

MINUTES

STATE MINERAL AND ENERGY BOARD

REGULAR MEETING AND LEASE SALE

NOVEMBER 9, 2011

A Regular Meeting and Lease Sale of the State Mineral and Energy Board was held on Wednesday, November 9, 2011, beginning at 11:00 a.m. in the La Belle Room, First Floor, LaSalle Office Building, Baton Rouge, Louisiana, subject to the call of the Governor and Ex-Officio Chairman.

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

W. Paul Segura, Jr., Vice-Chairman
Thomas L. Arnold, Jr.
Emile B. Cordaro
Robert "Michael" Morton
Thomas W. Sanders
Darryl D. Smith
Helen G. Smith
Chip Kline (sitting in for Garret Graves, Governor Jindal's designee to the Board)

The following members of the Board were recorded as absent:

Scott A. Angelle, Chairman
John C. "Juba" Diez
Bay E. Ingram

Ms. Talley announced that eight (8) members of the Board were present and that a quorum was established.

Also recorded as present were:

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

The Chairman then stated that the next order of business was the approval of the October 12, 2011 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 Ms. Smith 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.

The Chairman then announced that the Board would recess its regular meeting at 11:05 a.m. and go into executive session for technical briefing in order to consider matters before the Board which were confidential in nature. A motion was made by Mr. Arnold, seconded by Ms. Smith, and unanimously adopted by the Board.

During the technical briefing, the Board conferred with staff personnel concerning the merit of the bids that were submitted and opened earlier today at a public meeting*, based on geological, engineering and other confidential data and analyses available to the Board and staff, after which, upon motion of Mr. Arnold, seconded by Mr. Cordaro, and unanimously adopted by the Board, the Board reconvened in open session at 11:17 a.m.

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

The Chairman then stated that the next order of business was the awarding of the leases. Based upon recommendations announced by Mr. Victor Vaughn, the following action was then taken by the Board. Leases awarded were conditioned on tract descriptions being accurate, overlapped prior leases being subtracted from acreage bid on, acreage amount being verified and agreed between bidder and state and portion bids verified as being located within advertised boundary of tracts. (No public comment was made at this time.)

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42338, said portion being 215.440 acres more particularly described in said bid and outlined on accompanying plat, to Helis Oil & Gas Company, L.L.C.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42340, said portion being 30.0 acres more particularly described in said bid and outlined on accompanying plat, 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 another portion of Tract 42340, said portion being 109.0 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 42341, said portion being 325.0 acres more particularly described in said bid and outlined on accompanying plat, 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 another portion of Tract 42341, said portion being 839.0 acres more particularly described in said bid and outlined on accompanying plat, 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 42342, said portion being 124.0 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 42344, said portion being 21.0 acres more particularly described in said bid and outlined on accompanying plat, 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 42350, said portion being 1,109.82 acres more particularly described in said bid and outlined on accompanying plat, to Attic Investment, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42354, said portion being 15.00 acres more particularly described in said bid and outlined on accompanying plat, to Westgrove Energy Holdings, LLC., with the additional consideration in addition to what is required by law.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42357 to Southern Oil & Gas Company, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42365 to Matador Resources Company.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42366 to Midstates Petroleum Company LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42368 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 Tract 42369 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 Tract 42370 to Matador Resources Company.

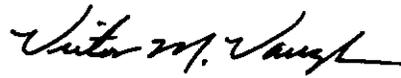
This concluded the awarding of the leases.

The following announcement was then made:

Ms. Talley stated that the results of today's Lease Sale in total bonuses were \$1,391,869.22 which brought the fiscal year-to-date total to just under \$12 million dollars.

The Chairman then stated there being no further business to come before the Board, upon motion of Mr. Arnold, seconded by Mr. Sanders, the meeting was adjourned at 11:20 a.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Victor M. Vaughn". The signature is fluid and cursive, with a long horizontal stroke at the end.

Victor M. Vaughn
Executive Officer
State Mineral and Energy Board

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

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

Recorded as present were:

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

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:

November 9, 2011

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

Gentlemen:

Certified proofs of publication have been received in the Office of Mineral Resources on behalf of the State Mineral and Energy Board for the State of Louisiana from the "Advocate," official journal for the State of Louisiana, and from the respective parish journals as evidence that Tract Nos. 42336 through 42370, 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)

Frederick D. Heck
Director
Petroleum Lands Division

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

For the record, Mr. Vaughn stated that there were no tracts to be withdrawn from today's Lease Sale.

The following bids were then opened and read aloud to the assembled public by Ms. April Duhe.

OFFSHORE TRACTS

Tract 42336

No Bids

Tract 42337

No Bids

Tract 42338
(Portion – 215.440 acres)

Bidder	:	Helis Oil & Gas Company, L.L.C.
Primary Term	:	Five (5) years
Cash Payment	:	\$100,179.60
Annual Rental	:	\$50,089.80
Royalties	:	23% on oil and gas
	:	23% on other minerals

Additional Consideration As Additional Consideration for the granting of this Lease, Bidder agrees that within one (1) year from the date of this lease, Bidder will commence or cause to be commenced the drilling or re-entry of a bona fide test well in search of oil and/or gas production on or bottomed under the lease premises, or acreage pooled or unitized therewith, and drill such a test well as a reasonably prudent operator in an effort to establish the production of oil and/or gas in commercial quantities. In the event Bidder does not drill or re-enter such well, then Bidder will pay to the State of Louisiana as liquidated damages the sum of \$250.00 per acre.

This drilling obligation is subject to the Bidder being able to timely secure all required permits and approvals, including those from the Louisiana Department of Wildlife and Fisheries, and necessary drilling equipment and subject to the Bidder not being prohibited from conducting drilling operations by reason of force majeure, the time of commencement of drilling operations will be deferred until Bidder has been issued the necessary permits or obtained such drilling equipment and/or conditions force majeure no longer exists.

Tract 42338
(Portion – 128.27 acres)

Bidder	:	S2 Energy 1, LP
Primary Term	:	Five (5) years
Cash Payment	:	\$28,860.75
Annual Rental	:	\$14,430.38
Royalties	:	22.00% on oil and gas
	:	22.00% on other minerals
Additional Consideration	:	None

INLAND TRACTS

Tract 42339

No Bids

Tract 42340
(Portion – 30.0 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$8,250.00
Annual Rental	:	\$4,125.00
Royalties	:	23.5% on oil and gas
	:	23.5% on other minerals
Additional Consideration	:	None

Tract 42340
(Portion – 109.0 acres)

Bidder	:	Cypress Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$27,795.00
Annual Rental	:	\$13,897.50
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42341
(Portion – 325.0 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$171,275.00
Annual Rental	:	\$85,637.50
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42341
(Portion – 839.0 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$230,725.00
Annual Rental	:	\$115,362.50
Royalties	:	23.5% on oil and gas
	:	23.5% on other minerals
Additional Consideration	:	None

Tract 42341
(Portion – 154.00 acres)

Bidder	:	Clayton Williams Energy, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$54,670.00
Annual Rental	:	\$27,335.00
Royalties	:	23.00% on oil and gas
	:	23.00% on other minerals
Additional Consideration	:	None

Tract 42342
(Portion – 124.0 acres)

Bidder	:	Cypress Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$50,716.00
Annual Rental	:	\$25,358.00
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42343

No Bids

Tract 42344
(Portion – 21.0 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$5,775.00
Annual Rental	:	\$2,887.50
Royalties	:	23.5% on oil and gas
	:	23.5% on other minerals
Additional Consideration	:	None

Tract 42345

No Bids

Tract 42346

No Bids

Tract 42347

No Bids

Tract 42348

No Bids

Tract 42349

No Bids

Tract 42350
(Portion – 1,109.82 acres)

Bidder	:	Attic Investment, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$223,628.73
Annual Rental	:	\$111,814.37
Royalties	:	21% on oil and gas
	:	21% on other minerals
Additional Consideration	:	None

Tract 42351

No Bids

Tract 42352

No Bids

Tract 42353

No Bids

Tract 42354
(Portion – 15.00 acres)

Bidder	:	Westgrove Energy Holdings, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$3,105.00
Annual Rental	:	\$1,552.50
Royalties	:	21.00% on oil and gas
	:	21.00% on other minerals
Additional Consideration	:	10% Fee-\$310.00 \$20.00/ac-\$300.00

Tract 42355

No Bids

Tract 42356

No Bids

November 9, 2011

7

Tract 42357

Bidder	:	Southern Oil & Gas Company, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$422,280.00
Annual Rental	:	\$211,140.00
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42358

No Bids

Tract 42359

No Bids

Tract 42360

No Bids

Tract 42361

No Bids

Tract 42362

No Bids

Tract 42363

No Bids

Tract 42364

No Bids

STATE AGENCY TRACTS

Tract 42365

Bidder	:	Matador Resources Company
Primary Term	:	Three (3) years
Cash Payment	:	\$37,954.94
Annual Rental	:	\$18,977.47
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42365

Bidder	:	Classic Petroleum, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$19,881.00
Annual Rental	:	\$9,940.50
Royalties	:	25.00% on oil and gas
	:	25.00% on other minerals
Additional Consideration	:	None

Tract 42365

Bidder	:	QEP Energy Company
Primary Term	:	Three (3) years
Cash Payment	:	\$16,920.00
Annual Rental	:	\$8,460.00
Royalties	:	1/4th on oil and gas
	:	1/4th on other minerals
Additional Consideration	:	None

Tract 42366

Bidder	:	Midstates Petroleum Company LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$1,341.75
Annual Rental	:	\$670.88
Royalties	:	23.00% on oil and gas
	:	23.00% on other minerals
Additional Consideration	:	None

TAX ADJUDICATED LANDS TRACTS

Tract 42367

No Bids

Tract 42368

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$4,230.00
Annual Rental	:	\$2,115.00
Royalties	:	22% on oil and gas
	:	22% on other minerals
Additional Consideration	:	None

Tract 42369

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$4,230.00
Annual Rental	:	\$2,115.00
Royalties	:	22% on oil and gas
	:	22% on other minerals
Additional Consideration	:	None

VACANT STATE LAND TRACT

Tract 42370

Bidder	:	Matador Resources Company
Primary Term	:	Three (3) years
Cash Payment	:	\$100,383.20
Annual Rental	:	\$50,191.60
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42370

Bidder	:	QEP Energy Company
Primary Term	:	Three (3) years
Cash Payment	:	\$44,750.00
Annual Rental	:	\$22,375.00
Royalties	:	1/4th on oil and gas
	:	1/4th on other minerals
Additional Consideration	:	None

Tract 42370

Bidder	:	Classic Petroleum, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$52,581.25
Annual Rental	:	\$26,290.63
Royalties	:	25.00% on oil and gas
	:	25.00% on other minerals
Additional Consideration	:	None

This concluded the reading of the bids.

There being no further business, the meeting was concluded at 8:55 a.m.

Respectfully submitted,



Victor M. Vaughn
Executive Officer
State Mineral and Energy Board



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

LEASE REVIEW COMMITTEE REPORT

A meeting of the Lease Review Committee of the State Mineral and Energy Board convened on Wednesday, November 9, 2011 at 9:44 a.m. with the following members of the board in attendance: Mr. Thomas L. Arnold, Jr., Mr. Emile B. Cordaro, Mr. Robert "Michael" Morton, Mr. Darryl D. Smith, Mr. W. Paul Segura, Jr., Mr. Thomas W. Sanders and Mr. Chip Kline (sitting in for Garrett Graves, Governor Jindal's designee to the State Mineral and Energy Board).

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

I. Geological and Engineering Staff Review

According to SONRIS there are 1866 active State Leases covering nearly 841,500 acres. The Geological and Engineering Division has reviewed approximately 200 leases covering 88,000 acres.

II. Committee Review

1. A staff report on **State Lease 328-A**, Bay Baptiste/Lirette Field Selection, Terrebonne and Lafourche Parishes. Hilcorp Energy I, L.P. is the lessee.

The recommendation was to defer action on State Lease 328-A until December 12, 2011.

2. A staff report on **State Lease 2620** Lake Pelto Field located in Terrebonne Parish. Phoenix Exploration Louisiana B, LLC is the lessee.

The recommendation was that State Lease 2620 be docketed for assignment by Phoenix, Apache or Castex within 60 days of this Board meeting and that Apache / Castex be granted until May 9, 2012 to submit a report that would include: 1) findings of their ongoing field study to identify new reserves and 2) the results of workover and recompletion activity.

