

MINUTES

STATE MINERAL AND ENERGY BOARD

REGULAR MEETING AND LEASE SALE

NOVEMBER 14, 2012

A Regular Meeting and Lease Sale of the State Mineral and Energy Board was held on Wednesday, November 14, 2012, beginning at 11:04 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., Chairman, called the meeting to order. He then requested Ms. Stacey Talley, Deputy Assistant Secretary, to call the roll for the purpose of establishing a quorum.

W. Paul Segura, Jr., Chairman
Thomas L. Arnold, Jr., Vice-Chairman
Stephen Chustz, DNR Interim Secretary
Emile B. Cordaro
Thomas W. Sanders
Darryl D. Smith
Helen G. Smith
Garret Graves (Governor Jindal's designee to the Board)

The following members of the Board were recorded as absent:

John C. "Juba" Diez
Robert "Michael" Morton

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

The Chairman then stated that the next order of business was the approval of the October 10, 2012 Minutes. A motion was made by Mr. Smith to adopt the Minutes as submitted and to waive reading of same. His motion was seconded by Mr. Sanders and unanimously adopted by the Board. (No public comment was made at this time.)

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

Lease Review Committee
Nomination & Tract Committee
Audit Committee
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 11:06 a.m. and go into executive session for technical briefing in order to consider matters before the Board which were confidential in nature. A motion was made by Mr. Arnold, seconded by Mr. Sanders, and unanimously adopted by the Board.

During the technical briefing, the Board conferred with staff personnel concerning the merit of the bids that were submitted and opened earlier today at a public meeting*, based on geological, engineering and other confidential data and analyses available to the Board and staff, after which, upon motion of Mr. Arnold, seconded by Ms. Smith, and unanimously adopted by the Board, the Board reconvened in open session at 11:28 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 Tract 42961 to Tacoma Energy Corporation.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42962, said portion being 14.000 acres more particularly described in said bid and outlined on accompanying plat, to Huron Exploration, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42968, said portion being 109.11 acres more particularly described in said bid and outlined on accompanying plat, to Square Mile Energy, 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 42969, said portion being 29.60 acres more particularly described in said bid and outlined on accompanying plat, to Square Mile Energy, L.L.C.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on another portion of Tract 42969, said portion being 201.51 acres more particularly described in said bid and outlined on accompanying plat, to Square Mile Energy, 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 42970, said portion being 163.820 acres more particularly described in said bid and outlined on accompanying plat, to Castex Energy 2005, L.P.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on another portion of Tract 42970, said portion being 103.08 acres more particularly described in said bid and outlined on accompanying plat, to Square Mile Energy, L.L.C.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on another portion of Tract 42970, said portion being 93.15 acres more particularly described in said bid and outlined on accompanying plat, to Square Mile Energy, L.L.C.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on another portion of Tract 42970, said portion being 68.120 acres more particularly described in said bid and outlined on accompanying plat, to Castex Energy 2005, L.P. As to the portion bid by Square Mile Energy, L.L.C. on 182.56 acres, the bid overlapped the bid by Castex Energy 2005, L.P. on 68.120 acres. Therefore, Square Mile Energy, L.L.C., after the property descriptions were finalized, was granted the option to take the lease on the property which it bid at its bid price, less and except the overlapped area which was in the bid containing 68.120 acres by Castex Energy 2005, L.P.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42971, said portion being 26.700 acres more particularly described in said bid and outlined on accompanying plat, to Castex Energy 2005, L.P.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42972, said portion being 93.50 acres more particularly described in said bid and outlined on accompanying plat, to Square Mile Energy, L.L.C.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on another portion of Tract 42972, said portion being 187.00 acres more particularly described in said bid and outlined on accompanying plat, to Square Mile Energy, 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 42973, said portion being 345.650 acres more particularly described in said bid and outlined on accompanying plat, to Castex Energy 2005, L.P.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on another portion of Tract 42973, said portion being 607.000 acres more particularly described in said bid and outlined on accompanying plat, to Merit Energy Services, 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 42974, said portion being 9.88 acres more particularly described in said bid and outlined on accompanying plat, to Square Mile Energy, L.L.C. The lease is awarded subject to further review by the State Land Office.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42976, said portion being 436.000 acres more particularly described in said bid and outlined on accompanying plat, to Oil Land Services, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on another portion of Tract 42976, said portion being 137.0 acres more particularly described in said bid and outlined on accompanying plat, to Etroa Resources, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to reject the bid on Tract 42978 for improper bid. **(Note: An oral bid was submitted and subsequently awarded on this tract. Refer to the end of the awarding of the leases.)**

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42979 to Tacoma Energy Corporation.

At this time, the Chairman entertained a motion to extend the agenda to include oral bidding from the floor regarding Tract No. 42978 because the bid was rejected due to improper bid. A motion was made by Mr. Arnold, seconded by Mr. Sanders, and unanimously adopted by the Board. (No public comment was made at this time.)

Mr. Stephen Guidroz, representing Square Mile Energy, L.L.C., came forward and offered the following:

Tract 42978
(Portion – 44.06 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$11,147.18
Price per acre	:	\$253.00
Annual Rental	:	\$5,573.59
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

There being no other bidders on this tract, upon motion of Mr. Arnold, seconded by Mr. Sanders, and based on staff's recommendation, the Board voted unanimously to award a lease on Tract 42978 to Square Mile Energy, L.L.C. The lease is awarded only as to the portion lying within the advertised tract area. (No public comment was made at this time.)

This concluded the awarding of the leases.

The following announcements were then made:

Ms. Talley stated that "the total for today's Lease Sale is \$1,582,837.97 bringing the fiscal year-to-date total to just under \$8.7 million."

The Chairman stated that he would like to announce and wish a Happy Birthday to Kay Schroeder.

The Chairman then stated there being no further business to come before the Board, upon motion of Mr. Smith, seconded by Mr. Cordaro, the meeting was adjourned at 11:36 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 14, 2012 MINUTES
BY REFERENCE**

A public meeting for the purpose of opening sealed bids was held on Wednesday, November 14, 2012, 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 14, 2012

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. 42955 through 42979, 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 Mr. Emile Fontenot.

OFFSHORE TRACTS

Tract 42955

No Bids

Tract 42956

No Bids

Tract 42957

No Bids

Tract 42958

No Bids

Tract 42959

No Bids

Tract 42960

No Bids

INLAND TRACTS

Tract 42961

Bidder	:	Tacoma Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$13,450.00
Annual Rental	:	\$6,725.00
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42962
(Portion – 14.000 acres)

Bidder	:	Huron Exploration, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$2,184.00
Annual Rental	:	\$1,638.00
Royalties	:	22.50001% on oil and gas
	:	22.50001% on other minerals
Additional Consideration	:	None

Tract 42963

No Bids

Tract 42964

No Bids

Tract 42965

No Bids

Tract 42966

No Bids

Tract 42967

No Bids

Tract 42968
(Portion – 109.11 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$43,425.78
Annual Rental	:	\$21,712.89
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42969
(Portion – 29.60 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$47,004.80
Annual Rental	:	\$23,502.40
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42969
(Portion – 201.51 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$80,200.98
Annual Rental	:	\$40,100.49
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42970
(Portion – 68.120 acres)

Bidder	:	Castex Energy 2005, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$160,082.00
Annual Rental	:	\$80,041.00
Royalties	:	24.25000% on oil and gas
	:	24.25000% on other minerals
Additional Consideration	:	None

Tract 42970
(Portion – 163.820 acres)

Bidder	:	Castex Energy 2005, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$66,347.10
Annual Rental	:	\$33,173.55
Royalties	:	24.00000% on oil and gas
	:	24.00000% on other minerals
Additional Consideration	:	None

Tract 42970
(Portion – 103.08 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$163,691.04
Annual Rental	:	\$81,845.52
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42970
(Portion – 93.15 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$37,073.70
Annual Rental	:	\$18,536.85
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42970
(Portion – 182.56 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$381,185.28
Annual Rental	:	\$190,592.64
Royalties	:	24.0% on oil and gas
	:	24.0% on other minerals
Additional Consideration	:	None

Tract 42970
(Portion – 68.120 acres)

Bidder	:	Castex Energy 2005, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$136,240.00
Annual Rental	:	\$68,120.00
Royalties	:	25.00000% on oil and gas
	:	25.00000% on other minerals
Additional Consideration	:	None

Tract 42971
(Portion – 26.700 acres)

Bidder	:	Castex Energy 2005, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$10,813.50
Annual Rental	:	\$5,406.75
Royalties	:	24.00000% on oil and gas
	:	24.00000% on other minerals
Additional Consideration	:	None

Tract 42972
(Portion – 93.50 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$164,373.00
Annual Rental	:	\$82,186.50
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42972
(Portion – 187.00 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$104,346.00
Annual Rental	:	\$52,173.00
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42973
(Portion – 345.650 acres)

Bidder	:	Castex Energy 2005, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$139,988.25
Annual Rental	:	\$69,994.13
Royalties	:	24.00000% on oil and gas
	:	24.00000% on other minerals
Additional Consideration	:	None

Tract 42973
(Portion – 607.000 acres)

Bidder	:	Merit Energy Services, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$349,632.00
Annual Rental	:	\$174,816.00
Royalties	:	25.00000% on oil and gas
	:	25.00000% on other minerals
Additional Consideration	:	None

Tract 42974
(Portion – 9.88 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$2,499.64
Annual Rental	:	\$1,249.82
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42975

No Bids

Tract 42976
(Portion – 436.000 acres)

Bidder	:	Oil Land Services, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$155,216.00
Annual Rental	:	\$77,608.00
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42976
(Portion – 137.0 acres)

Bidder	:	Etroa Resources, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$30,825.00
Annual Rental	:	\$15,412.50
Royalties	:	21.50% on oil and gas
	:	21.50% on other minerals
Additional Consideration	:	None

SCHOOL INDEMNITY LANDS TRACTS

Tract 42977

No Bids

Tract 42978
(Portion – 44.06 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$11,147.18
Annual Rental	:	\$5,573.59
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

TAX ADJUDICATED LANDS TRACT

Tract 42979

Bidder	:	Tacoma Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$538.00
Annual Rental	:	\$269.00
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

This concluded the reading of the bids.

There being no further business, the meeting was concluded at 8:57 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 14, 2012 at 9:37 a.m. with the following members of the board in attendance: Mr. W. Paul Segura Jr., Mr. Thomas L. Arnold Jr., Mr. Emile B. Cordaro, Mr. Darryl D. Smith, Ms. Helen G. Smith, Mr. Thomas W. Sanders and Mr. Stephen Chutz, DNR Interim Secretary.

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 1,889 active State Leases covering nearly 841,300 acres. The Geological and Engineering Division has reviewed approximately 195 leases covering 99,200 acres.

II. Committee Review

1. A staff report on **State Leases SLs 2220, 2221, 4039 and 4147**, Eloi Bay and or Half Moon Lake Fields, Plaquemines and St. Bernard Parishes. Cox Operating L.L.C. is the operator.

The recommendation was to accept their report and that Cox Operating L.L.C. be granted until October 9, 2013 to provide an update of field development affecting State Leases 2220, 2221, 4039 and 4147.

2. A staff report on **State Lease 797**, Grand Isle, Block 18 Field, Jefferson, Lafourche and Plaquemines Parishes. Energy XXI GOM, LLC is the lessee.

The recommendation was to accept their report and to grant Energy XXI approximately 12 months to prepare a development plan affecting this lease and the surrounding area. By November 13, 2013 Energy XXI should meet with the staff to present their development plan.

3. A staff report on **State Leases 199-A and Designated Area 1**, By St. Elaine Field Selection. Terrebonne Parish. Hilcorp Energy I, L.P. is the lessee.

The recommendation was to accept their report and to grant Hilcorp Energy I, L.P. until April 10, 2013 to submit a definite plan of development for the non-productive acreage including the drilling of a new well on or affecting the non-productive acreage.

4. A staff report on **State Lease 724**, Four Isle Dome Field. Terrebonne Parish. Hilcorp Energy I, L.P. is the lessee.

The recommendation was to accept their report and to grant Hilcorp Energy I, L.P. until April 10, 2013 to submit a definite plan of development for the non-productive acreage including the drilling of a new well on or affecting the non-productive acreage.

Items submitted to the Board by Mr. Charles Bradbury, Petroleum Engineer, were as follows:

III. Report on Force Majeure

Request the Mineral and Energy Board recognize force majeure conditions for Aviva America, Chevron, Clayton Williams and Lobo Operating State Leases 4407, 4458, 4865, 5049, 16890, 17376, 17378, 18637 and 19323 due to damage to the production facilities from Hurricane Isaac.

