

MINUTES

STATE MINERAL AND ENERGY BOARD

REGULAR MEETING AND LEASE SALE

AUGUST 8, 2012

A Regular Meeting and Lease Sale of the State Mineral and Energy Board was held on Wednesday, August 8, 2012, beginning at 11:05 a.m. in the La Belle Room, First Floor, LaSalle Office Building, Baton Rouge, Louisiana, subject to the call of the Governor and Ex-Officio Chairman.

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

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

The following members of the Board were recorded as absent:

Scott A. Angelle, Chairman
Bay E. Ingram

Ms. Talley announced that nine (9) 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
Ryan Seidemann, Assistant Attorney General
Jackson Logan, Assistant Attorney General

At this time, the Chairman asked everyone present to observe a moment of silence in memory of Mr. Jack Caldwell, former DNR Secretary, who passed away on July 31st. Mr. Caldwell served as Secretary from 1996-2004 under Governor Mike Foster's administration.

The Chairman then stated that the next order of business was the approval of the July 11, 2012 Minutes. A motion was made by Mr. Arnold to adopt the Minutes as submitted and to waive reading of same. His motion was seconded by Ms. Smith and unanimously adopted by the Board. (No public comment was made at this time.)

The Chairman then stated that the next order of business would be the adoption of the Committee recommendations. Upon motion of Mr. Arnold, seconded by Mr. Smith, 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 11:08 a.m. and go into executive session for technical briefing in order to consider matters before the Board which were confidential in nature. A motion was made by Mr. Arnold, seconded by Ms. Smith, and unanimously adopted by the Board.

During the technical briefing, the Board conferred with staff personnel concerning the merit of the bids that were submitted and opened earlier today at a public meeting*, based on geological, engineering and other confidential data and analyses available to the Board and staff, after which, upon motion of Mr. Arnold, seconded by Mr. Kline, and unanimously adopted by the Board, the Board reconvened in open session at 11:20 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. Jason Talbot, the following action was then taken by the Board. Leases awarded were conditioned on tract descriptions being accurate, overlapped prior leases being subtracted from acreage bid on, acreage amount being verified and agreed between bidder and state and portion bids verified as being located within advertised boundary of tracts. (No public comment was made at this time.)

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42780, said portion being 255.42 acres more particularly described in said bid and outlined on accompanying plat, to Theophilus Oil, Gas & Land Services, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42782 to Charleston Energy Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42783 to Charleston Energy Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42784 to Charleston Energy Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42785 to Charleston Energy Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42786 to Tacoma Energy Corporation.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42787 to Strata Acquisitions LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42788 to Charleston Energy Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42789 to Tacoma Energy Corporation.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42790 to Charleston Energy Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42791 to Strata Acquisitions LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42792 to Tacoma Energy Corporation.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42793 to Tacoma Energy Corporation.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42794 to Kepco Operating, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42795, said portion being 57.0 acres more particularly described in said bid and outlined on accompanying plat, to Bayou Resources LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42796 to Munoco Company L.C.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42797, said portion being 52.00 acres more particularly described in said bid and outlined on accompanying plat, to Geoterre, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42798, said portion being 107.00 acres more particularly described in said bid and outlined on accompanying plat, to Geoterre, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42799 to Sklarco LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42802 to Elysium Natural Resources, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42803 to Elysium Natural Resources, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42805, said portion being 17.000 acres more particularly described in said bid and outlined on accompanying plat, to Synergy Land Company, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42806 to Woodland Petroleum Corporation.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42810, said portion being 189.000 acres more particularly described in said bid and outlined on accompanying plat, to Basin Properties, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42814, said portion being 1,072.0 acres more particularly described in said bid and outlined on accompanying plat, to PetroQuest Energy, L.L.C.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42825 to Patrick L. Donohue Petroleum Properties, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42827, said portion being 2,216.07 acres more particularly described in said bid and outlined on accompanying plat, to Cinco Land & Exploration, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42834, said portion being 710.670 acres more particularly described in said bid and outlined on accompanying plat, to Cinco Land & Exploration, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42852, said portion being 98.0 acres more particularly described in said bid and outlined on accompanying plat, to Alpine Exploration Companies, Inc. The awarding of this lease is subject to verification of property description.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42854 to Swift Energy Operating, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42855 to Midstates Petroleum Company LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42856 to Midstates Petroleum Company LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42867, said portion being 786.840 acres more particularly described in said bid and outlined on accompanying plat, to Pride Oil & Gas Properties, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42869, said portion being 180.97 acres more particularly described in said bid and outlined on accompanying plat, to Theophilus Oil, Gas & Land Services, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on another portion of Tract 42869, said portion being 319.89 acres more particularly described in said bid and outlined on accompanying plat, to Theophilus Oil, Gas & Land Services, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42872, said portion being 429.67 acres more particularly described in said bid and outlined on accompanying plat, to Castex Energy Partners, LP.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 42877, said portion being 74.600 acres more particularly described in said bid and outlined on accompanying plat, to Caza Petroleum, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42881 to Sklarco LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42882 to Tacoma Energy Corporation.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42883 to Tacoma Energy Corporation.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42884 to Tacoma Energy Corporation.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42885 to Strata Acquisitions LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42886 to Strata Acquisitions LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42887 to Strata Acquisitions LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42888 to Strata Acquisitions LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42889 to Strata Acquisitions LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42890 to Strata Acquisitions LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42891 to Strata Acquisitions LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42892 to Strata Acquisitions LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42893 to Carla Petroleum, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 42894 to Tacoma Energy Corporation.

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 \$4,907,976.29 bringing the fiscal year-to-date total to about \$5.5 million.

Also, starting next Wednesday is our annual oil and gas conference at The Roosevelt Hotel in New Orleans. We're still accepting registration up until the conference starts."

The Chairman then stated "that everyone is encouraged, if you haven't been before, to attend the oil and gas seminar. It is really great.

I would also like to thank the staff for setting up the site tour of the Chevron Lineham Creek oil rig in Cameron Parish near the Rockefeller Refuge. We toured it two weeks ago and Mr. Sanders came. It was a really great tour and an impressive site. To make a correction of what was previously announced, it is the deepest and biggest oil rig in North America. It was a real impressive site.

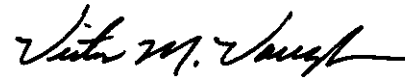
Also, at this time, I would like to recognize Ms. Marjorie McKeithen who is in the back of the room. She was a former Board member and was the Secretary for the Mineral Board as well. Thank you for coming Marjorie."

