respectfully submitted,


Louis J. Lambert
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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item A from the June 11, 2014 Meeting be approved, said instrument being an Oil, Gas and Mineral Lease from Plaquemines Parish Government, dated March 27, 2014, awarded to Shoreline Southeast LLC, covering lands located in Section 50, Township 20 South, Range 29 East, Bastian Bay Field, Plaquemines Louisiana, containing approximately 9.583 acres, more or less, with further contractual obligations being more enumerated in the instrument.

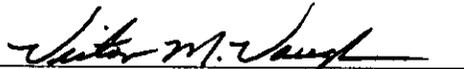
The State of Louisiana, through the State Mineral and Energy Board, asserts and claims title to the beds and bottoms of any navigable waterbed that may be located within the boundaries of the lands leased, and this approval shall not cover or extend to, or be construed as affecting the State's title to such submerged lands, if any. This lease is approved only so far as it covers lands in place, excluding from such approval any and all navigable waterbeds and sovereignty lands located within the tract leased.

BE IT FURTHER RESOLVED that this action is taken only in pursuance of Louisiana Revised Statutes 30:158 and without inquiry into the lessor's title to the leased premises or such rights, if any, that the State of Louisiana may have in the same. It is understood that this approval is solely given in order to comply with the statutory authority aforesaid.

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 sign said lease to reflect the approval of the State Mineral and Energy 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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item B from the June 11, 2014 Meeting be approved, said instrument being an Oil, Gas and Mineral Lease from the North Lafourche Conservation Levee & Drainage District, dated March 26, 2014, awarded to Boudreaux Properties, Inc., covering lands located in Section 51, Township 15 South, Range 18 East, Louisiana Meridian, Lafourche Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** to acreage situated within the unit created for the Rob L Stray Zone, Reservoir C, containing 12 acres, more or less, Lafourche Parish, Louisiana, with further contractual obligations being more enumerated in the instrument.

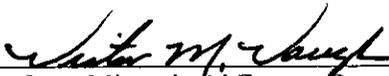
The State of Louisiana, through the State Mineral and Energy Board, asserts and claims title to the beds and bottoms of any navigable waterbed that may be located within the boundaries of the lands leased, and this approval shall not cover or extend to, or be construed as affecting the State's title to such submerged lands, if any. This lease is approved only so far as it covers lands in place, excluding from such approval any and all navigable waterbeds and sovereignty lands located within the tract leased.

BE IT FURTHER RESOLVED that this action is taken only in pursuance of Louisiana Revised Statutes 30:158 and without inquiry into the lessor's title to the leased premises or such rights, if any, that the State of Louisiana may have in the same. It is understood that this approval is solely given in order to comply with the statutory authority aforesaid.

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 sign said lease to reflect the approval of the State Mineral and Energy 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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 1 from the June 11, 2014 Meeting be approved, said instrument being an Assignment from Border Exploration, LLC to Halcon Gulf States, LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 21174, 21175 and 21176, Beauregard Parish, Louisiana, with further particulars being stipulated in the instrument

Halcon Gulf States, 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;

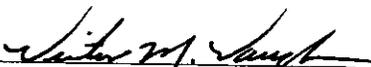
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 2 from the June 11, 2014 Meeting be approved, said instrument being an Assignment from Cypress Energy Corporation to Houston Energy, L.P., of all of Assignor's right, title and interest in and to State Lease No. 21379, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Houston Energy, 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;

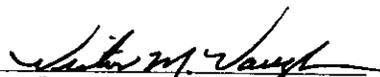
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 3 from the June 11, 2014 Meeting be approved subject to the approval of the Governor of Louisiana, said instrument being an Assignment from Harvest Oil & Gas, LLC to Dimension Energy C.B., L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 195, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

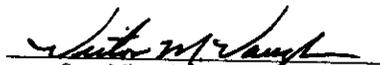
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

- 1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;
- 2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;
- 3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any non-signatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;
- 4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;
- 5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and
- 6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