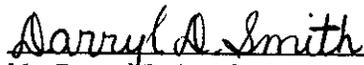
Updated 11/7/2012

Company Name	Lease Numbers
Leases Off Production Due to Hurricane Isaac	
Aviva America Inc.	4407, 4458, 4865, 5049
Chevron	18637, 19323
Clayton Williams	17376, 17378
LOBO Operating Inc.	16890
Leases Off Production Due to Non-Storm Related Force Majeure Events	
Apache Corporation	A0137, 12105
Black Elk Energy	4237, 14905
Chevron	19534, 19536, 19547
Energy Properties Inc.	725
Hilcorp Energy Corp.	16100, 16293
Saratoga	A0311
Stone Energy	15074, 17309, A0285

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

On motion by Mr. Cordaro, seconded by Ms. Smith, the Committee moved to adjourn the November 14, 2012 meeting at 9:49 a.m.

Respectfully submitted,


Mr. Darryl D. Smith, Chairman *ass*
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. Cordaro, seconded by Mr. Sanders, the following resolution was offered and adopted:

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

WHEREAS, on August 28, 2012, Hurricane Isaac made landfall in Louisiana disrupting oil and gas production and operations and damaging production facilities;

WHEREAS, Aviva America Inc., Chevron U.S.A. Inc., Clayton Williams Energy, Inc. and Lobo Operating Company, Inc. ("Companies") request recognition of a force majeure condition preventing the continuous operation and production of the state leases in Lafourche and Plaquemines Parishes;

WHEREAS, these Companies report that the following State Leases are currently shut-in as a direct result of the hurricane: State Leases 4407, 4458, 4865, 4059, 16890, 17376, 17378, 18637 and 19323;

WHEREAS, State Lease 17376, 17378, 18637 and 19323 can be maintained with oil and/or gas well shut-in payments and the operators have been advised to submit these payments timely;

WHEREAS, State Lease 4407, 4458, 4865, 4059 and 16890, cannot be maintained by any other means under the lease other than the recognition of a force majeure;

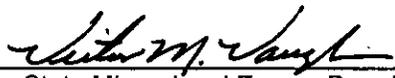
WHEREAS, leases lacking force majeure language should be amended at a future Mineral and Energy Board meeting to include a "Force Majeure" provision which allows the Operator to maintain this agreement without complying with the actual drilling or reworking operations or by actual production requirements for as long as the force majeure is in effect;

WHEREAS, these operators have submitted the initial reports by submitting notarized affidavits attesting to the facts in their respective matters and will submit an impact statement for each and amend state leases as necessary;

NOW THEREFORE BE IT RESOLVED that the Louisiana State Mineral and Energy Board, in consideration of the facts stated herein, by these present does hereby recognize and acknowledge the force majeure event as of April 28, 2012 due to damage caused by Hurricane Isaac that prevents production and operations to maintain State Leases 4407, 4458, 4865, 4059, 16890, 17376, 17378, 18637 and 19323 in Lafourche and Plaquemines Parishes, Louisiana. The Board suspends the 90 day continuous operations and production clause until such time as facility repairs are complete permitting the Companies mentioned to restore production to the state leases or until the February 13, 2013 Board Meeting, whichever occurs first. At which time, the companies will have the remainder of the 90 days to establish downhole operations or restore production on the aforementioned state leases. The operators shall submit monthly updates, make appropriate the shut-in payments and diligently pursue re-establishing production. The Board reserves its right to reconsider this matter at any time.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 14th day of November 2012, 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 8, 2012 6:31 AM

District Code 1 New Orleans- East

Get Review Date November 14, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
02220		ELOI BAY , HALF MOON LAKE , RABBIT ISLAND	4650 RA SUA;LED SL 17002 07/15/2003 659-N 03-530	2800	4163	NOV. OB RCD COX 10/10/12 RPT ON WELL ACTIVITIES, ETC. (2/8/12 RCD 7/11 800 AC PR FROM COX, NEED BP AMERICA & ST. MARY LAND)
02221		ELOI BAY	215867-SL 2221-064-D 06/23/1993	1600	2621	NOV. OB RCD COX 10/10/12 RPT ON WELL ACTIVITIES, ETC (2/8/12 RCD 7/11 500 AC PR FROM COX, NEED BP AMERICA & ST. MARY LAND)
04039		HALF MOON LAKE	244853-SL 4039-013 06/02/2012	400	670	NOV. OB RCD COX 10/10/12 RPT ON WELL ACTIVITY, ETC.
04147		ELOI BAY , HALF MOON LAKE	6020 SUA;SL 2220 11/01/1992	500	1383.61	NOV. OB RCD COX 10/10/12 RPT ON WELL ACTIVITY, ETC (2/8/12 RCD 7/11 100 AC PR FROM COX, NEED BP AMERICA & ST. MARY LAND)
07729		LOCKHART CROSSING	235310-LKTX WX 1 RA SU;SL 7729-003 04/29/2007	157.633	157.633	NOV. AR
16403		POINTE A LA HACHE	499.08 05/08/2002	102.92	102.92	NOV AR
16710		EMPIRE	249.437 10/01/2009	59.563	59.563	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
18065		LAKE BORGNE	VUA;SL 18065	1274.93	1274.93	NOV 10/24/12 CORTN FM WELL QUALIF SI ILR PMT 17376 17378 18065 18066 18067 18564 18565 18567: VUA SL18065 #1 234492 1ST ILR PMT 11/24/12, 90 DAYS FROM LAST PRD. 2ND WILL BE 5/24/13.(17376 & 17378 OIL=FM) 5AR
18066		LAKE BORGNE	VUA;SL 18065	49.32	49.32	NOV. 10/24/12 CORTN FM WELL QUALIF SI ILR PMT 17376 17378 18065 18066 18067 18564 18565 18567: VUA SL18065 #1 234492 1ST ILR PMT 11/24/12, 90 DAYS FROM LAST PRD. 2ND WILL BE 5/24/13.(17376 & 17378 OIL=FM) 5AR
18067		LAKE BORGNE	VUA;SL 18065	146.1	146.1	NOV. 10/24/12 CORTN FM WELL QUALIF SI ILR PMT 17376 17378 18065 18066 18067 18564 18565 18567: VUA SL18065 #1 234492 1ST ILR PMT 11/24/12, 90 DAYS FROM LAST PRD. 2ND WILL BE 5/24/13.(17376 & 17378 OIL=FM) 5AR
18564		LAKE BORGNE	VUA;SL 18065	105.18	105.18	NOV. 10/24/12 CORTN FM WELL QUALIF SI ILR PMT 17376 17378



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						18065 18066 18067 18564 18565 18567: VUA SL18065 #1 234492 1ST ILR PMT 11/24/12, 90 DAYS FROM LAST PRD 2ND WILL BE 5/24/13.(17376 & 17378 OIL=FM) 8AR
18565		LAKE BORGNE	VUA;SL 18065	21.51	21.51	NOV. 10/24/12 CORTN FM WELL QUALIF SI ILR PMT 17376 17378 18065 18066 18067 18564 18565 18567: VUA SL18065 #1 234492 1ST ILR PMT 11/24/12, 90 DAYS FROM LAST PRD. 2ND WILL BE 5/24/13.(17376 & 17378 OIL=FM) 8AR
18567		LAKE BORGNE	VUA,SL 18065	132	132	NOV. 10/24/12 CORTN FM WELL QUALIF SI ILR PMT 17376 17378 18065 18066 18067 18564 18565 18567: VUA SL18065 #1 234492 1ST ILR PMT 11/24/12, 90 DAYS FROM LAST PRD. 2ND WILL BE 5/24/13.(17376 & 17378 OIL=FM) 8AR
19742		GARDEN ISLAND BAY	244710-VUA;SL 19742- 002 05/27/2012	171	171	NOV. AR
19743		GARDEN ISLAND BAY	242418-VUA;SL 19742- 001 05/22/2011	124	124	NOV. AR PASS-A-LOUTRE
20437				0	118.7	NOV. 9/25/12 REL RQD 9/21/12 LEASE EXP PER MIKE B 9/20/12 RS TO MIKE B PT 9/8/13
20700				0	45	NOV. PT 8/10/16 - TRACT 42131 FROM 7/13/11 SMEB SALE AWARDED & EFFECTIVE 8/10/11
20708				0	277.69	NOV. PT 8/10/14
20709		COQUILLE BAY	10100 RB SUA;RF PRICE JR ETAL 01/10/2012 890-L-1 12-9	0	1.92	NOV. CK PRD & PRD AC 8/23/12 10100 RB SUA 2.4 AC COMPROMISED 40% = .96 AC (PER JPT) 244728. 050997 NO RPTD PRD, YET. PT 8/10/14



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00797		GRAND ISLE BLOCK 18	245 03/15/2010	480	1264.53	NOV. OB RCD MARCHIVE, ENERGY XXI G&G & PRD TEAMS SUMMARY 10/25/12 10/10/12 JPT EMAILED BEN MARCHIVE II FOR POD AFFECTING 797 GI 18
02028		LAKE WASHINGTON	21 RC SUA;SL 2028 09/18/2007 149-E-5 07-1049	260	780.31	NOV. AR
02485		SOUTH PASS BLOCK 24	SPB 24 8800 RD SU 09/01/1998	413.34	413.34	NOV. AR
03244		ST JOHN		14.61	14.61	NOV. AR
05259		KINGS RIDGE	9700 RA SUA;GRANDISON TRUST 03/01/1998	108.426	108.426	NOV. 4/18/12 JPT EMAIL TO HARPERPETCO@COX NET S/T EFFORTS RPT W/IN 90 DAYS OF OBTAINING A DRL PERMIT. < ALPINE RE-EST PRD OR REL BY 2/8/12 JUN. AR
06123		BAYOU BOEUF, SOUTH	R RC SUA;BOWIE LUMBER CO 08/02/2005 942-B-2	45	45	NOV. AR
15421		MORGANZA	335 01/24/2000	243	243	NOV. 10/2/12 RS: 90 DAY STARTED 8/4/12 LAST DWNHL OPS CRTCL DATE 11/4/12 ;; 6/8/12 JPT BY 8/1/12 COMMENCE OPS OR PRD;; 3/23/12 CCB: HB DWNHL OPS, CRTCL DATE 6/8/12 PER CCB < 3/1/12 REL RQD 2/29/12 APP EXP PER SS
17376		BAY BATISTE	237278-VUA;SL 17376-001 04/14/2008	261.46	261.46	NOV. (17376 & 17378 OIL=FM) 234492 ILR 1ST PERIOD 11/24/12, 90 DAYS FROM DATE OF LAST PRD 2ND WILL BE 5/24/13. MAR. AR
17378		BAY BATISTE	240454-VUA;SL 17378-004 12/20/2009	438.94	438.94	NOV. (17376 & 17378 OIL=FM) 234492 ILR 1ST PERIOD 11/24/12, 90 DAYS FROM DATE OF LAST PRD. 2ND WILL BE 5/24/13. MAR. AR
17447		BASTIAN BAY	J RC SUA;LL&E FEE 339-J-5 97-242	2.95	2.95	NOV. AR 10/9/12 REL RQD 10/9/12 APP EXP PER MIKE B;
17990		LAKE WASHINGTON	244711-COCKRELL-MORAN-423 05/11/2012	205	205	NOV. AR 10/11/12 EFF 12/1/10 JMB: NEW 234072 051029 LW 9600 RA-RD SU 10/3/12 EFF 12/1/10 JPT: 235456 050985 LW 11350 RA & RE SU 6 WELLS CONTRIBUTING PRD TO UNIT.
18233		STELLA	8750 RA SUA;MEYER ETAL 02/17/2004 27-J 04-127	4.368	5.76	NOV. AR
18727		MANILA VILLAGE		206	206	NOV. AR 10/9/12 REL RQD 10/9/12 JMB RS APP EXP