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The Chairman then stated there being no further business to come before the Board, upon motion of Mr. Smith, seconded by Mr. Sanders, the meeting was adjourned at 11:25 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 AUGUST 8, 2012 MINUTES
BY REFERENCE**

A public meeting for the purpose of opening sealed bids was held on Wednesday, August 8, 2012, beginning at 8:30 a.m. in the La Belle Room, First Floor, LaSalle Office Building, Baton Rouge, Louisiana.

Recorded as present were:

Thomas L. Arnold, Jr., Mineral and Energy Board member
Robert "Michael" Morton, Mineral and Energy Board member
Thomas W. Sanders, Mineral and Energy Board member

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
Ryan Seidemann, Assistant Attorney General
Jackson Logan, Assistant Attorney General

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

August 8, 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. 42780 through 42894, 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 42780 (Portion – 255.42 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Five (5) years
Cash Payment	:	\$96,037.92
Annual Rental	:	\$48,018.96
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42781

No Bids

INLAND TRACTS

Tract 42782

Bidder	:	Charleston Energy Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$38,736.00
Annual Rental	:	\$19,368.00
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42783

Bidder	:	Charleston Energy Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$227,036.00
Annual Rental	:	\$113,518.00
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42784

Bidder	:	Charleston Energy Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$13,450.00
Annual Rental	:	\$6,725.00
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42785

Bidder	:	Charleston Energy Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$404,576.00
Annual Rental	:	\$202,288.00
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42786

Bidder	:	Tacoma Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$24,748.00
Annual Rental	:	\$12,374.00
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42787

Bidder	:	Strata Acquisitions LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$91,998.00
Annual Rental	:	\$45,999.00
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42788

Bidder	:	Charleston Energy Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$167,856.00
Annual Rental	:	\$83,928.00
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42789

Bidder	:	Tacoma Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$21,520.00
Annual Rental	:	\$10,760.00
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42790

Bidder	:	Charleston Energy Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$6,994.00
Annual Rental	:	\$3,497.00
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42791

Bidder	:	Strata Acquisitions LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$208,744.00
Annual Rental	:	\$104,372.00
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42792

Bidder	:	Tacoma Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$15,064.00
Annual Rental	:	\$7,532.00
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42793

Bidder	:	Tacoma Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$327,104.00
Annual Rental	:	\$163,552.00
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42794

Bidder	:	Kepeco Operating, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$33,555.24
Annual Rental	:	\$16,771.62
Royalties	:	20.60000% on oil and gas
	:	20.60000% on other minerals
Additional Consideration	:	None

Tract 42794

Bidder	:	Far West Development, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$12,124.57
Annual Rental	:	\$6,062.29
Royalties	:	1/5th on oil and gas
	:	1/5th on other minerals
Additional Consideration	:	None

Tract 42795
(Portion – 57 acres)

Bidder	:	Bayou Resources LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$4,275.00
Annual Rental	:	\$2,137.50
Royalties	:	20% on oil and gas
	:	20% on other minerals
Additional Consideration	:	None

Tract 42796

Bidder	:	Munoco Company L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$1,032.02
Annual Rental	:	\$516.01
Royalties	:	25.00000% on oil and gas
	:	25.00000% on other minerals
Additional Consideration	:	None

Tract 42797
(Portion – 52.00 acres)

Bidder	:	Geoterre, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$3,900.00
Annual Rental	:	\$1,950.00
Royalties	:	20.5% on oil and gas
	:	20.5% on other minerals
Additional Consideration	:	None

Tract 42798
(Portion – 107.00 acres)

Bidder	:	Geoterre, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$8,025.00
Annual Rental	:	\$4,012.50
Royalties	:	20.5% on oil and gas
	:	20.5% on other minerals
Additional Consideration	:	None

Tract 42799

Bidder	:	Sklarco LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$85,275.00
Annual Rental	:	\$42,637.50
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42800

No Bids

Tract 42801

No Bids

Tract 42802

Bidder	:	Elysium Natural Resources, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$6,130.30
Annual Rental	:	\$3,065.15
Royalties	:	25.00000% on oil and gas
	:	25.00000% on other minerals
Additional Consideration	:	None

Tract 42803

Bidder	:	Elysium Natural Resources, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$8,299.11
Annual Rental	:	\$4,149.55
Royalties	:	25.00000% on oil and gas
	:	25.00000% on other minerals
Additional Consideration	:	None

Tract 42804

No Bids

Tract 42805
(Portion – 17.000 acres)

Bidder	:	Synergy Land Company, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$6,035.00
Annual Rental	:	\$3,018.00
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42806

Bidder	:	Woodland Petroleum Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$5,000.00
Annual Rental	:	\$5,000.00
Royalties	:	25.00000% on oil and gas
	:	25.00000% on other minerals
Additional Consideration	:	None

Tract 42807

No Bids

Tract 42808

No Bids

Tract 42809

No Bids

Tract 42810
(Portion – 189.000 acres)

Bidder	:	Basin Properties, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$57,456.00
Annual Rental	:	\$28,728.00
Royalties	:	20.00000% on oil and gas
	:	20.00000% on other minerals
Additional Consideration	:	None

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Tract 42811

No Bids

Tract 42812

No Bids

Tract 42813

No Bids

Tract 42814
(Portion – 1,072.0 acres)

Bidder	:	PetroQuest Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$1,348,576.00
Annual Rental	:	\$674,288.00
Royalties	:	25.00000% on oil and gas
	:	25.00000% on other minerals
Additional Consideration	:	None

Tract 42815

No Bids

Tract 42816

No Bids

Tract 42817

No Bids

Tract 42818

No Bids

Tract 42819

No Bids

Tract 42820

No Bids

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Tract 42821

No Bids

Tract 42822

No Bids

Tract 42823

No Bids

Tract 42824

No Bids

Tract 42825

Bidder	:	Patrick L. Donohue Petroleum Properties, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$48,248.00
Annual Rental	:	\$24,124.00
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42826

No Bids

Tract 42827
(Portion – 2,216.07 acres)

Bidder	:	Cinco Land & Exploration, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$498,615.75
Annual Rental	:	\$249,307.88
Royalties	:	21.50000% on oil and gas
	:	21.50000% on other minerals
Additional Consideration	:	None

Tract 42828

No Bids

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Tract 42829

No Bids

Tract 42830

No Bids

Tract 42831

No Bids

Tract 42832

No Bids

Tract 42833

No Bids

Tract 42834
(Portion – 710.670 acres)

Bidder	:	Cinco Land & Exploration, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$152,794.05
Annual Rental	:	\$76,397.03
Royalties	:	21.50000% on oil and gas
	:	21.50000% on other minerals
Additional Consideration	:	None

