

MINUTES

STATE MINERAL AND ENERGY BOARD

REGULAR MEETING AND LEASE SALE

MARCH 12, 2014

STATE MINERAL AND ENERGY BOARD
REGULAR MEETING AND LEASE SALE MINUTES
MARCH 12, 2014

A Regular Meeting and Lease Sale of the State Mineral and Energy Board was held on Wednesday, March 12, 2014, beginning at 11:01 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
Thomas L. Arnold, Jr., Vice-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

The following member of the Board was recorded as absent:
Chip Kline (Governor Jindal's designee to the Board)

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
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. Chustz, seconded by Mr. Arnold, and unanimously adopted by the Board, the Board recessed the regular meeting to continue the Committee Meetings at 11:02 a.m.

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Upon motion of Mr. Arnold, seconded by Mr. Sanders, and unanimously adopted by the Board, the Board reconvened the regular meeting at 11:49 a.m.

The Chairman stated that the first order of business was the approval of the February 12, 2014 Minutes. A motion was made by Mr. Arnold to adopt the Minutes as submitted and to waive reading of same. His motion was seconded by Mr. Cordaro and unanimously adopted by the Board. (No public comment was made at this time.)

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

Lease Review Committee
Nomination & Tract Committee
Audit Committee
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 11:53 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. Arnold, 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. Sanders, seconded by Mr. Arnold, and unanimously adopted by the Board, the Board reconvened in open session at 12:01 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 bid for Tract 43798 is an unacceptable bid due to insufficient consideration. As the result, the staff recommends rejection of the bid by Surfside Energy, LLC. Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to accept staff's recommendations to reject the bid on Tract 43798 by Surfside Energy, LLC.

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Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43802, said portion being 159.090 acres more particularly described in said bid and outlined on accompanying plat, to Cypress Energy Corporation.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43812, said portion being 1,003 acres more particularly described in said bid and outlined on accompanying plat, to K-Exploration Co.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43813, said portion being 9.000 acres more particularly described in said bid and outlined on accompanying plat, to K-Exploration Co.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 43814 to Theophilus Oil, Gas & Land Services, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43820, said portion being 331.110 acres more particularly described in said bid and outlined on accompanying plat, to Hilcorp Energy I, L.P.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 43823 to Mack Oil Co.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43825, said portion being 364.000 acres more particularly described in said bid and outlined on accompanying plat, to K-Exploration Co.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43829, said portion being 179.480 acres more particularly described in said bid and outlined on accompanying plat, to Texas Petroleum Investment Company.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43829, said portion being 384.040 acres more particularly described in said bid and outlined on accompanying plat, to Texas Petroleum Investment Company.

This concluded the awarding of the leases.

The following announcements were then made:

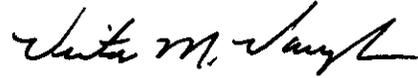
Ms. Talley stated that "the total for today's Lease Sale is \$69,753.95, bringing the fiscal year-to-date total to over \$14.7 million." Ms. Talley reminded the Board Members to take the Ethics Form provided in their packet today with them when they leave and to remember that this form must be filed with the Ethics Board by the annual deadline of May 15th.

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Ms. Talley also introduced two new Office of Mineral Resources employees to the Board Members: David Pipkin, a new Land Specialist with the Geological and Engineering Section and Mirika Haney, a new Auditor with the Mineral Income Section.

The Chairman then stated there being no further business to come before the Board, upon motion of Mr. Sanders, seconded by Mr. Martin, the meeting was adjourned at 12:03 p.m.

Respectfully submitted,



Victor M. Vaughn
Executive Officer
State Mineral and Energy Board

THE FOLLOWING OPENING OF SEALED
BIDS MEETING MINUTES, COMMITTEE
REPORTS AND RESOLUTIONS WERE
MADE A PART OF THE MARCH 12, 2014
STATE MINERAL AND ENERGY BOARD
REGULAR MEETING AND LEASE SALE
MINUTES BY REFERENCE

STATE MINERAL AND ENERGY BOARD
OPENING OF SEALED BIDS MINUTES
MARCH 12, 2014

A public meeting for the purpose of opening sealed bids was held on Wednesday, March 12, 2014, beginning at 8:36 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
Emile Fontenot, Assistant Director-Petroleum Lands Division
James Devitt, Attorney-DNR Office of the Secretary
Jackson Logan, Assistant Attorney General

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

March 12, 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. 43797 through 43836, 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 letters of protest were received for today's Lease Sale from LL&E and Hilcorp Energy for Tract Nos. 43815, 43816, 43817, and 43818.

Mr. Vaughn further stated that the Staff will recommend to the Nomination and Tract Committee that Tract Nos. 43815, 43816, 43817, and 43818 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 43797

No Bids

Tract 43798
(Portion – 308.820 acres)

Bidder	:	Surfside Energy, LLC
Primary Term	:	Five (5) years
Cash Payment	:	\$46,323.00
Annual Rental	:	\$23,161.50
Royalties	:	20.00% on oil and gas
	:	20.00% on other minerals
Additional Consideration	:	None

Tract 43799

No Bids

INLAND TRACTS

Tract 43800

No Bids

Tract 43801

No Bids

Tract 43802
(Portion – 159.090 acres)

Bidder	:	Cypress Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$91,476.75
Annual Rental	:	\$45,738.38
Royalties	:	23.00% on oil and gas
	:	23.00% on other minerals
Additional Consideration	:	None

Tract 43803

No Bids

Tract 43804

No Bids

Tract 43805

No Bids

Tract 43806

No Bids

Tract 43807

No Bids

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No Bids Tract 43808

No Bids Tract 43809

No Bids Tract 43810

No Bids Tract 43811

Tract 43812
 (Portion – 1,003 acres)

Bidder	:	K-Exploration Co.
Primary Term	:	Three (3) years
Cash Payment	:	\$236,708.00
Annual Rental	:	\$118,354.00
Royalties	:	21.500% on oil and gas
	:	21.500% on other minerals
Additional Consideration	:	None

Tract 43813
 (Portion – 9.000 acres)

Bidder	:	K-Exploration Co.
Primary Term	:	Three (3) years
Cash Payment	:	\$2,124.00
Annual Rental	:	\$1,062.00
Royalties	:	21.500% on oil and gas
	:	21.500% on other minerals
Additional Consideration	:	None

		Tract 43814
Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$58,725.00
Annual Rental	:	\$29,362.50
Royalties	:	22.500% on oil and gas
	:	22.500% on other minerals
Additional Consideration	:	None

No Bids Tract 43815

No Bids Tract 43816

No Bids Tract 43817

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No Bids Tract 43818

No Bids Tract 43819

Tract 43820
(Portion – 331.110 acres)

Bidder	:	Hilcorp Energy I, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$126,815.13
Annual Rental	:	\$63,407.57
Royalties	:	23.500% on oil and gas
	:	23.500% on other minerals
Additional Consideration	:	None

No Bids Tract 43821

No Bids Tract 43822

STATE AGENCY

Tract 43823

Bidder	:	Mack Oil Co.
Primary Term	:	Three (3) years
Cash Payment	:	\$1,351.19
Annual Rental	:	\$676.00
Royalties	:	25.00% on oil and gas
	:	25.00% on other minerals
Additional Consideration	:	None

No Bids Tract 43824

Tract 43825
(Portion – 364.000 acres)

Bidder	:	K-Exploration Co.
Primary Term	:	Three (3) years
Cash Payment	:	\$85,904.00
Annual Rental	:	\$42,952.00
Royalties	:	21.500% on oil and gas
	:	21.500% on other minerals
Additional Consideration	:	None

No Bids Tract 43826

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WHITE LAKE

No Bids Tract 43827

No Bids Tract 43828

Tract 43829
(Portion – 179.480 acres)

Bidder	:	Texas Petroleum Investment Company
Primary Term	:	Three (3) years
Cash Payment	:	\$71,792.00
Annual Rental	:	\$35,896.00
Royalties	:	16.6700% on oil and gas
	:	16.6700% on other minerals
Additional Consideration	:	None

Tract 43829
(Portion – 384.040 acres)

Bidder	:	Texas Petroleum Investment Company
Primary Term	:	Three (3) years
Cash Payment	:	\$94,857.88
Annual Rental	:	\$47,428.94
Royalties	:	16.6700% on oil and gas
	:	16.6700% on other minerals
Additional Consideration	:	None

No Bids Tract 43830

No Bids Tract 43831

No Bids Tract 43832

No Bids Tract 43833

No Bids Tract 43834

No Bids Tract 43835

No Bids Tract 43836

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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,

A handwritten signature in black ink, appearing to read "Victor M. Vaughn", with a long horizontal flourish extending to the right.

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, March 12, 2014 at 9:30 a.m. with the following members of the Board in attendance: Mr. Thomas L. Arnold, Jr., Mr. Dan R. Brouillette, Mr. Stephen Chustz, Mr. Theodore M. "Ted" Haik, Jr., Mr. Robert "Michael" Morton, and Mr. Darryl D. Smith.

I. Geological and Engineering Staff Review

According to SONRIS there are 1,803 active State Leases covering almost 759,000 acres. The Geological and Engineering Division has reviewed 190 leases covering approximately 91,000 acres.

II. Committee Review

1. A staff report on **State Lease 173**, Caddo Pine Island Field, Caddo Parish. Gemini Explorations, Inc. is the lessee. The recommendation is to accept Gemini's offer to P&A an additional well each year for the next four years to make-up for their 2013 P&A obligation and for Gemini to submit their 2014 P&A reports by March 11, 2015.
2. A staff report on **State Lease 199-A-0 and State Lease 199-A-1**, Bay St. Elaine Field Selection, Terrebonne Parish. Hilcorp Energy I, L.P. is the operator. The recommendation is to accept Hilcorp's development plan and require Hilcorp to provide a status update on these plans by March 11, 2015.

III. Force Majeure

1. Energy Properties requests an additional extension to the force majeure recognition until the September 10, 2014 meeting, affecting State Lease 725, due to the lack of a gas market caused by the Texas Gas pipeline failure in 2012.

Updated 2/27/2014

Company Name	Lease Numbers
Leases Off Production Due to Non-Storm Related Force Majeure Events	
Energy Properties Inc.	725 (March'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. Arnold, seconded by Mr. Chutz, the Committee moved to accept and approve Item No. 1 and recommendations by the staff.

On motion by Mr. Arnold, seconded by Mr. Brouilliette, the Committee moved to accept and approve Item No. 2 and recommendations by the staff.

On motion by Mr. Segura, seconded by Mr. Arnold, the Committee moved to accept and approve the Force Majeure item and recommendations by the staff.

On motion by Mr. Chutz, seconded by Mr. Arnold, the Committee moved to adjourn the March 12, 2014 meeting at 9:38 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.