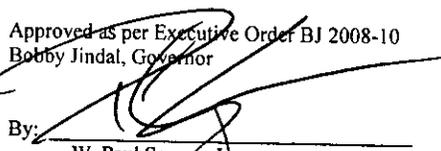
BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

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 11th day of June, 2014, 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: 
W. Paul Segura, Jr.
Chairman, State Mineral Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 5 from the June 11, 2014 Meeting be approved, said instrument being an Assignment from Clayton Williams Energy, Inc., an undivided 62.50% of 8/8ths interest to the following in the proportions set out below:

Energy Resource Technology GOM, LLC	45.00% of 8/8ths
Petrogulf III, LLC	11.25% of 8/8ths
Whitehaven Exploration, Inc.	6.25% of 8/8ths

in and to State Lease No. 21248, Jefferson and Lafourche Parishes, Louisiana, with further particulars being stipulated in the instrument

Energy Resource Technology 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,

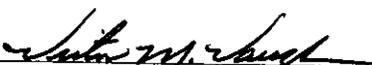
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 6 from the June 11, 2014 Meeting be approved, said instrument being an Assignment and Amendment of Assignment from Teresa Rudman and Ira W Silverman, Co-Executors of the Estate of Wolfe E. Rudman to J&S Oil & Gas LLC, of all of Assignor's right, title and interest in and to State Lease Nos 19067 and 19068, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument.

J&S 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;

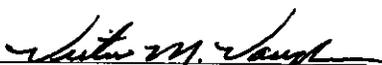
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 11th day of June, 2014, 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

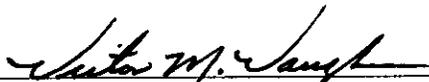
LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item 7 from the June 11, 2014, Meeting be approved, said instrument a Correction of Resolution No. 14 from the April 13, 2011 Meeting, being a Change of Name whereby Mariner Energy Resources, Inc. is changing its name to Apache Shelf, Inc., whereas State Lease No. 1923 was omitted from said resolution and is hereby being added, affecting State Lease Nos. 451, 861, 862, 872, 978, 1009, 1277, 1278, 1354, 1388, 1922, 1923, 1924, 2227, 2474, 2485, 3382, 3770, 8690 and 17935, Plaquemines, St. Bernard and Vermilion Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 8 from the June 11, 2014 Meeting be approved, said instrument being an Assignment from Cypress Energy Corporation to Houston Energy, L.P., of all of Assignor's right, title and interest in and to State Lease Nos 21370, 21371 and 21372, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument.

Houston Energy, 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 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;

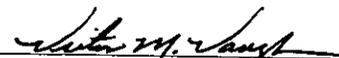
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 9 from the June 11, 2014 Meeting be approved, said instrument being an Assignment from Sito Exploration, LLC to Constellation Energy Partners LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 502, 1461, 1462, 14617, 20846 and 20884, LaSalle Parish, Louisiana, with further particulars being stipulated in the instrument

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

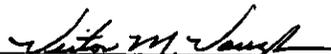
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

- 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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted.

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 9 from the June 11, 2014 Meeting be approved, said instrument being an Assignment from Sito Exploration, LLC to Constellation Energy Partners LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 502, 1461, 1462, 14617, 20846 and 20884, LaSalle Parish, Louisiana, with further particulars being stipulated in the instrument.

Constellation Energy Partners 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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted.