3. A staff report on **State Leases 3306 and 4011**, Redfish Point Field located in Vermilion Parish. Hilcorp Energy I, LP is the lessee.

The recommendation was that Hilcorp be granted until April 11, 2012 to report on the sidetracking efforts on State Lease 3306.

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

1. No Objection to Yuma E&P Company's 29-E Waiver and Commingling for the State Lease 14564 Well No. 2, SN 224561, Lake Fortuna Field, St. Bernard Parish affecting State Lease 14564.
2. No Objection to 29-E Waiver, Helis Oil & Gas Company, SL 195 QQ Well No 102, SN 243236, North Black Bay Field, State Lease 195, Plaquemines Parish affecting State Lease 195B.

IV. Report on Force Majeure

Mr. Charles Bradbury, Petroleum Engineer, requested that the Board recognize a force majeure condition after-the-fact for Biglane Operating Company on State Lease 4778 caused by record flooding from the Mississippi River for the period of May 1, 2011 through August 26, 2011.

Mr. Bradbury also requested that the Board extend force majeure recognition to Harvest Operating for Agreement A0311 for 3 months to the February 8, 2012 Board Meeting to permit Harvest time to complete legal negotiations.

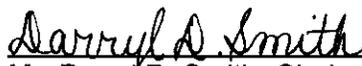
Updated 10/28/11

Company Name	Lease Numbers
Leases Off Production Due to Non-storm Related Force Majeure Events	
IG Petroleum	A0232
Harvest	A0311
Stone Energy	10830, 15074, 17309, 17595, A0285
Leases affected by Flooding	
Biglane Operating Company	4778

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

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

Respectfully submitted,


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

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEASE REVIEW COMMITTEE

On Motion of Mr. Sanders 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 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, a request was made by Biglane Operating Company (herein Biglane) to recognize that a force majeure condition existed for State Lease 4778 in Concordia Parish, Louisiana due to their spring flooding affecting the lease beginning May 1, 2011;

WHEREAS, State Lease 4778 includes a "Force Majeure" provision which allows the Operator to maintain these leases without complying with the actual drilling or reworking operations or by actual production requirements for as long as the force majeure is in effect;

WHEREAS, Biglane was able access the acreage and re-establish production on the lease by August 26, 2011;

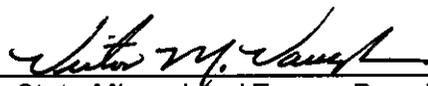
WHEREAS, James M. Biglane submitted a notarized affidavit on behalf of Biglane, which stated that the activities and/or fortuitous events which caused the force majeure was beyond the control, not the cause, and/or due to said company and/or business entity's negligence or intentional commission or omission;

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

NOW THEREFORE BE IT RESOLVED that the Louisiana State Mineral and Energy Board, in consideration of the facts stated herein, by these present does hereby recognize and acknowledge the force majeure event from May 1, 2011 through August 26, 2011, due to record flooding in the spring effecting State Lease 4778, Concordia Parish, Louisiana. At which time Biglane restored production and returned to complying with the normal language in the leases concerning continuing operations and production. Furthermore, the Board requires that Biglane in a due diligent manner, mitigate, or negate the effect of future events and make timely notification of any future events to the Mineral and Energy Board's staff of said activities which cause the force majeure.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board in the City of Baton Rouge Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEASE REVIEW COMMITTEE

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

WHEREAS, pursuant to Louisiana Revised Statute 30:129, the Louisiana State Mineral and Energy Board (the "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, The Harvest Group, L.L.C. (herein Harvest) made a request May 11, 2011 to recognize that a force majeure condition existed due to a dispute concerning the use of the production platform servicing Operating Agreement A0311, Saint Mary Parish, Louisiana;

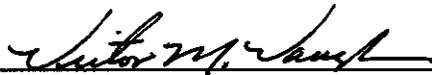
WHEREAS, at the August 10, 2011 meeting, the Board extended recognition of force majeure until the meeting on November 9, 2011;

WHEREAS, Harvest notified the Board that the conditions of the force majeure had not abated and requested three additional months to restore production to the Operating Agreement mentioned herein;

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 extend recognition of the force majeure event until the February 8, 2012 meeting, or until Harvest re-establishes production whichever condition is met at the earliest date. The Board will reserve its rights to review and reconsider whether additional action is necessary concerning the situation at the February 8, 2012 meeting. Furthermore, the Board requires that Harvest continue in a due diligent manner, mitigate or negate the effect of said activities which caused the force majeure.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge Louisiana on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: November 3, 2011 6:12 AM

District Code 1 New Orleans- East

Get Review Date November 9, 2011

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
00335A		DELACROIX ISLAND	520 04/22/2009	482.338	2840	NOV. 4/27/11 JMB: APACHE NEEDS MORE TIME. 12/1/10 JMB WILL CALL APACHE @ DRLG 9/30/10 OMR TO APACHE -RQD FORM UNIT & PR
07729		LOCKHART CROSSING	235310-LKTX WX 1 RA SU;SL 7729-003 04/29/2007	157.633	157.633	NOV. AR
11930		POINTE A LA HACHE		62	62	NOV. RCD 9/14/11 BOPCO LTR ADVISING FULL REL WILL BE SUBMITTED.
16298		BRETON SOUND BLOCK 33	350.71 12/03/2001	47.76	47.76	NOV. AR
16324		LAKE FORTUNA	57.766 10/29/2003	114.364	114.364	NOV. AR
16403		POINTE A LA HACHE	499.08 05/08/2002	102.92	102.92	NOV. AR
16570		MAIN PASS BLOCK 47	277.27 10/24/2003	76.9	76.9	NOV. AR
16710		EMPIRE	249.437 10/01/2009	59.563	59.563	NOV. AR
16890		BRETON SOUND BLOCK 51	8300 VUA;SL 17243 10/13/2004	270.15	270.15	NOV. AR
17236		COQUILLE BAY	RICHARD F PRICE JR ETAL	79.052	79.052	NOV. AR
17979		BAYOU BILOXI	CRIS I RC SUA;SL 17958 960-A-4	21.132	21.132	NOV. AR
19051				92.53	110.22	NOV. SMEB APPROVED FM 10/12/11; DDPMT APPROVED TO 8/9/12 PT 8/9/11
19052				0	383.12	NOV. SMEB APPROVED FM 10/12/11; DDPMT APPROVED TO 8/9/12 PT 8/9/11
19054		BRETON SOUND BLOCK 53		160	637.35	NOV. 10/21/11 OMR TO CLAYTON WLMS PRD LIMITS, POD BY 12/14/11 PT 8/9/11
19489		MAIN PASS BLOCK 47		40	477.93	NOV. 10/18/11 MM WILL BE SENDING PRD OUTLINE 9/27/11 OMR TO MARTIN-MARKS OPERATING: SUBMIT BY 11/9/11 PLAT OF PRD LIMITS & FUTURE PLANS. PT 9/12/10 1/21/11 JPT: GIVE THEM A YEAR PAST PT PRIOR TO REQG PLANS, ETC.
19742		GARDEN ISLAND BAY	HA RA SUJ;ROGERS ETAL 10 H 02/09/2011	171	171	NOV. AR 100% HBP VIA 242418 PRDG 8/11

Louisiana Department of Natural Resources (DNR)

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Staff Reviews

Report run on: November 3, 2011 6:12 AM

District Code		1		New Orleans- East		
Get Review Date		November 9, 2011				
Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
19743		GARDEN ISLAND BAY	242418-VUA;SL 19742-001 05/22/2011	124	124	NOV. AR 100% HBP VIA 242418 PRDG 8/11 PT 7/9/11 PASS-A-LOUTRE
20103		MAIN PASS BLOCK 35		0	40	NOV. REL RQD 9-29-11 9/29/11 RS JMB: APP EXP, LAST PRD 4/11.
20160		MAIN PASS BLOCK 49	VUA;SL 19445 04/14/2010	101.23	101.23	NOV. 10/14/11 RS JMB: APP EXP, LAST PRD 3/11. PT 10/14/12

Louisiana Department of Natural Resources (DNR)

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Staff Reviews

Report run on: November 3, 2011 6:12 AM

District Code	1W	New Orleans- West				
Get Review Date	November 9, 2011					
Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
00378		GOLDEN MEADOW	243213-LL&E GOLDEN MEADOW-242 07/31/2011	1732	2616	NOV. 10/12/11 STEVE: 614967 REVISION
02028		LAKE WASHINGTON	21 RC SUA;SL 2028 09/18/2007 149-E-5 07-1049	260	780.31	NOV. AR 10/20/11 CKED BY STEVE, OK
02383		LITTLE LAKE	L TP 6 RA SUA;SL 19864 12/16/2008 604-T 08-1925	92	980	NOV. 10/18/11 OMR RQD SHORELINE RE-EST PRD, COMMIT TO WELL OR REL 20% OF 425 NPAC BY 4/11/12 AND JGC RE-EST PRD, DRL WELL OR REL 20% OF 519 NP AC
02485		SOUTH PASS BLOCK 24	SPB 24 8800 RD SU 09/01/1998	413.34	413.34	NOV. AR 10/20/11 CKED BY STEVE, OK
03244		ST JOHN		14.61	14.61	NOV. AR 10/20/11 CKED BY STEVE, OK
03579		SARDINE POINT	CIB H3 RA SUA;GIANELLONI- FERRO 01/22/2002 527-C 02-29	0	27.078	NOV. 10/20/11 RS STEVE & JPT: APP EXP
06123		BAYOU BOEUF, SOUTH	R RC SUA;BOWIE LUMBER CO 08/02/2005 942-B-2	45	45	NOV. AR 10/20/11 CKED BY STEVE, OK
14284		LAKE RACCOURCI	SL 1480 11/14/2001	0	266.878	NOV. 10/20/11 RS STEVE & JPT. APP EXP
17447		BASTIAN BAY	J RC SUA;LL&E FEE 339-J-5 97-242	2.95	2.95	NOV. AR 10/20/11 CKED BY STEVE, OK
17990		LAKE WASHINGTON	96 01/29/2010	205	205	NOV. 10/4/11 STEVE: 050091 REVISION: SWIFT REVISED UNIT BY COMBINING 2 RESERVOIRS RA & RD IN A PARTICIPATING AREA
18233		STELLA	8750 RA SUA;MEYER ETAL 02/17/2004 27-J 04-127	4.368	5.76	NOV. AR 10/20/11 CKED BY STEVE, OK
18637		BAY MARCHAND BLOCK 2 OFFSHORE	U 4525 RJ SUA;SL 1367 10/12/2010 184-RRR 10-1050	260	1603.93	NOV. 10/18/11 OMR TO CHVN: DRL NEW WELL OR REL 20% OF APPROX 1000 AC BY 12/14/11
18668		SATURDAY ISLAND	VUA;SL 18669 05/14/2008	596.419	660.13	NOV. 10/14/11 OMR 3RD REQ FOR PR. 10/7/11 EMAILED SWIFT RE STATUS OF PR 10/20/10 C.SLEDGE@SWIFT WORKING ON PR - SUGGEST AR UPON RCT OF PR FINAL DD TO 7/13/10 PT 7/13/08
18669		SATURDAY ISLAND	237896-VUA;SL 18669-001 07/04/2008	1090.981	1249.6	NOV. 10/14/11 OMR 3RD REQ FOR PR. 10/7/11 EMAILED SWIFT RE STATUS OF PR 10/20/10 C.SLEDGE@SWIFT WORKING ON PR - SUGGEST