Louisiana Department of Natural Resources (DNR)

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Staff Reviews

Report run on: March 13, 2014 10:08 AM

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Case No.	DNA	Field	Latest Lease Activity	Production (bbl/d)	Present (bbl/d)	Request for Review
00214	2	BRETON SOUND BLOCK 18 , GARDEN ISLAND BAY , POINTE A LA HACHE	246613-SL 214 GARDEN ISLAND BAY-913 09/20/2013	200	4449	MAR. AR 2/6/14 JMB AR HBP 36 SL WELLS
00214	1	BRETON SOUND BLOCK 18 , GARDEN ISLAND BAY , POINTE A LA HACHE	246613-SL 214 GARDEN ISLAND BAY-913 09/20/2013	700	3044	MAR. 2/6/14 JMB AR HBP 36 SL WELLS
00214	1	BRETON SOUND BLOCK 18 , GARDEN ISLAND BAY , POINTE A LA HACHE	246613-SL 214 GARDEN ISLAND BAY-913 09/20/2013	700	3044	MAR. AR 2/6/14 JMB AR HBP 36 SL WELLS
00988		MAIN PASS BLOCK 69 , SOUTH PASS BLOCK 1 , SOUTH PASS BLOCK 24 OFFSHORE(8453 7/97	1928.37 10/03/2005	88.12	88.12	MAR. AR 2/6/14 JMB AR-HBP-1 SL WELL
01353		MAIN PASS BLOCK 69 , QUEEN BESS ISLAND	219613-MPB69 Q2 RA SU;SL 1353-061-D 08/17/1996	1000	1000	MAR. AR 2/6/14 JMB AR-HBP-4 UNITS
01354		MAIN PASS BLOCK 69	182.84 11/23/1999	1253	1467.16	MAR. AR 2/6/14 JMB AR-HBP-4 SL WELLS
01355		MAIN PASS BLOCK 69	216041-SL 1355-042 10/02/1993	746	746	MAR. AR 2/6/14 JMB AR-HBP-8 SL WELLS
01357		MAIN PASS BLOCK 69	MPB69 BQ RA SU 01/01/1989	1294	1294	MAR. AR 2/6/14 JMB AR-HBP-2 UNITS-1 SL WELL
01359		MAIN PASS BLOCK 69	MPB69 BQ RA SU 01/01/1989	270	400	MAR. AR 2/6/14 JMB AR-HBP-2 UNITS
01393	1	BRETON SOUND BLOCK 18 , GARDEN ISLAND BAY	SL 214 GARDEN ISLAND BAY 11/01/1997	50	150	MAR. AR 2/6/14 JMB AR-HBP-36 SL WELLS
01393	2	BRETON SOUND BLOCK 18 , GARDEN ISLAND BAY	SL 214 GARDEN ISLAND BAY 11/01/1997	200	250	MAR. AR 2/6/14 JMB AR-HBP-36 SL WELLS
03851		MAIN PASS BLOCK 69	233221-SL 3851-011 07/17/2006	716.29	716.29	MAR. AR 2/6/14 JMB AR-HBP-2 UNITS-2 SL WELLS
06646		FORT PIKE , RIGOLETS	559.587 10/19/2011	318.716	318.716	MAR. AR 2/6/14 JMB AR-HBP-2 UNITS
06647		RIGOLETS	880.404 10/19/2011	401.286	401.286	MAR. AR 2/6/14 JMB AR-HBP-2 UNITS
06706		MAIN PASS BLOCK 74	734.419 05/03/2012	624	1890.301	MAR. AR 2/6/14 JMB AR-HBP-1 UNIT- 1 SL WELL
06894		MAIN PASS BLOCK 74	240647-SL 6894-001 02/02/2010	657	810	MAR. AR 2/6/14 JMB AR-HBP-1 UNIT-2 SL WELLS
15042		MAIN PASS BLOCK 74	951.16 10/01/2002	217.65	217.65	MAR. AR 2/6/14 JMB AR-HBP-1 UNIT
15683		BRETON SOUND BLOCK 53	UV 3B RA VUA;SL 19051 01/12/2011	279.23	279.23	MAR. AR 2/6/14 JMB AR-HBP-3 UNITS



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Block Unit	Field	Latest Activity	Proposed Acres	Present Acres	Manager Review
16736	BRETON SOUND BLOCK 53	593.5 04/13/2006	160.76	160.76	MAR. AR 2/6/14 JMB AR-HBP-1 UNIT
16738	BRETON SOUND BLOCK 53	171.66 04/13/2006	23.77	23.77	MAR. AR 2/6/14 JMB AR-HBP-1 UNIT
16850	MAIN PASS BLOCK 47	BA BB RA SUA;SL 16849 10/29/2002 1331-F 06-633	24.87	24.87	MAR. AR 2/6/14 JMB AR-HBP-1 UNIT
18078	MAIN PASS BLOCK 26		148.65	148.65	MAR. AR 2/6/14 JMB AR-HBP-1 SL WELL
18935	BLACK BAY, WEST	81 05/29/2008	35	35	MAR. AR 2/6/14 JMB AR-HBP-1 UNIT
19054	BRETON SOUND BLOCK 53		450	637.35	MAR. AR 2/6/14 JMB AR-HBP-1 SL WELL
19061	CHANDELEUR SOUND ADDITION BLOCK 23	129.022 11/05/2009	123.444	123.444	MAR. AR 2/6/14 JMB AR-HBP-1 UNIT
20805			0	568	MAR. PT 12/14/14 2/6/14 JMB PAID 12/14/13 RENTAL
21076			0	200.08	MAR. PT 12/12/17 2/6/14 JMB PAID 12/12/13 RENTAL

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Task Num	D/A	Field	Last Dates Admin	Productive Acreage	Drainage Acreage	Regulated/Review Date
00356A		BAY DE CHENE	VUB;BDC UB	4299	4369	MAR. AR 2/25/14 AJL HBP FROM SEVERAL UNITS
00402		DELTA FARMS	14.3 09/09/1996	6.02	6.02	MAR. AR 2/25/14 AJL HBP FROM 3 UNITS THAT COVER ENTIRE LEASE
00998		SOUTH PASS BLOCK 24 , SOUTH PASS BLOCK 24 OFFSHORE(8453 7/97	243219-SL 998-195 06/29/2011	2410	2410	MAR. AR 2/25/14 AJL HBP FROM SEVERAL UNITS AND LEASE PRODUCTION
00999		SOUTH PASS BLOCK 24 , SOUTH PASS BLOCK 24 OFFSHORE(8453 7/97	X RA SUA;SL 998 04/21/1998 227-HHH	582	1685	MAR. AR 2/25/14 AJL HBP FROM SEVERAL UNITS AND LEASE PRODUCTION
01007		SOUTH PASS BLOCK 24 , SOUTH PASS BLOCK 24 OFFSHORE(8453 7/97 , SOUTH PASS BLOCK 27	246529-SL 1007-065 06/12/2013	3950	4578	MAR. AR 2/25/14 AJL HBP FROM SEVERAL UNITS AND LEASE PRODUCTION
01008		SOUTH PASS BLOCK 24 , SOUTH PASS BLOCK 24 OFFSHORE(8453 7/97 , SOUTH PASS BLOCK 27	241414-SPB 24 T RG SU;SL 1008-137 08/22/2010	4160	5000	MAR. AR 2/25/14 AJL HBP FROM SEVERAL UNITS AND LEASE PRODUCTION
01009		SOUTH PASS BLOCK 24 , SOUTH PASS BLOCK 24 OFFSHORE(8453 7/97 , SOUTH PASS BLOCK 27 , WEST DELTA BLOCK 83	227127-10100 RB SUA;SL 1009-001-ALT 07/13/2002	555	810	MAR. AR 2/25/14 AJL HBP FROM SEVERAL UNITS AND LEASE PRODUCTION
01011		SOUTH PASS BLOCK 27 , STUARDS BLUFF	229834-SPB27 N4 RB SU;SL 1011-092 07/08/2004	1544	2041	MAR. AR 2/25/14 AJL HBP FROM SEVERAL UNITS
01450		LAKE RACCOURCI	48.977 07/15/2011	353	1004.143	MAR. AR 2/25/14 AJL HBP FROM TWO UNITS
01730		VALENTINE	SC 3 SW RG SUA;PPCO ETAL 04/01/2009 280-24 09-412	37.581	37.581	MAR. AR 2/25/14 AJL HBP FROM ONE UNIT
02104		LAKE WASHINGTON	CC 11 RD SUA;SL 2104 10/23/2012 149-D-8 12-608	377	1000	MAR. AR 2/25/14 AJL HBP FROM SEVERAL UNITS
03258		LAKE RACCOURCI	248.125 02/17/2004	103.125	281.125	MAR AR 2/25/14 AJL HBP FROM ONE UNIT
03599		LAKE RACCOURCI	795.2 01/14/1999	517.8	754.8	MAR. AR 2/25/14 AJL HBP FROM ONE UNIT
06430		BAY MARCHAND BLOCK 2 OFFSHORE , TIMBALIER BAY OFFSHORE	405.33 06/01/1993	973.07	973.07	MAR . AR 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
06748		TIMBALIER BAY OFFSHORE	TB NVUA 08/01/1989	178.875	178.875	MAR . AR 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
10439		LAFITTE	1.41 10/19/2000	.15	.15	MAR. AR 2/25/14 AJL HBP FROM 2 UNITS THAT COVER ENTIRE LEASE
14371		DORCYVILLE	19.17 05/20/1999	114.004	114 004	MAR AR 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
14374		SATURDAY ISLAND	232784-SL 14374-003	91.663	91.663	MAR. AR 2/10/14 ROUTE



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Case No	D/A	Field	Lease/Release Activity	Proprietary Acres	Present Acres	Regulator Review
			04/24/2006			SHEET AJL SL PARTIALLY EXPIRED REQUEST RELEASE FOR 51.663 ACRES
14703		LAKE RACCOURCI	781.414 01/13/1999	71.036	71.036	MAR. AR 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
15092		LAFITTE	.66 03/13/2001	.61	.61	MAR. AR 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
15858		SATURDAY ISLAND	222.808 08/08/2000	20.192	20.192	MAR. AR 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
16006		SATURDAY ISLAND	331.238 05/04/2000	2.762	2.762	MAR. AR 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
16007		SATURDAY ISLAND	150.943 05/04/2000	1.057	1.057	MAR. AR 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
16758		ROUSSEAU	32.514 02/11/2008	18.486	18.486	MAR. AR 2/25/14 AJL HBP FROM THREE UNITS THAT COVER ENTIRE LEASE
17265		STELLA	569.512 06/14/2007	98.488	98.488	MAR. AR 2/25/14 AJL HBP FROM TWO UNITS THAT COVER THE ENTIRE LEASE
17416		LAKE LONG	3.736 12/12/2012	14.64	14.641	MAR. AR 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
17432		QUEEN BESS ISLAND	LBLD RB SUA;SL 17617 747-D-4	195.49	195.49	MAR. AR 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
17717		STELLA	8750 RA SUA;MEYER ETAL 02/17/2004 27-J 04-127	.12	.12	MAR. AR 2/25/14 AJL HBP FROM ONE UNIT
17718		STELLA	8750 RA SUA;MEYER ETAL 02/17/2004 27-J 04-127	.41	.41	MAR. AR 2/25/14 AJL HBP FROM ONE UNIT
18076		DELTA FARMS		40	169.99	MAR. AR 2/25/14 AJL HBP FROM LEASE PRODUCTION
18748		BAYOU PEROT	VUA;SL 18748 10/10/2007	123.95	123.95	MAR. AR 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
18868		BAYOU PEROT	VUA;SL 18748 10/10/2007	15.98	15.98	MAR. AR 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
18936		WEST DELTA BLOCK 52	238 04/06/2010	0	83.947	MAR. 2/25/14 AJL LEASE HAS EXPIRED. ROUTE SHEET HAS ALREADY BEEN STARTED
19208		BAYOU PEROT	VUA;SL 18748 10/10/2007	7	7	MAR. AR 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
19250		DRAKES BAY	K RA SUA;SL 19250	119.066	119.066	MAR. AR 2/25/14 AJL HBP