Tract 42835

No Bids

Tract 42836

No Bids

Tract 42837

No Bids

Tract 42838

No Bids

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Tract 42839

No Bids

Tract 42840

No Bids

Tract 42841

No Bids

Tract 42842

No Bids

Tract 42843

No Bids

Tract 42844

No Bids

Tract 42845

No Bids

Tract 42846

No Bids

Tract 42847

No Bids

Tract 42848

No Bids

Tract 42849

No Bids

Tract 42850

No Bids

Tract 42851

No Bids

Tract 42852
(Portion – 98.0 acres)

Bidder	:	Alpine Exploration Companies, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$22,050.00
Annual Rental	:	\$11,025.00
Royalties	:	21.5% on oil and gas
	:	21.5% on other minerals
Additional Consideration	:	None

Tract 42853

No Bids

Tract 42854

Bidder	:	Swift Energy Operating, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$23,407.30
Annual Rental	:	\$11,703.65
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

STATE AGENCY TRACTS

Tract 42855

Bidder	:	Midstates Petroleum Company LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$6,500.00
Annual Rental	:	\$3,250.00
Royalties	:	21.00000% on oil and gas
	:	21.00000% on other minerals
Additional Consideration	:	None

Tract 42856

Bidder	:	Midstates Petroleum Company LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$500.00
Annual Rental	:	\$250.00
Royalties	:	21.00000% on oil and gas
	:	21.00000% on other minerals
Additional Consideration	:	None

WHITE LAKE TRACTS

Tract 42857

No Bids

Tract 42858

No Bids

Tract 42859

No Bids

Tract 42860

No Bids

Tract 42861

No Bids

Tract 42862

No Bids

Tract 42863

No Bids

Tract 42864

No Bids

August 8, 2012

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Tract 42865

No Bids

Tract 42866

No Bids

Tract 42867
(Portion – 786.840 acres)

Bidder	:	Pride Oil & Gas Properties, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$135,336.48
Annual Rental	:	\$67,669.00
Royalties	:	16.67000% on oil and gas
	:	16.67000% on other minerals
Additional Consideration	:	None

Tract 42868

No Bids

PASS-A-LOUTRE WMA TRACTS

Tract 42869
(Portion – 180.97 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$68,044.72
Annual Rental	:	\$34,022.36
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42869
(Portion – 319.89 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$111,961.50
Annual Rental	:	\$55,980.75
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42870

No Bids

ATCHAFALAYA DELTA WMA-ST. MARY TRACTS

Tract 42871

No Bids

Tract 42872
(Portion – 429.67 acres)

Bidder	:	Castex Energy Partners, LP
Primary Term	:	Three (3) years
Cash Payment	:	\$196,359.19
Annual Rental	:	\$98,179.60
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42873

No Bids

Tract 42874

No Bids

Tract 42875

No Bids

Tract 42876

No Bids

Tract 42877
(Portion – 74.600 acres)

Bidder	:	Caza Petroleum, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$37,905.76
Annual Rental	:	\$18,952.88
Royalties	:	25.00000% on oil and gas
	:	25.00000% on other minerals
Additional Consideration	:	None

August 8, 2012

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Tract 42878

No Bids

Tract 42879

No Bids

Tract 42880

No Bids

TUNICA HILLS WMA TRACT

Tract 42881

Bidder	:	Sklarco LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$234,450.00
Annual Rental	:	\$117,225.00
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

TAX ADJUDICATED LANDS TRACTS

Tract 42882

Bidder	:	Tacoma Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$1,334.24
Annual Rental	:	\$667.12
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42883

Bidder	:	Tacoma Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$9,684.00
Annual Rental	:	\$4,842.00
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42884

Bidder	:	Tacoma Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$1,614.00
Annual Rental	:	\$807.00
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42885

Bidder	:	Strata Acquisitions LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$10,222.00
Annual Rental	:	\$5,111.00
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42886

Bidder	:	Strata Acquisitions LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$11,817.71
Annual Rental	:	\$5,908.86
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42887

Bidder	:	Strata Acquisitions LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$3,676.69
Annual Rental	:	\$1,838.35
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42888

Bidder	:	Strata Acquisitions LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$10,564.71
Annual Rental	:	\$5,282.36
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42889

Bidder	:	Strata Acquisitions LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$3,766.00
Annual Rental	:	\$1,883.00
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42890

Bidder	:	Strata Acquisitions LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$7,532.00
Annual Rental	:	\$3,766.00
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42891

Bidder	:	Strata Acquisitions LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$9,146.00
Annual Rental	:	\$4,573.00
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42892

Bidder	:	Strata Acquisitions LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$6,456.00
Annual Rental	:	\$3,228.00
Royalties	:	22.50000% on oil and gas
	:	22.50000% on other minerals
Additional Consideration	:	None

Tract 42893

Bidder	:	Carla Petroleum, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$3,760.00
Annual Rental	:	\$1,880.00
Royalties	:	20.00000% on oil and gas
	:	20.00000% on other minerals
Additional Consideration	:	None

VACANT STATE LAND TRACT

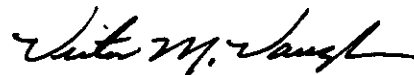
Tract 42894

Bidder	:	Tacoma Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$80,807.60
Annual Rental	:	\$40,403.80
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 9:25 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, August 8, 2012 at 9:37 a.m. with the following members of the board in attendance: Mr. Thomas L. Arnold Jr., Mr. Emile B. Cordaro, Mr. John C. "Juba" Diez, Mr. Robert "Michael" Morton, Mr. Darryl D. Smith, Ms. Helen G. Smith, Mr. Thomas W. Sanders and Mr. Chip Kline (sitting in for Garrett Graves, Governor Jindal's designee to the State Mineral and Energy Board).

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

I. Geological and Engineering Staff Review

According to SONRIS there are 1,894 active State Leases covering nearly 848,500 acres. The Geological and Engineering Division has reviewed approximately 175 leases covering 73,000 acres.

II. Committee Review

A staff report on State Lease 2038, Deep Lake Field, Cameron Parish. ExxonMobil Corporation is the lessee.

The recommendation was to accept approximate 400 acre partial release offered and that ExxonMobil be granted until February 13, 2013 to report on their efforts to execute the partial release and report on any new activity on the lease including the drilling of the 38-59 RA unit.

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

No Objection to 29-E Waiver, Sanchez Oil and Gas Corporation, SL 20846 No. 001, SN 244646, Catahoula Lake Field, LaSalle Parish affecting State Lease 20846.