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18816		LEEVILLE	18.106 01/28/2008	14.894	14.894	NOV. AR
19025		QUEEN BESS ISLAND	1-1 RA SUA;SL 2084	45.402	45.402	NOV. AR
19486		LITTLE LAKE	238900-TP 6 RD SUA;J FISHER HEIRS-001 10/19/2008	5.824	315.66	NOV. 9/25/12 PR RQD 9/26/12 LEASE PARTIALLY HELD - 309.836 AC TO BE REL ;; 9/20/12 RS TO MIKE B FINAL DD 9/12/12 PT 9/12/10
19487		LITTLE LAKE	TP 6 RD SUA;J FISHER HEIRS 09/16/2008 604-G-3	101.742	182	NOV. 9/25/12 PR RQD 9/26/12 LEASE PARTIALLY HELD - 80.248 AC TO BE REL ;; 9/20/12 RS TO MIKE B FINAL DD 9/12/12 PT 9/12/10
19774		LAKE SALVADOR, WEST		318.22	318.22	NOV. AR 8/21/12 241582-SL 19774001 306451 PRDG 5/12
19778		LEEVILLE	7.622 08/18/2011	4.378	4.378	NOV. AR
19949		MANILA VILLAGE	11 07/23/2012	23	23	NOV. AR 8/8/12 RCD OFL PR OF 11, RTNG 23 AC EFF 7/23/12
20142		BAYOU ST VINCENT	PLAN 3 RC SUA;KFOURY 12/07/2010 789-B-4 10-1336	30.2	30.2	NOV. SUGGEST AR, 100% HBP PT 9/9/12
20412				0	109.694	NOV. PT 8/11/13
20458		GOLDEN MEADOW	BIG HUM RC SUA;LL&E 61 04/26/2011 14-PPP-2 11-205	22.423	94	NOV. 10/3/12 DDPMT TO JMB & JPT, UNDERPD BY HALF, ROMIG ADVISED WALTER O&G WILL REMIT REMAINDER BY 10/13/12 PT 10/13/13
20627		LAKE SALVADOR, WEST	244757-CRIS I RA SUA;SL 20645-002 06/12/2012	219	219	NOV. 10/4/12 EFF 3/6/12 JMB 244757 051018 CRIS 1 RA SUA BEGAN PRDG 7/12 PT 6/8/14
20645		LAKE SALVADOR, WEST	CRIS I RA SUA;SL 20627 03/06/2012 1543 12-133	151.96	151.96	NOV. 10/4/12 EFF 3/6/12 JMB 244757 051018 CRIS 1 RA SUA BEGAN PRDG 7/12 PT 6/8/14
20706				7.615	7.615	NOV. PT 8/10/14 11/2/12 JPT REVISION 217924 612136 10600 RD SUA, ENTIRE LEASE W/IN UNIT PER SRVY PLAT. 12 LEASED AC CHANGED TO 7.615 PER PLAT
20770				0	37.72	NOV. 10/24/12 REL RQD JAN. PT 10/12/14 SCHOOL INDEMNITY



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Table with 7 columns: Lease Num, DA, Field, Latest lease Activity, Productive Acreage, Present Acreage, Flagged for Review In. Contains multiple rows of lease data including BAY ST ELAINE, DOG LAKE, MOUND POINT, and COTE BLANCHE BAY, WEST.



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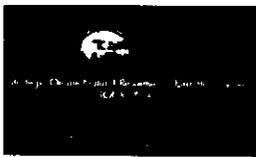
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00340G	5	COTE BLANCHE BAY, WEST	244677-SL 340 WEST COTE BLANCHE BAY-1057 07/12/2012	0	2829	NOV. 10/4/12 FUL FOR RPT DUE 7/11/12 7/27/12 JPT EMAILED RE NON-RECD > LABAY & CASTEX 7/11/12 POD/REL ON EACH DA
00500		WEEKS ISLAND	SMITH-STATE UNIT C	317	420	NOV. AR 10/24/12 JPT: HBP 10/4/12 EFF 8/1/12 JPT: 245044 005133 WEEKS ISLAND ST UA
00649		POINT AU FER	231997-VUC;SL 649-001 01/24/2006	22.51	120	NOV. AR 10/24/12 JPT: HBP
00724		FOUR ISLE DOME , MARTIN	LL&E ST UA	663	2714	NOV. OB RCD HLCP 10/10/12 STATUS RPT ON ACTIVITIES (BRLG - HLCP ASGMT BY 1/12/11-HELD UP BY AUDIT)
01666		EUGENE ISLAND BLOCK 18	69.98 08/19/2009	120.05	120.05	NOV. AR 9/28/12 SSB: HBP 605625 & 611938 TO 7/12
01691		HOLLYWOOD , HOUMA	Q RA SUA;E&L GRANITE & MON 05/19/2005 276-Y	43	43	NOV. AR 9/28/12 SSB: HBP 600705 & 609827 TO 8/12 -PR SENT TO CORRES. UNTIL REMAINDER OF LEASE EXPS. UNABLE TO OBTAIN PR FROM OTHER WIOS 1-11-10
02077		HALTER ISLAND	231437-SL 2077-016 07/14/2005	947.85	947.85	NOV. 10/19/12 RS JPT: HLCP RELEASED 100% OF LEASE= REQ REL OF PORTION A FROM WIOS.
02395		LAPEYROUSE	L EXP RA SUA;INVINCIBLE FEE 09/18/2007 416-EEE	23.383	23.383	NOV. AR 9/28/12 SSB HBP 600393, 614604 7/12
04238		SOUTH TIMBALIER BLOCK 8	303 03/14/2005	160	568.34	NOV. ILR PD 7/8/12 TO 1/8/13
10754		PERRY POINT , RIDGE, WEST	BOL MEX B RA SUA;P HULIN CO 04/26/2011 448-O-5 11-204	52	.52	NOV. AR 9/28/12 SSB: 100% HBP 608643 & 609512 TO 7/12
13895		LAKE ARTHUR, SOUTH	34.688 02/18/1992	4.312	4.312	NOV. AR 9/28/12 SSB: 100% HBP 610914 7/12
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 9/28/12 SSB: 100% HBP 047826 & 050588 7/12
14158		SHIP SHOAL BLOCK 45		215.162	215.162	NOV. AR 9/28/12 SSB: 100% HBP 048599 & 303680 7/12
14519		MYETTE POINT, NW	221760-VUC;SL 14519-003 03/05/1998	160	1385	NOV. 10/25/12 OMR FU TO DYNAMIC 10/5/12 DYNAMIC WILL GET ENG & GEOL ON THIS NEXT WK. 10/5/12 JPT EMAIL TO CROCKER OF DYNAMIC FOR POD> <10/5/11 JPT TO HUNT: PROVIDE UPDATE ON DEV ACTIVITY AFFECTING NP AC BY 9/12/12.
16381		LAKE SAND, EAST		868	868	NOV. AR 10/24/12 JPT HBP: SSB 304548 7/12



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16722		DUSON	NOD A RA SUC;A ROBERTSON ET UX 03/14/2000 197-N-2 00-125	.11	.11	NOV. AR 9/28/12 SSB: 100% HBP 613184 8/12
16995		INTRACOASTAL CITY	74.023 11/15/2011	86.947	86.947	FEB. RECOMP D 7/14/12 < CK 228882 > MANTI'S 6/22/12 DWNHL SUPPORT DATA
17121		EUGENE ISLAND BLOCK 18	92.84 07/22/2008	78.04	78.04	NOV. 9/17/12 FUL REL REQ 6/4/12 REL RQD
17208		INTRACOASTAL CITY	35.841 11/15/2011	1.691	1.691	NOV. 8/13/12 RWB HB DOWNHOLE ACTIVITY 228882 LAST PRD 12/11, RECK PRD 9/12 5/21/12 OFL PR OF 35.841, RTNG 1.691 EFF 11/15/11, ON 5/12 REL LIST
17226		INTRACOASTAL CITY	31.329 11/15/2011	10.831	10.831	NOV. RECOMP D 7/14/12 < CK 228882 > MANTI'S 6/22/12 DOWN-HOLE SUPPORT DATA
17315		BROUSSARD	8.67 04/09/2007	2.33	2.33	NOV. 10/5/12 CCB: 11/26/12 CRITIAL DATE MILAGRO 4/10/12 FU REL RQD 7/7/11 REL RQD 6/22/11 RS REID: APP EXP, LAST PRD 10/09
18167		BAY ST ELAINE	VU8;BSE U8	1051	1051	NOV AR 10/24/12 JPT: HBP
18223		BAYOU POINTE AU CHIEN	23.07 10/09/2006	8.93	8.93	NOV. AR 9/28/12 SSB: 100% HBP 305489 7/12
18258		BAYOU POSTILLION	HERALD HODGES & LEE 386-Y-2 05-893	37.998	37.998	NOV. AR 10/24/12 JPT: HBP
19139		LAKE SAND	LSA ROB 5 RA SU 216-C-1	48	800	NOV. AR 10/17/12 OMR TO HLCP: RQD TO SUBMIT BY 1/9/13, PLAT SHOWING PROD LIMITS & PLANS FOR FUTURE DEV
19477		LAKE PELTO	17 R832 VUA;LP U6	29.63	29.63	NOV. AR 10/24/12 JPT: HBP
19500				0	1421.81	NOV. 10/24/12 REL RQD JAN. PT 10/10/12
19514				0	176.63	NOV. 10/24/12 REL RQD JAN. PT 10/10/12
19639		INTRACOASTAL CITY	242101-K-O RA SUA;SL 19639-001 10/09/2010	276.15	283	NOV. 9/28/12 SSB: HBP 616463 7/12 & DD 4/9/13 >> CK PRD WSN 242101 FINAL DD TO 4/9/13 PT 4/9/11
19640		INTRACOASTAL CITY	83.873 05/08/2012	148.127	148.127	NOV.RECOMP D 7/14/12<CK 228882 < MANTI'S 6/22/12 DOWN-HOLE SUPPORT DATA 5/29/12 RCD UNOFL PR OF 83.873, RTNG 148.127 AC DD 4/9/12 PT 4/9/11



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19641		INTRACOASTAL CITY	K-O RB SUA;EXXONMOBIL 07/18/2011 468-L-1 10-930	16.831	16.831	NOV. RECOMP 7/14/12 << CK 228882 MANTI'S 6/22/12 DOWN-HOLE SUPPORT DATA > 228882 LAST PRD 12/11 RECK 12/12 2AR 5/31/12 JPT NEW TRNSMTL EFF 7/1/11 228882 616977 COMPROMISED
20181		BAYOU HEBERT	CRIS R RA SUA;THIBODEAUX 07/11/2006 741-D 06-726	91.85	104	NOV. 10/26/12 DDPMT TO JPT: APPROVED TO 11/12/13 PT & DD 11/12/12 11/14/11 JPT 617124 PRELIM 93:DISPUTE ON TRACT 3
20397				0	1056.01	NOV. 2012 RNTL PD PT 8/11/15
20399				0	1186.71	NOV. 2012 RNTL PD PT 8/11/15
20400				0	743.09	NOV. 2012 RNTL PD PT 8/11/15
20401				0	851.56	NOV. 2012 RNTL PD PT 8/11/15
20415				0	35	NOV. 2012 RNTL PD PT 8/11/13
20416				0	109	NOV. 2012 RNTL PD PT 8/11/13
20417				0	257	NOV. 2012 RNTL PD PT 8/11/13
20432		INTRACOASTAL CITY	K-O RB SUA;EXXONMOBIL 07/18/2011 468-L-1 10-930	1.54	10	NOV. 10/1/12 PR RQD 9/27/12 LEASE PARTIALLY HELD 8.46 AC PR;; 9/20/12 RS TO REID B DD 9/8/12 PT 9/8/13 MANTI'S 6/22/12 DOWN-HOLE SUPPORT DATA > 228882 LAST PRD 12/11 RECK 12/12 COMPROMISED
20434		KENT BAYOU	CL&F 11/09/2011	17.665	65	NOV. 10/1/12 PR RQD 9/27/12 LEASE PARTIALLY HELD - 47.335 AC PR;; 9/20/12 RS TO REID B; DEC. DD, ACTIVITY OR RNTL PT 9/8/13
20450				0	41	NOV. 10/24/12 REL RQD JAN. PT 10/13/13
20501		LAKE PELTO	3-12 RB SUA;LP U14 11/29/2011 458-PP-2 11-720	1.75	572.91	NOV 10/17/12 DD APPROVED TO 12/8/03 10/16/12 DDPMT TO JPT PT 12/8/13



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04477		BAYOU LOUIS	TL SUE HENDRICKS STATE 04/01/1995	17	18	NOV. AR 10/2/12 SAM: HBP SSB 023371 TO 7/12
10334		CADDO PINE ISLAND	CAPI VIV RA SU 03/01/1993	3.52	3.52	NOV. AR 10/2/12 SAM: HBP; SSB 042367 BARELY 8/12 & 045102 7/12
12938		MILLIGAN BAYOU, NORTH	VUC;SL 12938 02/01/1997	16.6	63.6	NOV. AR 10/2/12 SAM: HBP; SSB 047607 8/12 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 9/28/12 SSB: 100% HBP 608194 8/12
15088		MASTERS CREEK	AUS C RA SUE;BULLOCK A 10/03/1995 1386-A-2 95-480	81.9	81.9	NOV. AR 9/28/12 SSB: 100% HBP 048061 & 048604 7/12
15596		BURR FERRY, NORTH	AUS C RC SUB;SNYDER MIN A26 04/01/1997	20	20	NOV. SAR 9/28/12 SSB: BARELY HBP 048462 7/12, RECK PROD
15771		SUGRUE	AUS C RA SUF;CROSBY 34 07/01/1997	40	40	NOV. SAR 9/28/12 SSB: BARELY PRDG & \$147.39 3/12 ONLY
15928		SUGRUE	AUS C RA SUF;CROSBY 34 07/01/1997	38.09	38.09	NOV. SAR 9/28/12 SSB: BARELY HBP 048673 TO 7/12 \$109.58 3/12 ONLY 9/27/11 SAM: PRDG 1BBL/MO 5-4 MCF/MO REVIEW 6 MOS.
16266		SUGARTOWN	AUS C RA SUP;CROSBY 9A 07/27/1999 1422-A-14 99-385	41.011	41.011	NOV. AR 9/28/12 SSB: 100% HBP 048860 7/12
17366		RED RIVER-BULL BAYOU	HA RB SU71;CALHOUN 2 11/06/2008 109-X-74 10-13	1.2	1.2	NOV. AR 9/28/12 SSB: 100% HBP 616564 7/12
17984		PARKER LAKE	MINTER SU 10 HUNT PAUL STATE	20.58	20.58	NOV. AR 9/28/12 SSB: 100% HBP 022830 046929 8/12
18396		CASPIANA	HA RA SU125;BROADWAY 29 H 11/10/2009 361-L-66 09-1187	6.716	6.716	NOV. AR 9/28/12 SSB: 100% HBP 614953 616398 8/12
18802		DREW, SOUTH	3 01/29/2008	53.855	53.855	NOV. AR 9/28/12 SSB: 100% HBP 614589 7/12
19182		CASPIANA, THORN LAKE	HA RA SU117;CHK MIN 16-14-12 H 03/15/2011 191-H-131 11-117	8	8	NOV. AR 9/28/12 SSB: 100% HBP 615177 616613 617308 7&8/12 SAL OMR MANAGED WLF BAYOU PIERRE WMA 7/3/12 JPT EFF