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APRS Unit	PA	Field	Latest Lease Acquire	Productive Acreage	Intensified Acreage	Flags for Review (F)
			1039-F			FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
19863		DELTA FARMS	99.56 12/14/2010	39.44	39.44	MAR. AR 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
19864		LITTLE LAKE	274 10/09/2009	110.682	475	MAR. AR 2/25/14 AJL 110.68 AC HELD BY PRODUCTION. ROUTE SHEET HAS ALREADY BEEN STARTED FOR THE RELEASE OF THE OUTSIDE ACREAGE
19926				0	1120.64	MAR. 2/25/14 AJL THIS LEASE HAS EXPIRED A ROUTE SHEET HAS ALREADY BEEN STARTED
19953		TIMBALIER BAY ONSHORE	D 30-39 RA SUA;SL 1772 11/01/2010 665-ZZ 10-995	77 622	239.32	MAR. 2/25/14 AJL 77.62 AC HELD BY PRODUCTION. ROUTE SHEET HAS ALREADY BEEN STARTED FOR THE RELEASE OF THE OUTSIDE ACREAGE
19963		SOUTH PASS BLOCK 24	VUA;SL 19964	58	58	MAR. AR PASS-A-LOUTRE WMA 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
19964		SOUTH PASS BLOCK 24	VUA;SL 19964	506	506	MAR. AR PASS-A-LOUTRE WMA 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
20484		WEST DELTA BLOCK 52		332.28	457	MAR.AR 2/25/14 AJL HBP FROM UNIT PRODUCTION AND IN-LIEU ROYALTIES PAID ON (09/03/2013)
20499		MANILA VILLAGE	9400-BIG T RA SUA;HASSINGER 12/20/2011 582-BB	19.176	19.176	MAR.AR 2/25/14 AJL HBP FROM ONE UNIT THAT COVERS THE ENTIRE LEASE
20789				0	1737.71	MAR. PT 12/14/16 2/25/14 AJL HELD BY RENTAL PAYMENT ON 10/29/2013
20790				0	1408.09	MAR. PT 12/14/16 2/25/14 AJL HELD BY RENTAL PAYMENT ON 10/29/2013
20791				0	1286.13	MAR. PT 12/14/16 2/25/14 AJL HELD BY RENTAL PAYMENT ON 10/29/2013
20792				0	407.79	MAR. PT 12/14/16 2/25/14 AJL HELD BY RENTAL PAYMENT ON 10/21/2013
20793				0	724.51	MAR. PT 12/14/16 2/25/14 AJL HELD BY RENTAL PAYMENT ON 10/29/2013
20794				0	274.2	MAR. PT 12/14/16 2/25/14 AJL HELD BY RENTAL PAYMENT ON 10/29/2013
20795				0	843.57	MAR. PT 12/14/16 2/25/14 AJL



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20796				0	2490	HELD BY RENTAL PAYMENT ON 10/29/2013
20797				0	1057.123	MAR. PT 12/14/16 2/25/14 AJL HELD BY RENTAL PAYMENT ON 11/14/2013
20798				0	144.101	MAR. PT 12/14/16 2/25/14 AJL HELD BY RENTAL PAYMENT ON 11/14/2013
20799				0	551.057	MAR. PT 12/14/16 2/25/14 AJL HELD BY RENTAL PAYMENT ON 11/14/2013
20806		LAKE WASHINGTON	5000 RA SUA;COCKRELL-MORAN 02/03/2009 149-NNNN 09-135	0	321	MAR. PT 12/14/14 2/25/14 AJL HELD BY RENTAL PAYMENT ON 11/18/2013
20807				0	138	MAR. PT 12/14/14 2/25/14 AJL HELD BY RENTAL PAYMENT ON 11/18/2013
20814				0	604.756	MAR. PT 12/14/16 2/25/14 AJL HELD BY RENTAL PAYMENT ON 11/14/2013
20815				0	19.15	MAR. PT 12/14/16 2/25/14 AJL HELD BY RENTAL PAYMENT ON 11/14/2013
20816				0	159.48	MAR. PT 12/14/16 2/25/14 AJL HELD BY RENTAL PAYMENT ON 11/14/2013
20817				0	641.813	MAR. PT 12/14/16 2/25/14 AJL HELD BY RENTAL PAYMENT ON 11/14/2013
20818				0	132.7	MAR. PT 12/14/16 2/25/14 AJL HELD BY RENTAL PAYMENT ON 11/14/2013
21077				0	279	MAR. PT 12/12/15 2/25/14 AJL HELD BY RENTAL PAYMENT ON 12/09/2013
21080				0	43.74	MAR 2/25/14 AJL THIS LEASE HAS ALREADY BEEN RELEASED.
21082				0	296.85	MAR. PT 12/12/15 2/25/14 AJL HELD BY RENTAL PAYMENT ON 12/09/2013
21083				0	492.8	MAR. PT 12/12/15 2/25/14 AJL HELD BY RENTAL PAYMENT ON 12/05/2013
21084				0	267	MAR. PT 12/12/15 2/25/14 AJL HELD BY RENTAL PAYMENT ON 12/09/2013



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21085				0	533	MAR. PT 12/12/15 2/25/14 AJL HELD BY RENTAL PAYMENT ON 11/18/2013
21088				0	50	MAR. PT 12/12/15 2/25/14 AJL HELD BY RENTAL PAYMENT ON 10/01/2013



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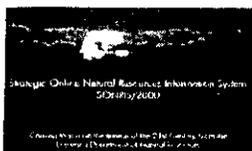
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WELL No.	DA	Field	Leases/Class/Activity	Productive Acreage	Present Acreage	Staff Review In
00199A	1	BAY ST ELAINE	VU4;BSE U4	182	495	MAR. OB 2/19/14 AW PREVIOUSLY REVIEWED LAST MONTH; HBP IN 2 UNITS (18 R500 SUA & VUB; SL16790); 4 PRODUCING WELLS, 2 SHUT-IN WELLS
00199A	0	BAY ST ELAINE	VU4;BSE U4	2358	2358	MAR. OB 2/19/14 AW HBP IN 7 UNITS (12900 RB SUA, 18 R500 SUA, 4-1 R100 VU; BSE U16, 18 RA SUA, VU12, VU13 & VU3); 9 PRODUCING WELLS, 3 SHUT-IN WELLS
00340	0	BAYOU SALE , BELLE ISLE , COTE BLANCHE BAY, WEST , COTE BLANCHE ISLAND , EUGENE ISLAND BLOCK 18 , LAKE TOM , LIGHTHOUSE POINT , MOUND POINT , RABBIT ISLAND	BS ROB 6 RL SU	1204	1204	MAR. AR 9/14/12 VMV 1221 > 1204 (GIS)
00340A	0	BAYOU SALE	BS ROB 6 RL SU	1204	1204	MAR. AR 2/24/14 AW HBP IN 2 UNITS (ROB 6 RL SU & OPERC 1-5 RA SUA); 2 PRODUCING WELLS (IN UNITS), 2 SHUT-IN WELLS
00340B		BELLE ISLE	25297.83 07/09/2013	2100	5574	MAR. AR 2/28/14 AW HBP IN 1 UNIT (L RA SUA); APACHE TO COMMIT TO DRILL NEW WELL BY 2/12/14 OR RELEASE 20% OF NONPRODUCTIVE ACREAGE; LABAY TO HAVE NEW PROJECT IN PLACE BY 1/14 OR RELEASE 20% OF NONPRODUCTIVE ACREAGE AND CONTINUE TO DO SO EVERY 6 MONTHS UNTIL ALL IS RELEASED; 2 PRODUCING WELLS, 2 SHUT-IN WELLS
00340B		BELLE ISLE, SOUTHWEST	25297.83 07/09/2013	2100	5574	MAR. AR 2/28/14 AW HBP IN 1 UNIT (L RA SUA); APACHE TO COMMIT TO DRILL NEW WELL BY 2/12/14 OR RELEASE 20% OF NONPRODUCTIVE ACREAGE; LABAY TO HAVE NEW PROJECT IN PLACE BY 1/14 OR RELEASE 20% OF NONPRODUCTIVE ACREAGE AND CONTINUE TO DO SO EVERY 6 MONTHS UNTIL ALL IS RELEASED; 2 PRODUCING WELLS, 2 SHUT-IN WELLS
00411		LAKE CHICOT	J-2 SUB;SL 411 L C U C 07/13/2010 119-J-1 10-817	292	3720	MAR. 2/24/14 AW HBP IN 4 UNITS (K RA SUA, J SUD, N RA SUA & J-2 SUB); 7 PRODUCING WELLS, 3 SHUT-IN WELLS
00725		BAY JUNOP	14100 RA SUA;LL&E A 09/01/1997	361	409.78	MAR. 2/24/14 AW FORCE MAJEURE EXTENDED TO 3/12/14



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01685		PATTERSON	MA 3 RC SUA;A B ZENOR A 395-Z-2 00-382	307	307	MAR. AR 2/24/14 AW HBP IN 2 UNITS (MA 1 RA SUA & MA-3 RC SUA), 2 PRODUCING WELLS (1 IN LEASE)
02995		BAY ST ELAINE	VUC;SL 2995-LL&E 05/01/1994	304.788	304.788	MAR. AR 2/24/14 AW HBP IN 1 UNIT (VUC; SL 2995 LL&E) 1 PRODUCING WELL & 1 SHUT-IN WELL
05653		PERRY POINT, RAYNE, SOUTH	BOL MEX B RA SUA;P HULIN CO 04/26/2011 448-O-5 11-204	9.338	35	MAR. AR 2/24/14 MLS AR, LEASE HELD BY PRODUCTION FROM BOL M B RA SUA;P HULIN CO INC AND BOL M A RB SUA
14638			14-FEB-94 5 No Activity - No Rental (Rt. Sheet has been circ.)	0	70.71	MAR. (SALT LEASE) 2/24/14 AW THIS LEASE HAS BEEN REPLACED WITH A0309 - YEARLY PAYMENT IS DUE 2/9/14 (PAID 1/29/2014); 1/15/14 ANN WILEY - THE LEASE HAS ACTUALLY BEEN REPLACED WITH OPERATING AGREEMENT A0309, AND THE YEARLY PAYMENT IS DUE 2/9/14. THE LEASE APPEARS TO NEVER HAVE BEEN USED FOR OIL & GAS DRILLING, BUT FOR SALT, & THOUGH THEY NOW USE THE SALT DOME TO STORE NATURAL GAS IN IT, WHICH WAS WHY IT WAS KEPT ON THE RECORDS.
15108		CAILLOU ISLAND	291.08 12/11/2002	8.92	8.92	MAR. AR 2/24/14 AW HBP IN 1 UNIT (L 15000 R560 SUA; SL 1249); 1 PRODUCING WELL
15307		SOUTH TIMBALIER BLOCK 8		160	243.32	MAR. 2/24/14 AW BLACK ELK ENERGY IS MAKING IN-LIEU PAYMENTS DUE TO PIPELINE ISSUES; PAYMENT MADE 12/23/13; 1 SHUT-IN WELL
16363		KENT BAYOU	61.148 04/14/2004	31.85	31.85	MAR. AR 2/24/14 AW HBP IN 1 UNIT (VUA; CL&F); 3 PRODUCING WELLS & 3 SHUT-IN WELLS IN UNIT
16364		KENT BAYOU	16 04/14/2004	67.279	67.279	MAR. AR 2/24/14 AW HBP IN 1 UNIT (VUA; CL&F); 1 PRODUCING WELL & 2 SHUT-IN WELLS
16970		LAKE PELTO	VUB;SL 16970 12/12/2001	340.322	340.322	MAR. AR 2/24/14 AW HBP IN 1 UNIT (VUA; SL 16970); 1 PRODUCING WELL
17669		SHIP SHOAL BLOCK 72	SSB72 VOL COMP GAS UT	17.244	17.244	MAR. AR 2/24/14 AW HBP IN 2 UNITS (SSB72 COMP OIL UNIT, SSB72 COMP GAS UNIT); 2 PRODUCING WELLS IN UNIT
18350		BELLE ISLE, SOUTHWEST	265.04 01/08/2010	498.67	498.67	MAR. AR 2/24/14 AW HBP IN 1 UNIT (VUA; SL 18350); 1 PRODUCING WELL
18351		BELLE ISLE, SOUTHWEST	202.27	.61	.61	MAR. AR 2/24/14 AW HBP IN 1