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 10 from the June 11, 2014 Meeting be approved, said instrument being a Change of Name whereby Moses 1981 Partnership is changing its name to Lannie Mecom 1981 Partnership, affecting State Lease Nos. 1685 and 3584, St. Mary Parish, 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,

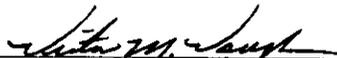
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11 from the June 11, 2014 Meeting be approved, said instrument being a Change of Name whereby Lannie Mecom 1981 Partnership is changing its name to L. Mecom 81, LLC, affecting State Lease Nos. 1685 and 3584, St. Mary Parish, 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,

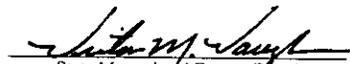
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12 from the June 11, 2014 Meeting be approved, said instrument being a Change of Name whereby HLP Gulf States, LLC is changing its name to Halcon Gulf States, LLC, affecting State Lease Nos 20673 and 20741, Allen Parish, 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,

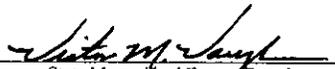
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 13 from the June 11, 2014 Meeting be approved, said instrument being an Assignment from Halcon Gulf States, LLC to WD-Louisiana, LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 20673 and 20741, Allen Parish, Louisiana, with further particulars being stipulated in the instrument

WD-Louisiana, 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;

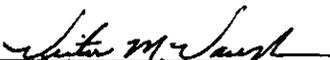
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 14 from the June 11, 2014 Meeting be approved subject to the approval of the Governor of Louisiana, said instrument being an Assignment from the Estate of William G. Helis to Harvest Oil & Gas, L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 335, Plaquemines Parish, Louisiana, **LIMITED TO** that portion of Grand Bay Selection within the 13(RA-A)SUA and 15A RA SUA, with further particulars being stipulated in the instrument

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

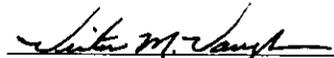
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

- 1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;
- 2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;
- 3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any non-signatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof;
- 4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30:128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;
- 5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and
- 6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution.

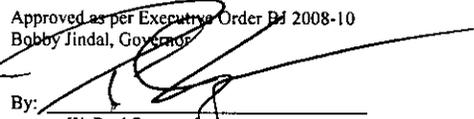
BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

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 11th day of June, 2014, 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 DJ 2008-10
Bobby Jindal, Governor

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 15 from the June 11, 2014 Meeting be approved, said instrument being an Assignment from SandRidge Exploration and Production, L.L.C. to Bandon Oil and Gas L.P., of all of Assignor's right, title and interest in an to State Lease Nos. 2102, 15358 and 20609, Iberville Parish, Louisiana, with further particulars being stipulated in the instrument.

Bandon Oil and Gas 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,

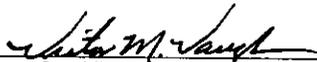
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 16 from the June 11, 2014 Meeting be approved, said instrument being an Assignment from Bandon Oil and Gas LP to SandRidge Onshore, LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 2102, 15358 and 20609, Iberville Parish, Louisiana, with further particulars being stipulated in the instrument.

SandRidge Onshore, 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.

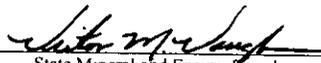
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted.

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 17 from the June 11, 2014 Meeting be approved, said instrument being an Assignment from Cohort Energy Company to Chesapeake Louisiana, L.P., of all of Assignor's right, title and interest in and to State Lease No. 17732, Bossier Parish, Louisiana. **INSOFAR AND ONLY INSOFAR AS** the lease covers all subsurface depths below the base of the Cotton Valley Formation 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.

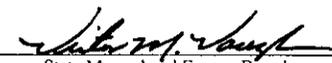
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 18 from the June 11, 2014 Meeting be approved, said instrument being an Assignment from Destin Resources LLC and Reserves Management, L.C. to Energy Resource Technology GOM, L.L.C., an undivided 80% of 8ths Assignor's right, title and interest in and to State Lease No. 20581, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

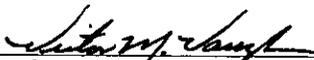
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman, 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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted.

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 19 from the June 11, 2014 Meeting be approved, said instrument being an Assignment from Sulphur River Exploration, Inc., an undivided interest to the following in the proportions set out below:

Royal Offshore, LLC	39.37500%
CEL Properties, LLC	23.90625%
RLJ Properties, LLC	7.96875%
Erwin Energy Corp.	9.00000%
Sulphur River, LP	9.00000%
Miocene Energy, LLC	3.75000%

in and to State Lease No. 19727, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument.