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19349		CEDAR GROVE	11.68 08/06/2012	314.32	314.32	NOV. SUG AR 8/9/12 RCD OFL PR OF 11.68, RTNG 314.32 AC EFF 8/6/12
19459		CASPIANA	HOSS RA SU134;MCFERREN 36 10/21/2008 191-B-217	1.43	196	NOV. AR 9/27/12 (10/3/12) RCD UNOF PR OF APPROX 193, RTNG 3 AC > WO CHSPK SRVY PLAT
19460		THORN LAKE	HA RA SUH,REX YOUNG 6 H 12/09/2008 1145-B-7 08-1732	11.359	11.359	NOV. AR 9/28/12 SSB: 100% HBP 306268 614949 616363 7/12
19623				0	110	NOV. 9/17/12 FUL REL REQ 6/4/12 REL RQD
19753				3	3	NOV. AR REL RQD 8-31-12 8/22/12 RS TO SAM R = APP EXP
19757		CEDAR GROVE	HA RA SUU;FORBING BLUFF TBR 9H 08/31/2010 967-C-11 10-914	10.43	10.43	NOV. AR 10/8/12 SAM 5>10.43 AC HBP
19758		ELM GROVE	HA RA SUS;BROUSSARD 5 04/01/2009	183.297	183.297	NOV. AR 10/2/12 SAM: HBP; SSB 615573 & 615637 7/12
19759		ELM GROVE	HA RA SU86;BOLTON 35 H 08/04/2009 361-L-53	34	34	NOV. AR 10/2/12 SAM: HBP; SSB 615854 615999 & 617106 7/12
19761		CASPIANA , ELM GROVE	HA RB SUEE;POOLE ANT 16-15-11H 09/10/2009 191-H-59 09-961	192	192	NOV. AR 10/2/12 SAM: HBP; SSB 614476 615654 615748 & 616518 7/12 6/27/12 SRVY PLAT RQD HA RA SUOO 241395; 616518
19762		SWAN LAKE , WOODARDVILLE	HA RA SUY;MACK KELLUM 19 H 06/29/2010 691-C-14 10-694	105	105	NOV. AR 10/2/12 SAM: HBP; SSB 7 LUWS 7/12 9/28/12 EFF 9/1/11 JPT 617107 HA RA SUU CORRECTION REPLACES PRELIM 110, W PLAT
19763		CASPIANA , SWAN LAKE , THORN LAKE	HA RB SUEE;POOLE ANT 16-15-11H 09/10/2009 191-H-59 09-961	138	138	NOV. AR 10/2/12 SAM: HBP; SSB 8 LUWS 7/12 2/24/12 JPT 617131 PRELIMINARY 112 11/18/11 JPT 617081 PRELIM 95
19764		SWAN LAKE	HA RA SUT;ANTROBUS 22- 15-11 H 07/14/2009 691-C-10 09-752	401	401	NOV AR 10/2/12 SAM: HBP; SSB 5 LUWS 7/12
19765		SWAN LAKE , THORN LAKE	HA RA SUN;SAMPLE 2 H 06/09/2011 1145-B-14 09-631	316	316	NOV. AR 10/2/12 SAM: HBP; SSB 5 LUWS 7/12
19766		THORN LAKE	HA RA SUP;SAMPLE 16 H 05/05/2009 1145-B-15 09-484	34.24	34.24	NOV. AR 9/28/12 SSB: 100% HBP 615774 614785 616032 7/12
19769		RED RIVER-BULL BAYOU	261 06/17/2010	159	159	NOV. AR 10/2/12 SAM: HBP; SSB 5 LUWS 7/12



Louisiana Department of Natural Resources (DNR)

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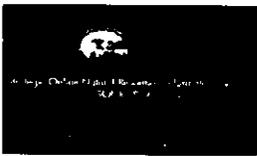
Staff Reviews

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Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
19770		RED RIVER-BULL BAYOU	HA RD SUDD;AWTBEGOOD 19-14-11H 04/27/2010 109-X-96 10-438	14	14	NOV. AR 10/2/12 SAM: HBP; SSB 616085 616896 7/12
19779		CASPIANA , THORN LAKE	HA RA SU117;CHK MIN 16-14-12 H 03/15/2011 191-H-131 11-117	212	212	NOV. AR 10/2/12 SAM: HBP; SSB 4 PRDG LUWS 7/12 SAL OMR MANAGED WLF 6/27/12 SRVY PLAT RQD CHESAPEAKE; HA RA SUS; 241465; 616613
19780		CASPIANA	HA RA SU117;CHK MIN 16-14-12 H 03/15/2011 191-H-131 11-117	.14	.14	NOV. AR 10/2/12 SAM: HBP; SSB 615177 617308 7/12 SAL OMR MANAGED WLF 7/3/12 JPT EFF 1/1/12 617308 HA RA SU117 PRELIMINARY 140
19782		SWAN LAKE	HA RA SUA;NINOCK 25 11/18/2008 691-C 08-1787	.56	56	NOV. AR 9/28/12 SSB. 100% HBP 615589 7/12 SCHOOL INDEMNITY LANDS
19788		SWAN LAKE	HA RA SUO;CULPEPPER 17 H 04/28/2011 691-C-8 09-483	43.898	43.898	NOV. AR 9/28/12 SSB: 100% HBP 616698 7/12 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. AR 9/28/12 SSB: 100% HBP 616715 7/12 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. AR 9/28/12 SSB: 100% HBP 616698 7/12 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. AR 9/28/12 SSB: 100% HBP 616698 7/12 VACANT STATE LANDS
19792		SWAN LAKE	HA RA SUM;BANTLE ETAL 20 H 02/03/2009 691-C-2 09-101	.04	.04	NOV. AR 9/28/12 SSB: 100% HBP 616883 7/12 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. AR 9/28/12 SSB: 100% HBP 616588 7/12 SAL OMR MANAGED WLF
19794		SWAN LAKE	HA RA SUB;NINOCK 36 H 11/18/2008 691-C 08-1187	2.95	2.95	NOV. AR 9/28/12 SSB: 100% HBP 616310 7/12 VACANT STATE LANDS
19796		WOODARDVILLE	HA RA SU58;JIMMY GAY 16 H 03/03/2009 990-D-8	28.08	28.08	NOV. AR 9/28/12 SSB: 100% HBP 615818 7/12 VACANT STATE LANDS
19857		CATAHOULA LAKE	240558-SL 19857 ETAL-001 12/20/2009	28.62	28.62	NOV. 10/25/12 RS RQD BY SAM: APP EXP JAN. AR
19930				0	105	NOV. 10/19/12 SAM CALLED CO & IS MONITORING THIS SITUATION. 10/8/12 CCB ADVISED GEOL TO CALL CO.



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Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
						245127 VUA;SL19930 PT 12/10/11 11/12/11
20114		GAHAGAN , REDOAK LAKE	HA RA SUGG;DUPREE 24 H 10/26/2010 909-H-14 10-1094	183	359	NOV SUGGEST AR 10/23/12 RCD UNOFL PR OF 176 RTNG 183 AC
20140		RED RIVER-BULL BAYOU	HA RB SU64;MATTHEWS 12 H 09/10/2009 109-X-61 09-966	26.67	26.67	NOV. SUGGEST AR, 100% HBP 616309 7/12 PT 8/12/12 TAX ADJUDICATED LAND
20148				1	1	NOV. 6/27/12 SRVY PLAT RQD PETROHAWK; HA RA SU95 SAND; ORDER 361-L-66; ELM GROVE; CADD0; 241701; 616399 PRDG 7/12 PT 10/14/12
20151		SWAN LAKE	HA RA SUU;BUTLER 31-15-10 H 07/01/2009 691-C-9 09-723	4	4	NOV. SUGGEST AR, 100% HBP 616588 & 617107 PRDG TO 7/12 PT 10/14/12 9/28/12 EFF 9/1/11 JPT 617107 HA RA SUU CORRECTION REPLACES PRELIM 110, W PLAT DISPUTED
20156		RED RIVER-BULL BAYOU	HA RB SUJ;YVES LELONG 32 05/08/2009 109-X-40 09-573	36.429	86	NOV. 10/24/12 JPT EMAILED MATADOR RE LEASE MAINTENANCE DD & PT 10/14/12
20403		WOODARDVILLE	HA RA SU57;O B MADDEN 18 H 03/03/2009 990-D-8 09-230	3.12	3 12	NOV. 9/28/12 SSB 100% HBP 617062 7/12 PT 8/11/13 3/26/12 JPT: 617062 CORRECTION W REVISED SRVY PLAT
20444				0	436	NOV. 10/24/12 REL RQD JAN. PT 10/13/13
20445		ELM GROVE	HA RA SU134;GLASSCOCK33 -16-11H 03/15/2011 361-L-103 11-146	53	56	NOV. 11/1/12 3RD REQ PLAT 615483 HA RA SUU 10/24/12 PR RQD JAN. DD 10/13/12 PT 10/13/13 10/20/11 JPT 615483 PRELIM 89 SAM: ESTD PRD AC
20448				0	76	NOV. 10/24/12 REL RQD JAN. PT 10/13/13
20536		SAN MIGUEL CREEK	HA RA SUT;FORD 26-9-11 H 08/03/2010 1165-K-6 10-822	40	40	NOV. 9/29/12 EFF 5/1/12 JPT 617447 HA RA SUT PRELIMINARY 157 PT 1/12/14 TAX ADJUDICATED
20701		RED RIVER-BULL BAYOU	HA RB SU67;WELLMAN 29-13-11 H 10/13/2009 109-X-66 09-1107	14	14	NOV. 9/28/12 SSB 100%HBP 615813 616364 616583 616720 7/12 6/27/12 SAM: 100% HBP & ACTIVITY. 3 UNITS, 1 DRLG PT 8/10/14
20702				0	20	NOV. 2012 RNTL PD PT 8/10/14
20714				0	40	NOV. 2012 RNTL PD PT 8/10/14 TAX ADJUDICATED LANDS
20715				0	10	NOV. 2012 RNTL PD PT 8/10/14 TAX ADJUDICATED LANDS
20716				0	41.82	NOV. 2012 RNTL PD PT 8/10/14



Louisiana Department of Natural Resources (DNR)

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Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
						TAX ADJUDICATED LANDS
20717				0	18	NOV. 2012 RNTL PD PT 8/10/14 TAX ADJUDICATED LANDS
20721		CHEMARD LAKE , RED RIVER-BULL BAYOU	HA RB SULL; OXBOW 8 H 05/28/2009 109-X-40 09-573	96.4	108	NOV. 10/24/12 PR RQD 10/22/12 RS TO SAM PER REQ, REQ APPOX 30 AC PR. DD DRLG OR RNTL PT 9/14/14
20757		BRACKY BRANCH	JUR RB SUD; BLK STONE (VORY 19H 06/17/2008 917-J-2 08-825	8.882	15	NOV. 10/24/12 PR RQD RNTL, DDPMT OR ADD'L DRLG. PT 10/12/14
20884		CATAHOULA LAKE	244729-WX C RC SU54; SL 20884-001 05/25/2012	40	357	NOV. 10/17/12 JPT EFF 7/1/12 244729 051025 WX C RC SU54 W PLAT DATED 10/17/12 OIL PRD 7-9/12 10/2/12 SRVY PLAT RQD PT 3/14/15



Louisiana Department of Natural Resources (DNR)