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			01/08/2010			UNIT (VUA; SL 18350); 1 PRODUCING WELL IN UNIT
18352		BELLE ISLE, SOUTHWEST	709.37 01/08/2010	3.98	3.98	MAR AR 2/24/14 AW HBP IN 1 UNIT (VUA; SL 18350); 1 PRODUCING WELL IN UNIT
19006		BELLE ISLE, SOUTHWEST	346.09 07/16/2009	303.33	303.33	MAR. AR 2/24/14 AW HBP IN 1 UNIT (VUA; SL 18350); 1 PRODUCING WELL IN UNIT
19290		FOUR LEAGUE BAY	14100 RA SUA;LL&E 07/01/2009 1190-E-1 09-676	25.24	35	MAR. 2/24/14 AW HBP IN 1 UNIT (14100 RA SUA); 1 PRODUCING WELL, 1 SHUT-IN WELL
19943		WEEKS ISLAND	V RC SUA;SL 15612 11/27/2012 146-E-7 12-593	1.89	7	MAR. 2/24/14 AW HBP IN 3 UNITS (U RA SUA, U RF SUA & V RC SUA) ROUTE SHEET SHOWS NEW RETAINED & PRODUCTIVE ACREAGE (5.11 ACRES TO BE RETURNED TO STATE) 2 PRODUCING WELLS, 3 SHUT-IN WELLS (IN UNITS)
20035		ATCHAFALAYA BAY	VUA;SL 20035 08/10/2011	675.81	675.81	MAR. AR 2/24/14 AW HBP IN 1 UNIT (VUA; SL 20035); 1 PRODUCING WELL, 1 SHUT-IN WELL, & 1 PERMITTED WELL
20501		LAKE PELTO	3-12 RB SUA;LP U14 11/29/2011 458-PP-2 11-720	0	572.91	MAR. 2/24/14 AW RENTAL PAYMENT WAS DUE 12/8/13 ROUTE SHEET CREATED RELEASE WAS REQUESTED 1/6/14 AND RECEIVED
21078				0	154	MAR. PT 12/12/15 2/24/14 AW RENTAL PAYMENT MADE 11/18/13
21079				0	25	MAR. PT 12/12/15 2/24/14 AW RENTAL PAYMENT MADE 11/18/13
21086				0	32	MAR. PT 12/12/15 2/24/14 AW RENTAL PAYMENT MADE 10/18/13
21087		LAKE BARRE	VUA;SL 20946 06/12/2013	19.75	19.75	MAR. PT 12/12/15 2/24/14 AW HBP IN 1 UNIT (VUA; SL 20946); 1 PRODUCING WELL IN UNIT
21090				0	120	MAR PT 12/12/15 2/24/14 AW RENTAL PAYMENT MADE 10/18/13
21091				0	218	MAR. PT 12/12/15 2/24/14 AW RENTAL PAYMENT MADE 11/14/13;
21092				0	99	MAR. PT 12/12/15 2/24/14 AW RENTAL PAYMENT MADE 12/4/13; 1 WELL WAS COMPLETED 11/24/13 IN 86 RA SUA, NO PRODUCTION TOTALS RECEIVED AT THIS TIME

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WELL Name	DBA	Field	Reference/Sev/Activity	Productive Average	Present Average	Flagged for Review (s)
01360		SALINE LAKE	SALL WX RA SU 152-B-1	95.09	95.09	MAR. AR 1/27/14 SKR AR - HBP 1 UNIT 2 PRODUCING WELLS
03541		CADDŌ PINE ISLAND		40	40	MAR. AR 1/27/14 SKR AR - HBP 1 UNIT 1 PRODUCING WELL
03557		MEAN LAKE , TEW LAKE	TL SU11;H W WRIGHT JR A 07/01/1976	9.69	40	MAR. AR 1/27/14 SKR AR - HBP 2 UNITS 2 PRODUCING WELLS
05651		GREENWOOD-WASKOM		67	106	MAR. AR 1/27/14 SKR AR - HBP 1 UNIT 1 PRODUCING WELL
06002		MISSIONARY LAKE, NORTH	SMK A RA SUC:MCCALMAN 09/01/1989	12	250	SEP. AR 1/27/14 SKR AR - HBP 1 UNIT 1 PRODUCING WELL
06060		GAHAGAN	SEMP RUSS PLANTATION	10.431	10.431	MAR. AR 1/27/14 SKR AR - 100% HBP 3 UNITS 6 PRODUCING WELLS
06570		UNIONVILLE	ROD RA SUA;J C COLVIN B 03/01/1989	40	40	MAR. AR 1/27/14 SKR AR - 100% HBP 1 UNIT 3 PRODUCING WELLS
06629		CASPIANA	HA RA SU120;SMITH 18 H 10/06/2009 191-H-65 09-1086	80	80	MAR. AR 1/27/14 SKR AR - 100% HBP 9 UNITS 33 PRODUCING WELLS
06932		ELM GROVE	HA RA SU103;HUTCHINSON 34 H 10/27/2009 361-L-60 09-1145	3.12	3.12	MAR. AR 1/27/14 SKR AR - 100% HBP 3 UNITS 12 PRODUCING WELLS
09945		MIRA	MIR 3000 RA SU 06/01/1983	9	9	MAR. AR 1/27/14 SKR AR 100% HBP 1 UNIT 9 PRODUCING WELLS
10575		COTTON PLANT	HOSS RA SUP;MANVILLE F P 19 08/01/1985	0	40.21	MAR.
12894		MILLIGAN BAYOU, NORTHEAST	16.67 11/24/1999	8.26	26.4	SEP. AR 1/27/14 SKR AR - PORTION HBP EMAIL VB CONCERNING RS FOR PR OF 16.5 ACRES DUE TO LACK OF PRODUCTION.
13697		GAHAGAN	HA RA SUJ;MAXIE ALMOND 11 H 02/03/2009 909-H 09-126	7.35	7.35	MAR. AR 1/27/14 SKR AR 100% HBP 3 UNIT 3 PRODUCING WELLS
13967		MIDDLEFORK , UNIONVILLE	CV DAVIS RB SUEE;T L JAMES C 06/01/1991	22	22	MAR. AR TITLE DISPUTED NO ROYALTIES BEING PD 1/27/14 SKR AR 100% HBP 2 UNIT 4 PRODUCING WELLS.
15288		BURR FERRY, NORTH	148.92 06/11/1998	81.08	81.08	MAR. AR 1/27/14 SKR AR 100% HBP 1 UNIT 1 PRODUCING WELLS.



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15388		BURR FERRY, NORTH	67.712 09/17/2003	83.539	83.539	MAR. AR 1/27/14 SKR AR 100% HBP 2 UNITS 2 PRODUCING WELLS
15808		SUGRUE	AUS C RA SUB;CROSBY 22 A 05/01/1997	9.96	9.96	MAR. QTR 1/27/14 SKR QTR REVIEW - 100% HBP 1 PRODUCING UNIT 1 PRODUCING WELL. WELL IS BARELY PRODUCING. THERE WAS NO REVENUE REPORTED FOR 2013
15809		SUGRUE	AUS C RA SUB;CROSBY 22 A 05/01/1997	4.968	4.968	MAR. QTR 1/27/14 SKR QTR REVIEW - 100% HBP 1 PRODUCING UNIT 1 PRODUCING WELL. WELL IS BARELY PRODUCING. THERE WAS NO REVENUE REPORTED FOR 2013
16034		ELM GROVE	LCV RA SU94;GARDNER 7 01/25/2005 361-E-235 05-58	74 199	74 199	MAR. AR 1/27/14 SKR AR 100% HBP 2 UNITS 6 PRODUCING WELLS
16035		ELM GROVE	HA RA SUT;MCDADE 8 10/21/2010 361-L-8 08-1591	241.632	241 632	MAR. AR 1/27/14 SKR AR 100% HBP 4 UNITS 21 PRODUCING WELLS
16438		ELM GROVE	HA RA SU103;HUTCHINSON 34 H 10/27/2009 361-L-60 09-1145	12.728	12.728	MAR. AR 1/27/14 SKR AR 100% HBP 4 UNITS 13 PRODUCING WELLS
16642		MASTERS CREEK	AUS C RA SURR;SWENCO MIN A16 02/04/1997 1386-A11 97-43	10.071	10.071	MAR. AR 1/27/14 SKR AR 100% HBP 1 UNIT 1 PRODUCING WELLS
17126		SWAN LAKE	HA RA SUE;JOHNSON 12-15-11 H 01/27/2009 691-C-1 09-94	30.45	30.45	MAR. AR 1/27/14 SKR AR 100% HBP 5 UNITS 11 PRODUCING WELLS
17748		PITKIN	AUS C RA SUA;EXXON MINERALS 18 03/12/2003 1412 97-79	10.45	10.45	MAR. AR 1/27/14 SKR AR 100% HBP 1 UNIT 1 PRODUCING WELL
17749		PITKIN	AUS C RA SUA;EXXON MINERALS 18 03/12/2003 1412 97-79	41.68	41.68	MAR. AR 1/27/14 SKR AR 100% HBP 1 UNIT 1 PRODUCING WELL
17750		PITKIN	AUS C RA SUA;EXXON MINERALS 18 03/12/2003 1412 97-79	42.07	42.07	MAR. AR 1/27/14 SKR AR 100% HBP 1 UNIT 1 PRODUCING WELL
18372		RED RIVER-BULL BAYOU	HA RB SU57;RENFRO 33-13-11 H 10/13/2009 109-X-66 09-1107	17.2	17.2	MAR. AR 1/27/14 SKR AR 100% HBP 2 UNITS 2 PRODUCING WELLS
19830		RED RIVER-BULL BAYOU	HA RB SUU;NINOCK 1 H 02/10/2009 109-X-20	331.25	353	MAR. AR 1/27/14 SKR AR 100% HBP 5 UNITS 6 PRODUCING WELLS