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: November 3, 2011 6:12 AM

District Code 1W New Orleans- West

Get Review Date November 9, 2011

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
18727		MANILA VILLAGE		206	206	AR UPON RCT OF PR FINAL DD TO 7/13/10 PT 7/13/08 NOV. AR 10/20/11 CKED BY STEVE, OK
18737		GRAND ISLE BLOCK 16	C5A RA SUA;SL 799 10/29/1996 758-FF 96-628	0	621.35	NOV. RNTL PD TO 3/14/12 7/13/11 SMEB EXTENDED PREVIOUS PT BY 6 MOS= PT 3/14/12 FOR FULL RNTL. 9/8/10 LEASE AMENDMENT EXT PT BY 1 YR.=PT 9/14/11 PT 9/14/10
18738				0	305.04	NOV. RNTL PD TO 3/14/12 7/13/11 SMEB EXTENDED PREVIOUS PT BY 6 MOS= PT 3/14/12 FOR FULL RNTL. 9/8/10 LEASE AMENDMENT EXT PT BY 1 YR.=PT 9/14/11 PT 9/14/10
18816		LEEVILLE	18.106 01/28/2008	14.894	14.894	NOV. AR 10/20/11 CKED BY STEVE, OK
19025		QUEEN BESS ISLAND	1-1 RA SUA;SL 2084	45.402	45.402	NOV. AR 10/20/11 CKED BY STEVE, OK
19250		DRAKES BAY	K RA SUA;SL 19250 1039-F	119.066	232	NOV. 9/23/11 PR RQD
19531		GOLDEN MEADOW	BIG HUM RB SUA;SL 19531 04/06/2010 14-PPP-1	36.845	140	NOV. FINAL DD APPROVED TO 11/14/12 10/12/11 DDPMT TO JPT 10/11/11 FINAL DDPMT TO STEVE DD 11/14/11 PT 11/14/10
19647				0	84	NOV. 10/10/11 FU REL RQD 4/21/11 RQD REL PT 4/9/11
19648				0	134	NOV. 10/10/11 FU REL RQD 4/21/11 RQD REL PT 4/9/11
19774		LAKE SALVADOR, WEST		318.22	318.22	NOV. SUGGEST AR 8/18/11 RS STEVE LEASE NOT EXP HBP SL 19774#1 241582, 306461 TO 8/11 PT 8/13/11
19949				0	34	NOV. 10/21/11 L&T/SMEB GRANTED 6 MO PT EXT FOR FULL RNTL & 1/2 % INCREASE. 9/28/11 MEETING RE: 6 MO LEASE EXTENSION. PT 12/10/11 11/12/11
19950		DRAKES BAY	K RA SUA;SL 19250 1039-F	5.447	25	NOV. 9/23/11 PR RQD
20115				0	340	NOV. 9/22/11 RENTAL PAID 7/6/11 PT 8/12/12
20117				0	20	NOV. 9/22/11 RENTAL PAID 7/28/11 PT 8/12/12
20142		BAYOU ST VINCENT	PLAN 3 RC SUA;KFOURY 12/07/2010 789-B-4 10-1336	30.2	30.2	NOV. 10/20/11 STEVE: 100% HBP 242009 PT 9/9/12



Louisiana Department of Natural Resources (DNR)

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Staff Reviews

Report run on: November 3, 2011 6:12 AM

District Code 1W New Orleans- West

Get Review Date November 9, 2011

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
20402				0	390.79	NOV. 9/22/11 RENTAL PAID 8/8/11 PT 8/11/15
20412				0	109.694	NOV. 9/22/11 RENTAL PAID 7/29/11 PT 8/11/13
20418				0	111.99	NOV. 9/22/11 RENTAL PAID 8/8/11 PT 8/11/13
20451				0	36	NOV. 10/14/11 RS SS: APP EXP. JAN. PT 10/13/13

Louisiana Department of Natural Resources (DNR)

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Staff Reviews

Report run on: November 3, 2011 6:12 AM

District Code 2 Lafayette

Get Review Date November 9, 2011

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
00301B	0	LAKE BARRE	400.47 10/14/2010	0	401.99	NOV. 10/6/11 OMR TO HLCP: POD/REL BY 12/14/11 9/27/11 JJ: 223646 528338 PRD 6/11 ROY 6/11
00328A		BAY BAPTISTE	349 10/29/2010	0	1165	NOV. OB HLCP RESTORE PROD OR ANOTHER REL BY 10/12/11 9/27/11 RCD UNOFL PR OF 350, RTNG 815 AC
00340D	2	MOUND POINT	3592.203 08/12/2011	0	1615.55	NOV. 10/11 ULTRA DEEP WELL PLANNED MCMORAN RPTS APR & OCT, 2011
00340D	1	MOUND POINT	3592.203 08/12/2011	0	3521	NOV. MCMORAN RPTS APR & OCT, 2011
00340D	3	MOUND POINT	3592.203 08/12/2011	0	4284	NOV. MCMORAN RPTS APR & OCT, 2011
00340D	5	MOUND POINT	3592.203 08/12/2011	41	4993	NOV. 10/11 ULTRA DEEP WELL PLANNED MCMORAN RPTS APR & OCT, 2011
00340D	7	MOUND POINT	3592.203 08/12/2011	160	3148	NOV. MCMORAN RPTS APR & OCT, 2011
00340D	4	MOUND POINT	3592.203 08/12/2011	173	4989	NOV. MCMORAN RPTS APR & OCT, 2011
00340D	6	MOUND POINT	3592.203 08/12/2011	2022	4900	NOV. MCMORAN RPTS APR & OCT, 2011
00340D	0	MOUND POINT	3592.203 08/12/2011	4778	4778	NOV. MCMORAN RPTS APR & OCT, 2011
00500		WEEKS ISLAND	SMITH-STATE UNIT C	317	420	NOV. AR 7/6/11 REID NEW TRNSMTL W PLAT 152358 050712
00649		POINT AU FER	231997-VUC;SL 649- 001 01/24/2006	22.51	120	NOV. AR
01666		EUGENE ISLAND BLOCK 18	69.98 08/19/2009	120.05	120.05	NOV. AR
01691		HOLLYWOOD , HOUMA	Q RA SUA;E&L GRANITE & MON 05/19/2005 276-Y	36	43	NOV. AR -PR SENT TO CORRES. UNTIL REMAINDER OF LEASE EXPS. UNABLE TO OBTAIN PR FROM OTHER WIOS 1-11-10
02395		LAPEYROUSE	L EXP RA SUA;INVINCIBLE FEE 09/18/2007 416-EEE	20.281	23.383	NOV. AR
02620		LAKE PELTO	309.71 11/15/2010	1350	2362.715	NOV. OB 9/20/11 APACHE & CASTEX RCD PHOENIX INTEREST, RQD ADD'L TIME TO RPT> <PHOENIX 10/12/11 FIELD STUDY & WORKOVER/RECOMP ACTIVITY
02986	2	CAILLOU ISLAND	241 03/22/2002	0	125.82	NOV. 10/7/11 OMR RQD HLCP REL 2986-2 BY 12/14/11
04237		SOUTH TIMBALIER BLOCK 8	239104-SL 4237-004 12/06/2008	65	459.85	NOV. 9/29/11 OMR ACCEPTED BE PRS. 9/26/11 BLACK ELK AGREED TO REL 95 AC RQD

Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: November 3, 2011 6:12 AM

District Code 2 Lafayette

Get Review Date November 9, 2011

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
						BY JPT.
04238		SOUTH TIMBALIER BLOCK 8	303 03/14/2005	160	568.34	NOV. 9/29/11 OMR TO BLACK ELK DEV PLAN FOR NP AC BY 9/12/12. 9/26/11 BLACK ELK RQD RETAINING ENTIRETY OF 4238 & REL'G AC ON 4237 & 15307.
12105		LAKE PAGIE	31.511 07/23/1988	47.489	47.489	NOV. AR
14108		DEER ISLAND, WEST	L TEX W RB SUA;CL&F 07/07/2010 1313-A-2 10-721	23.4	23.4	NOV. AR
14158		SHIP SHOAL BLOCK 45	207.788 12/28/1998	215.162	215.162	NOV. AR
14519		MYETTE POINT, NW	221760-VUC;SL 14519-003 03/05/1998	160	1385	NOV. 10/5/11 JPT TO HUNT: PROVIDE UPDATE ON DEV ACTIVITY AFFECTING NP AC BY 9/12/12.
15307		SOUTH TIMBALIER BLOCK 8		160	500.32	NOV. 9/29/11 OMR TO BLACK ELK ACCEPT 257 AC PR. 9/26/11 BLACK ELK AGREED TO REL 257 AC RQD BY JPT.
16381		LAKE SAND, EAST		868	868	NOV. AR
16722		DUSON	NOD A RA SUC;A ROBERTSON ET UX 03/14/2000 197-N-2 00-125	.11	.11	NOV. AR
18167		BAY ST ELAINE	VU8;BSE U8	1051	1051	NOV. AR
18223		BAYOU POINTE AU CHIEN	23.07 10/09/2006	8.93	8.93	NOV. AR
18258		BAYOU POSTILLION	HERALD HODGES & LEE 386-Y-2 05-893	37.998	37.998	NOV. AR 6/15/11 REID: 2ND REVISION TRNMSTL 600058.
18295		LAKE PELTO		160	650.77	NOV. AR
19139		LAKE SAND	LSA ROB 5 RA SU 216-C-1	59.24	800	NOV. 10/27/10 RS JPT: LEASE IS ENTIRELY MAINTAINED BY LEASE PRD SL 19139#1 COMP 3/26/10 DD 10/11/10 PT 10/11/09
19152		EUGENE ISLAND BLOCK 8		160	1050	NOV. 10/14/11 RS REID: APP EXP PT 10/13/11 SUMMIT EGA 20031001(10/03)
19154		EUGENE ISLAND BLOCK 7		320	833	NOV. 10/14/11 RS REID: NOT EXP; 10/6/11 DYNAMIC SPUDED & DRLG 243558 SL19154#3 PT 10/13/11
19359		WYANDOTTE	DB MA RA SUA;CONRAD IND INC 02/17/2009 844-K-1 09-171	54.037	75	NOV. 5-6-11 VRB TALKED TO BETTY PENNINGTON W- PETROGULF - WILL GET REL DONE 11/19/10 FUL RR 8/16/10 REL RQD



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: November 3, 2011 6:12 AM

District Code 2 Lafayette
Get Review Date November 9, 2011

Table with columns: Lease Num, DA, Field, Latest lease Activity, Productive Acreage, Present Acreage, Flagged for Review. Rows include lease numbers 19477, 19727, 20035, 20111, 20219, 20220, 20222, 20223, 20224, 20434, 20526, 20527.



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: November 3, 2011 6:12 AM

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
District Code 3 Lake Charles- North						
Get Review Date November 9, 2011						
04477		BAYOU LOUIS	TL SUE HENDRICKS STATE 04/01/1995	17	18	NOV. AR 9/27/11 SAM: PRDG
10334		CADDO PINE ISLAND	CAPI VIV RA SU 03/01/1993	3.52	3.52	NOV. AR 9/27/11 SAM: PRDG
12938		MILLIGAN BAYOU, NORTH	HEL RA SUG;SL 12938 02/01/1997	16.6	63.6	NOV. AR 9/27/11 SAM: PRDG 10/5/06 PR HAS MAJOR TITLE PRBS. PR RQD 10/6/04
13582		SIMSBORO, WEST	HOSS RA SUJ;SL 13582 23 12/15/2005 327-B23 04-1251	247.89	247.89	NOV. AR 9/27/11 SAM: PRDG
15088		MASTERS CREEK	AUS C RA SUE;BULLOCK A 10/03/1995 1386-A-2 95-480	81.9	81.9	NOV. AR 9/27/11 SAM: PRDG
15596		BURR FERRY, NORTH	AUS C RC SUB;SNYDER MIN A26 04/01/1997	20	20	NOV. AR 9/27/11 SAM: PRDG
15771		SUGRUE	AUS C RA SUF;CROSBY 34 07/01/1997	40	40	NOV. SAR 9/27/11 SAM: PRDG 1BBL/MO 5-4 MCF/MO REVIEW 6 MOS.
15928		SUGRUE	AUS C RA SUF;CROSBY 34 07/01/1997	38.09	38.09	NOV. SAR 9/27/11 SAM: PRDG 1BBL/MO 5-4 MCF/MO REVIEW 6 MOS.
16266		SUGARTOWN	AUS C RA SUF;CROSBY 9A 07/27/1999 1422-A-14 99-385	41.011	41.011	NOV. AR 9/27/11 SAM: PRDG
17366		RED RIVER-BULL BAYOU	4.97 12/18/2006	1.2	1.2	NOV. AR 10/24/11 CCB SAID LEASE HELD ><10/14/11 REL RQD 10/13/11 RS SAM, APPROVED BY JPT: APP EXP
17914		RED RIVER-BULL BAYOU , THORN LAKE	HA RA SUS;LDW&F 15-14-12 H 01/19/2010 1145-B-25 10-88	13.985	13.985	NOV. 10/13/11 SAM: NEW TRNSMTL 616794
17984		PARKER LAKE	MINTER SU 10 HUNT PAUL STATE	20.58	20.58	NOV. AR 9/27/11 SAM: PRDG
18396		CASPIANA	HA RA SU125;BROADWAY 29 H 11/10/2009 361-L-66 09-1187	6.716	6.716	NOV. AR 9/27/11 SAM: PRDG
18802		DREW, SOUTH	3 01/29/2008	53.855	53.855	NOV. AR 9/27/11 SAM: PRDG
19182		CASPIANA , THORN LAKE	HA RA SUS;LDW&F 15-14-12 H 01/19/2010 1145-B-25 10-88	8	8	NOV. AR 9/27/11 SAM: PRDG SAL OMR MANAGED WLF BAYOU PIERRE WMA 7/19/11 JPT PRELIM 54 616613

Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: November 3, 2011 6:12 AM

District Code 3 Lake Charles- North

Get Review Date November 9, 2011

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
19459		CASPIANA	HOSS RA SU134;MCFERREN 36 10/21/2008 191-B-217 08-1601	1.43	192.08	NOV. 10/19/11 CCB TO CHESAPEAKE \$100/DAY PENALTY ACCRUING SINCE 4/11 8/24/11 PR RQD 8/18/11 RS SAM: 1.43 HPB, ~ 195 AC APP EXP 6/9/11 JPT: PRELIM 2 TRNSMTL 6-9-11 616299
19460		THORN LAKE	HA RA SUH;REX YOUNG 6 H 12/09/2008 1145-B-7 08-1732	11.359	11.359	NOV. AR 9/27/11 SAM: PRDG
19694		BRACKY BRANCH , MARTIN , WOODARDVILLE	HA RA SU80;L L GOLSON 16H 12/15/2009 990-D-29 09-1316	41	44	NOV. SUGGEST AR 9/26/11 RCD UNOFL PR OF 3, RTNG 41 AC., RQD 6/20/11 7/19/11 JPT PRELIM 61 616182 6/21/11 2ND REQ ENCANA 616182
19753				3	3	NOV. 9/27/11 SAM: 3 AC HBP HOSS TP SUW 601941. SRVY PLAT RQD, WILL SEND 2ND REQ. NO RECEIPT OF PYMT ON THIS WELL SUG LTR TO CHESAPEAKE CONCERNING DEV PLANS AS WELL AS PYMT FOR HOSS PROD PT 8/13/11
19756		ELM GROVE , SLIGO	HA RA SU83;DYSON 34-17-12 H 10/20/2009 361-L-63 09-1005	20.38	30	NOV. SUG AR UPON RCT OF PR 10/20/11 RS SAM: APPROX 20 AC HBP, 10 AC EXP. DD & PT 8/13/11 9/27/11 SAM: INCREASED PRD AC FROM 16.2 TO 20.38 PER PRELIM. 7/5/11 JPT: PRELIMINARY50 616292 ;; 6/9/11 JPT: PRELIM 4 TRNSMTL 616206
19756		ELM GROVE , SLIGO	HA RA SU83;DYSON 34-17-12 H 10/20/2009 361-L-63 09-1005	20.38	30	DEC. SUG AR UPON RCT OF PR, RQD 10/26/11 10/20/11 RS SAM: APPROX 20 AC HBP, 10 AC EXP
19757		CEDAR GROVE	HA RA SUS;TENSAS DELTA LLC 8 H 05/11/2010 967-C-10 10-533	5	10	NOV. 10/21/11 JPT SENT EMAIL TO PETROHAWK RE RS. 10/20/11 RS TO SAM:PARIALLY HBP DD & PT 8/13/11 6/7/11 HA RA SUS LUW 616705 SN 241358 ONE UNIT CONTRIBUTING PRD TO THIS LEASE.
19758		ELM GROVE	HA RA SUS;BROUSSARD 5 04/01/2009	183.297	183.297	NOV. SUGGEST AR 9/27/11 SAM: PRDG PT 8/13/11
19759		ELM GROVE	HA RA SU86;BOLTON 35 H 08/04/2009 361-L-53	34	34	NOV. SUGGEST AR 9/27/11 SAM: PRDG PT 8/13/11
19760		ALABAMA BEND , SWAN LAKE	HA RA SUO;CULPEPPER 17 H 04/28/2011 691-C-8 09-483	25	50	NOV. 11/1/11 JPT: 616698 CORRECTION REPLACES PRELIM 32 10/20/11 JPT IS WORKING ON THIS PROBLEM. DD & PT 8/13/11 6/7/11 HA RA SUR; LUW 616715 SN 241923;HA RA SUO LUW 616698; SN 241681 2 UNITS

Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: November 3, 2011 6:12 AM

District Code 3 Lake Charles- North

Get Review Date November 9, 2011

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
						CONTRIBUTING PRD TO THIS WLF LEASE
19761		CASPIANA , ELM GROVE	HA RA SU70;CLARK ETUX 7 H 06/23/2009 361-L-41 09-644	192	192	NOV. 9/27/11 SAM: 100% HBP SUGGEST AR DD & PT 8/13/11 7/19/11 PRELIM 64 616581
19762		SWAN LAKE , WOODARDVILLE	HA RA SU68;CONLY 28 H 07/07/2009 990-D-18 09-738	105	105	NOV. SUGGEST AR DD & PT 8/13/11 10/18/11 RCD 6/1/11 SAM: NEW TRNSMTL 242262 616755 FROM SRVY PLAT DATED 5/19/11. 6/9/11 JPT: PRELIM 12 TRNSMTL 616588 EST PRD AC
19763		CASPIANA , THORN LAKE	HA RB SUP;FRANKLIN ETAL 28 H 07/07/2009 191-H-57	138	138	NOV. SUGGEST AR 9/27/11 SAM: 100%HBP 8/17/11 RS TO JT THEN TO SAM R: HBP ;; 6/7/11:SEVERAL PRDG HOSSTON UNITS DD & PT 8/13/11
19764		SWAN LAKE	HA RA SUV;HOSIER 35-15-11 H 06/02/2009 691-C-7 09-614	401	401	NOV. SUGGEST AR 9/27/11 SAM: SEVERAL UNITS PRDG. HA RA SUT HAS UNIT ACTIVITY HOLDING ENTIRETY OF LEASE 7/6/11 JPT PRELIM53 615863 PT 8/13/11
19765		SWAN LAKE , THORN LAKE	HA RA SUN;SAMPLE 2 H 06/09/2011 1145-B-14 09-631	316	316	NOV. SUGGEST AR PT 8/13/11 6/24/11 JPT: PRELIM43, 44, 45 615787, 616171 & 616045
19766		THORN LAKE	HA RA SUP;SAMPLE 16 H 05/05/2009 1145-B-15 09-484	34.24	34.24	NOV. SUGGEST AR PT 8/13/11 9/22/11 JPT CORRECTION 616032 REPLACES PRELIM60 W PLAT 7/19/11 JPT PRELIM 60 616032
19768		RED RIVER-BULL BAYOU	HA RD SUDD;AWTBEGOOD 19-14-11H 04/27/2010 109-X-96 10-438	8.02	8.02	NOV. 10/13/11 SAM: NEW TRNSMTL 616794
19769		RED RIVER-BULL BAYOU	261 06/17/2010	159	159	NOV. SUGGEST AR 5 PRDG LUWS TO 8/11 PT 8/13/11
19770		RED RIVER-BULL BAYOU	HA RD SUDD;AWTBEGOOD 19-14-11H 04/27/2010 109-X-96 10-438	14	14	NOV. 9/27/11 SAM: 100% HBP SUGGEST AR, WILL BE 100%HBP WHEN NEW UNIT GOES ON PROD. 7/22/11 SAM NEW TRNSMTL 241799 616896 PT 8/13/11
19779		CASPIANA , THORN LAKE	HA RA SUS;LDW&F 15-14-12 H 01/19/2010 1145-B-25 10-88	212	212	NOV. SAL OMR MANAGED WLF SUGGEST AR PT 8/13/11 7/19/11JPT:PRELIM54 616613
19780		CASPIANA	CV RA SU128;SL 19027 16 05/15/2007 191-A-175 07-438	.14	.14	NOV. SUGGEST AR SAL OMR MANAGED WLF PT 8/13/11
19782		SWAN LAKE	HA RA SUA;NINOCK 25 11/18/2008 691-C 08-1787	.56	56	NOV. SUGGEST AR PT 8/13/11 SCHOOL INDEMNITY LANDS

Louisiana Department of Natural Resources (DNR)

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Staff Reviews

Report run on: November 3, 2011 6:12 AM

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review
District Code 3 Lake Charles- North Get Review Date November 9, 2011						
19787				0	29.32	NOV. 8/22/11 RS SAM: LEASE HB HA RA SUV ACTIVITY PT 8/13/11 LOGGY BAYOU WMA
19788		SWAN LAKE	HA RA SUO;CULPEPPER 17 H 04/28/2011 691-C-8 09-483	43.898	43.898	NOV. SUGGEST AR 11/1/11 JPT: 616698 CORRECTION REPLACES PRELIM 32 CERTIFIED PLAT RCD CORRECTING PREVIOUS PRELIM 32 WHERE SOME TRACTS WERE INCORRECT. PT 8/13/11 LOGGY BAYOU WMA
19789		ALABAMA BEND	HA RA SUR;CULPEPPER 8 H 02/02/2010 1490-C-5 10-127	57.388	57.388	NOV. 10/20/11 JPT WORKING ON PROBLEM 6/20/11 JPT: PRELIMINARY33 TRNSMTL 616715 PT 8/13/11 LOGGY BAYOU WMA
19790		SWAN LAKE	HA RA SUO;CULPEPPER 17 H 04/28/2011 691-C-8 09-483	37.527	37.527	NOV. SUGGEST AR 11/1/11 JPT: 616698 CORRECTION REPLACES PRELIM 32 CERTIFIED PLAT RCD CORRECTING PREVIOUS TRNML WHERE SOME TRACTS WERE INCORRECT. PT 8/13/11 LOGGY BAYOU WMA
19791		SWAN LAKE	HA RA SUO;CULPEPPER 17 H 04/28/2011 691-C-8 09-483	26.098	26.098	NOV. SUGGEST AR 11/1/11 SAM: 25.16 LEASED AC CHANGED TO 26.098 PER SURVEY PLAT PT 8/13/11 VACANT STATE LANDS
19792		SWAN LAKE	HA RA SUM;BANTLE ETAL 20 H 02/03/2009 691-C-2 09-101	.04	.04	NOV. SUGGEST AR 9/27/11 SAM: 100%HBP PT 8/13/11 VACANT STATE LANDS
19793		SWAN LAKE	HA RA SUR;LOFTIN 32 H 06/23/2009 691-C-12 09-670	2.88	2.88	NOV. SUGGEST AR 6/9/11 JPT: PRELIM 12 TRNSMTL 616588 SAL OMR MANAGED WLF PT 8/13/11
19794		SWAN LAKE	HA RA SUB;NINOCK 36 H 11/18/2008 691-C 08-1187	2.95	2.95	NOV. 9/27/11 SAM: 100% HBP SUGGEST AR, PRDG PT 8/13/11 VACANT STATE LANDS
19796		WOODARDVILLE	HA RA SU58;JIMMY GAY 16 H 03/03/2009 990-D-8	28.08	28.08	NOV. 9/27/11 SAM: 100% HBP SUGGEST AR, PRDG PT 8/13/11 VACANT STATE LANDS
20038		BRACKY BRANCH, RED RIVER-BULL BAYOU	HA RB SU59;CASON 5 H 09/10/2009 109-X-63 09-967	22.66	49	NOV. 10/10/11 FU PR RQD 4/21/11 RQD PR PT 4/8/12
20039		GAHAGAN, RED RIVER-BULL BAYOU	HA RA SUDD;DUPREE LAND 28 H 02/15/2011 909-H-16 11-79	127	127	NOV. 10/20/11 JPT: 616941 PRELIM 86 8/15/11 JPT 616865 PRELIMINARY 76 W 7 DISPUTED TRACTS
20081		RED RIVER-BULL BAYOU	HA RD SUBB;GUION 23-14-12 H 10/13/2009 109-X-65 09-1106	68	68	NOV. 10/13/11 SAM: NEW TRNSMTL 616794; SAL OMR MANAGED WLF PT 6/10/12 6/15/11 SAM: LEASE HBP &/OR OPERATIONS

Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: November 3, 2011 6:12 AM

District Code 3 Lake Charles- North

Get Review Date November 9, 2011

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
20140		RED RIVER-BULL BAYOU	HA RB SU64;MATTHEWS 12 H 09/10/2009 109-X-61 09-966	26.67	26.67	NOV. 9/27/11 SAM: 100%HBP 6/9/11 JPT: PRELIM 9 TRNSMTL 6-9-11 616309 6/7/11 HA RB SU59; (LUW 616309) EST PROD AC. PT 8/12/12 TAX ADJUDICATED LAND
20141				15.65	15.65	NOV. 9/27/11 SAM: 100%HBP 10/12/11 SRVY PLAT RQD CHESAPEAKE; HA RC SU11; 241298; 617061 PT 8/12/12 TAX ADJUDICATED LAND
20148				0	1	NOV. 10/14/11 RS SAM: NOT EXP; HBP HA RA SU95, WSN 241701 616399. JPT: WORKING TOWARDS SETTING UP TRNSMTL PT 10/14/12
20155		RED RIVER-BULL BAYOU	HA RB SU73;FORTSON ETAL 4 01/05/2010 109-X-74 10-13	1	1	NOV. 9/20/11 JPT 616932 CERTIFIED UNIT SRVY PLAT HAD TRACT 7B AS SL 17128; THAT PORTION WAS REL'D & REPLACED WITH SL 20155. PT 10/14/12
20156		RED RIVER-BULL BAYOU	HA RB SUEE;RAMBIN 36 H 04/22/2009 109-X-33 09-411	20	86	NOV. DDPMT TO 10/14/12 APPROVED
20355		LAKE BISTINEAU	HA RA SUPP;SUSTAINABLE FOR 22H 01/19/2010 287-F-20 10-69	105.036	545	NOV. 9/27/11 SAM: LEASE CONSISTS OF 2 UNITS, 1 PRDG, 1 HB UNIT ACTIVITY PT 6/9/13
20403		WOODARDVILLE	HA RA SU57;O B MADDEN 18 H 03/03/2009 990-D-8 09-230	3.12	3.12	NOV. 9/27/11 SAM: 100% HBP 10/4/11 JPT: 617062 CERTIFIED UNIT SRVY PLAT RCD. BEEN WAITING FOR ISSUANCE OF LUW FROM OOC FOR MANY MOS. ROYALTY PREVIOUSLY PD UNDER SN 240718. PT 8/11/13
20404		KING HILL , REDOAK LAKE	HA RA SUR;JOHN MONDELLO 51 12/01/2009 948-C-4 09-1262	14.68	173	NOV. FULL RNTL PD 2011 9/27/11 JPT 616629 W PLAT PT 8/11/13
20405				0	261	NOV. JJ: 2011 RNTL PD PT 8/11/13
20406				0	15	NOV. JJ: 2011 RNTL PD PT 8/11/13
20407				0	10	NOV. JJ: 2011 RNTL PD PT 8/11/13
20408				0	12	NOV. JJ: 2011 RNTL PD PT 8/11/13
20409				0	406	NOV. 10/20/11 RS SAM: APP EXP PT 8/11/13
20424				20	20	NOV. 10/31/11 JPT 617125 PRELIMINARY 88 10/26/11 JPT & SAM: 100% HBP PT 9/8/13

Louisiana Department of Natural Resources (DNR)

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Staff Reviews

Report run on: November 3, 2011 6:12 AM

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
District Code 3 Lake Charles- North Get Review Date November 9, 2011						
20426		PARKER LAKE	MINTER SU63;JUSTISS PL 11/29/2010 712 SUP	3.55	3.55	NOV. 10/18/11 JPT: 050663 W PLAT 9/8/11 SRVY PLAT RQD 241996; 050663 PT 9/8/13
20445		ELM GROVE	HA RA SUNN;BENBOW 4-15-11 H 01/27/2009 361-L-22 09-93	53	56	NOV. 10/21/11 DD APPROVED TO 10/13/12 10/20/11 615483 PRELIM 84 9/22/11 SRVY PLAT RQD CHESAPEAKE 616991 242335 HA RA SU 134 1/6/11 2ND REQ SRVY PLAT 615483 HA RA SUU SAM: ESTD PRD AC PT 10/13/13
20447				0	207	NOV. 10/14/11 RS SAM: APP EXP PT 10/13/13
20448				0	76	NOV. 10/14/11 RS SAM: APP EXP PT 10/13/13
20449				0	7 68	NOV. 10/14/11 RS SAM: APP EXP PT 10/13/13
20469		CEDAR GROVE	HA RA SUL;SHREVE 2- 16-14 H 01/11/2010 967-C-6 09-1202	5	5	NOV. 10/17/11 JPT: 616592 PRELIMINARY 82 10/14/11 RS SAM: NOT EXP; HBP HA RA SUL, WSN 240635, 616592 PT 10/13/13 TAX ADJUDICATED

Louisiana Department of Natural Resources (DNR)

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Staff Reviews

Report run on: November 3, 2011 6:12 AM

District Code	3S	Lake Charles- South				
Get Review Date	November 9, 2011					
Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
00344		GRAND LAKE	243136-SL 344-039 07/01/2011	498.06	498.06	NOV. AR
01170		HOG BAYOU-OFFSHORE	229695-SL 1170-1 HOG A-024 08/08/2004	1600	3741.3	NOV. 7/27/11 FUL TO HLCP RE>HLCP DRLG PRGM & PLANS FOR UNPLUGGED WELLS BY 6/1/11 4AR
03306		REDFISH POINT	381.81 05/21/2009	600	1527.39	NOV. OB HLCP 10/12/11 STATUS OF Y-7 SAND PROSPECT
03762		VERMILION BLOCK 16	SL 3762	875.69	875.69	NOV. 10/13/11 MTG PER > 9/20/11 OMR TO LOBO: RQD MTG TO SHOW EVIDENCE OF LEASE MAINTENANCE.
03763		VERMILION BLOCK 16	VUA;SL 3762 07/09/2008	912	1279.14	NOV. 10/13/11 MTG PER > 9/20/11 OMR TO LOBO: RQD MTG TO SHOW EVIDENCE OF LEASE MAINTENANCE.
04011		REDFISH POINT	410.11 12/17/2010	400	1265.65	NOV. OB HLCP 10/12/11 STATUS OF Y-7 SAND PROSPECT
06435		KINGS BAYOU	VUA;DR S O CARTER HEIRS A 05/14/2008	20.7	20.7	NOV. 10/10/11 FU REL RQD 4/12/11 RQD REL FROM JORDAN 4/7/11 RQD REL FROM WAGNER
08702		RIGHTHAND CREEK	1 09/04/1986	19	19	NOV. AR
10754		PERRY POINT , RIDGE, WEST	BOL MEX A RB SUA;P HULIN 04/10/2001 448-H-8 01-291	.52	.52	NOV. AR
13199		STARKS, WEST	9.288 10/21/1997	11.147	11.862	NOV. AR
13292		FRISCO	.49 02/25/1991	2.17	2.17	NOV. AR
13895		LAKE ARTHUR, SOUTH	34.688 02/18/1992	4.312	4.312	NOV. AR
14004		INDIAN VILLAGE, NORTH	NIVG 10100 CF RA SU; 11/01/1996	10.28	10.28	NOV. AR
16506		MOSS LAKE, EAST	235.22 11/08/2001	9.7	9.7	NOV. AR
16877		CHENEYVILLE, WEST	AUS C RA SUM;BOOK 14 03/31/1998 1415-A-1 98-210	46.79	46.79	NOV. AR
16878		CHENEYVILLE, WEST	AUS C RA SUM;BOOK 14 03/31/1998 1415-A-1 98-210	47.9	47.9	NOV. AR
17157		VERMILION BLOCK 16	334.44 09/30/2008	37.59	37.59	NOV. AR
17159		VERMILION BLOCK 16	179.65 09/30/2008	743.56	743.56	NOV. AR 10/24/11 FMI STILL ON LOC. < 10/21/11 RQD WHAT'S HOLDING LEASE NOW. 7/26/11 FMI ADVISED RIG

Louisiana Department of Natural Resources (DNR)

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Staff Reviews

Report run on: November 3, 2011 6:12 AM

District Code 3S Lake Charles- South

Get Review Date November 9, 2011

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review/In
18593		GILLIS-ENGLISH BAYOU	242566-7000 RA SUA;SL 18593-002 01/20/2011	6.65	6.65	ARRIVED ON LOC LAST WK TO BEGIN WORKOVER OPS ON 17159#1 6/21/11 CCB: 9/2/11 CRITICAL DATE FOR DOWNHOLE OPS OR RE-EST PRD. NOV. AR 9/26/11 REID (3S) 050741 W PLAT 5.7 AC CHANGED TO 6.65 PER OFL SRVY PLAT AUG. AR
18803		REDDELL	52.74 10/08/2009	7.26	7.26	NOV. AR
18949		WEST CAMERON BLOCK 1		800	916.99	NOV. 9/26/11 RCD LLOG EMAIL. 7/19/11 G&E RQD LLOG SUBMIT 123 POD/REL BY 1/2/12 PT 4/12/11
20116				0	122	NOV. PT 8/12/12
20139				0	744	NOV. PT 8/12/12 ROCKEFELLER WMA
20397				0	1056.01	NOV. PT 8/11/15
20399				0	1186.71	NOV. PT 8/11/15
20400				0	743.09	NOV. PT 8/11/15
20401				0	851.56	NOV. PT 8/11/15 9/8/11 SRVY PLAT RQD 241008; 616629
20415				0	35	NOV. PT 8/11/13
20416				0	109	NOV. PT 8/11/13
20417				0	257	NOV. PT 8/11/13
20450				0	41	NOV. 10/14/11 RS REID: APP EXP PT 10/13/13
20453				0	537.87	NOV. 10/14/11 M.ROMIG ASKED ABOUT RS FOR THIS LEASE. FOUND: 243923 SL 20453001 SPUDED 10/8/11 & ADDED IT TO LAST WELL DRILLED PT 10/13/13 6/29/11 VU(S) MTG
20454				0	114.07	NOV. 10/14/11 RS REID: APP EXP PT 10/13/13
20455				0	15.93	NOV. 10/14/11 RS REID: APP EXP PT 10/13/13
201				32,111.590	87,737.807	

BOBBY JINDAL
GOVERNOR



SCOTT A. ANGELLE
SECRETARY

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

NOMINATION AND TRACT COMMITTEE REPORT

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

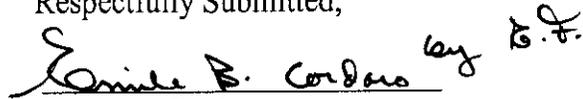
Mr. Thomas L. Arnold, Jr. Mr. Emile B. Cordaro Mr. Robert M. Morton

Mr. Thomas W. Sanders Mr. Darryl D. Smith Mr. Chip Kline (sitting in for
Garret Graves, Gov. Jindal's
Designee)

The Committee heard the report of Mr. Emile Fontenot, relative to nominations received for the January 11, 2012 Mineral Lease Sale and other matters. Based upon the staff's recommendation, on motion of **Mr. Sanders** duly seconded by **Mr. Arnold**, the Committee voted unanimously to recommend to the Board the granting of authority to the staff to advertise all such tracts as have been reviewed by the State Land Office and the staff of the Office of Mineral Resources as well as any tracts that have been previously advertised and rolled over and otherwise approve the Nomination and Tract Report presented by Mr. Fontenot.

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

Respectfully Submitted,

Handwritten signature of Emile B. Cordaro in cursive, with initials "E.B.C." and "by S.F." written to the right.

Emile B. Cordaro
Chairman
Nomination and Tract Committee

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

NOMINATION AND TRACT COMMITTEE

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

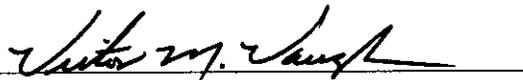
WHEREAS, Mr. Emile Fontenot presented to the State Mineral and Energy Board 69 tracts that had been nominated for the January 11, 2012 Mineral Lease Sale, and that same are to be advertised pending staff review; now therefore

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 9th day of November 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD



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, November 9, 2011, following the Nomination and Tract Committee Meeting, in the LaBelle Room, First Floor, LaSalle Building, located at 617 North Third Street, Baton Rouge, Louisiana. Committee Members present were:

Thomas L. Arnold, Jr.	Robert "Michael" Morton	W. Paul Segura, Jr.
Emile B. Cordaro	Thomas W. Sanders	Darryl D. Smith
Chip Kline (<i>sitting in for Garrett Graves, Governor Jindal's designee to the State Mineral & Energy Bd.</i>)		

Mr. Thomas L. Arnold, Jr. convened the Committee at 9:48 a.m.