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Staff Reviews

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Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
00344		GRAND LAKE	244751-SL 344-040 05/10/2012	498.06	498.06	NOV. AR 10/17/12 STEVE: LEASE HBP
01170		HOG BAYOU-OFFSHORE	7900 RA SUA;SL 1170- 1 HOG A 05/15/2012 208-F 12-270	980	3741.3	NOV. 10/25/12 OMR TO HLCP POD/REL MTG BY 2/13/13 10/25/12 VMV CHANGED PRD AC FROM 1600 TO 980
08702		RIGHTHAND CREEK	1 09/04/1986	19	19	NOV. AR 10/17/12 STEVE LEASE HBP
13199		STARKS, WEST	9 288 10/21/1997	11.147	11.147	NOV. AR 10/17/12 STEVE: LEASE HBP
13292		FRISCO	.49 02/25/1991	2.17	2.17	NOV. AR 10/17/12 STEVE: LEASE HBP 9/28/12 SSB 100% HBP 045294 046339 8/12
14004		INDIAN VILLAGE, NORTH	NIVG 10100 CF RA SU; 11/01/1996	10.28	10 28	NOV. AR 10/18/12 MI IS ON IT. 10/18/12 RPTD NO INCOME SINCE 8/09 ON LUW 048259 W/7 PRDG OIL WELLS TO 8/12 . 10/17/12 STEVE: LEASE HBP 9/28/12 SSB: HBP 048259 7/12
16506		MOSS LAKE, EAST	235.22 11/08/2001	9.7	9.7	NOV. AR 10/17/12 STEVE: LEASE HBP 7225110 9/28/12 SSB 100% HBP 613236 8/12
16877		CHENEYVILLE, WEST	AUS C RA SUM;BOOK 14 03/31/1998 1415-A-1 98-210	46.79	46.79	NOV. AR 10/17/12 STEVE: LEASE HBP 226968 9/28/12 SSB 100% HBP 049365 8/12
16878		CHENEYVILLE, WEST	AUS C RA SUM;BOOK 14 03/31/1998 1415-A-1 98-210	47.9	47.9	NOV. AR 10/17/12 STEVE: LEASE HBP 222008 9/28/12 SSB 100% HBP 049365 8/12
18158		SABINE LAKE, SOUTH		157.01	157.01	NOV. AR 11/2/12 CCB LEASE MAINTAINED.
18434		GILLIS-ENGLISH BAYOU	38 321 03/25/2008	3.68	3.68	NOV. AR 10/17/12 STEVE: LEASE HBP 232421 10/4/12 REL RQD 10/3/12 RS RWB APP EXP 9/28/12 NO ADD'L PROD > 4/18/12 SSB: HBP 305607 TO 1/12 BARELY
18593		GILLIS-ENGLISH BAYOU	242566-7000 RA SUA;SL 18593-002 01/20/2011	6.65	6.65	NOV. SAR 9/28/12 SSB HB DECLINING PRD 050741 8/12
18803		REDDELL	52.74 10/08/2009	7.26	7.26	NOV. AR 10/17/12 STEVE: LEASE HBP 234997 9/28/12 SSB 100% HBP 615027 7/12
18809		GRAND LAKE	36.347 01/27/2011	150.383	150.383	NOV. SAR 10/17/12 STEVE: LEASE HBP 236489 9/28/12 SSB: HBP 615117 TO 7/12 BARELY
19190		CREOLE OFFSHORE	VUB;SL 18521 12/14/2011	127.45	234.37	NOV. FINAL DD APPROVED TO 12/13/13 10/23/12 DDPMT TO STEVE DD 12/13/12 & PT 12/13/11
19192		CREOLE OFFSHORE	VUB;SL 18521 12/14/2011	26.89	93.99	NOV. FINAL DD APPROVED TO 12/13/13 10/23/12 DDPMT TO STEVE DD 12/13/12 & PT



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Staff Reviews

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Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
						12/13/11
20427				0	.669	NOV. 10/4/12 REL RQD 9/27/12 APP EXP 9/20/12 RS TO REID B PT 9/8/13
20453				0	537.87	NOV. 10/24/12 REL RQD JAN. PT 10/13/13
20472				0	101.67	NOV. 10/24/12 REL RQD JAN. PT 10/13/13
20473		CREOLE OFFSHORE	VUB; 12/14/2011	27.52	744.95	NOV. DD APPROVED TO 11/10/13 10/23/12 DDPMT TO STEVE PT 11/10/15
20610				2.65	9	NOV. 10/23/12 RCD UNOFL PR OF 6.35, RTNG 2.65 AC. 10/4/12 EFF 7/1/12 REID 243693 051054 M MIO RA SUA PRDG TO 7/12 AUG. PT 5/11/14 9/17/12 FUL PR REQ 5/30/12 PR RQD 6.35 AC TO BE REL'D.
20742				0	12	NOV. 10/4/12 REL RQD 9/27/12 APP EXP REQ REL ;,9/20/12 RS TO REID B;,, PT 9/14/14
20743				0	16	NOV. 10/4/12 REL RQD 9/27/12 APP EXP REQ REL ;,9/20/12 RS TO REID B;,, PT 9/14/14
20744				0	9	NOV. 10/4/12 REL RQD 9/27/12 APP EXP REQ REL ;,9/20/12 RS TO REID B;,, PT 9/14/14
20745				0	345	NOV. 10/4/12 REL RQD 9/27/12 APP EXP REQ REL ;,9/20/12 RS TO REID B;,, PT 9/14/14
20980		HARMONY CHURCH	U WX RA SUA;MERIWETHER 01/04/2012 1120-H 12-4	.24	89	NOV. 9/11/12 EFF 4/1/12 RWB NEW W PLAT 244278 051032 U WX RA SUA, PRDG 4-7/2012 OCT. PT 7/11/15
195				35,250.599	104,957.315	



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 9:49 a.m. on Wednesday, *November 14, 2012* with the following members of the Board in attendance:

Mr. Thomas L. Arnold, Jr. Mr. Emile B. Cordaro Mr. Stephen Chustz
Mr. Thomas W. Sanders Mr. Paul Segura, Jr. Mr. Darryl D. Smith
Ms. Helen G. Smith

The Committee heard the report of Mr. Emile Fontenot, relative to nominations received for the January 9, 2013 Mineral Lease Sale and other matters. Based upon the staff's recommendation, on motion of Ms. *Smith*, 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.

A request was made by Global Geophysical Services, Inc. for a 90 day extension of a non-exclusive seismic permit no. 2011/12-001, Bay Marchand RG3D, situated in Lafourche and Jefferson Parishes was previously granted to Global Geophysical Services, Inc. by the State Mineral and Energy Board and is due to expire today, November 14, 2012. Hurricane Isaac disrupted ongoing field operations and caused a temporary stoppage of seismic data acquisition under the aforementioned seismic permit, resulting in a delay of 34 days before normal field operations could be resumed. Because this is a force majeure situation the Staff recommended approval be granted to Global Geophysical Services, Inc. an extension of 34 days of the aforementioned non-exclusive seismic permit without additional payments. On the motion of Mr. *Arnold*, duly seconded by Mr. *Segura*, the Committee voted unanimously to grant the 34 day extension without additional payments to Global Geophysical Services, Inc.

The Committee, on the motion of Ms. *Smith*, seconded by Mr. *Smith*, voted to adjourn at 9:52 a.m.

Respectfully Submitted,

Handwritten signature of Emile B. Cordaro in black ink.

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 *Ms. Smith*, seconded by, *Mr. Arnold*, the following Resolution was offered and adopted:

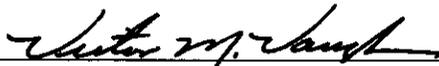
WHEREAS, Mr. Emile Fontenot presented to the State Mineral and Energy Board that 24 tracts had been nominated for the January 9, 2013 Mineral Lease Sale, and that same are to be advertised pending staff review; now therefore

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 14th day of November 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

NOMINATION AND TRACT COMMITTEE

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

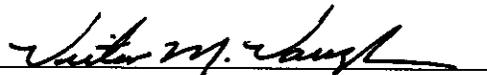
WHEREAS, because this is a force majeure situation, the Staff presented to the State Mineral and Energy Board a recommendation to extend the permit for Global Geophysical Services, Inc. for 34 days to December 18, 2012 without additional payments for a non-exclusive seismic permit no. 2011/12-001, Bay Marchand RG3D, situated in Lafourche and Jefferson Parishes. The permit was previously granted to Global Geophysical Services, Inc. by the State Mineral and Energy Board and is due to expire today, November 14, 2012. Hurricane Isaac disrupted ongoing field operations and caused a temporary stoppage of seismic data acquisition under the aforementioned seismic permit, resulting in a delay of 34 days before normal field operations could be resumed.

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 an extension of 34 days without additional payments on the aforementioned non-exclusive seismic permit to Global Geophysical Services, Inc.

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 14th day of November 2012, 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 14, 2012, 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:

Stephen Chustz
Thomas L. Arnold, Jr.
Emile B. Cordaro

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

Helen G. Smith

Mr. Thomas L. Arnold, Jr. convened the Committee at 9:53 a.m.

The first matter considered by the Committee was a recoupment request from Apache Corporation.

Upon recommendation of the staff and upon motion of Mr. Sanders, seconded by Ms. Helen Smith, the committee voted unanimously to approve the recoupment request of \$133,485.71.

The second matter considered by the committee was a recoupment request from Clayton Williams Energy, Inc.

Upon recommendation of the staff and upon motion of Mr. Sanders, seconded by Mr. Darryl Smith, the committee voted unanimously to approve the recoupment request of \$37,080.83.

The third matter considered by the committee was a penalty waiver request from Dimension Energy Co.

Upon recommendation of the staff and upon motion of Ms. Helen Smith, seconded by Mr. Sanders, the committee voted unanimously to approve the 100% penalty waiver of \$21,666.09.

The fourth matter considered by the committee was a penalty waiver request from Key Operating & Production Co., LLC.

Upon recommendation of the staff and upon motion of Ms. Helen Smith, seconded by Mr. Sanders, the committee voted unanimously to approve the 100% penalty waiver of \$48,303.75.

The fifth matter considered by the committee was a request to place Yuma Exploration and Production Company on demand.

Upon recommendation of the staff and upon motion of Mr. Sanders, seconded by Mr. Cordaro, the committee voted unanimously to approve the demand request.

The sixth matter considered by the Committee was a staff report on ATP Oil & Gas Corporation bankruptcy.

No action required.

The seventh matter considered by the Committee was the election of the November 2012 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. Cordaro, the Board voted unanimously to adjourn the Audit Committee at 10:05 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 Ms. Smith, the following resolution was offered and unanimously adopted:

WHEREAS, Apache Corporation has made a letter application for an adjustment of \$91,070.29 for the Lake Boudreaux Field, State Lease 17754; and

WHEREAS, this amount was based on Apache Corporation submitting an overpayment of gas royalties based on incorrect volumes and values for the period of April 2008 and September 2008 in the Lake Boudreaux Field; and

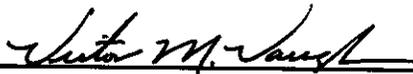
WHEREAS, the Mineral Income Division has verified that an overpayment in the amount of \$133,485.71 was made and that the applicant is entitled to a credit adjustment; and

WHEREAS, the State Mineral and Energy Board after reviewing the work of the Mineral Income Division, agrees that the applicant is entitled to an adjustment, does recommend that the State allow Apache Corporation to recoup the \$133,485.71 overpayment.

NOW, BE IT THEREFORE RESOLVED, that the Board does authorize and direct the Mineral Income Director to effectuate the credit adjustment of \$133,485.71 to Apache Corporation on a one-time or lump sum basis or on such terms deemed necessary by the Director, which are legally permissible, and without prejudice to any other rights of the state.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana on the 14th day of November, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

AUDIT COMMITTEE

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

WHEREAS, Clayton Williams Energy, Inc. has made a letter application for an adjustment of \$37,080.83 for the Bay Batiste Field, State Leases 17376, 17378; and

WHEREAS, this amount was based on Clayton Williams Energy, Inc. submitting an overpayment of oil royalties based on incorrect volumes and values for the period of June 2012 in the Bay Batiste Field; and

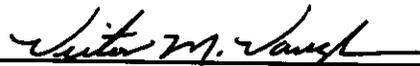
WHEREAS, the Mineral Income Division has verified that an overpayment in the amount of \$37,080.83 was made and that the applicant is entitled to a credit adjustment; and

WHEREAS, the State Mineral and Energy Board after reviewing the work of the Mineral Income Division, agrees that the applicant is entitled to an adjustment, does recommend that the State allow Clayton Williams Energy, Inc. to recoup the \$37,080.83 overpayment.