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19832		RED RIVER-BULL BAYOU	HA RB SUZ;MATTHEWS TRUST 7 03/24/2009 109-X-30 09-324	53.72	53.72	MAR. AR 1/27/14 SKR AR 100% HBP 6 UNITS 10 PRODUCING WELLS
19835		RED RIVER-BULL BAYOU	HA RB SUS;MATTHEWS ETAL 19 H 01/13/2009 109-X-15 09-45	21.91	21.91	MAR. AR 1/27/14 SKR AR 100% HBP 2 UNITS 2 PRODUCING WELLS
19836		BRACKY BRANCH	28.998 02/25/2010	8.002	8.002	MAR. AR 1/27/14 SKR AR 100% HBP 2 UNITS 2 PRODUCING WELLS
19839		REDOAK LAKE	169 11/24/2009	7.43	7.43	MAR. AR 1/27/14 SKR AR 100% HBP 2 UNITS 2 PRODUCING WELLS
19847		CONVERSE	HA RA SUE;MCDONALD 04/07/2009 501-G 09-376	90.49	90.49	MAR. AR 1/27/14 SKR AR 100% HBP 4 UNITS 4 PRODUCING WELLS
19848		CONVERSE	56.513 01/07/2013	35.487	35.487	MAR. AR 1/27/14 SKR AR 100% HBP 2 UNITS 2 PRODUCING WELLS
19887		RED RIVER-BULL BAYOU	HA RB SUVV;WELLMAN 20- 13-11 H 07/21/2009 109-X-54 09-767	12.187	12.187	MAR. AR 1/27/14 SKR AR 100% HBP 1 UNIT 1 PRODUCING WELL
19923		CASPIANA	HA RA SUDD;PHILLIPS 1-14-15 H 09/16/2008 191-H-16	20.07	20.07	MAR. AR 1/27/14 SKR AR 100% HBP 1 UNIT 1 PRODUCING WELL
19929		CASPIANA	HA RA SU99;PEACOCK 9 H 04/07/2009 191-H-41 09-393	346	346	MAR. AR 1/27/14 SKR AR 100% HBP 4 UNITS 4 PRODUCING WELLS
20015		RED RIVER-BULL BAYOU , WOODARDVILLE	HA RD SUP;JAMES MARSTON 19 H 03/03/2009 109-X-26 09-233	85	85	MAR. AR 1/27/14 SKR AR 100% HBP 4 UNITS 10 PRODUCING WELLS
20193		CONVERSE	HA RA SU112;EBARB 36 HZ 10/26/2010 501-G-34 10-1090	5.45	5.45	MAR. AR 1/27/13 SKR AR 100% HBP 1 UNIT 1 PRODUCING WELL
20273		LAKE BISTINEAU	116.724 06/05/2012	127.276	127.276	MAR. AR 1/27/14 SKR AR 100% HBP 1 UNIT 1 PRODUCING WELL
20470		BAYOU SAN MIGUEL	HA RA SUFF;CHK MIN 20-9-12 H 08/31/2010 1513-B-4 10-908	39.96	39.96	MAR. AR 1/27/14 SKR AR 100% HBP 2 UNITS 2 PRODUCING WELLS
20510		LAKE BISTINEAU	HA RA SUXX;THRASH 30 H 01/25/2011 287-F-228 11-53	40	40	MAR. AR 1/27/14 SKR AR 100% HBP 1 UNIT 1 PRODUCING WELL
20511		CONVERSE	HA RA SU112;EBARB 36 HZ	22	22	MAR AR 1/27/14 SKR AR 100% HBP 1 UNIT 1 PRODUCING

Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: March 13, 2014 10:08 AM

District Code 3 Lake Charles- North
 Get Review Date March 12, 2014

Lease Name	DA	Field	Permit/Lease Activity	Productive Acreage	Present Acreage	Changes for Review (to)
			10/26/2010 501-G-34 10-1090			WELL
20566		SWAN LAKE	HA RA SUU;BUTLER 31-15-10 H 07/01/2009 691-C-9 09-723	504.3	504.3	MAR. AR OMR MANAGED WLF 1/27/14 SKR AR 100% HBP 3 UNITS 4 PRODUCING WELLS
20800		CASPIANA	HA RA SU94;DEBROECK 4 04/07/2009 191-H-41 09-393	9.452	9.452	MAR. AR 1/27/14 SKR AR 100% HBP 2 UNITS 2 PRODUCING WELLS
20801		RED RIVER-BULL BAYOU	HA RB SU66;C JENKINS ETAL 11 H 10/13/2009 109-X-66 09-1107	7.79	10	MAR. AR 1/27/14 SKR AR 100% HBP 2 UNITS 2 PRODUCING WELLS. ACREAGE CHANGE PER CERTIFIED UNIT SURVEY PLATS



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: March 13, 2014 10:08 AM

District Code 3S Lake Charles- South

Get Review Date March 12, 2014

BASE ID	DA	Field	Latest Lease Activity	Productive Acres	Present Acres	Flag/Operator Review
12974		LOCKPORT	3.394 09/29/1997	.79	.79	MAR. AR 2/24/14 MLS AR, LEASE HELD BY PRODUCTION FROM FARQUHAR AND MARG 2 RA SUA;FARQUHAR A
14531		LAKE ARTHUR, SOUTH	64.74 11/20/1998	33.26	33.26	MAR. AR 2/24/14 AW AR, LEASE HELD BY PRODUCTION FROM CAM 4 RA SUA;SL 7712
15000		CHENEYVILLE, WEST	.321 06/09/2006	27.316	41.936	MAR. 2/24/14 AW AR, 27.32 ACRES HELD BY PRODUCTION FROM AUS C RA SUJ;LYLES 10, REMAINING IS PENDING RELEASE.
15202		NIBLETT BLUFF	300.43 03/09/1999	22	22	MAR. AR 2/24/14 AW AR, LEASE HELD BY PRODUCTION FROM VUA;SL 15155
15502		BECKWITH CREEK	50.09 09/21/1999	3.91	3.91	MAR. AR 2/24/14 MLS AR, LEASE HELD BY PRODUCTION FROM Y RA SUA;BURLINGTON RES FEE
15685		GILLIS-ENGLISH BAYOU	36.44 02/06/2003	2.56	2.56	MAR. AR 2/24/14 MLS AR, LEASE HELD BY PRODUCTION FROM HBY RA SUA,SL 15774
16948		VINTON, NORTHWEST	98.53 03/02/2004	16.47	16.47	MAR. AR 2/24/14 MLS AR, LEASE HELD BY PRODUCTION FROM HBY RD SUA;DONNER ESTATE
18287		WEST CAMERON BLOCK 21		160	254.1	MAR. AR 2/24/14 MLS AR, GAS WELL PRODUCING ON LEASE BASIS, LEASE HELD
18645		LAKE ARTHUR, SOUTHWEST	52.051 09/09/2008	17.859	17.859	MAR. AR 2/26/14 MLS AR, LEASE HELD BY PRODUCTION FROM THE UNIT PLAN HET RA SUA;SL 18646
18949		WEST CAMERON BLOCK 1		800	916.99	MAR. AR 2/24/14 MLS AR, GAS WELLS PRODUCING ON LEASE BASIS, LEASE HELD
19190		CREOLE OFFSHORE	106.92 11/06/2013	127.45	127.45	MAR. 2/24/14 MLS AR, ROUTE SHEET DONE FOR PARTIAL RELEASE, REMAINING ACREAGE IS HELD BY PRODUCTION FROM VUB
19192		CREOLE OFFSHORE	67.1 11/06/2013	26.89	26.89	MAR. 2/24/14 MLS AR, ROUTE SHEET DONE FOR PARTIAL RELEASE. REMAINING ACREAGE IS HELD BY PRODUCTION FROM VUB
19938		GRAND LAKE	321.13 12/26/2013	141.87	141.87	MAR. 2/24/14 MLS AR, LEASE HELD BY PRODUCTION FROM PLAN RA SUA;SL 19938
19939		GRAND LAKE	162.37 12/26/2013	116.63	279	MAR. 2/24/14 MLS AR, 116.63 ACRES HELD BY PRODUCTION FROM PLAN RA SUA;SL 19938, REMAINING IS PENDING RELEASE
20803				0	90	MAR. PT 12/14/14



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: March 13, 2014 10:08 AM

District Code 3S Lake Charles- South
Get Review Date March 12, 2014

Lease Num	DA	Field	Lease/Case Activity	Productive Acreage	Present Acreage	Flagged for Review
20804				0	10	MAR. PT 12/14/14
20811				0	.273	MAR. OMR MANAGED WLF PT 12/14/14 2/26/14 MLS AR, LEASE IN PRIMARY TERM, RENTALS PAID
190				47,612,329	90,946,472	

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEASE REVIEW COMMITTEE

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

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

WHEREAS, on April 9, 2012, a Texas Gas pipeline ruptured and exploded in the vicinity of Bay Junop Field causing the temporary cessation of production to operators who utilized the line to sell and transport gas;

WHEREAS, Energy Properties Inc. requested recognition of a force majeure condition preventing the continuous operation and production of the State Lease 725 in Terrebonne Parish as a result of the pipeline explosion;

WHEREAS, at the September 11, 2013 meeting; the Board, extended recognition of the force majeure condition until the March 12, 2014 meeting.

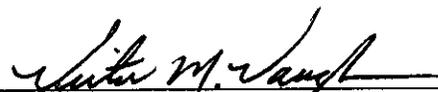
WHEREAS, Energy Properties Inc. has submitted an updated report stating that the process of acquiring the pipeline from Texas Gas will require an additional six (6) months and request an extension of the force majeure recognition;

WHEREAS, Energy Properties Inc. is making in-lieu royalty payments as required in the lease agreement,

NOW THEREFORE BE IT RESOLVED that the Louisiana State Mineral and Energy Board, in consideration of the facts stated herein, by these present, does hereby recognize and acknowledge the force majeure event as of April 9, 2012 due to rupture and subsequent explosion of the pipeline operated by Texas Gas that prevents sale and transportation of gas from wells and production facilities to maintain State Lease 725 in Terrebonne Parish, Louisiana. The Board extends recognition of the force majeure condition until such time as the gas pipeline service is restored permitting the restoration to production or until the September 10, 2014 Board meeting whichever occurs first. Energy Properties Inc. shall submit monthly updates and diligently pursue re-establishing production. The Board reserves its right to reconsider this matter at any time.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 12th day of March, 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.



Louisiana State Mineral and Energy Board



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 **9:39 a.m.** on Wednesday, **March 12, 2014** with the following members of the Board in attendance:

Mr. Stephen Chustz	Mr. Emile B. Cordaro	Mr. Thomas L. Arnold, Jr.
Mr. Dan R. Brouillette	Mr. Thomas W. Sanders	Mr. Paul Segura, Jr.
Mr. Darryl D. Smith	Mr. Robert M. Morton	Mr. Chip Kline (Gov. Jindal's Designee)
	Mr. Theodore M. Haik, Jr.	

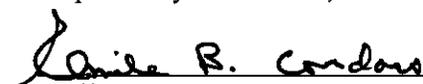
The Committee heard the report of Mr. Emile Fontenot, relative to nominations received for the May 14, 2014 Mineral Lease Sale and other matters. Based upon the staff's recommendation, on motion of **Mr. Chustz**, duly seconded by **Mr. Smith**, the Committee voted unanimously to recommend to the Board 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.

A Letter of Protest was received from LL&E and Hilcorp Energy dated February 27, 2014, pertaining to Tract Nos. 43815, 43816, 43817 and 43818, Plaquemines Parish, Louisiana.

Request from Staff to withdraw Tract Nos. 43815, 43816, 43817 and 43818.

The Committee, on the motion of **Mr. Chustz**, seconded by **Mr. Smith**, voted to adjourn at **9:42 a.m.**

Respectfully Submitted,



Emile B. Cordaro

Chairman

Nomination and Tract Committee

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

NOMINATION AND TRACT COMMITTEE

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

WHEREAS, the Staff presented to the Board a recommendation to withdraw Tract Nos. 43815, 43816, 43817 and 43818 from the March 12, 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 pulling of said Tracts from the March 12, 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 12th day of March 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. Chustz*, seconded by, *Mr. Smith*, the following Resolution was offered and adopted:

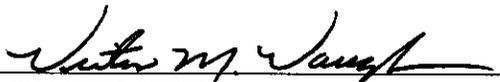
WHEREAS, Mr. Emile Fontenot presented to the State Mineral and Energy Board that 64 tracts had been nominated for the May 14, 2014 Mineral Lease Sale, and that same are to be advertised pending staff review; now therefore

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 12th day of March 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, March 12, 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:

Thomas L. Arnold, Jr.
Dan R. Brouillette
Stephen Chustz

Emile B. Cordaro
Theodore M. "Ted" Haik, Jr.
Robert "Michael" Morton

Thomas W. Sanders
W. Paul Segura, Jr.
Darryl D. Smith

Mr. Thomas L. Arnold, Jr. convened the Committee at 9:42 a.m.