The first matter considered by the Committee was a penalty waiver request from Energy XXI GOM, LLC.

Staff recommended a 50% penalty waiver of \$14,798.47. Upon motion of Mr. Sanders, seconded by Mr. Segura, the Committee voted unanimously to approve the 50% penalty waiver of \$14,798.46.

The second matter considered by the Committee was a penalty waiver request from McMoran Oil & Gas LLC.

Staff recommended a 100% penalty waiver of \$78,518.78. Upon motion of Mr. Sanders, seconded by Mr. Smith & Mr. Segura, the Committee voted unanimously to approve the 100% penalty waiver in the amount of \$78,518.78.

The third matter considered by the Committee was a penalty waiver request from Harvest Group, LLC.

Staff recommended a 100% penalty waiver of \$257,960.22. Upon motion of Mr. Sanders, seconded by Mr. Smith, the Committee voted unanimously to approve the 100% penalty waiver in the amount of \$257,960.22.

The fourth matter considered by the Committee was a penalty waiver request from Harvest Oil and Gas, LLC.

Staff recommended a 100% penalty waiver of \$112,639.89. Upon motion of Mr. Sanders, seconded by Mr. Cordaro, the Committee voted unanimously to approve the 100% penalty waiver in the amount of \$112,639.89.

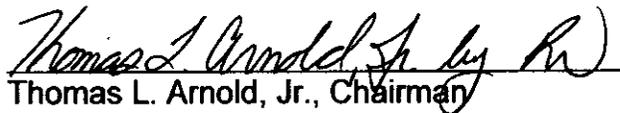
The fifth matter considered by the Committee was a recoupment requested from Hunt Oil Company.

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 \$70,280.52.

The sixth matter considered by the Committee was the election of the November 2011 gas royalty to be paid on a processed basis at the Discovery Plant at Larose and the Sea Robin Plant at Henry per the terms of the State Texaco Global Settlement Agreement.

No action required.

On motion of Mr. Sanders, seconded by Mr. Segura, the Board voted unanimously to adjourn the Audit Committee at 9:59 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. Segura, the following Resolution was offered and adopted:

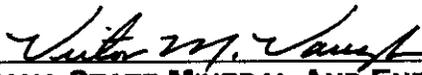
WHEREAS, Energy XXI GOM, LLC has made a letter application for reduction of penalties assessed in the amount of \$29,596.93 due to late royalty payments in Field 6434 Main Pass Block 74, State Lease 06894; and

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

THEREFORE BE IT RESOLVED, that the Board does waive fifty percent (50%), which amounts to \$14,798.47 of the total penalty assessed to Energy XXI GOM, LLC.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

AUDIT COMMITTEE

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

WHEREAS, the State Mineral and Energy Board caused an audit to be performed of McMoran Oil & Gas LLC payments of state royalty in the South Pass Block 24 field; State Lease 998 which audit revealed that McMoran Oil & Gas LLC owed the state \$301,183.40 in underpayment of royalty and \$121,104.46 in interest and penalty for a total of \$422,287.86; and

WHEREAS, McMoran Oil & Gas LLC has remitted payment of \$343,769.10 for the outstanding principal and interest; and

WHEREAS, McMoran Oil & Gas LLC has made a letter application for reduction of penalties assessed in the amount of \$78,518.78 due to incorrect royalty payments; and

WHEREAS, the Mineral Income Division has reviewed the background and circumstances connected with McMoran Oil & Gas LLC's penalty assessment, including the reason for incorrect payment, the company's response to the audit and any suggested corrective measures, and the degree of cooperation and timeliness of providing information, and has verified that the underpayment of royalties was discovered by a Field Audit and was in fact paid by McMoran Oil & Gas LLC; and

WHEREAS, the Mineral Income Division staff recommends that an hundred percent (100%) of the penalty be waived; and

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

THEREFORE, BE IT RESOLVED, that the Board does waive an hundred percent (100%), which amounts to \$78,518.78 of the total penalty assessed to McMoran Oil & Gas LLC

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana on the 9th day of November 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

AUDIT COMMITTEE

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

WHEREAS, the State Mineral and Energy Board caused an audit to be performed of Harvest Group, LLC payments of state royalty in the Breton Sound Block 18, Breton Sound Block 32, Breton Sound Block 47, Breton Sound Block 51, Lake Fortuna, Little Bay, Main Pass Block 16, Main Pass Block 25, and Main Pass Block 47 fields; State Leases 1227, 1268, 5097, 11188, 11189, 15536, 15906, 16386, 16392, 16393, 16432, 16432, 16442, 16443, 16543, 16569, 16570, 16594, 16610, 16664, 16692, 16819, 16823, 16890, 17621, 17623, 17624, 17762, 17763, 17764, 17765, and 17766 which audit revealed that Harvest Group, LLC owed the state \$981,224.10 in underpayment of royalty and \$472,478.74 in interest and penalty for a total of \$1,453,702.84; and

WHEREAS, Harvest Group, LLC has remitted payment of \$1,195,742.62 for the outstanding principal and interest; and

WHEREAS, Harvest Group, LLC has made a letter application for reduction of penalties assessed in the amount of \$257,960.22 due to incorrect royalty payments; and

WHEREAS, the Mineral Income Division has reviewed the background and circumstances connected with Harvest Group, LLC's penalty assessment, including the reason for incorrect payment, the company's response to the audit and any suggested corrective measures, and the degree of cooperation and timeliness of providing information, and has verified that the underpayment of royalties was discovered by a Field Audit and was in fact paid by Harvest Group, LLC; and

WHEREAS, the Mineral Income Division staff recommends that an hundred percent (100%) of the penalty be waived; and

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

THEREFORE, BE IT RESOLVED, that the Board does waive an hundred percent (100%), which amounts to \$257,960.22 of the total penalty assessed to Harvest Group, LLC

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana on the 9th day of November 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

AUDIT COMMITTEE

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

WHEREAS, the State Mineral and Energy Board caused an audit to be performed of Harvest Oil & Gas LLC payments of state royalty in the Coquille Bay, Crooked Bayou, Grand Bay, Main Pass Block 47, and Vermilion Block 16 fields; State Leases 195, 335, 3624, 3762, 3763, 16458, 17107, 17156 and A0261 which audit revealed that Harvest Oil & Gas, LLC owed the state \$386,969.51 in underpayment of royalty and \$237,639.94 in interest and penalty for a total of \$624,609.45; and

WHEREAS, Harvest Oil & Gas, LLC has remitted payment of \$511,969.56 for the outstanding principal and interest; and

WHEREAS, Harvest Oil & Gas, LLC has made a letter application for reduction of penalties assessed in the amount of \$112,639.89 due to incorrect royalty payments; and

WHEREAS, the Mineral Income Division has reviewed the background and circumstances connected with Harvest Oil & Gas, LLC's penalty assessment, including the reason for incorrect payment, the company's response to the audit and any suggested corrective measures, and the degree of cooperation and timeliness of providing information, and has verified that the underpayment of royalties was discovered by a Field Audit and was in fact paid by Harvest Oil & Gas, LLC; and

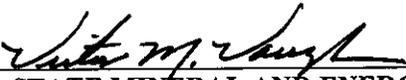
WHEREAS, the Mineral Income Division staff recommends that an hundred percent (100%) of the penalty be waived; and

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

THEREFORE, BE IT RESOLVED, that the Board does waive an hundred percent (100%), which amounts to \$112,639.89 of the total penalty assessed to Harvest Oil & Gas, LLC

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana on the 9th day of November 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

AUDIT COMMITTEE

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

WHEREAS, Hunt Oil Company has made a letter application for an adjustment of \$70,280.52 for the Eugene Island Block 8 Field, State Lease 17695; and

WHEREAS, this amount was based on Hunt Oil Company submitting an overpayment of gas royalties based on an estimated volume and value for the month of September 2006 in the Eugene Island Block 8 Field; and

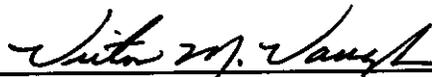
WHEREAS, the Mineral Income Division has verified that an overpayment in the amount of \$70,280.52 was made and that the applicant is entitled to a credit adjustment; and

WHEREAS, the State Mineral 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 Hunt Oil Company to recoup the \$70,280.52 overpayment.

NOW, BE IT THEREFORE RESOLVED, that the Board does authorize and direct the Mineral Income Director to effectuate the credit adjustment of \$70,280.52 to Hunt Oil Company 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 Board in the City of Baton Rouge, Louisiana on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Louisiana State Mineral Board and is now in full force and effect.



LOUISIANA STATE MINERAL and ENERGY BOARD



BOBBY JINDAL
GOVERNOR

SCOTT A. ANGELLE
SECRETARY

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

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 November 9, 2011, following the Audit Committee Meeting, in the LaBelle Room, First Floor, LaSalle Building located at 617 North Third Street, Baton Rouge, Louisiana. Committee Members present were:

Mr. Thomas W. Sanders
Mr. Thomas L. Arnold, Jr.
Mr. W. Paul Segura, Jr.
Ms. Helen Godfrey Smith

Mr. Emile B. Cordaro
Mr. Darryl David Smith
Mr. Robert "Michael" Morton
Mr. Chip Kline (sitting in for Garret Graves, Governor Jindal's designee)

The Legal and Title Controversy Committee was called to order by Mr. Sanders at 10:04 a.m.

The first matter considered by the Committee was a request for final approval of a Lease Extension Agreement presented by Clayton William Energy Company, whereas said party desires to amend Paragraph 2 and Paragraph 6 of State Lease No. 19949, Jefferson Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-37.

Upon recommendation of the 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 final approval of a lease amendment presented by Clayton Williams Energy, Inc. whereas said party desires to extend the primary term of State Lease No. 19949 for an additional six (6) months in exchange for a payment of a full rental and a one-half (½) percent increase in royalty, on the docket as Item No. 11-37. No comments were made by the public.

The second matter considered by the Committee was a request for final approval of Lease Amendments presented by Crawford Hughes Energy, LLC, whereas said party desires to amend the Leases by the addition and inclusion of Paragraph 6(d)(i), containing an oil shut-in provision, affecting State Lease Nos. 19938, 19939 and 20042, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-39.

Upon recommendation of the 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 final approval of a lease amendment presented by Crawford Hughes Energy, LLC, whereas said party desires to amend said leases to include an oil shut-in provision, affecting State lease Nos 19938, 19939, and 20042, Cameron Parish, Louisiana, on the docket as Item No. 11-39. No comments from the public were made.

The third matter considered by the Committee was a request for final approval of an Operating Agreement presented by and between the State Mineral and Energy Board and Manti Equity Partners LP, to create an operating tract for the exploration and development of oil, gas and/or condensate and other liquid hydrocarbons, which proposal allocates to the State a State Production Interest equal to 23.5% before payout, increasing to 24% after payout in and to the Operating Tract, whereas Operator desires and intends to re-establish production from the "VUC; Badger Fee 55 Well No. 1", Lafourche Parish, Louisiana, containing 80.869 acres, more or less, covering a portion of former State Lease No. 19712, Lafourche Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-40.

Upon recommendation of the 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 the request for final approval of an Operating Agreement presented by and between the State Mineral and Energy Board and Manti Equity Partners LP, on the docket as Item No. 11-40. No comments from the public were made.

The fourth matter considered by the Committee was a request for final approval of a Third Amendment and Ratification of State Lease No. 340 Agreement between the State of Louisiana, The Louisiana Department of Natural Resources and the Louisiana State Mineral and Energy Board and McMoRan Oil & Gas, LLC, whereas said parties desire to ratify, confirm and adopt the agreement as amended, affecting State Lease No. 340, Mound Point and Lighthouse Fields, Iberia and Vermillion Parishes, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-41.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to grant final approval of a Third Amendment and Ratification of State Lease No. 340 Agreement between the State of Louisiana, The Louisiana Department of Natural Resources and the Louisiana State Mineral and Energy Board and McMoRan Oil & Gas, LLC, whereas said parties desire to ratify, confirm and adopt the agreement as amended, affecting State Lease No. 340, Mound Point and Lighthouse Fields, Iberia and Vermillion Parishes, Louisiana, on the docket as Item No. 11-41. No comments from the public were made.