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

IV. Report on Force Majeure

Request by staff to extend recognition of force majeure condition until the January 9, 2013 Board meeting affecting Stone Energy's SLs 15074, 17309 and A0285, resulting from the Texas Gas pipeline explosion that occurred April 9, 2012.


Updated 7/30/2012

Company Name	Lease Numbers
Leases Off Production Due to Non-storm Related Force Majeure Events	
Apache Corporation	A0137, 12105
Black Elk Energy	4237, 14905
Brammer Engineering	19141
Chevron	19534, 19536, 19547
Energy Properties Inc.	725
Hilcorp Energy Corp.	16100, 16293
Stone Energy	15074, 17309, A0285

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

On motion by Mr. Diez, seconded by Mr. Sanders, the Committee moved to adjourn its August 8, 2012 meeting at 9:43 a.m.

Respectfully submitted,


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

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEASE REVIEW COMMITTEE

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

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

WHEREAS, Stone Energy made a request to recognize that a force majeure condition exists due to a pipeline leak causing Tennessee Gas to shut-in the gas sales line on January 3, 2011 which services State Leases 15074, 17309 and Operating Agreement A0285, Terrebonne Parish, Louisiana;

WHEREAS, Stone Energy met with further delays in restoring production due to a Texas Gas Pipeline rupture and explosion on April 9, 2012;

WHEREAS, these leases and operating agreement are now fully maintain by shut-in payments;

WHEREAS, at the August 8, 2012 meeting, the Board extended recognition of force majeure until the meeting on January 9, 2013;

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

NOW THEREFORE BE IT RESOLVED that the Louisiana State Mineral and Energy Board, in consideration of the facts stated herein, by these present does hereby extend recognition of the force majeure event until the January 9, 2013 meeting, at which time Stone will re-establish a gas market or continue to maintain State Leases 15074 and 17309 and Operating Agreement A0285 with shut-in payments. The Board will reserve its rights to review and reconsider whether additional action is necessary concerning the situation at the January 9, 2013 meeting. Furthermore, the Board requires that Stone continue in a due diligent manner, mitigate or negate the effect of said activities which caused the force majeure.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge Louisiana on the 8th day of August, 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: August 9, 2012 6:41 AM

District Code 1 New Orleans- East

Get Review Date August 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
00508		POTASH	216866-SL 508-025 08/26/1994	150	450	AUG. 7/13/12 OMR TO SUNDOWN: DRL WELL BY 1/9/13 OR MTG BY 2/13/13. 7/9/12 RECD LTR SUNDOWN TO OMR - POD AND WILL MEET WITH STAFF IF NEEDED::4/12/12 OMR TO SUNDOWN, POD/REL BY 7/11/12 APR. AR
01212		POINTE A LA HACHE	VUG;DELACROIX	965	965	AUG. AR
01319		POINTE A LA HACHE	UL 3A RJ SUA;A J BESHEL ETUX 10/25/2005 462-F-3	63	63	AUG. AR
01349		QUARANTINE BAY	S-4 VUA;	426	661.48	AUG. AR
01350		QUARANTINE BAY	QB 0 2 RF SU 05/01/1992	320.4	320.4	AUG. AR
02090		SOUTHEAST PASS	75.133 01/12/2006	400	832.188	AUG. RCD APACHE 2ND EXT GRANTED TO 7/11/12 < RCD APACHE 2/29/12 POD 12/22/11 OMR APPROVED RQD EXTENSION TO 3/1/12 >> APACHE, POD OR REL NP AC BY 1/11/12 DEC. AR
06420		QUARANTINE BAY	137.94 08/19/2009	94.82	94.82	AUG. 7/13/12 RS JMB: APP EXP, LAST PRD 6/11 OCT. AR THIS IS A B LEASE (WORKING INTEREST ONLY) PER GREG D.
08191		BRETON SOUND BLOCK 20	222414-SL 8191-004 08/11/1998	760	760	AUG. AR
16935		MAIN PASS BLOCK 26		107.84	107.84	AUG. AR
17086		BAYOU BILOXI	399.336 05/21/2003	27.664	27.664	AUG. AR
17088		BAYOU BILOXI	24.587 08/11/2005	9.413	9.413	AUG. AR
17143		LAKE BORGNE	263.02 07/30/2003	96.4	96.4	AUG. AR
17860		BRETON SOUND BLOCK 53	VUC;SL 17861 07/12/2006	523.7	523.7	AUG. AR
17863		BRETON SOUND BLOCK 53	VUB;SL 17860 07/12/2006	264.66	264.66	AUG. AR
18165		EMPIRE		235	660	AUG. 7/13/12 JMB WILL CALL VIRGIN RE ~425 AC PR OFFERED BY R.F SMITH FALL OF 2011 10/27/11 OMR TO VIRGIN, ACCEPT APPROX 425 AC PR DEC. AR
18194		CHANDELEUR SOUND		270.85	270.85	AUG. AR



Louisiana Department of Natural Resources (DNR)

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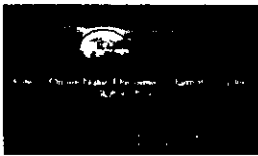
Staff Reviews

Report run on: August 9, 2012 6:41 AM

District Code 1 New Orleans- East

Get Review Date August 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
		BLOCK 71				
18550		MAIN PASS BLOCK 46		296.08	296.08	AUG. AR
18564		LAKE BORGNE	VUA;SL 18065	105.18	105.18	AUG. AR
18565		LAKE BORGNE	VUA;SL 18065	21.51	21.51	AUG. AR
18567		LAKE BORGNE	VUA;SL 18065	132	132	AUG. AR
18581		COQUILLE BAY	8.64 08/23/2007	12.68	12.68	AUG. AR 7/24/12 HPB SN 233510 PER MIKE B
19677		SOUTHEAST PASS	239224-J-5 RB SUA;SL 19677-001 01/19/2009	264.766	264.766	AUG. AR NOT*AC 239224
20335				0	530.8	AUG. PT 5/12/15 241877-SL 20335001 SI DH FU 10/18/10
20336				0	153.46	AUG. PT 5/12/15
20344				0	296.84	AUG. PT 5/12/13
20345				0	127.77	AUG. PT 5/12/13
20363		COQUILLE BAY	9400 RA SUA;SL 19706 07/12/2011 890-Z	108	108	AUG. PT 6/9/13 6/27/12 PR RQD:JPT'S ERROR 6/25/12 LEASE PARTIALLY HELD 61.1 AC (9400 RA SUA; SL 19706) 38.9 AC TO BE REL'D
20602				0	1236	AUG. PT 5/11/14
20603				0	2499	AUG. PT 5/11/14
20604				0	1395	AUG. PT 5/11/14
20605				0	843	AUG. PT 5/11/14
20606				0	968	AUG. PT 5/11/14
20607				0	1409	AUG. PT 5/11/14
20614				0	135.89	AUG. PT 5/11/14 TAX ADJUDICATED
20615				0	28.8	AUG. PT 5/11/14 VACANT STATE LAND
20616				0	40	AUG. PT 5/11/14 VACANT STATE LAND
20617				0	40	AUG. PT 5/11/14 VACANT STATE LAND
20618				0	438.8	AUG. PT 5/11/14 VACANT STATE LAND