NOW, BE IT THEREFORE RESOLVED, that the Board does authorize and direct the Mineral Income Director to effectuate the credit adjustment of \$37,080.83 to Clayton Williams Energy, Inc. on a one-time or lump sum basis or on such terms deemed necessary by the Director, which are legally permissible, and without prejudice to any other rights of the state.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana on the 14th day of November, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

AUDIT COMMITTEE

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

WHEREAS, the State Mineral and Energy Board caused an audit to be performed of Dimension Energy Co. payments of state royalty in Timbalier Bay Onshore Field; State Leases 18861 and 18878 which audit revealed that Dimension Energy Co. owed the state \$75,191.67 in underpayment of royalty and \$37,974.20 in interest and penalty for a total of \$113,165.87; and

WHEREAS, Dimension Energy Co. has remitted payment of \$91,499.78 for the outstanding principal and interest; and

WHEREAS, Dimension Energy Co. has made a letter application for reduction of penalties assessed in the amount of \$21,666.09 due to incorrect royalty payments; and

WHEREAS, the Mineral Income Division has reviewed the background and circumstances connected with Dimension Energy Co.'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 Dimension Energy Co.; and

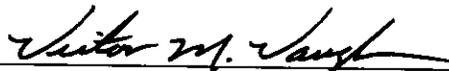
WHEREAS, the Mineral Income Division staff recommends that one hundred percent (100%) of the penalty be waived; and

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 one hundred percent (100%), which amounts to \$21,666.09 of the total penalty assessed to Dimension Energy Co..

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 14th day of November 2012, 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 Ms. Smith, seconded by Mr. Sanders, the following Resolution was offered and adopted:

WHEREAS, the State Mineral and Energy Board caused an audit to be performed of Key Operating and Production Co., LLC payments of state royalty in Intercoastal City Field; State Leases 16995, 17208, and 17226 which audit revealed that Key Operating and Production Co., LLC owed the state \$147,976.09 in underpayment of royalty and \$104,143.97 in interest and penalty for a total of \$252,120.06; and

WHEREAS, Key Operating and Production Co., LLC has remitted payment of \$203,816.31 for the outstanding principal and interest; and

WHEREAS, Key Operating and Production Co., LLC has made a letter application for reduction of penalties assessed in the amount of \$48,303.75 due to incorrect royalty payments; and

WHEREAS, the Mineral Income Division has reviewed the background and circumstances connected with Key Operating and Production Co., 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 Key Operating and Production Co., LLC; and

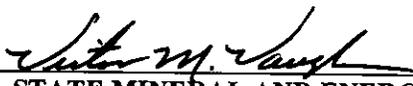
WHEREAS, the Mineral Income Division staff recommends that one hundred percent (100%) of the penalty be waived; and

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 one hundred percent (100%), which amounts to \$48,303.75 of the total penalty assessed to Key Operating and Production Co., 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 14th day of November 2012, 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 Yuma Exploration and Production Company respecting the royalty payments under State Lease Nos. 15485, 15959, 16170, 16299, 16300, 16732, 17277, 17278, 17279, 17451, 17453, 17618, 17619, 18043, 18098, 18194, and 18654 in the Chandeleur Sound Block 71, Chandeleur Sound Block 73, Lake Campo, Main Pass Block 4, Main Pass Block 10, and Stuarts Bluff East fields; and

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana on the 14th day of November, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD



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

LEGAL AND TITLE CONTROVERSY COMMITTEE REPORT

The regular meeting of the Legal and Title Controversy Committee of the State Mineral and Energy Board was held on November 14, 2012, following the Audit Committee Meeting, in the LaBelle Room, First Floor, LaSalle Building located at 617 North Third Street, Baton Rouge, Louisiana. Committee Members present were:

Secretary Stephen Chustz
Mr. Thomas L. Arnold, Jr.
Mr. Darryl David Smith
Ms. Helen Godfrey Smith

Mr. Thomas W. Sanders
Mr. W. Paul Segura, Jr.
Mr. Emile R. Cordaro
Mr. Garret Graves (*Governor'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 by and between the State of Louisiana, through the State Mineral and Energy Board and Chevron U.S.A. Inc., whereas said parties desire to amend the Deferred Development term of said Lease from two (2) to three (3) years, with an option by Lessee to extend an additional one (1) year; each extension being in consideration of the payment of the full per acre bonus on the outside acreage, affecting State Lease No. 19547, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-42.

Upon recommendation of the staff and upon motion of Mr. Segura, seconded by Mr. Cordaro, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of the Lease Extension Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Chevron U.S.A. Inc. on the Docket as Item No. 12-42. No comments were made by the public.

The second matter considered by the Committee was a request for final approval of a Lease Extension Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Chevron U.S.A. Inc., et al, whereas said parties desire to amend Paragraph 2 of State Lease Nos. 19534, 19536, 19537 and 19540 to revise said leases from five (5) years to six (6) years, with an option by Lessee to extend an additional one (1) year, each extension being consideration of the full bonus per acre amount and royalty increase from 22% to 22.5% for the first year of extension only, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-43.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Ms. Smith, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of the Operating Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Chevron U.S.A. Inc. on the Docket as Item No. 12-43. No comments were made by the public.

The third matter considered by the Committee was a request for final approval of a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board and Chevron U.S.A. Inc., et al, whereas said parties desire to amend any prior shut-in payment clause presently found in said Lease with new oil shut-in payment clause and raise gas shut-in clause payment to \$50.00 per acre, affecting State Lease Nos. 19534, 19536, 19537, 19540 and 19547, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-44.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Ms. Smith, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of the Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board and Chevron U.S.A. Inc. on the Docket as Item No. 12-44. No comments were made by the public.

The fourth matter considered by the Committee was a request for final approval of a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board and Clayton Williams Energy, Inc., et al, whereas said parties desire to amend said leases to include a Force Majeure Provision and other required clauses, affecting State Lease Nos. 17376 and 17378, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-45.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Smith, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of the Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board and Clayton Williams Energy, Inc. on the Docket as Item No. 12-45. No comments were made by the public.

The fifth matter considered by the Committee was a request for final approval of a Settlement Agreement and Release by and between the State of Louisiana, The Department of Natural Resources, The Louisiana Office of Mineral Resources and Plaquemines Parish Government, whereas said parties desire to settle a dispute between the state and the private claimant(s), affecting State Lease Nos. 15918, 16628 and 17382, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-46.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Smith, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of the Settlement Agreement and Release by and

between the State of Louisiana, The Department of Natural Resources, The Louisiana Office of Mineral Resources and Plaquemines Parish Government on the Docket as Item No. 12-46. No comments were made by the public.

The sixth matter considered by the Committee was a request by Energy Properties, Inc. to withdraw its request for an Operating Agreement on forty (40) acres of state owned waterbottoms affecting a portion of former State Lease No. 11136 located in Couba Island Field, Jefferson and St. Charles Parishes, Louisiana.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Ms. Smith, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant approval to Energy Properties, Inc. to withdraw its' request for an operating agreement and that the Board rescind the resolution adopted at the September 12, 2012 meeting granting Staff the authority to negotiate an operating agreement with Energy Properties, Inc., make the 40 acres available for leasing again. No comments were made by the public.

The seventh matter considered by the Committee was a request by Staff for ratification by the State Mineral and Energy Board of a correction of the property description as incorrectly advertised in the Advocate on January 27, 2012 for the proposed operating agreement which was awarded at the February 8, 2012 Board meeting and became Operating Agreement A0321, and of Operating Agreement A0321 itself.

Upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to recommend that the State Mineral and Energy Board ratify the corrected advertisement and Operating Agreement A0321. No comments were made by the public.

The eighth matter considered by the Committee was a request by Clayton Williams Energy, Inc. for authority to escrow funds in regard to State Lease No. 19706 for royalties attributable to disputed acreage contained within Unit Tracts E and F of the 9,400' RA SUA under Order Number 890-Z, Coquille Bay Field, Plaquemines Parish, Louisiana.

Upon motion of Mr. Arnold, seconded by Mr. Smith, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant the requested authority, retroactive to September 11, 2012, and continuing for a period of ninety (90) days, or until a concursus petition is filed, whichever occurs first. The State Mineral and Energy Board further authorizes Clayton Williams Energy, Inc. to deposit said funds into a trust account maintained by their attorney, with interest to accumulate at a rate equal to the same rate as it would accumulate in the registry of the court. No comments were made by the public.

The ninth matter considered by the Committee was a request by Staff to rescind approval of an assignment from Genesis Producing Company, L.P. to Smith Big Oil Corp. approved by the Board on June 13, 2012, on the grounds that said assignment may have been fraudulently obtained in that suit has been filed in the 152nd Judicial District Court, County of Harris, State of Texas by Genesis seeking to annul the assignment on grounds it was fraudulently obtained, said court having issued an injunction in the matter.

Upon motion of Mr. Arnold, seconded by Ms. Smith, the Committee voted unanimously to recommend that the State Mineral and Energy Board rescind its approval of the assignment of State Lease No. 18441 formerly approved by the Board on June 13, 2012, from Genesis Producing Company, L.P. to Smith Big Oil Corp. until a final and un-appealable judgment be rendered in the courts of Texas determining the issue of fraud alleged in obtaining the assignment. No comments were made by the public.

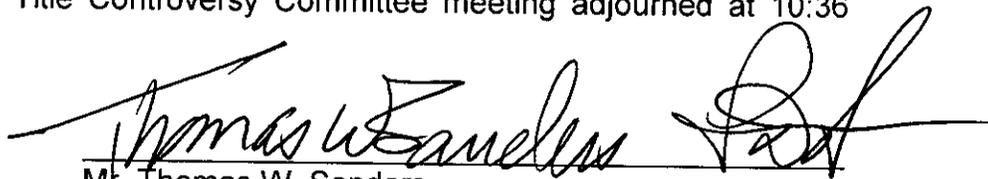
Upon motion of Mr. Arnold, seconded by Ms. Smith, the Committee voted unanimously to go into Executive Session at 10:19 A.M.

Upon motion of Mr. Arnold, seconded by Ms. Smith, the Committee voted unanimously to return to Open Session at 10:35 A.M.

The tenth matter considered by the Committee was a discussion in executive session of the suit entitled: Kenneth Webb, et al v. DNR, et al, Suit No. 72615, 42nd Judicial District Court, Parish of Desoto, State of Louisiana.

Upon motion of Mr. Chustz, seconded by Mr. Segura, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant ratification of the writ application previously filed with the Louisiana Fourth Circuit Court of Appeals. No comments were made by the public.

Upon recommendation of the staff and upon motion of Mr. Chustz, seconded by Mr. Segura, the Legal and Title Controversy Committee meeting adjourned at 10:36 a.m.



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

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

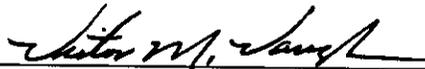
WHEREAS, a request was made for final approval of a Lease Extension Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Chevron U.S.A. Inc., whereas said parties desire to amend the Deferred Development term of said Lease from two (2) to three (3) years, with an option by Lessee to extend an additional one (1) year; each extension being in consideration of the payment of the full per acre bonus on the outside acreage, affecting State Lease No. 19547, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-42;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant final approval of the Lease Extension Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Chevron U.S.A. Inc. on the Docket as Item No. 12-42.

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 14th day of November, 2012, 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 Ms. Smith, the following resolution was offered and unanimously adopted:

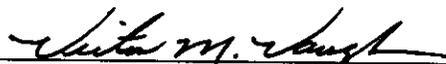
WHEREAS, a request was made for final approval of a Lease Extension Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Chevron U.S.A. Inc., et al, whereas said parties desire to amend Paragraph 2 of State Lease Nos. 19534, 19536, 19537 and 19540 to revise said leases from five (5) years to six (6) years, with an option by Lessee to extend an additional one (1) year, each extension being consideration of the full bonus per acre amount and royalty increase from 22% to 22.5% for the first year of extension only, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-43;

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 by and between the State of Louisiana, through the State Mineral and Energy Board and Chevron U.S.A. Inc. on the Docket as Item No. 12-43.

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 14th day of November, 2012, 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 Ms. Smith, the following resolution was offered and unanimously adopted:

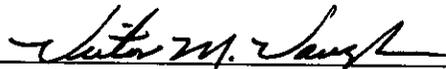
WHEREAS, a request was made for final approval of a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board and Chevron U.S.A. Inc., et al, whereas said parties desire to amend any prior shut-in payment clause presently found in said Lease with new oil shut-in payment clause and raise gas shut-in clause payment to \$50.00 per acre, affecting State Lease Nos. 19534, 19536, 19537, 19540 and 19547, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-44;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant final approval of the Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board and Chevron U.S.A. Inc. on the Docket as Item No. 12-44.

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 14th day of November, 2012, 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. Smith, the following resolution was offered and unanimously adopted:

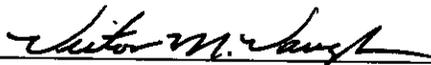
WHEREAS, a request was made for final approval of a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board and Clayton Williams Energy, Inc., et al, whereas said parties desire to amend said leases to include a Force Majeure Provision and other required clauses, affecting State Lease Nos. 17376 and 17378, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-45;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant final approval of the Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board and Clayton Williams Energy, Inc. on the Docket as Item No. 12-45.