The fifth matter considered by the Committee was a request by Staff for final approval of the Alternate Energy Rules and OMR's responsive letters to public comments received in regard to the publication of the Alternate Energy Rules and Responses.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Cordaro, with Mr. Sanders abstaining, the Committee voted to approve the Alternate energy Rules and OMR's responsive letters to public comments received in regard to the publication of the Alternate Energy Rules and Responses. Comments from the public were made by the Ports Association of Louisiana.

The sixth matter considered by the Committee was a request by Manti Exploration Operating LLC to pay all royalties on production from tracts at title issue attributable to State Lease Nos. 16995, 17208, 17226 and 19641 on the K-O RB SUA into an escrow account, and upon finalization, to pay such royalties in accordance with the ExxonMobil Corporation compromise.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to grant the request by Manti Exploration Operating LLC to pay all royalties on production from tracts at title issue attributable to State Lease Nos. 16995, 17208, 17226 and 19641 on the K-O RB SUA into an escrow account, and upon finalization, to pay such royalties in accordance with the ExxonMobil Corporation compromise. No comments from the public were made.

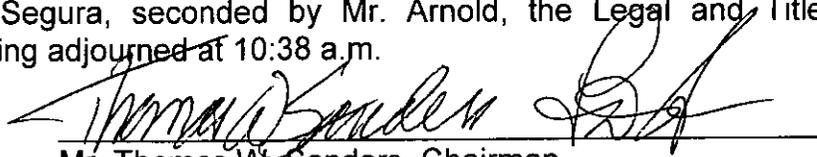
The seventh matter considered by the Committee was a recommendation from Staff to clarify a Resolution adopted at the February 10, 2010 State Mineral and Energy Board Meeting, by replacing the phrase "no earlier than ninety (90) days from" with "at least ninety (90) days before".

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to replacing the phrase "no earlier than ninety (90) days from" with "at least ninety (90) days before on a resolution adopted at the February 10, 2010 State Mineral and Energy Board Meeting. No comments from the public were made.

The eighth matter considered by the Committee was a request by Trinity Exploration & Production, LLC for authority to escrow funds in regard to title disputed acreage as it pertains to State Lease No. 20039, in the HA RA SUBB, Sec. 32, T13N, R10W and Sec. 5, T12N, R10W, Red River Parish, Louisiana.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to grant the request by Trinity Exploration & Production, LLC for authority to escrow funds in regard to title disputed acreage as it pertains to State Lease No. 20039, in the HA RA SUBB, Sec. 32, T13N, R10W and Sec. 5, T12N, R10W, Red River Parish, Louisiana. No comments were made from the public.

Upon motion of Mr. Segura, seconded by Mr. Arnold, the Legal and Title Controversy Committee meeting adjourned at 10:38 a.m.

A handwritten signature in black ink, appearing to read "Thomas W. Sanders", written over a horizontal line.

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

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

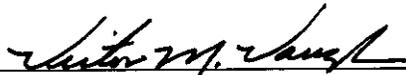
WHEREAS, a request was made for final approval of a Lease Extension Agreement presented by Clayton William Energy Company, whereas said party desires to amend Paragraph 2 and Paragraph 6 of State Lease No. 19949, Jefferson Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-37;

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 presented by Clayton Williams Energy, Inc. whereas said party desires to extend the primary term of State Lease No. 19949 for an additional six (6) months in exchange for a payment of a full rental and a one-half (1/2) percent increase in royalty, on the docket as Item No. 11-37.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

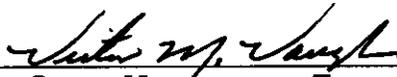
WHEREAS, a request was made for final approval of Lease Amendments presented by Crawford Hughes Energy, LLC, whereas said party desires to amend the Leases by the addition and inclusion of Paragraph 6(d)(i), containing an oil shut-in payment provision, affecting State Lease Nos. 19938, 19939 and 20042, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-39;

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 presented by Crawford Hughes Energy, LLC, whereas said party desires to amend said leases to include an oil shut-in payment provision, affecting State lease Nos 19938, 19939, and 20042, Cameron Parish, Louisiana, on the docket as Item No. 11-39.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

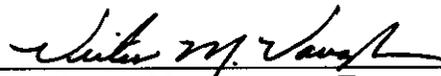
WHEREAS, a request was made for final approval of an Operating Agreement presented by and between the State Mineral and Energy Board and Manti Equity Partners LP, to create an operating tract for the exploration and development of oil, gas and/or condensate and other liquid hydrocarbons, which proposal allocates to the State a State Production Interest equal to 23.5% before payout, increasing to 24% after payout in and to the Operating Tract, whereas Operator desires and intends to re-establish production from the "VUC; Badger Fee 55 Well No. 1", Lafourche Parish, Louisiana, containing 80.869 acres, more or less, covering a portion of former State Lease No. 19712, Lafourche Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-40;

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 Operating Agreement presented by and between the State Mineral and Energy Board and Manti Equity Partners LP, on the docket as Item No. 11-40.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

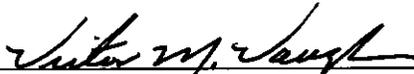
WHEREAS, a request was made for final approval of a Third Amendment and Ratification of State Lease No. 340 Agreement between the State of Louisiana, The Louisiana Department of Natural Resources and the Louisiana State Mineral and Energy Board and McMoRan Oil & Gas, LLC, whereas said parties desire to ratify, confirm and adopt the agreement as amended, affecting State Lease No. 340, Mound Point and Lighthouse Fields, Iberia and Vermilion Parishes, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 11-41;

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

NOW, BE IT THEREFORE RESOLVED, the Committee recommends that the State Mineral and Energy Board grant final approval of a Third Amendment and Ratification of State Lease No. 340 Agreement between the State of Louisiana, The Louisiana Department of Natural Resources and the Louisiana State Mineral and Energy Board and McMoRan Oil & Gas, LLC, whereas said parties desire to ratify, confirm and adopt the agreement as amended, affecting State Lease No. 340, Mound Point and Lighthouse Fields, Iberia and Vermillion Parishes, Louisiana, on the docket as Item No. 11-41.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

ON MOTION of Mr. Arnold, seconded by Mr. Cordaro, with Mr. Sanders abstaining, the following resolution was offered and adopted:

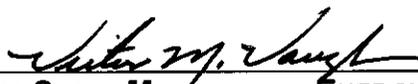
WHEREAS, a request by Staff for final approval of the Alternate Energy Rules and OMR's responsive letters to public comments received in regard to the publication of the Alternate Energy Rules and Responses;

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 approve the Alternate energy Rules and OMR's responsive letters to public comments received in regard to the publication of the Alternate Energy Rules and Responses.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

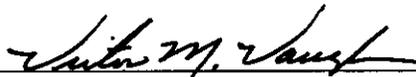
WHEREAS, a request was made by Manti Exploration Operating LLC to pay all royalties on production from tracts at title issue attributable to State Lease Nos. 16995, 17208, 17226 and 19641 on the K-O RB SUA into an escrow account, and upon finalization, to pay such royalties in accordance with the ExxonMobil Corporation compromise;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant the request by Manti Exploration Operating LLC to pay all royalties on production from tracts at title issue attributable to State Lease Nos. 16995, 17208, 17226 and 19641 on the K-O RB SUA into an escrow account, and upon finalization, to pay such royalties in accordance with the ExxonMobil Corporation compromise.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

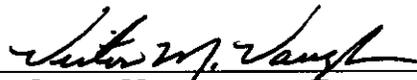
WHEREAS, a recommendation was made by Staff to clarify a Resolution adopted at the February 10, 2010 State Mineral and Energy Board Meeting, by replacing the phrase "no earlier than ninety (90) days from" with "at least ninety (90) days before".;

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 replace the phrase "no earlier than ninety (90) days from" with "at least ninety (90) days before on a resolution adopted at the February 10, 2010 State Mineral and Energy Board Meeting.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

WHEREAS, a request was made by Trinity Exploration & Production, LLC for authority to escrow funds in regard to title disputed acreage as it pertains to State Lease No. 20039, in the HA RA SUBB, Sec. 32, T13N, R10W and Sec. 5, T12N, R10W, Red River Parish, Louisiana;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant the request by Trinity Exploration & Production, LLC for authority to escrow funds in regard to title disputed acreage as it pertains to State Lease No. 20039, in the HA RA SUBB, Sec. 32, T13N, R10W and Sec. 5, T12N, R10W, Red River Parish, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

BOBBY JINDAL
GOVERNOR



SCOTT A. ANGELLE
SECRETARY

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

DOCKET REVIEW COMMITTEE REPORT

The Docket Review Committee convened at 10:38 a.m. on Wednesday, November 9, 2011. Board Members present were Mr. Thomas W. Sanders, Ms. Helen G. Smith, Mr. Thomas L. Arnold, Jr., Mr. Emile Cordaro, Mr. Darryl D. Smith, Mr. W. Paul Segura, Jr., Mr. Robert "Michael" Morton and Mr. Chip Kline (sitting in for Garret Graves, Governor Jindal's designee to the State Mineral and Energy Board)

The Committee made the following recommendations:

Approve State Agency Lease A on page 1;

Approve all Assignments on pages 2 through 12;

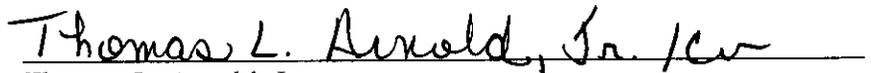
Approve the following items: Docket Item Nos. 11-36 and 11-38 on page 13;

Approve the following items upon recommendation of the Legal and Title Controversy Committee: Docket Item Nos. 11-37, 11-39, 11-40 and 11-41 on pages 13 and 14.

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

There being no further business to come before the committee, upon motion of Mr. Segura, and seconded by Mr. Smith, the committee voted unanimously to adjourn the meeting at 10:40 a.m.

Respectfully submitted,


Thomas L. Arnold, Jr.
Acting Chairman
Docket Review Committee

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item A from the November 9, 2011 Meeting be approved, said instrument being an Oil, Gas and Mineral Lease from the Plaquemines Parish Government, dated August 25, 2011, awarded to K-Exploration Co., covering lands situated in Sections 1 and 12, Township 20 South, Range 19 East, and in Sections 6 and 7, Township 20 South, Range 20 East, Grand Prairie Levee District, Plaquemines Parish, Louisiana, with further contractual obligations being more enumerated in the instrument.

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

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

BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he is hereby authorized to sign said lease to reflect the approval of the State Mineral and Energy Board.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 1 from the November 9, 2011 Meeting be approved, said instrument being an Assignment and Correction of Assignment from Perry Gregory Holloway and JoAnn Cathy Holloway to Holloway Energy, L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 6111, Caddo and DeSoto Parishes, Louisiana, with further particulars being stipulated in the instrument

Holloway 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 nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof.

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

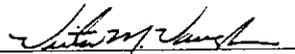
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 2 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Holloway Energy, L L C to Cohort Energy Exchange, L L C, of all of Assignor's right, title and interest in and to State Lease No 6111, Caddo and DeSoto Parishes, Louisiana, with further particulars being stipulated in the instrument

Cohort Energy Exchange, 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,

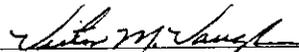
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 3 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Cohort Energy Exchange, L.L.C. to Cohort Energy Company, of all of Assignor's right, title and interest in and to State Lease No. 6111, Caddo and DeSoto Parishes, Louisiana, with further particulars being stipulated in the instrument.

Cohort 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.

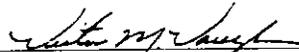
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 4 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Ridgewood Energy Corporation, of an undivided interest to the following in the proportions set out below

Ridgewood Energy P Fund, LLC	6.25%
Ridgewood Energy W Fund, LLC	6.25%
Ridgewood Energy Y Fund, LLC	6.25%
Ridgewood Energy A-1 Fund, LLC	25.00%
Ridgewood Energy Gulf of Mexico Oil and Gas Fund, L P	6.25%

in and to State Lease Nos. 20526 and 20527, St. Mary Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

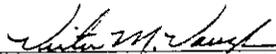
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 5 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Sunie Marchbanks, DDS to Ironstone Energy, LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 19199, 19200, 19202, 19203, 19204, 19205, 19206, 19207 and 19232, Lafourche and St. Charles Parishes, Louisiana, with further particulars being stipulated in the instrument.

Expert Oil & Gas, 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.