Louisiana Department of Natural Resources (DNR)

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Staff Reviews

Report run on: August 9, 2012 6:41 AM

District Code 1W New Orleans- West

Get Review Date August 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
01486		BAY MARCHAND BLOCK 2 OFFSHORE	SL 1486	253	1367.85	AUG. 6/29/12 OMR TO CHRNR GRNTD EXT TO 1/9/13 FOR POD MTG RCD 6/13/12 CHVRN WELL OR 20% REL
02383		LITTLE LAKE	L TP 6 RA SUA;SL 19864 12/16/2008 604-T 08-1925	92	980	AUG. RCD 6/28/12 SHORELINE - RPT DUE 8-8-12 ON EFFORT TO REVISE 10,500 SD UNIT &/OR REL;5/10/12 MTG W/ SHORELINE RCD SHORELINE RE-EST PRD, COMMIT TO WELL OR REL 20% OF 425 NPAC BY 4/11/12 & JGC RE-EST PRD, DRL WELL OR REL 20% OF 519 NP AC
02453		LITTLE LAKE	VUB;	375	596.63	AUG. AR
02552		BURRWOOD	BURR T RA SU 11/16/2010 850-B 10-1187	101.8	333.2	AUG. AR
02724		BAY MARCHAND BLOCK 2 OFFSHORE , BAY MARCHAND BLOCK 2 ONSHORE	8100 RHH SUA;SL 1482 184-BBB-1 01-557	139	715	AUG. 6/29/12 OMR TO CHVRN GRNTD EXT TO 1/9/13 FOR POD MTG RCD CHVRN 6/11/12 LTR WELL OR 20% REL BY 6/13/12
03278		LAKE RACCOURCI	221994-VUB;LR UB-007 04/25/1998	238.56	238.56	AUG. AR
03382		SOUTH PASS BLOCK 24	727 10/07/2008	148	148	AUG. AR
03723		LAKE RACCOURCI	O R370 SUA;SL 15029 06/01/1997	217.83	217.83	AUG. AR
04219		BAYOU HENRY	UMT SUM;WILBERT E 07/01/1976	2.11	2.36	AUG. AR
09637		BOURG	104.26 05/28/1993	393.669	393.669	AUG. AR
11036		MANILA VILLAGE, SOUTHEAST	VUK;SL 11036	39.334	57.962	AUG. AR 7/13/12 RS JPT: APP EXP, REL RQD : GREATER THAN 90 DAYS LAPSE OF PROD; LAST PRD WAS 12/11. NO DOWNHOLE OPERATIONS ARE KNOWN AT HIS TIME.
12036		BAY BATISTE	211632-SL 12036 SWD-002 05/12/1990	484.897	484.897	AUG. AR
12499		BAY BATISTE	219.46 05/31/1991	150.54	150.54	AUG. AR
12721		MANILA VILLAGE, SOUTHEAST	VUK;SL 11036	31.254	31.254	AUG. AR 7/13/12 RS JPT: APP EXP, REL RQD: GREATER THAN 90 DAYS LAPSE OF PROD; LAST PRD WAS 12/11. NO DOWNHOLE OPERATIONS ARE KNOWN AT HIS TIME.
13407		MANILA VILLAGE	7.97 01/13/2006	77.21	77.21	AUG. AR



Louisiana Department of Natural Resources (DNR)

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Staff Reviews

Report run on: August 9, 2012 6:41 AM

District Code	1W	New Orleans- West				
Get Review Date	August 8, 2012					
Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
13566		DRAKES BAY	10.041 03/07/2008	1.854	1.854	AUG. AR
14031		GRAND ISLE BLOCK 16	VUA;SL 14031 12/14/2011	132.12	227.19	AUG. 7/25/12 306543 REVISION W/REVISED PLAT 7/19/12 RCD UNOFL PR OF 95.07 RTNG 132.12 AC
14142		NAPOLEONVILLE	STRAY RA SUB;DUGAS-LEBLANC 06/15/1999 140-T	2.7	2.7	AUG. AR
14534		SATURDAY ISLAND	223045-VUA;SL 14534- 005 05/10/1999	186.87	186.87	AUG. AR
15016		SOUTH PASS BLOCK 27	232490-SL 15016-007 12/15/2005	1020	2484.84	AUG. 2/13/12 LTR TO EPL - OMR DRLG COMMIT BY 06/12 PER JT;;;RCD 1/30/12 ENGY PTNRS UPDATE
16709		LITTLE LAKE	82.458 08/26/2002	97.389	97.389	AUG. AR
17140		BAYOU VILLARS		505.79	505.79	AUG. AR 7/24/12 HBP SN 230815, 230295, 229294 PER MIKE B
17267		LAKE WASHINGTON	CM 244 RA SUA;COCKRELL- MORAN 01/19/2010 149-GGG-3	34.912	34.912	AUG. AR
17714		STELLA	8750 RA SUA;MEYER ETAL 02/17/2004 27-J 04-127	1.93	1.93	AUG. AR
18146		LITTLE LAKE		160	400	AUG. AR 7/24/12 HBP SN 232782 PER MIKE B 1/13/12 RCD OFL PR OF 208.72, RTNG 400 AC. EFF 12/20/11
18603		BAY MARCHAND BLOCK 2 OFFSHORE		101.06	101.06	AUG. AR
18737		GRAND ISLE BLOCK 16	VUA;SL 14031 12/14/2011	621.35	621.35	AUG. 7/25/12 306543 REVISION W/REVISED PLAT
18738		GRAND ISLE BLOCK 16	VUA;SL 14031 12/14/2011	31.25	305.04	AUG. 7/25/12 306543 REVISION W/REVISED PLAT
19038		MANILA VILLAGE	TP1 RF SUA;LL&E 06/23/2009 582-Z-5	49.69	133	AUG. SUGGEST AR (IF PRDG) UPON RCT OF PR, RQD 7/20/11 7/19/11 RS STEVE: 49.69 HBP, REMAINDER EXP ;;FINAL DD 7/12/11 PT 7/12/09
19039		MANILA VILLAGE	TP1 RF SUA;LL&E 06/23/2009 582-Z-5	17.566	104.28	AUG. SUGGEST AR (IF PRDG) UPON RCT OF PR, RQD 7/20/11 7/19/11 RS STEVE 17.566 AC HBP, REMAINDER EXP;;FINAL DD 7/12/11 PT 7/12/09
19040		MANILA VILLAGE	TP1 RF SUA;LL&E 06/23/2009 582-Z-5	211.462	249	AUG. SUGGEST AR (IF PRDG) UPON RCT OF PR, RQD 7/27/11 7/19/11 RS STEVE 211.462 AC