The first matter considered by the Committee was a recoupment request from Helis Oil and Gas Co., LLC.

Upon recommendation of the staff and upon motion of Mr. Sanders, seconded by Mr. Smith, the Committee voted unanimously to approve the recoupment request in the amount of \$25,563.38.

The second matter considered by the Committee was a request to place Rapiere Resources Company on demand.

Upon recommendation of the staff and upon motion of Mr. Smith, seconded by Mr. Segura, the Committee voted unanimously to approve the demand request.

The third matter considered by the Committee was the election of the March 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.

Audit Committee Report

Page 2

Upon motion of Mr. Segura, seconded by Mr. Sanders, Executive Session convened at 9:52 a.m.

Upon motion of Mr. Sanders, seconded by Mr. Smith, Executive Session adjourned at 11:01 a.m.

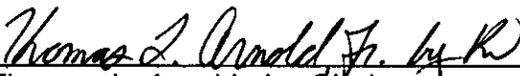
The fourth matter considered by the Committee was for discussion in Executive Session of the potential settlement in Goldking Operating Co., Inc. audit.

Upon motion of Mr. Sanders, seconded by Mr. Segura, the Committee voted unanimously to proceed with the counteroffer as discussed in Executive Session.

The fifth matter considered by the Committee was for discussion in Executive Session regarding Poydras Energy Partners LLC placed on demand.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Committee voted unanimously to file a lawsuit to recover royalties due as discussed in Executive Session.

On motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to adjourn the Audit Committee at 11:04 a.m.



Thomas L. Arnold, Jr., Chairman
Audit Committee

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

AUDIT COMMITTEE

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

WHEREAS, Helis Oil and Gas Co., LLC has made a letter application for an adjustment of \$25,563.37 for the Ship Shoal Block 45 Field, State Lease 14157, 14158, 14310, and 14311; and

WHEREAS, this amount was based on Helis Oil and Gas Co., LLC submitting oil royalties based on revised allocation for the period of October 2008 in the Ship Shoal Block 45 Field; and

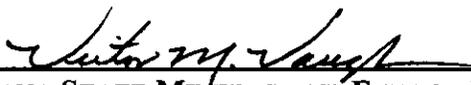
WHEREAS, the Mineral Income Division has verified that an overpayment in the amount of \$25,563.38 was made and that the applicant is entitled to a credit adjustment; and

WHEREAS, the State Mineral and Energy Board after reviewing the work of the Mineral Income Division, agrees that the applicant is entitled to an adjustment, does recommend that the State allow Helis Oil and Gas Co., LLC to recoup the \$25,563.38 overpayment.

NOW, BE IT THEREFORE RESOLVED, that the Board does authorize and direct the Mineral Income Director to effectuate the credit adjustment of \$25,563.38 to Helis Oil and Gas Co., LLC on a one-time or lump sum basis or on such terms deemed necessary by the Director, which are legally permissible, and without prejudice to any other rights of the state.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana on the 12th day of March, 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 Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

AUDIT COMMITTEE

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

WHEREAS, the State Mineral and Energy Board caused an audit to be performed of Rapiere Resources Company respecting the royalty payments under State Lease Nos. 2995, 10090, and A0258 in the Bay St. Elaine and West Delta Block 27 fields; and

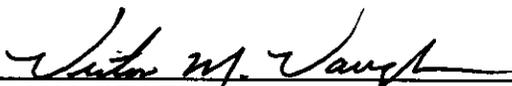
WHEREAS, there are differences between Rapiere Resources Company and the Board regarding the amount of royalty due and interest and penalty charges due by Rapiere Resources Company; and

WHEREAS, the staff of the Office of Mineral Resources has been unable to resolve and settle the outstanding audit issues and interest and penalty billings with Rapiere Resources Company,

THEREFORE BE IT RESOLVED, that James Caldwell, Attorney General of the State of Louisiana is hereby authorized to place formal demand upon Rapiere Resources Company and other related parties, and further is authorized to take all appropriate action, including the filing of suit on behalf of the Board against Rapiere Resources Company and other related parties for collection of all royalty due, along with interest, penalty, and all other remedies prescribed by law.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana on the 12th day of March, 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 Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD



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

LEGAL AND TITLE CONTROVERSY COMMITTEE REPORT

The regular meeting of the Legal and Title Controversy Committee of the State Mineral and Energy Board was held on March 12, 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. Emile B. Cordaro
Mr. Darryl David Smith
Mr. Dan R. Brouillette
Mr. Theodore M. "Ted" Haik, Jr.

Mr. Thomas W. Sanders
Mr. W. Paul Segura, Jr.
Mr. Thomas L. Arnold, Jr.
Mr. Robert "Michael" Morton
Mr. Louis J. Lambert

The Legal and Title Controversy Committee was called to order by Mr. Sanders at 11:04 a.m.

The first matter considered by the Committee was request for final approval of an Amendment and Extension of a Voluntary Unit Agreement by and between the State Mineral and Energy Board for and on behalf of the State of Louisiana, RN Minerals, LLC, Diamond Development Incorporated and New Century Exploration, Inc., whereas said parties desire to amend and extend the initial term of the VUA as provided for in Paragraph 9, to the date of July 13, 2014, affecting State Lease Nos. 20675 and 21010, Calcasieu Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 14-7.

Upon recommendation of Staff and upon motion of Mr. Arnold, seconded by Mr. Brouillette, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of the Amendment and Extension of a Voluntary Unit Agreement by and between the State Mineral and Energy Board for and on behalf of the State of Louisiana, RN Minerals, LLC, Diamond Development Incorporated and New Century Exploration, Inc., on the docket as Item No. 14-7. No comments were made by the public.

The second matter considered by the Committee was a request for final approval of a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Castex Energy Partners, L.P., Apache Corporation and Shoreline Southeast, LLC, whereas said parties desire to amend said lease to include a oil shut-in payment clause and other required clauses, affecting State Lease No. 17895, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 14-9.

Upon recommendation of Staff and upon motion of Mr. Arnold, seconded by Mr. Chustz, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of the Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Castex Energy Partners, L.P., Apache Corporation and Shoreline Southeast, LLC, on the docket as Item No. 14-9. No comments were made by the public.

The third matter considered by the Committee was a request by Rozel Operating Company to amend State Lease No. 20609 to add an oil shut-in rental payment clause.

Upon recommendation of Staff and upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant Rozel Operating Company the authority to amend State Lease No. 20609 to add an oil shut-in rental payment clause. No comments were made by the public.

The fourth matter being considered by the Committee was a request by Rozel Operating Company for authority to negotiate with Staff for an Operating Agreement covering approximately 12.96 acres of State Lease No. 2102, Bayou Sorrel Field, Iberville Parish, Louisiana, until June 11, 2014 or until an operating agreement is confected and placed on the Mineral and Energy Board Docket for approval, whichever occurs first.

Upon recommendation of the staff and upon motion of Mr. Chustz, seconded by Mr. Segura, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant Rozel Operating Company the authority to negotiate with Staff for an Operating Agreement covering approximately 12.96 acres of State Lease No. 2102, Bayou Sorrel Field, Iberville Parish, Louisiana, until June 11, 2014 or until an operating agreement is confected and placed on the Mineral and Energy Board Docket for approval, whichever occurs first. No comments were made by the public.

The fifth matter considered by the Committee was a request by Staff for settlement authority from the Board pertaining to State Lease No. 18803, Bayou Nezpique, Reddell Field, Evangeline Parish, Louisiana.

Upon recommendation of Staff and upon motion of Mr. Lambert, seconded by Mr. Smith, the Committee voted unanimously to recommend that the State Mineral and Energy Board reject Faulconer's offer and give Staff the authority to make a counter offer, as well as, authority to continue negotiations with Faulconer for an Operating Agreement on the aforementioned area, and that the acreage in question be deemed unavailable for leasing until June 11, 2014, or until an operating agreement is confected and placed on the Mineral and Energy Board Docket for approval, whichever occurs first. No comments were made by the public.

The sixth matter considered by the Committee was a request from Castex Energy Partners, LP for acceptance of two supplemental delay rental payments, one, in the amount of \$2,819.30 on State Lease No. 20870, which would, together with the insufficient payment of \$189,117.16 previously paid by Castex prior to the anniversary date of February 8, 2014, comprise the entire delay rental payment due on said State Lease No. 20870 in the amount of \$191,936.46, and suffice to maintain the lease in force until February 8, 2015; and two, the amount of \$8,247.12 on State Lease No. 20871, which would together with the insufficient payment of \$98,596.58 previously paid by Castex prior to the anniversary date of February 8, 2014 comprise the entire delay rental payment due on said State Lease No. 20871 in the amount of \$106,843.70, and suffice to maintain the lease in force until February 8, 2015.

Upon recommendation of Staff and upon motion of Mr. Lambert, seconded by Mr. Smith, the Committee voted unanimously to recommend that the State Mineral and Energy Board accept two supplemental delay rental payments, one, in the amount of \$2,819.30 on State Lease No. 20870, which would, together with the insufficient payment of \$189,117.16 previously paid by Castex prior to the anniversary date of February 8, 2014, comprise the entire delay rental payment due on said State Lease No. 20870 in the amount of \$191,936.46, and suffice to maintain the lease in force until February 8, 2015; and two, the amount of \$8,247.12 on State Lease No. 20871, which would together with the insufficient payment of \$98,596.58 previously paid by Castex prior to the anniversary date of February 8, 2014 comprise the entire delay rental payment due on said State Lease No. 20871 in the amount of \$106,843.70, and suffice to maintain the lease in force until February 8, 2015. No comments were made by the public.

The seventh matter considered by the Committee was a request for Board approval to authorize Staff to execute a Release of Lien, upon completion and execution of all appropriate documents, pertaining to "Notice of Liens and Lien Affidavit" filed on August 24, 2000, by the Office of Mineral Resources against Mr. John H. McCarter.

Upon recommendation of Staff and upon motion of Mr. Lambert, seconded by Mr. Arnold, the Committee voted unanimously to recommend that the State Mineral and Energy Board authorize Staff to execute a Release of Lien, upon completion and execution of all appropriate documents, pertaining to "Notice of Liens and Lien Affidavit" filed on August 24, 2000, by the Office of Mineral Resources against Mr. John H. McCarter. No comments were made by the public.

Upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to go into Executive Session at 11:19 A.M.

Upon motion of Mr. Chustz, seconded by Mr. Lambert, the Committee voted unanimously to return to Open Session at 11:44 A.M.

The eighth matter considered by the Committee was a discussion in executive session of the suit entitled: CXY Energy Inc., et al vs. Plaquemines Parish Government, et al, Docket No. 35-827, Div. "A", 25th Judicial District Court, Plaquemines Parish, Louisiana and of related Board resolutions dated January 11th, 1995, March 10th, 1999 and April 14th, 1999.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Lambert, the Committee voted unanimously to recommend that the State Mineral and Energy Board ratify the resolutions dated January 11th, 1995, March 10th, 1999 and April 14th, 1999. No comments were made by the public.

The ninth matter considered by the Committee was a discussion in executive session of the suit entitled: Hall Ponderosa vs. State, Docket No. 35585, 39th Judicial District Court, Red River Parish, Louisiana.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Chustz, the Committee voted unanimously to recommend that the State Mineral and Energy Board reject the counter offer and give the Attorney General authority to continue negotiations for settlement. No comments were made by the public.