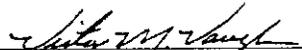
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 6 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Tensas Delta Exploration Company, LLC to TDX Energy, LLC, of all of Assignor's right, title and interest in and to State Lease No. 20517, Allen Parish, Louisiana, with further particulars being stipulated in the instrument.

TDX 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.

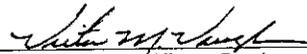
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 7 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from GG Oil & Gas 1, Inc., of all of Assignor's right, title and interest to the following in the proportions set out below.

PetroQuest Energy, L.L.C.	1/3 rd of 4.750000% of 8/8ths
Walter Oil & Gas Corporation	1/3 rd of 4.750000% of 8/8ths
Stone Energy Corporation	1/3 rd of 4.750000% of 8/8ths

in and to State Lease No. 20181, Vermilion Parish, Louisiana, with further particulars being stipulated in the instrument

PetroQuest 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.

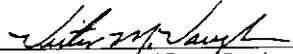
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 8 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from LLOG Exploration Company, L.L.C. to LLOG Exploration & Production Company, L.L.C., a 100% of 8/8ths interest in and to State Lease No. 18949, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

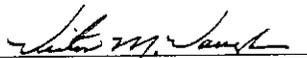
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

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

Zachry Exploration, LLC	53.00000% of 8/8ths
SEP Holdings II, LLC	20.00000% of 8/8ths
Orbit Energy Partners, LLC	19.47372% of 8/8ths
Kash Oil & Gas, Inc	1.75336% of 8/8ths
Hunter Exploration Co., Inc	2.50000% of 8/8ths
Horizon Resource Management, LLC	2.92222% of 8/8ths
Island Energy LLC	0.35070% of 8/8ths

in and to State Lease No. 20480, Acadia Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

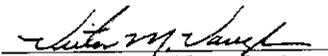
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 10 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Catapult Exploration, LLC, of all of Assignor's right, title and interest to the following in the proportions set out below

Walter Oil & Gas Corporation	31.333333%
BTA Oil Producers, LLC	31.333333%
Manti Equity Partners, LP	29.453344%
Manti Exploration & Production, Inc.	1.880000%

in and to State Lease Nos. 20568, 20569 and 20570, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

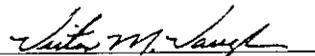
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from BP America Production Company to Hilcorp Energy I, L.P., of all of Assignor's right, title and interest in and to State Lease No. 18804, East Baton Rouge Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

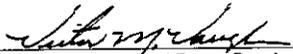
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from BP America Production Company to Hilcorp Energy I. L. P., of all of Assignor's right, title and interest in and to State Lease Nos. 4318 and 18155, Pointe Coupee Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

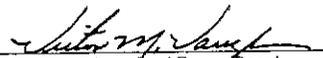
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 13 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from IPR USA Corp to Wynn-Crosby Partners I, Ltd., 50% of Assignor's right, title and interest in and to State Lease No. 724, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument

Wynn-Crosby Partners I, Ltd. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975

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

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

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

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

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

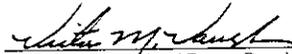
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 14 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Perry Gregory Holloway, et ux to Holloway Energy, L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 7028, Caddo and DeSoto Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

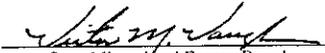
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 21st day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 15 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Holloway Energy, L L C to Cohort Energy Exchange, L L C, of all of Assignor's right, title and interest in and to State Lease No. 7028, Caddo and DeSoto Parishes, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

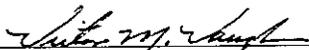
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 16 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Cohort Energy Exchange, L.L.C. to Cohort Energy Company, of all of Assignor's right, title and interest in and to State Lease No. 7028, Caddo and DeSoto Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

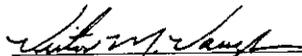
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 17 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Poydras Energy Partners, LLC to Triumph Energy I, LLC, an undivided 0.9167 % interest in and to State Lease Nos 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

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

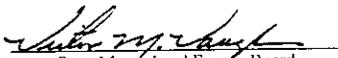
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

- 1) That all terms and conditions of the basic lease will be fulfilled, including but not limited to the full payment of rentals and royalties, regardless of the division of leasehold interests resulting from the instrument;
- 2) That failure to comply with the terms and conditions of the basic lease by the original lessee, or by any assignee, sublessor or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board.
- 3) That in the event ownership of the basic mineral lease is or becomes vested in two or more lessees responsible to the lessor for compliance with indivisible obligations to maintain the lease, then said lessees shall designate in writing to the State Mineral and Energy Board the lessee representing the joint account of all lessees, who shall be accountable to the Board for discharge of indivisible obligations under the lease for all lessees or for release in lieu of compliance therewith, provided that in the event of failure of said lessees to comply with such condition, then the Board may withhold approval of and thereby deny validity to any pending or future assignment or transfer of an interest in the lease, and, provided further, that if any lessee should agree to release the lease or any segregated portion thereof in lieu of complying with an indivisible lease obligation to maintain the lease and no other lessee desires to assume and undertake the indivisible obligation, then all lessees agree to join in a release or to otherwise execute a similar release of their rights to lessor, relegating any nonsignatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof.
- 4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R S 30.128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind;
- 5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and
- 6) That nothing herein shall be construed as approval for any assignment, sublease or transfer to or from any individual, partnership, corporation or other legal entity who has filed bankruptcy proceedings unless such status is specifically recognized in this resolution

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 18 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Triumph Energy I, LLC to EMS 2 GmbH & Co KG, an undivided 333% interest in and to State Lease Nos. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

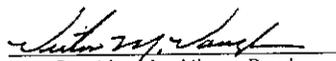
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 19 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Triumph Energy I, LLC to Stewart Gross, an undivided 2% interest in and to State Lease Nos. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

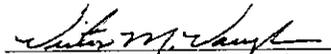
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 20 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Triumph Energy I. LLC to Hansarben Ventures, LLC, an undivided 10% interest in and to State Lease Nos. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

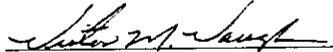
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 21 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Triumph Energy 1, LLC to Samuel Perelson, an undivided 1% interest in and to State Lease Nos. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

Triumph Energy 1, LLC is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975

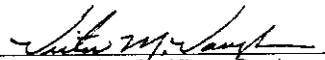
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 22 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Triumph Energy I, LLC to Pylon Performance Fonds GmbH & Co. KG, an undivided 2.667% interest in and to State Lease Nos. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

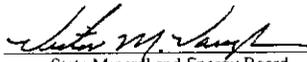
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 23 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Triumph Energy I, LLC to Roky Operating, LLC, an undivided 4.1667% interest in and to State Lease Nos. 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

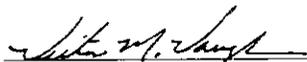
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 24 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Triumph Energy 1, LLC to Texas Allied Petroleum, Inc , an undivided 2.0% interest in and to State Lease Nos 1958, 2125, 20101 and 20103, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

Triumph Energy 1, LLC is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975

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

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

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

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

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

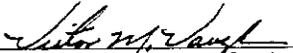
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 25 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Medco Energy US LLC to S2 Energy 1, L.P., of all of Assignor's right, title and interest in and to State Lease Nos. 18383 and 18384, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

S2 Energy 1, 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 non-signatory lessee to such remedy, if any, as such party may have against the lessee or lessees, who may execute a release purporting to cover the entirety of the lease or of a segregated portion thereof.

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

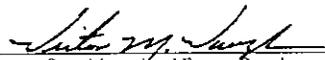
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 26 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Carla Petroleum, Inc to Trek Resources, Inc. of all of Assignor's right, title and interest in and to State Lease Nos 20537, 20550 and 20670, East Feliciana and St. Helena Parishes, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

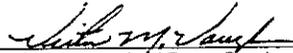
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 27 from the November 9, 2011 Meeting be approved, said instrument being an Assignment from Mass Resources, Inc. to CTR Oil, Inc., of all of Assignor's right, title and interest in and to State Lease No. 4477, Catahoula Parish, Louisiana, AND an Assignment from CTR Oil, Inc. to Jat's Investment Group, Inc. of all of Assignor's right, title and interest in and to State Lease No. 17984, Catahoula and Concordia Parishes, Louisiana, with further particulars being stipulated in the instrument.

CTR Oil, Inc. is designated as the joint account Lessee (contact person) of State Lease No. 4477 pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

Jat's Investment Group, Inc. is designated as the joint account Lessee (contact person) of State Lease No. 17984 pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

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

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

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

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

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

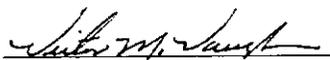
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

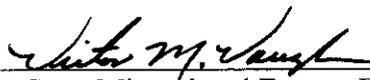
LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 28 from the November 9, 2011, Meeting be approved, said instrument being a Correction of Resolution No. 2 from the October 12, 2011 Meeting, being an Assignment and Correction of Assignment from Indigo Minerals LLC to Condor Petroleum, Inc., whereas State Lease No. 15593 was incorrectly added to said resolution and is hereby being deleted, **AND** whereas State Lease No. 15993 was omitted from said resolution and is hereby being added, affecting State Lease Nos. 15593 and 15993, Cameron 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 9th day of November, 2011, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

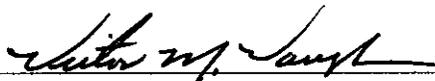
On motion of Mr. Segura, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11-36 from the November 9, 2011, Meeting be approved, said instrument being a Unitization Agreement presented by CL&F Resources LP, to create a 186.789 acre unit, identified as the “**Kent Bayou Field VUA**”, with 17.665 acres being attributable to State Lease No. 20434 and the remaining acreage being attributable to private ownership, Kent Bayou Field, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11-37 from the November 9, 2011, Meeting be approved, said instrument being a Lease Extension Agreement presented by Clayton William Energy Company, whereas said party desires to amend Paragraph 2 and Paragraph 6 of State Lease No. 19949, Jefferson Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11-38 from the November 9, 2011, Meeting be approved, said instrument being a Pooling and Unitization Agreement presented by Bay Gas, LLC, et al, whereas said parties desire to pool, combine and unitize tracts of land, to create a 245 acre unit, more or less, identified as the “**VUA; SL 19930**”, with 105 acres being attributable to State Lease No. 19930 and the remaining acreage being attributable to private ownership, Concordia Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

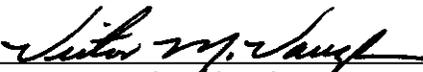
On motion of Mr. Segura, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11-39 from the November 9, 2011, Meeting be approved, said instrument being a Lease Amendment presented by Crawford Hughes Energy, LLC, whereas said party desires to amend the Lease by the addition and inclusion of Paragraph 6(d)(i), affecting State Lease Nos. 19938, 19939 and 20042, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

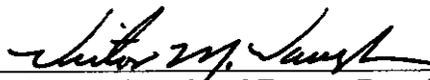
On motion of Mr. Segura, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11-40 from the November 9, 2011, Meeting be approved, said instrument being an Operating Agreement presented by and between the State Mineral and Energy Board and Manti Equity Partners LP, to create an operating tract for the exploration and development of oil, gas and/or condensate and other liquid hydrocarbons, which proposal allocates to the State a State Production Interest equal to 23.5% before payout, increasing to 24% after payout in and to the Operating Tract, whereas Operator desires and intends to re-establish production from the "VUC; Badger Fee 55 Well No. 1", Lafourche Parish, Louisiana, containing 80.869 acres, more or less, covering a portion of former State Lease No. 19712, Lafourche Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of November, 2011 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

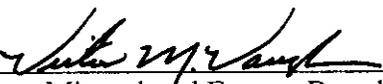
On motion of Mr. Segura, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11-41 from the October 12, 2011, Meeting be approved subject to the approval of the Governor of Louisiana, said instrument being a Third Amendment and Ratification of State Lease No. 340 Agreement between the State of Louisiana, The Louisiana Department of Natural Resources and the Louisiana State Mineral and Energy Board and McMoRan Oil & Gas, LLC, whereas said parties desire to ratify, confirm and adopt the agreement as amended, affecting State Lease No. 340, Mound Point and Lighthouse Fields, Iberia and Vermilion Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

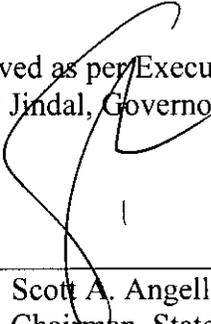
CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 12th day of October, 2011 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

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

By: 

Scott A. Angelle
Chairman, State Mineral Board