Louisiana Department of Natural Resources (DNR)

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Staff Reviews

Report run on: August 9, 2012 6:41 AM

District Code 1W New Orleans- West

Get Review Date August 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
19707				0	780.74	HBP, REMAINDER EXP;;FINAL DD 7/12/11 FINAL DD 7/12/11 PT 7/12/09 AUG. 6/27/12 REL RQD 6/25/12 LEASE EXP - 6/20/12 RS TO MIKE B (STEVE)
19708				0	220.9	AUG. 6/27/12 REL RQD 6/25/12 LEASE EXP 6/20/12 RS TO MIKE B (STEVE)
19709				0	1143.82	AUG. 6/27/12 REL RQD 6/25/12 LEASE EXP - REQ REL ;;6/20/12 RS TO MIKE B (STEVE);
19710				0	817.64	AUG. 6/27/12 REL RQD 6/25/12 LEASE EXP - REQ REL ;;6/20/12 RS TO MIKE B (STEVE)
20102		LITTLE LAKE	TP 1-2 RB SUA;SL 19908 04/01/2011 604-R-3 11-214	6.43	97	AUG. DD APPROVED TO 7/8/13 7/6/12 DDPMT TO JMB/SS 6/29/12 ALLEN & KIRMSE FOR JGC FULL RNTL PD FOR DD, & RQD REFUND. OCT. PT 7/8/12
20362				0	3	AUG. 6/27/12 REL RQD 6/25/12 LEASE EXP 6/20/12 RS TO MIKE B (STEVE) PT 6/9/13
20609				0	23	AUG. PT 5/11/14



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: August 9, 2012 6:41 AM

District Code 2 Lafayette

Get Review Date August 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
00334	0	SOUTH PASS BLOCK 24 , VERMILION BAY	1340.157 06/28/2005	2700	3021.018	AUG. AR 7/17/12 RWB: HBP 6/28/12 JCJ HBP 190937 303910 TO 4/12 & \$4/12
00340G	0	COTE BLANCHE BAY, WEST	244697-SL 340 WEST COTE BLANCHE BAY- 1056 06/09/2012	3149	3149	AUG. AR 7/17/12 RWB HBP 6/28/12 JCJ HBP 117173 504446 TO 4/12, \$4/12
00340G	2	COTE BLANCHE BAY, WEST	244697-SL 340 WEST COTE BLANCHE BAY- 1056 06/09/2012	0	2113	AUG. 7/27/12 JPT EMAILED RE NON-RECD > LABAY & CASTEX 7/11/12 POD/REL ON EACH DA
00340G	5	COTE BLANCHE BAY, WEST	244697-SL 340 WEST COTE BLANCHE BAY- 1056 06/09/2012	0	2829	AUG. 7/27/12 JPT EMAILED RE NON-RECD > LABAY & CASTEX 7/11/12 POD/REL ON EACH DA
00340G	4	COTE BLANCHE BAY, WEST	244697-SL 340 WEST COTE BLANCHE BAY- 1056 06/09/2012	0	3083	AUG. 7/27/12 JPT EMAILED RE NON-RECD > LABAY & CASTEX 7/11/12 POD/REL ON EACH DA
00340G	3	COTE BLANCHE BAY, WEST	244697-SL 340 WEST COTE BLANCHE BAY- 1056 06/09/2012	0	3446	AUG. 7/27/12 JPT EMAILED RE NON-RECD > LABAY & CASTEX 7/11/12 POD/REL ON EACH DA
00340G	1	COTE BLANCHE BAY, WEST	244697-SL 340 WEST COTE BLANCHE BAY- 1056 06/09/2012	0	4850	AUG. 7/27/12 JPT EMAILED RE NON-RECD > LABAY & CASTEX 7/11/12 POD/REL ON EACH DA
01337		BATEMAN LAKE , SWEET BAY LAKE	9700 RSW1B SUA;SL 1337 WAX U1 89-K-3 90-110	600	2076	AUG. 7/23/12 JPT RS APP EXP: LAST PRD 2/12 RWB 6/20/12: CK WSN 65272 FOR PRD IN 6 MOS
02234		HOLLYWOOD	SOUTHDOWN SUGARS 06/26/2007 276-Z 07-679	34.614	34.614	AUG. AR 7/17/12 RWB 100% HBP 6/28/12 JCJ HBP 5/12, LAST \$ 6/09 VICKI EMAILED AUDITORS
02856	0	CAILLOU ISLAND	U-W1 RA SUA;SL 2856 02/26/2009 411-UUUU 09-204	377	806	AUG. AR 7/17/12 RWB CKD 6/28/12 JCJ HBP 3 LUWS TO 4/12, \$ 4/12
02857		CAILLOU ISLAND	670.22 03/28/2005	131.62	131.62	AUG. AR 7/17/12 RWB:100% HBP 6/28/12 JCJ HBP 216541 612261
03132		LAKE SAND, EAST	46 638 07/02/2004	85.649	85.649	AUG. AR 7/17/12 RWB:100% HBP 6/28/12 JCJ HBP 214242 614037
03317		LAKE SAND	LSA ROB 5 RA SU 216-C-1	101	255.48	AUG. AR 7/17/12 CKED BY REID 6/28/12 JCJ HBP 223242 615913 TO 4/12, \$3/12
05623		JEANERETTE	VUA;S B ROANE	14.654	48	AUG. AR 7/17/12 CKED BY REID 6/28/12 JCJ HBP 2 LUWS TO 4/12, \$5/12
10251		LAKE SAND, EAST	226688-VUA;SL 10251- 001 01/04/2002	274.351	274.351	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 214242 614037 & \$ 4/12
11233		PASS WILSON		212.92	212.92	AUG. AR 7/17/12 RWB: 100% HBP 6/28/12 JCJ 305205 TO 4/12, \$5/12