Upon motion of Mr. Arnold, seconded by Mr. Chustz, the Legal and Title Controversy Committee meeting adjourned at 11:46 a.m.

by S.F.
Thomas W. Sanders

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. Arnold, seconded by Mr. Brouillette, the following resolution was offered and unanimously adopted:

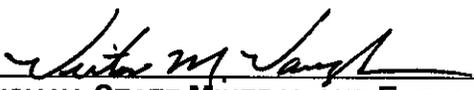
WHEREAS, a request was made for final approval of an Amendment and Extension of a Voluntary Unit Agreement by and between the State Mineral and Energy Board for and on behalf of the State of Louisiana, RN Minerals, LLC, Diamond Development Incorporated and New Century Exploration, Inc., whereas said parties desire to amend and extend the initial term of the VUA as provided for in Paragraph 9, to the date of July 13, 2014, affecting State Lease Nos. 20675 and 21010, Calcasieu Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 14-7;

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

NOW, BE IT THEREFORE RESOLVED that the Committee recommends that the State Mineral and Energy Board grant final approval of the Amendment and Extension of a Voluntary Unit Agreement by and between the State Mineral and Energy Board for and on behalf of the State of Louisiana, RN Minerals, LLC, Diamond Development Incorporated and New Century Exploration, Inc., on the docket as Item No. 14-7.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 12th day of March, 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. Arnold, seconded by Mr. Chustz, the following resolution was offered and unanimously adopted:

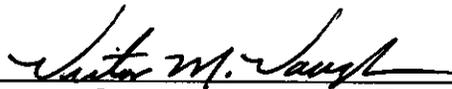
WHEREAS, a request was made for final approval of a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Castex Energy Partners, L.P., Apache Corporation and Shoreline Southeast, LLC, whereas said parties desire to amend said lease to include a oil shut-in payment clause and other required clauses, affecting State Lease No. 17895, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 14-9;

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 a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Castex Energy Partners, L.P., Apache Corporation and Shoreline Southeast, LLC, on the docket as Item No. 14-9.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 12th day of March, 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. Arnold, seconded by Mr. Segura, the following resolution was offered and unanimously adopted:

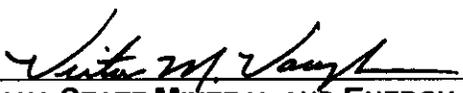
WHEREAS, a request was made by Rozel Operating Company to amend State Lease No. 20609 to add an oil shut-in rental payment clause;

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 Rozel Operating Company the authority to amend State Lease No. 20609 to add an oil shut-in rental payment clause.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 12th day of March, 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. Chustz, seconded by Mr. Segura, the following resolution was offered and unanimously adopted:

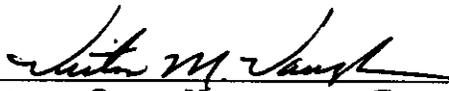
WHEREAS, a request was made by Rozel Operating Company for authority to negotiate with Staff for an Operating Agreement covering approximately 12.96 acres of State Lease No. 2102, Bayou Sorrel Field, Iberville Parish, Louisiana, until June 11, 2014 or until an operating agreement is confected and placed on the Mineral and Energy Board Docket for approval, whichever occurs first;

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 Rozel Operating Company the authority to negotiate with Staff for an Operating Agreement covering approximately 12.96 acres of State Lease No. 2102, Bayou Sorrel Field, Iberville Parish, Louisiana, until June 11, 2014 or until an operating agreement is confected and placed on the Mineral and Energy Board Docket for approval, whichever occurs first.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 12th day of March, 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. Smith, the following resolution was offered and unanimously adopted:

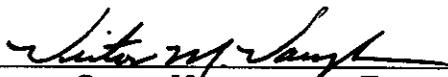
WHEREAS, a request was made by Staff for settlement authority from the Board pertaining to State Lease No. 18803, Bayou Nezpique, Reddell Field, Evangeline Parish, Louisiana;

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 reject Faulconer's offer and give Staff the authority to make a counter offer, as well as, authority to continue negotiations with Faulconer for an Operating Agreement on the aforementioned area, and that the acreage in question be deemed unavailable for leasing until June 11, 2014, or until an operating agreement is perfected and placed on the Mineral and Energy Board Docket for approval, whichever occurs first.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 12th day of March, 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. Smith, the following resolution was offered and unanimously adopted:

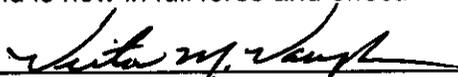
WHEREAS, a request was made by Castex Energy Partners, LP for acceptance of two supplemental delay rental payments, one, in the amount of \$2,819.30 on State Lease No. 20870, which would, together with the insufficient payment of \$189,117.16 previously paid by Castex prior to the anniversary date of February 8, 2014, comprise the entire delay rental payment due on said State Lease No. 20870 in the amount of \$191,936.46, and suffice to maintain the lease in force until February 8, 2015; and two, the amount of \$8,247.12 on State Lease No. 20871, which would together with the insufficient payment of \$98,596.58 previously paid by Castex prior to the anniversary date of February 8, 2014 comprise the entire delay rental payment due on said State Lease No. 20871 in the amount of \$106,843.70, and suffice to maintain the lease in force until February 8, 2015;

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 accept two supplemental delay rental payments, one, in the amount of \$2,819.30 on State Lease No. 20870, which would, together with the insufficient payment of \$189,117.16 previously paid by Castex prior to the anniversary date of February 8, 2014, comprise the entire delay rental payment due on said State Lease No. 20870 in the amount of \$191,936.46, and suffice to maintain the lease in force until February 8, 2015; and two, the amount of \$8,247.12 on State Lease No. 20871, which would together with the insufficient payment of \$98,596.58 previously paid by Castex prior to the anniversary date of February 8, 2014 comprise the entire delay rental payment due on said State Lease No. 20871 in the amount of \$106,843.70, and suffice to maintain the lease in force until February 8, 2015.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 12th day of March, 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. Arnold, the following resolution was offered and unanimously adopted:

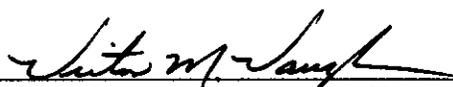
WHEREAS, a request was made by Staff for authorization to execute a Release of Lien, upon completion and execution of all appropriate documents, pertaining to "Notice of Liens and Lien Affidavit" filed on August 24, 2000, by the Office of Mineral Resources against Mr. John H. McCarter;

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 authorize Staff to execute a Release of Lien, upon completion and execution of all appropriate documents, pertaining to "Notice of Liens and Lien Affidavit" filed on August 24, 2000, by the Office of Mineral Resources against Mr. John H. McCarter.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 12th day of March, 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. Arnold, seconded by Mr. Lambert, the following resolution was offered and unanimously adopted:

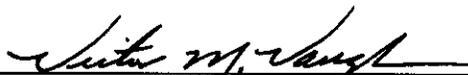
WHEREAS, a discussion was held in executive session of the suit entitled: CXY Energy Inc., et al vs. Plaquemines Parish Government, et al, Docket No. 35-827, Div. "A", 25th Judicial District Court, Plaquemines Parish, Louisiana and of related Board resolutions dated January 11th, 1995, March 10th, 1999 and April 14th, 1999;

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 ratify the resolutions dated January 11th, 1995, March 10th, 1999 and April 14th, 1999.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 12th day of March, 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. Arnold, seconded by Mr. Chustz, the following resolution was offered and unanimously adopted:

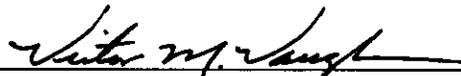
WHEREAS, a discussion was held in executive session of the suit entitled: Hall Ponderosa vs. State, Docket No. 35585, 39th Judicial District Court, Red River Parish, Louisiana;

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 reject the counter offer and give the Attorney General authority to continue negotiations for settlement.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 12th day of March, 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 11:46 a.m. on Wednesday, March 12, 2014. Board Members present were Mr. Stephen Chustz, DNR Secretary, Mr. W. Paul Segura, Jr., Mr. Louis J. Lambert, Mr. Emile B. Cordaro, Mr. Thomas L. Arnold, Jr., Mr. Thomas W. Sanders, Mr. Darryl D. Smith, Mr. Theodore M. "Ted" Haik, Jr., Mr. Dan R. Brouillette and Mr. Robert "Michael" Morton.

The Committee made the following recommendations:

Approve all Assignments on pages 2 through 9; Docket Nos. 14, 15, 16 and 18 on pages 9 and 7 would be approved subject to the approval of the Governor of Louisiana; Docket No. 6 on page 3 would be deferred at the request of the staff;

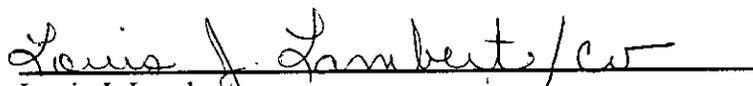
Approve Docket Item No. 14-8 on page 10;

Approve the following items upon recommendation of the Legal and Title Controversy Committee: Docket Item No. 14-07 and 14-09 on pages 10 and 11.

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

There being no further business to come before the committee, upon motion of Mr. Smith, and seconded by Mr. Segura, the committee voted unanimously to adjourn the meeting at 11:49 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 1 from the March 12, 2014 Meeting be approved, said instrument being an Assignment from Strata Acquisitions LLC to Anadarko E&P Onshore LLC, of all of Assignor's right, title and interest in and to State Lease No. 21170, Caddo Parish, Louisiana, with further particulars being stipulated in the instrument

Anadarko E&P 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 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.

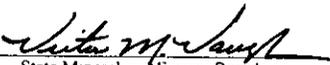
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 12th day of March, 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 2 from the March 12, 2014 Meeting be approved, said instrument being an Assignment from Harold J. Anderson, Inc. to Energy Resource Technology GOM, L.L.C. of all of Assignor's right, title and interest in and to State Lease No. 21291, Cameron Parish, 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,

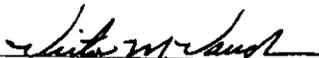
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 12th day of March, 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted.

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 3 from the March 12, 2014 Meeting be approved, said instrument being an Assignment from JB Land Services, L.L.C. to SM Energy Company, of all of Assignor's right, title and interest in and to State Lease No. 20977, Bossier and Caddo Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

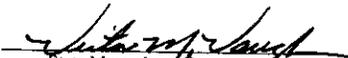
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 12th day of March, 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 4 from the March 12, 2014 Meeting be approved, said instrument being an Assignment from Theophilus Oil, Gas & Land Services, L.L.C. to Paradigm Energy L.L.C., of all of Assignor's right, title and interest in and to State Lease Nos. 21219, 21220 and 21236, Concordia Parish, Louisiana, with further particulars being stipulated in the instrument

Paradigm Energy 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 12th day of March, 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 5 from the March 12, 2014 Meeting be approved, said instrument being an Assignment from RHS Enterprises, LLC to CL&F Resources LP, an undivided 17.5% of 8/8th interest in and to State Lease No. 20805, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

CL&F Resources LP is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975

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

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

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

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

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

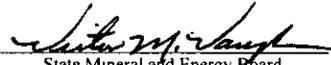
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman, 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 12th day of March, 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. Smith, seconded by Mr. Segura, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item 6 from the March 12, 2014, Meeting be deferred, said instrument 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.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of March, 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted.