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 14th day of November, 2012, 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. Smith, the following resolution was offered and unanimously adopted:

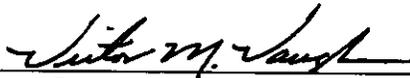
WHEREAS, a request was made for final approval of a Settlement Agreement and Release by and between the State of Louisiana, The Department of Natural Resources, The Louisiana Office of Mineral Resources and Plaquemines Parish Government, whereas said parties desire to settle a dispute between the state and the private claimant(s), affecting State Lease Nos. 15918, 16628 and 17382, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-46;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant final approval of the Settlement Agreement and Release by and between the State of Louisiana, The Department of Natural Resources, The Louisiana Office of Mineral Resources and Plaquemines Parish Government on the Docket as Item No. 12-46.

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 14th day of November, 2012, 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 Ms. Smith, the following resolution was offered and unanimously adopted:

WHEREAS, a request was made by Energy Properties, Inc. to withdraw its request for an Operating Agreement on forty (40) acres of state owned waterbottoms affecting a portion of former State Lease No. 11136 located in Couba Island Field, Jefferson and St. Charles Parishes, Louisiana;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant approval to Energy Properties, Inc. to withdraw its' request for an operating agreement and that the Board rescind the resolution adopted at the September 12, 2012 meeting granting Staff the authority to negotiate an operating agreement with Energy Properties, Inc. and make the 40 acres available for leasing again.

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 14th day of November, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

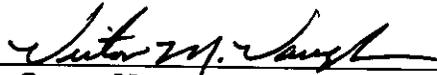
WHEREAS, a request was made by Staff for ratification by the State Mineral and Energy Board of a correction of the property description as incorrectly advertised in the Advocate on January 27, 2012 for the proposed operating agreement which was awarded at the February 8, 2012 Board meeting and became Operating Agreement A0321, and of Operating Agreement A0321 itself;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board ratify the corrected advertisement and Operating Agreement A0321.

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 14th day of November, 2012, 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. Smith, the following resolution was offered and unanimously adopted:

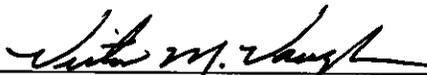
WHEREAS, a request was made by Clayton Williams Energy, Inc. for authority to escrow funds in regard to State Lease No. 19706 for royalties attributable to disputed acreage contained within Unit Tracts E and F of the 9,400' RA SUA under Order Number 890-Z, Coquille Bay Field, Plaquemines Parish, Louisiana;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant the requested authority, retroactive to September 11, 2012, and continuing for a period of ninety (90) days, or until a concursus petition is filed, whichever occurs first. The State Mineral and Energy Board further authorizes Clayton Williams Energy, Inc. to deposit said funds into a trust account maintained by their attorney, with interest to accumulate at a rate equal to the same rate as it would accumulate in the registry of the court.

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 14th day of November, 2012, 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 Ms. Smith, the following resolution was offered and unanimously adopted:

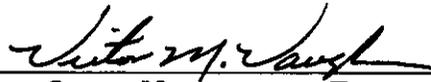
WHEREAS, a request was made by Staff to rescind approval of the assignment of State Lease No. 18441 from Genesis Producing Company, L.P. to Smith Big Oil Corp. approved by the Board on June 13, 2012, on the grounds that said assignment may have been fraudulently obtained in that suit has been filed in the 152nd Judicial District Court, County of Harris, State of Texas by Genesis seeking to annul the assignment on grounds it was fraudulently obtained, said court having issued an injunction in the matter;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board rescind its approval of the assignment of State Lease No. 18441 formerly approved by the Board on June 13, 2012, from Genesis Producing Company, L.P. to Smith Big Oil Corp. until a final and un-appealable judgment be rendered in the courts of Texas determining the issue of fraud alleged in obtaining the assignment.

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 14th day of November, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

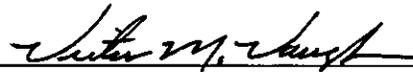
WHEREAS, a discussion in executive session was held in regard to the suit entitled: Kenneth Webb, et al v. DNR, et al, Suit No. 72615, 42nd Judicial District Court, Parish of Desoto, State of Louisiana;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant ratification of the writ application previously filed with the Louisiana Fourth Circuit Court of Appeals.

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 14th day of November, 2012, 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

DOCKET REVIEW COMMITTEE REPORT

The Docket Review Committee convened at 10:37 a.m. on Wednesday, November 14, 2012. Board Members present were Mr. Stephen Chustz, DNR Interim Secretary, Mr. W. Paul Segura, Jr., Ms. Helen G. Smith, Mr. Thomas W. Sanders, Mr. Thomas L. Arnold, Jr., Mr. Emile Cordaro, Mr. Darryl D. Smith and Mr. 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;

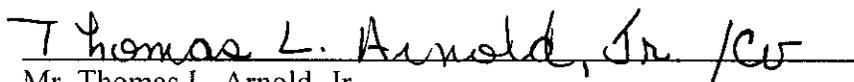
Approve all Assignments on pages 2 through 14;

Approve the following items upon recommendation of the Legal and Title Controversy Committee: Docket Item Nos. 12-42, 12-43, 12-44, 12-45 and 12-46 on pages 16 and 17.

Upon Motion of Mr. Sanders, seconded by Ms. 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. Sanders, and seconded by Ms. Smith, the committee voted unanimously to adjourn the meeting at 10:40 a.m.

Respectfully submitted,


Mr. Thomas L. Arnold, Jr.
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. Sanders, seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Oil, Gas and Mineral Lease from the Lafourche Parish School Board, dated September 26, 2012, awarded to Allen & Kirmse, Ltd., covering lands located in Section 16, Township 21 South, Range 22 East, Lafourche Parish, Louisiana, containing approximately 68 acres, with further contractual obligations being more enumerated in the instrument.

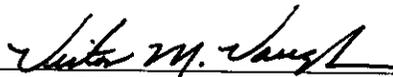
The State of Louisiana, through the State Mineral and Energy Board, asserts and claims title to the beds and bottoms of any navigable waterbed that may be located within the boundaries of the lands leased, and this approval shall not cover or extend to, or be construed as affecting the State's title 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 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Stone Energy Corporation to Stone Energy Offshore, L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 15042, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Stone Energy Offshore, 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;

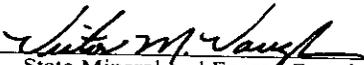
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Stone Energy Corporation to Stone Energy Offshore, L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 6894, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Stone Energy Offshore, 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;

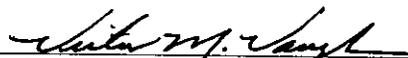
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Stone Energy Corporation to Stone Energy Offshore, L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 6706, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Stone Energy Offshore, 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;

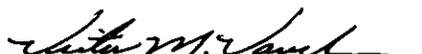
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Stone Energy Corporation to Stone Energy Offshore, L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 13287, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Stone Energy Offshore, 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;

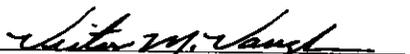
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Challenger Minerals, Inc. to Knight Resources, LLC, of all of Assignor's right, title and interest in and to State Lease No.1278, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Glenn Resources Corporation to Mount Franklin Irrevocable Trust, of all of Assignor's right, title and interest in and to State Lease No. 13734, Lincoln and Union Parishes, Louisiana, with further particulars being stipulated in the instrument.

Midroc 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;

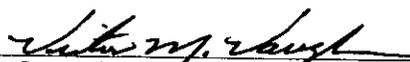
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 14th day of November, 2012, 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

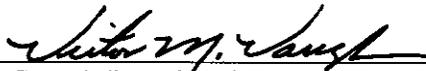
LOUISIANA STATE MINERAL AND ENERGY BOARD

On motion of Mr. Sanders, seconded by Ms. 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 14, 2012, Meeting be approved, said instrument being a Correction of Resolution No. 4 from the August 11, 2012 Meeting, being a Change of Name whereby Questar Exploration and Production Company is changing its name to QEP Energy Company, whereas State Lease No. 4724 was omitted from said resolution and is hereby being added, affecting State Lease Nos. 4724, 6708, 16125, 16438, 18370 and 19123, Bossier and Caddo Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Pride Oil & Gas Properties, Inc. to Catapult Exploration, LLC, of all of Assignor's right, title and interest in and to State Lease No. 21021, Vermilion Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

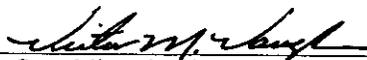
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Stone Energy Corporation to Stone Energy Offshore, L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 15612, Iberia Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

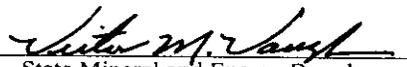
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being a Change of Name whereby Halliburton Company is changing its name to Halliburton Energy Services, Inc., affecting State Lease No. 10251, St. Mary Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Petroleum Partners, L.L.C., of all of Assignor's right, title and interest to the following in the proportions set out below:

Mineral Investors LLC	50 00%
Mineral Investors II LLC	50 00%

in and to State Lease No 20879, Claiborne and Union Parishes, Louisiana, with further particulars being stipulated in the instrument.

Mineral Investors 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;

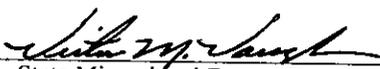
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Westgrove Energy Holdings, LLC, of an undivided 50% of Assignor's right, title and interest to the following in the proportions set out below:

Flare Resources Inc.	27.50%
Wadi Petroleum, Inc.	15.00%
Pruet Offshore Company	7.50%

in and to State Lease No. 20344, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Flare 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 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;

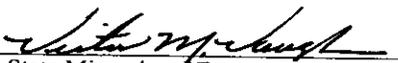
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Theophilus Oil, Gas & Land Services, L.L.C. to Apache Corporation, of all of Assignor's right, title and interest in and to State Lease Nos. 20989, 21022 and 21023, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

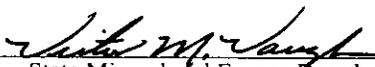
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being a Sublease from Cohort Energy Company to Chesapeake Louisiana L.P., of all of Sublessor's right, title and interest in and to State Lease No. 18181, Bienville, Bossier and Webster Parishes, Louisiana, **INSOFAR AND ONLY INSOFAR AS** the lease covers depths from the top of the Haynesville Shale formation at 10,670' and below in Section 5 of T16N, R10W, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

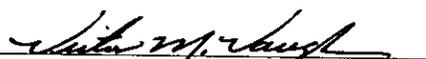
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Synergy Land Company, Inc., of all of Assignor's right, title and interest to the following in the proportions set out below:

Vapor Solutions, Inc.	35.00%
W&T Offshore, Inc	65.00%

in and to State Lease No. 20969, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

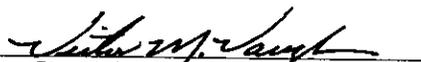
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Forza Operating LLC to Fortis Exploration LLC, of all of Assignor's right, title and interest in and to State Lease No. 18077, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

Forza Operating 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;

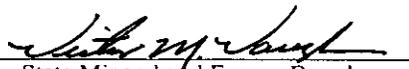
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Forza Operating LLC to Fortis Exploration LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 14589 and Operating Agreement "A0320", Lafourche Parish, Louisiana, with further particulars being stipulated in the instrument.

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

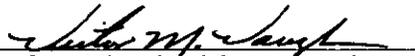
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

- 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 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Stone Energy Corporation to Stone Energy Offshore, L.L.C. of all of Assignor's right, title and interest in and to State Lease No 743, Iberia Parish, Louisiana, with further particulars being stipulated in the instrument.

Stone Energy Offshore, 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;

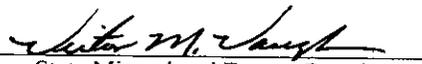
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Dynamic Exploration, Inc to Dynamic Exploration Partners, L.L.C. of all of Assignor's right, title and interest in and to State Lease No. 2038, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument.

Dynamic Exploration Partners, 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;

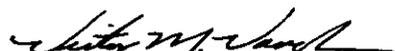
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Dynamic Exploration, Inc to Dynamic Exploration Partners, L.L.C. of all of Assignor's right, title and interest in and to State Lease Nos. 15470 and 15855, St. Mary and Terrebonne Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

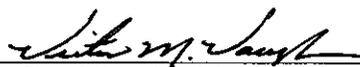
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

- 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 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Marlin Onshore I, L.L.C. to Shoreline Southeast LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 19742 and 19743, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

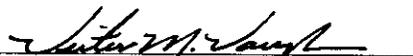
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from SR Acquisition I, LLC to Sito Exploration LLC, of an undivided 20% of Assignor's right, title and interest in and to State Lease Nos. 20846 and 20849, LaSalle Parish, Louisiana, with further particulars being stipulated in the instrument.