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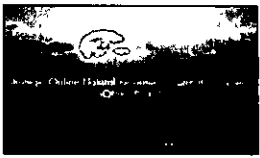
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Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
11282		LAKE SAND	VUA;SL 10835 12/01/1997	159	159	AUG. AR 7/17/12 RWB RS: APP EXP 6/28/12 JCJ LAST PRD 8/11
13828		BRANCH	20.43 06/14/1996	2.57	2.57	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 213625 611327 & \$ 4/12
14211		BAY BAPTISTE	161.534 03/29/2007	0	24.55	AUG. 7/5/12 REL RQD 7/2/12 RS JPT: APP EXP FEB. AR 1/18/12 RQD STATUS OF PR 1/14/11 JPT RQD LAND GROUP FU ON PR > 3/3/10 FUL PR 1/20/10 JPT: RQD STATUS OF PR 1/8/09 RQD PR
14520		MYETTE POINT, NW	551.524 07/14/2010	641.476	641.476	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 220570 303337 & \$ 4/12
14905		SOUTH TIMBALIER BLOCK 8	SL 14905	65.302	65.302	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 220388 613115 TO 5/12 & \$ 4/12
14912		MYETTE POINT, NW	395.376 07/21/2010	148.524	148.524	AUG. AR 7/17/12 RWB: 100% HBP 6/28/12 JCJ 220570 613115 TO 4/12, \$5/12
15074		SOUTH PELTO BLOCK 1		160	333.03	AUG. 3RD ILR PD 4/3/12 TO 10/3/12 4/11/12 FM EXTENDED TO 7/11/12 LRC/SMEB FM EXTENSION EFF 1/12/12 TO 4/11/12
15785		BAY ST ELAINE	45.915 02/09/2009	7.093	7.093	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 224896 304488 TO 5/12 & \$ 4/12
16510		LAKE PELTO	232039-VUA;SL 16510- 001 10/20/2005	464.076	464.076	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 232039 304265 TO 5/12 & \$ 4/12
16511		LAKE PELTO	SL 16705 07/12/2000	147.82	147.82	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 232039 304265 TO 5/12 & \$ 4/12
16790		BAY ST ELAINE	242.979 10/13/2005	196.021	196.021	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 225642 304488 TO 4/12 & \$ 4/12
16995		INTRACOASTAL CITY	74.023 11/15/2011	86.947	86.947	AUG. MANTI'S 6/22/12 DOWN- HOLE SUPPORT DATA > 228882 LAST PRD 12/11 RECKPROD 9/12 5/31/12 JPT/KAM NEW TRNSMTL EFF 7/1/11 228882 616977 COMPROMISED
17036		PASS WILSON	SL 17038 11/14/2001	45	45	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 226018 304519 TO 4/12 & \$ 4/12
17037		PASS WILSON	SL 17038 11/14/2001	54	54	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 226018 304519 TO 4/12 & \$ 4/12
17038		PASS WILSON	SL 17038 11/14/2001	217.76	217.76	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 226018 304519 TO 4/12 & \$ 4/12



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Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
17040		PASS WILSON	SL 17038 11/14/2001	264	264	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 226018 304519 TO 4/12 & \$ 4/12
17226		INTRACOASTAL CITY	31.329 11/15/2011	10.831	10.831	AUG. MANTI'S 6/22/12 DOWN- HOLE SUPPORT DATA > 228882 LAST PRD 12/11 RECKPROD 9/12 5/31/12 JPT/KAM NEW TRNSMTL EFF 7/1/11 228882 616977 COMPROMISED
17309		SHIP SHOAL BLOCK 67		279.97	279.97	AUG. 7/11/12-1/11/13 1ST ILR PMT 4/11/12 FM EXTENDED TO 7/11/12 PIPELINE ISSUES W/ TENNESSEE GAS PIPELINE CO. LRC/SMEB FM EXTENSION EFF 1/12/12 TO 4/11/12
17423		PATTERSON	681.811 04/14/2003	7.189	7.189	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 227286 613666 TO 4/12 & \$ 4/12
17729		CAILLOU ISLAND		395.81	395.81	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 242674 050728 TO 4/12 & \$ 4/12
17755		LAKE BOUDREAUX	46.873 06/11/2008	33.277	33.277	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 230402 305365 TO 3/12 & \$ 3/12
18345		BAY ST ELAINE	12900 RA SUA;BSE U9 01/23/2008 567-U 08-69	2.34	2.34	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 234771 615158 TO 4/12 & \$ 4/12
18378		BUCK POINT		447	447	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 231143 305335 TO 4/12 & \$ 4/12
19022		RABBIT ISLAND		210.71	210.71	AUG. AR 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 234069 305791 TO 4/12 & \$ 4/12
19266		EUGENE ISLAND BLOCK 10 , EUGENE ISLAND BLOCK 6	CIB OP EI 10 VUC;SL 19266 01/27/2012	1436.26	1436.26	AUG. SUG AR 7/3/12 OMR TO CONTANGO LEASE 100%HBP RCD BILL ROBBINS / CONTANGO, PRD LIMITS & POD BY 7/11/12 PT 2/14/12
19269		EUGENE ISLAND BLOCK 10	CIB OP EI 10 VUC;SL 19266 01/27/2012	847.485	941.65	AUG. SUG AR JPT CHANGED PRD AC FROM 290 TO 847.485 > RCD 7/3/12 DYNAMIC < 4/25/12 OMR TO DYNAMIC PRD LIMITS & POD BY 7/11/12 PT 2/14/12
19359		WYANDOTTE	DB MA RA SUA;CONRAD IND INC 02/17/2009 844-K-1 09-171	54.037	75	AUG. 6/22/12 RHECK WILL WRITE PETROGULF FOR REL 1/25/12 VRB WILL ASK RH IF WE CAN GET AFFIDAVIT FOR REL. 5-6-11 VRB TALKED TO BETTY PENNINGTON W- PETROGULF - WILL GET REL DONE 11/19/10 FUL RR 8/16/10 REL RQD
19639		INTRACOASTAL CITY	242101-K-O RA SUA;SL 19639-001 10/09/2010	276.15	283	AUG. 7/5/12 RCD WH-1 FOR 242101, PRD 5/12 SL 19639 6/26/12 RQD STATUS OF LEASE - CRITIAL DATE 6/23/12