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 7 from the March 12, 2014 Meeting be approved, said instrument being an Assignment from Clayton Williams Energy, Inc., of an undivided interest to the following in the proportions set out below:

Tauber Exploration & Production Co.	3.75% of 8/8ths
Curocom Energy, LLC	3.75% of 8/8ths
Cathexis Oil & Gas, LLC	30.00% of 8/8ths
Petrogulf Corporation	18.75% of 8/8ths

in and to Operating Agreement "AO331", Jefferson Parish, Louisiana, with further particulars being stipulated in the instrument

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

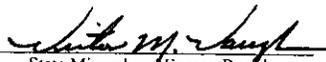
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of March, 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 8 from the March 12, 2014 Meeting be approved, said instrument being an Assignment from GOM-C Exploration, LLC to Castex Energy Partners, L.P., of all of Assignor's right, title and interest in and to State Lease Nos. 19774 and 20521, Jefferson and St. Charles Parishes, Louisiana, with further particulars being stipulated in the instrument

Castex Energy Partners, 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,

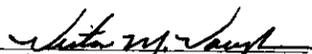
5) That for purposes of recordation and notice certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 12th day of March, 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 9 from the March 12, 2014 Meeting be approved, said instrument being a Change of Name whereby Polaris Holdings, Inc is changing its name to Grinde Exploration, Inc, affecting State Lease Nos. 16995, 17208 and 17226, Vermilion 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 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 12th day of March, 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 10 from the March 12, 2014 Meeting be approved, said instrument being an Assignment and Stipulation of interest from Martin-Marks Minerals L.L.C., Hamilton Exploration Group, Inc., Hew-Tex Oil & Gas Corporation, Marks Explorer LLC, RM Energy, Inc., Tauber Exploration & Production Co., Elizabeth P. Callaway, wife of James R. Callaway, Enstone Energy, LLC, Jazco LLC, Lowe Partners, LP, Seven W Resources, Inc., Williams Properties, Inc. of Texas, Ventures Exploration Corp., Jetty 3-D Joint Venture, Champion Partners, IV, Redfish Exploration, Ltd., Marks Operating LLC and AC Exploration, LLC to Alpine Exploration Companies, Inc., of all of Assignor's right, title and interest in and to State Lease No. 19489, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

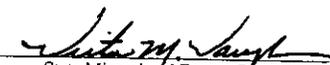
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of March, 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 11 from the March 12, 2014 Meeting be approved, said instrument being an Assignment from JIL Exploration, Inc to GCER Onshore, LLC, of all of Assignor's right, title and interest in and to State Lease Nos 21269 and 21285, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

GCER 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,

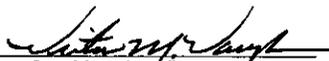
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 12th day of March, 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted.

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12 from the March 12, 2014 Meeting be approved, said instrument being an Assignment from Harold J. Anderson, Inc. to GCER Onshore, LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 21292, 21293, 21294, 21295, 21296, 21305, 21307 and 21308, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

GCER 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 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 12th day of March, 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 13 from the March 12, 2014 Meeting be approved, said instrument being an Assignment from Kare-Sue Energy, Inc. to Chevron U.S.A. Inc., of all of Assignor's right, title and interest in and to State Lease No. 21297, Lafourche Parish, Louisiana, with further particulars being stipulated in the instrument

Chevron U.S.A. Inc. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

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

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

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

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

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

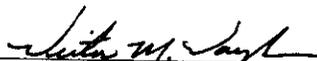
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of March, 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. Smith, seconded by Mr. Segura, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item 14 from the March 12, 2014, Meeting be approved subject to the approval of the Governor of Louisiana, said instrument a Correction of Resolution No. 36 from the November 12, 2008 Meeting, being a Reassignment from Apache Corporation and Brazos River LLC to Jack Lawton, Inc., et al, whereas said resolution incorrectly read..."affecting a certain 860 acre portion of State Lease No. 340" and is hereby being corrected to read..."affecting a certain 1720.00 acre portion of State Lease No. 340", Belle Isle Field, St. Mary Parish, Louisiana.

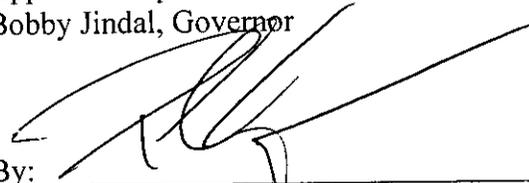
CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of March, 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: 

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

RESOLUTION

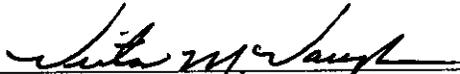
LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item 15 from the March 12, 2014, Meeting be approved subject to the approval of the Governor of Louisiana, said instrument a Correction of Resolution No. 37 from the November 12, 2008 Meeting, being a Reassignment from Cabot Oil & Gas to Emmett Vaughey Estate, et al, whereas said resolution incorrectly read..."affecting a certain 860 acre portion of State Lease No. 340" and is hereby being corrected to read..."affecting a certain 1720.00 acre portion of State Lease No. 340", Belle Isle Field, St. Mary Parish, Louisiana.

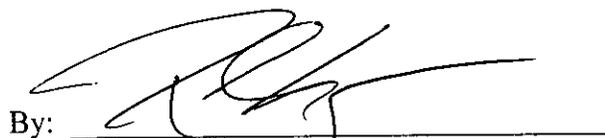
CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of March, 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: 

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

RESOLUTION

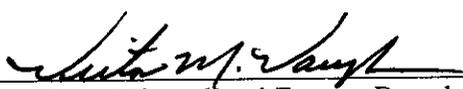
LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item 16 from the March 12, 2014, Meeting be approved subject to the approval of the Governor of Louisiana, said instrument a Correction of Resolution No. 38 from the November 12, 2008 Meeting, being a Sublease from Jack Lawton, Inc., LLC, Lawton Oil Co., LLC, Vermilion Exploration Company, LLC, William B. Lawton Company, Inc., LLC to LaBay Exploration Co., L.L.C., whereas said resolution incorrectly read..."in and to a certain 860 acre portion of State Lease No. 340" and is being corrected to read..."in and to a certain 1720.00 acre portion of State Lease No. 340", Belle Isle Field, St. Mary Parish, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of March, 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: 

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 17 from the March 12, 2014 Meeting be approved, said instrument being an Assignment from Crescent Resources, L.L.C. to Radiant Acquisitions 1, L.L.C., of all of Assignor's right, title and interest in and to State Lease Nos. 21312 and 21313, St. Mary Parish, Louisiana, with further particulars being stipulated in the instrument

Radiant Acquisitions 1, L.L.C. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975

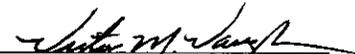
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows

- 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 12th day of March, 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted.

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 18 from the March 12, 2014 Meeting be approved subject to the approval of the Governor of Louisiana, said instrument being an Assignment from S2 Energy LLC, West Delta 54, LP, West Delta 52, LP, West Delta 55, LP, Burrwood, LP and Kings Bayou, LP to Krewe Energy, LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 328, 2566, 4708, 17379, 17416, 18383, 18384, 21049, 21095, and 21103, Lafourche and Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

Krewe Energy, 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,

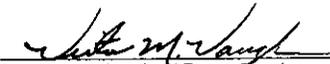
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 12th day of March, 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: 
Paul W. Segura, Jr.
Chairman, State Mineral Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 19 from the March 12, 2014 Meeting be approved, said instrument being a Merger whereby Ensource Inc is merging with and into UMC Petroleum Corporation, under the name of UMC Petroleum Corporation, affecting State Lease No 378, 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,

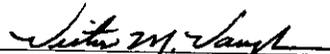
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 12th day of March, 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted.

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 20 from the March 12, 2014 Meeting be approved, said instrument being a Merger whereby UMC Petroleum Corporation is merging with and into Ocean Energy, Inc., under the name of Ocean Energy, Inc., affecting State Lease No. 378, 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 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.

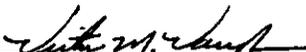
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 12th day of March, 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

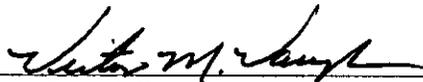
LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item 21 from the March 12, 2014, Meeting be approved, said instrument a Correction of Resolution No. 13 from the December 11, 2013 Meeting, being a Merger whereby Seagull Energy E&P Inc. merged with and into Ocean Energy, Inc., under the name of Devon Louisiana Corporation, whereas State Lease No. 378 was omitted from said resolution and is hereby being added, affecting State Lease Nos. 378 and 7501, Lafourche and St. Mary Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of March, 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. Smith, seconded by Mr. Segura, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item 22 from the March 12, 2014, Meeting be approved, said instrument a Correction of Resolution No. 14 from the December 11, 2013 Meeting, being a Merger whereby Devon Louisiana Corporation merged with and into Devon Energy Production Company, L.P., whereas State Lease No. 378 was omitted from said resolution and is hereby being added, affecting State Lease Nos. 378 and 7501, Lafourche and St. Mary Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of March, 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 23 from the March 12, 2014 Meeting be approved, said instrument being a Change of Name whereby Rock Well Petroleum (U S), Inc is changing its name to Alpha Petrovision (U S), Inc., affecting State Lease Nos. 173 and 20372, Caddo 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.

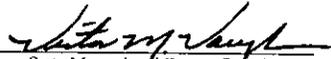
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 12th day of March, 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. Smith seconded by Mr. Segura, the following Resolution was offered and adopted

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 24 from the March 12, 2014 Meeting be approved, said instrument being a Change of Name whereby Alpha Petrovision (U.S.), Inc. is changing its name to APV McCamey LLC, affecting State Lease Nos. 173 and 20372, Caddo 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 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,

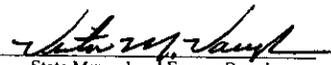
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 12th day of March, 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

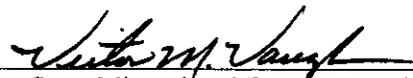
On motion of Mr. Smith, seconded by Mr. Segura, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 14-07 from the March 12, 2014, Meeting be approved, said instrument being an Amendment and Extension of Unitization Agreement by and between the State Mineral and Energy Board for and on behalf of the State of Louisiana, RN Minerals, L.L.C., Diamond Development Incorporated and New Century Exploration, Inc., whereas said parties desire to amend the "New Century Exploration, Inc.- Gillis-English Bayou-VUA Diamond Development Incorporated et al No. 1" to extend the initial term of the VUA from one (1) year as provided for in Paragraph 9, to the date of July 13, 2014, affecting State Lease Nos. 20675 and 21010, Calcasieu 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 12th day of March, 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

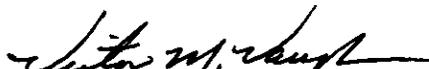
On motion of Mr. Smith, seconded by Mr. Segura, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 14-08 from the March 12, 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, Penterra Services, L.L.C., Hilcorp Energy I, L.P. and Badger Energy, L.L.C., to create a 299.36 acre unit more or less, identified as the **“Badger Energy, L.L.C.-Lake Washington Field-VUA”**, with 160.16 acres being attributable to State Lease No. 2028 and 139.20 acres being attributable to State Lease No. 20984, Lake Washington 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 12th day of March, 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

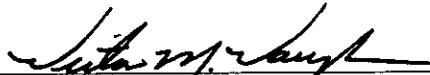
On motion of Mr. Smith, seconded by Mr. Segura, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 14-09 from the March 12, 2014, Meeting be approved, said instrument being a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Castex Energy Partners, L.P., Apache Corporation and Shoreline Southeast, LLC, whereas said parties desire to amend said lease to include an oil shut-in provision clause and other required clauses, affecting State Lease No. 17895, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of March, 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