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

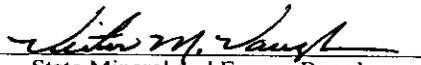
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from SR Acquisition I, LLC to Sito Exploration LLC, of an undivided 20% of Assignor's right, title and interest in and to State Lease Nos. 20884 and 20886, LaSalle Parish, Louisiana, with further particulars being stipulated in the instrument.

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

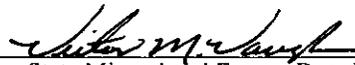
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from W. B. Burkenroad, Jr. to Burkenroad Energy Company, of all of Assignor's right, title and interest in and to State Lease No. 1972, Jefferson and Lafourche Parishes, Louisiana, with further particulars being stipulated in the instrument

Burkenroad 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,

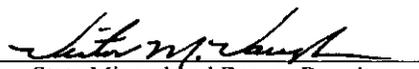
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Burkenroad Energy Company, of all of Assignor's right, title and interest to the following in the proportions set out below:

BSS Energy, LLC	50.00%
Aaron or Peggy Selber Oil Company, L.L.C.	50.00%

in and to State Lease No. 1972, Jefferson and Lafourche Parishes, Louisiana, with further particulars being stipulated in the instrument.

BSS 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;

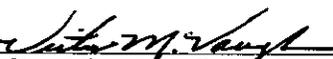
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being a Merger whereby Aaron or Peggy Selber Oil Company, L.L.C. is merging with and into Aaron or Peggy Selber Oil Company, L.P., affecting State Lease No. 1972, Jefferson and Lafourche Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. 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 14, 2012 Meeting be approved, said instrument being an Assignment from Falcon Seaboard Oil and Gas, L.P. to Falcon Seaboard Oil and Gas, L.L.C., of all of Assignor's right, title and interest in and to State Lease Nos. 15470 and 15855, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

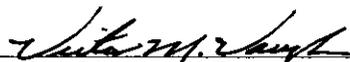
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 14th day of November, 2012, 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

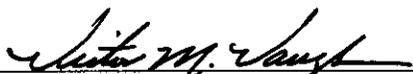
LOUISIANA STATE MINERAL AND ENERGY BOARD

On motion of Mr. Sanders, seconded by Ms. 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 14, 2012, Meeting be approved, said instrument being a Correction of Resolution No. 26 from the March 11, 2009 Meeting, being a Change of Name whereby Winwell Resources, Inc. is changing its name to Winwell Resources, L.L.C., whereas State Lease Nos. 3552, 6111, 6856, 6932, 7028 and 13920 were omitted from said resolution and are hereby being added, affecting State Lease Nos. 3552, 5849, 5933, 5978, 6111, 6629, 6856, 6932, 7028 and 13920, Bossier, Caddo, DeSoto, Grant and LaSalle Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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

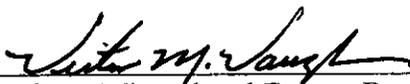
LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 29 from the November 14, 2012, Meeting be approved, said instrument being a Correction of Resolution No. 4 from the August 11, 2012 Meeting, being a Change of Name whereby Questar Exploration and Production Company is changing its name to QEP Energy Company, whereas State Lease Nos. 4724, 5664 and 6037 were omitted from said resolution and are hereby being added, affecting State Lease Nos. 4724, 5664, 6037, 6708, 16125, 16438, 18370 and 19123, Bienville, Bossier and Caddo Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 30 from the November 14, 2012 Meeting be approved, said instrument being a Change of Name whereby Hardy Oil & Gas USA, Inc. is changing its name to Mariner Energy, Inc., affecting State Lease No. 2077, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

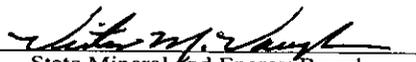
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 31 from the November 14, 2012 Meeting be approved, said instrument being an Assignment from Triton Oil & Gas Corp. to Bristol Resources Corporation, of all of Assignor's right, title and interest in and to State Lease No. 2024, Iberville and St. Martin Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

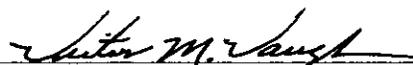
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 32 from the November 14, 2012 Meeting be approved, said instrument being an Assignment from Bristol Resources Corporation to Chaparral Oil, L.L.C. and CEI Bristol Acquisition, L.P., of all of Assignor's right, title and interest in and to State Lease No 2024, Iberville and St. Martin Parishes, Louisiana, with further particulars being stipulated in the instrument.

Chaparral Oil, 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;

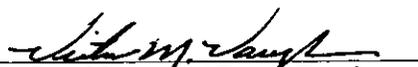
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 14th day of November, 2012, 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. Sanders seconded by Ms. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 33 from the November 14, 2012 Meeting be approved, said instrument being an Assignment from CEI Bristol Acquisition, L.P to Chaparral Oil, L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 2024, Iberville and St. Martin Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

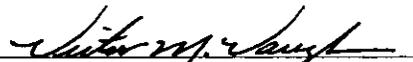
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

- 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 14th day of November, 2012, 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. Sanders seconded by Ms. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 34 from the November 14, 2012 Meeting be approved, said instrument being a Merger whereby Chaparral Oil, L.L.C. is merging with and into Chaparral Energy, L.L.C., affecting State Lease No. 2024, Iberville and St. Martin Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

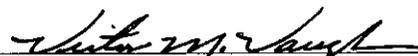
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 35 from the November 14, 2012 Meeting be approved, said instrument being an Assignment from Chaparral Energy, L.L.C. to Hilcorp Energy I, L.P., of all of Assignor's right, title and interest in and to State Lease No. 2024, Iberville and St. Martin 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.

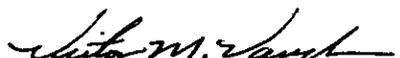
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

- 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 14th day of November, 2012, 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. Sanders seconded by Ms. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 36 from the November 14, 2012 Meeting be approved, said instrument being a Merger whereby Mariner Energy, Inc. is merging with and into Apache Deepwater LLC, under the name of Apache Deepwater LLC, affecting State Lease No. 2077, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

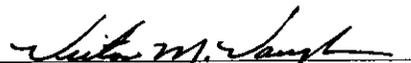
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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

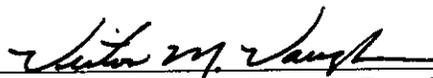
LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 37 from the November 14, 2012, Meeting be approved, said instrument being a Correction of Resolution No. 27 from the July 14, 1999 Meeting, being a Merger whereby Snyder Oil Corporation merged with and into Santa Fe Resources, Inc., under the name of Santa Fe Snyder Corporation, whereas State Lease Nos. 5419, 7584, 10100, 11384 and 11859 were omitted from said resolution and are hereby being added, affecting State Lease Nos. 4218, 5419, 6003, 7515, 7584, 8129, 8512, 9570, 9571, 9572, 10100, 11035, 11036, 11384, 11859, 12036, 12499 and 12569, Acadia, Caldwell, Cameron, Concordia, Jefferson Davis, Plaquemines, Pointe Coupee, Red River, Vermilion and West Feliciana Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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

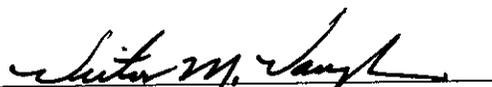
LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 38 from the November 14, 2012, Meeting be approved, said instrument being a Correction of Resolution No. 41 from the December 13, 2000 Meeting, being a Merger whereby Devon Merger Co is merging with and into Santa Fe Snyder Corporation, under the name of Devon SFS Operating, Inc., whereas State Lease Nos. 5419, 7584, 10100, 11384 and 11859 were omitted from said resolution and are hereby being added, affecting State Lease Nos. 4218, 5419, 5788, 6003, 7515, 7584, 8129, 8512, 9570, 9571, 9572, 10100, 10575, 11384, 11859, 12036, 12499, 12569 and 16559, Acadia, Caldwell, Cameron, Concordia, Jefferson Davis, Plaquemines, Pointe Coupee, Red River, Vermilion and West Feliciana Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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

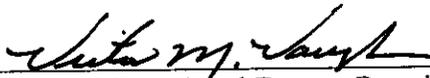
LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 39 from the November 14, 2012, Meeting be approved, said instrument being a Correction of Resolution No. 16 from the January 8, 2003 Meeting, being an Merger whereby Devon SFS Operating Inc. is merging and into Devon Energy Production Company, L.P., under the name of Devon Energy Production Company, L.P., whereas State Lease Nos. 5419, 7584, 10100, 11859 and 11384 were omitted from said resolution and are hereby being added, affecting State Lease Nos. 4218, 5419, 6003, 7584, 8512, 9571, 10100, 10575, 11384, 11859, 12036, 12499 and 12569, Acadia, Caldwell, Cameron, Concordia, Jefferson Davis, Ouachita, Plaquemines, Red River and Vermilion Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 40 from the November 14, 2012 Meeting be approved, said instrument being a Change of Name from Sabco Oil and Gas Corporation to Sabco Oil and Gas Company, LLC, affecting State Lease No. 17451, St. Bernard Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012, 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. Sanders seconded by Ms. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 41 from the November 14, 2012 Meeting be approved, said instrument being an Assignment from Vamos Oil & Gas, LLC to W Oil, LLC, of all of Assignor's right, title and interest in and to State Lease No. 17236, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

W Oil, 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 14th day of November, 2012, 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. Sanders seconded by Ms. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 42 from the November 14, 2012 Meeting be approved, said instrument being an Assignment and Correction of Assignment from Martin-Marks Minerals L.L.C., Marks Explorer LLC, W Oil LLC, Hew-Tex Oil & Gas Corporation, Stone Industries, Inc., Coquille Bay Investors II LLC, East Coquille Bay II, L.L.C., Saxheim, LLC, Paladin Energy Corp., Delta Operating Corporation and Northlake Production, L.L.C. to Dimension Energy C.B., L.L.C., of all of Assignor's right, title and interest in and to State Lease No. 17236, Plaquemine Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** said lease covers and affects the lands within the C1B C RA SUA, Coquille Bay Field, Plaquemines Parish, Louisiana, **AND FURTHER LIMITED TO** the depths from the surface down to 10,030' being the stratigraphic equivalent of the base of the Tex. L1 Sand (10,100' Sand), with further particulars being stipulated in the instrument.

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

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

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

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

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

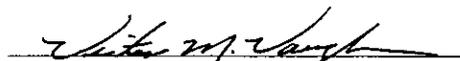
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 14th day of November, 2012, 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

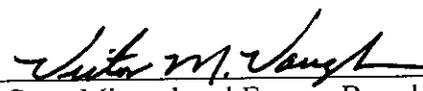
On motion of Mr. Sanders, seconded by Ms. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12-42 from the November 14, 2012, Meeting be approved, said instrument being a Lease Extension Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Chevron U.S.A. Inc., whereas said parties desire to amend the Deferred Development term of said Lease from two (2) to three (3) years, with an option by Lessee to extend an additional one (1) year, affecting State Lease No. 19547, 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 14th day of November, 2012 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

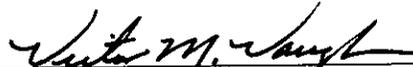
On motion of Mr. Sanders, seconded by Ms. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12-43 from the November 14, 2012, Meeting be approved, said instrument being a Lease Extension Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Chevron U.S.A. Inc., et al, whereas said parties desire to amend Paragraph 2 of State Lease Nos. 19534, 19536, 19537 and 19540 to revise said leases from five (5) years to six (6) years, with an option by Lessee to extend an additional one (1) year, 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 14th day of November, 2012 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

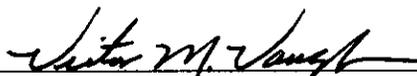
On motion of Mr. Sanders, seconded by Ms. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12-44 from the November 14, 2012, Meeting be approved, said instrument being an Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board and Chevron U.S.A. Inc., et al, whereas said parties desire to amend any prior shut-in payment clause presently found in said Lease with new oil shut-in payment clause, affecting State Lease Nos. 19534, 19536, 19537, 19540 and 19547, 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 14th day of November, 2012 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

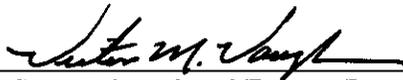
On motion of Mr. Sanders, seconded by Ms. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12-45 from the November 14, 2012, Meeting be approved, said instrument being a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board and Clayton Williams Energy, Inc., et al, whereas said parties desire to amend said leases to include a Force Majeure Provision and other required clauses, affecting State Lease Nos. 17376 and 17378, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012 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

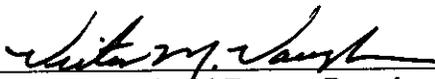
On motion of Mr. Sanders, seconded by Ms. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12-46 from the November 14, 2012, Meeting be approved, said instrument being a Settlement Agreement and Release by and between the State of Louisiana, The Department of Natural Resources, The Louisiana Office of Mineral Resources and Plaquemines Parish Government, whereas said parties desire to settle a dispute between the state and the private claimant(s), affecting State Lease Nos. 15918, 16628 and 17382, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 14th day of November, 2012 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