Royal Offshore, 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.

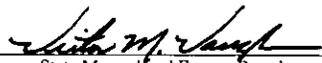
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 20 from the June 11, 2014 Meeting be approved, said instrument being a Change of Name whereby RAM Energy Louisiana, LLC is changing its name to HRC Energy Louisiana, LLC, affecting State Lease No. 6024 and Operating Agreement "A0072", Lafourche Parish, 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,

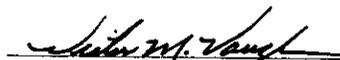
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 21 from the June 11, 2014 Meeting be approved, said instrument being a Merger whereby EXCO HV Acquisition SUB, LLC is merging with and into EXCO Operating Company, L.P, affecting State Lease Nos. 19779, 19831 and 19929, Caddo and DeSoto 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.

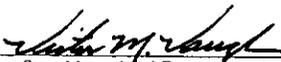
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted.

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 22 from the June 11, 2014 Meeting be approved, said instrument being an Assignment from Halcon Gulf States, LLC to WD-Louisiana, LLC, of all of Assignor's right, title and interest in and to State Lease Nos 21174, 21175 and 21176, Beauregard Parish, Louisiana, with further particulars being stipulated in the instrument

Halcon Gulf States, 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;

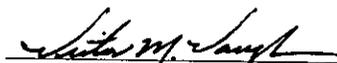
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 11th day of June, 2014, 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 23 from the June 11, 2014 Meeting be approved, said instrument being an Assignment from RHS Enterprises, LLC to Walter Oil & Gas Corporation, of all of Assignor's right, title and interest in and to State Lease No. 1212, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Walter Oil & Gas Corporation 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;

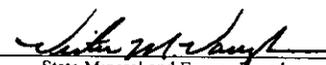
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 11th day of June, 2014, 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

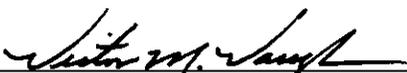
On motion of Mr. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 14-21 from the June 11, 2014, Meeting be approved, said instrument being a Unitization Agreement by and between the State Mineral and Energy Board, for and on behalf of the State of Louisiana and Century Exploration New Orleans, LLC, to create a 490.93 acre unit, more or less, identified as the "VUC", with 194.35 acres being attributable to State Lease No. 17863 and 296.08 being attributable to State Lease No. 18550, Main Pass Block 46 Field, 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 11th day of June, 2014 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. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 14-22 from the June 11, 2014, Meeting be approved, said instrument being a Unitization Agreement by and between the State Mineral and Energy Board, for and on behalf of the State of Louisiana and Century Exploration New Orleans, LLC, to create a 529.46 acre unit, more or less, identified as the "VUE", with 175.20 acres being attributable to State Lease No. 17861 and 354.26 acres being attributable to State Lease No. 20819, Breton Sound Block 53 Field, 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 11th day of June, 2014 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

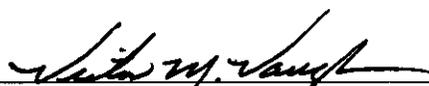
On motion of Mr. Segura, seconded by Mr. Cordaro, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 14-23 from the June 11, 2014, Meeting be approved, said instrument being a Unitization Agreement by and between the State Mineral and Energy Board, for and on behalf of the State of Louisiana and Square Mile Energy, L.L.C., to create a 574.511 acre unit, identified as the “**CRIS I VUA**”, with 222.412 acres being attributable to State Lease No. 20877, 197.889 acres being attributable to State Lease No. 21184, 140.805 acres being attributable to State Lease No. 21411 and 13.405 acres being attributable to State Lease No. 21412, Lafourche 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 11th day of June, 2014 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