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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
19640		INTRACOASTAL CITY	K-O RB SUA;EXXONMOBIL 07/18/2011 468-L-1 10-930	148.127	232	SN242101- CCB FW QUES TO APRILP@LLOG.COM, MIKEB@LLOG.COM & MIKEA@LLOG.COM. FINAL DD TO 4/9/13 PT 4/9/11 AUG. MANTI'S 6/22/12 DOWN- HOLE SUPPORT DATA > 228882 LAST PRD 12/11 RECKPROD 9/12, 6/14/12 DOWNHOLE ACTIVITY PER RWB/CCB 5/29/12 RCD UNOFL PR OF 83.873, RTNG 148.127 AC DD 4/9/12 PT 4/9/11
19641		INTRACOASTAL CITY	K-O RB SUA;EXXONMOBIL 07/18/2011 468-L-1 10-930	16.831	16.831	AUG. MANTI'S 6/22/12 DOWN- HOLE SUPPORT DATA > 228882 LAST PRD 12/11 RECK 12/12 FEB. AR 5/31/12 JPT/KAM NEW TRNSMTL EFF 7/1/11 228882 616977 COMPROMISED
19698				0	26	AUG. 6/22/12 RHECK WILL WRITE PETROGULF FOR REL 1/25/12 RQD STATUS OF REL 5/6/11 SPOKE TO PETROGULF 12/19/10 FUL RR 7/6/10 REL RQD PT 6/11/11
20041				0	11.78	AUG. 6/27/12 SRVY PLAT RQD QUEST; DUHON 1-2 RB SUA; 244553 617422
20053		MURPHY LAKE	MARG V RA SUB;STOCKSTILL 07/12/1998 1056-A-3 88-368	14	14	AUG. 7/17/12 REID: 100% HBP 6/28/12 JCJ HBP 207746 037551 TO 4/12 & \$ 4/12 SUG AR PT 5/13/12
20100				0	21	AUG. 7/17/12 RS RQD BY RWB: APP EXP OCT. PT 7/8/12
20432		INTRACOASTAL CITY	K-O RB SUA;EXXONMOBIL 07/18/2011 468-L-1 10-930	1.54	10	AUG. MANTI'S 6/22/12 DOWN- HOLE SUPPORT DATA > 228882 LAST PRD 12/11 RECK 12/12 DD 9/8/12 PT 9/8/13
F0006		EUGENE ISLAND BLOCK 18	112.66 06/02/2009	40.42	40.42	AUG. AR (6/15/75) 6/28/12 JCJ HBP 155751 118694 TO 4/12



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Table with 7 columns: Lease Num, DA, Field, Latest lease Activity, Productive Acreage, Present Acreage, Flagged for Review In. Contains 20 rows of lease data.



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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
			691-C-10 09-752			
18182		ELM GROVE	LCV RA SU67;FRIERSON 30 06/01/2004	35.58	35.58	AUG. AR 7/10/12 SAM: HBP = AR
18635		CASPIANA	HA RB SUF;CANNISNIA 34 H 05/28/2008 191-H-6	189.35	189.35	AUG. AR 7/10/12 SAM: HBP = AR
18641		ELM GROVE	HA RA SUZZ;POWERS 21 H 01/27/2009 361-L-20 09-134	21	21	AUG. AR 7/10/12 SAM: HBP = AR
18951		CATAHOULA LAKE	179.59 07/15/2011	80	80	AUG. AR 7/10/12 SAM: HBP = AR
19768		RED RIVER-BULL BAYOU	HA RD SUDD;AWTBEGOOD 19-14-11H 04/27/2010 109-X-96 10-438	8.02	8.02	AUG. AR 7/10/12 SAM: HBP = AR
19786		ELM GROVE	HA RA SU69;WILLIS ETAL 36 H 06/23/2009 361-L-40	94.53	94.53	AUG. AR 7/10/12 SAM: HBP = AR ;; VACANT STATE LANDS
19846		CONVERSE	HA RA SUC;BSM 31 H 04/07/2009 501-G 09-376	32	40	AUG. AR 7/27/12 JPT: RICK'S OPINION WAS THAT HE DIDN'T THINK THEY COULD NOT RESCIND THE REL. 6/26/12 JPT EFF 2/1/12 617340 HA RA SUII PRELIM 135 6/25/12 JPT EMAILED CHK ADVISING UNOFL PR HAS PRDG AC; APPROX 32 AC HPB 6/21/12 RCD UNOFL PR OF 13, RTNG 27 AC MAR. AR
19886		RED RIVER-BULL BAYOU	HA RC SUK;ROBERTSON ETAL 23 11/13/2008 109-X-9 08-1763	40.017	40.017	AUG. 7/6/12 RS JPT: APP EXP FEB. AR
20141		RED RIVER-BULL BAYOU	HA RC SUII;CHK MIN 11-13-12 H 07/13/2010 109-X-108 10-753	15.65	15.65	AUG. SUGGEST AR, PRDG PER SAM 7/10/12 PT 8/12/12 TAX ADJUDICATED LAND
20273		LAKE BISTINEAU	HA RA SUKK;WEYERHAEUSE R 10 H 12/08/2009 287-F-15 09-1308	124.36	244	AUG. SAM OK'D>6/21/12 RCD UNOFL PR OF 116.724, RTNG 127.276 AC 4/2/12 PR RQD 3/27/12 RS TO VMV 3/27/12 LEASE PARTIALLY HELD - 120AC TO BE REL;; 11/16/11 PLAT RQD PETROHAWK; HA RA SUKK; 242109; 617143 PT 3/10/13
20373		CONVERSE	HA RA SUO;SUSTAINABLE FST 11 H 04/07/2009 501-G 09-376	162.086	162.086	AUG. 7/5/12 116.571 CHANGED TO 162.086 PRD AC PER SAM DD 7/14/12 PT 7/14/13



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
20669				59.25	129	AUG. 7/19/12 JPT APPROVED DD TO 7/13/13 7/6/12 ODPMT TO SAM OCT. PT 7/13/14
20801		RED RIVER-BULL BAYOU	HA RB SUI;NABORS PROP 10 H 01/13/2009 109-X-17 09-57	7.573	10	AUG. 7/19/12 EFF 2/1/12 JPT HA RB SUI 243876 617361 PRELIM 144, PRD 4/12 MAR. PT 12/14/14



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Staff Reviews

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District Code 3S Lake Charles- South

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Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
02038		DEEP LAKE	400 02/25/2011	510	2344.71	AUG. OB RCD 7/11/12 EXMOB DRLG 38-59-RA & POD SECS 3,4,8,9,& 10 T16S R3W
04080		LITTLE PECAN LAKE	728.4 07/11/1979	113	292.6	AUG. AR 6/28/12 JCJ: HBP 117274 602927 TO 5/12, \$5/12
04183		LITTLE PECAN LAKE	11900 RA SUA;MILLER 07/01/1990	66	304.6	AUG. AR 6/28/12 JCJ: HBP 117274 602927 TO 5/12, \$5/12
07715		ELBA	5.365 07/09/2008	9.449	9.449	AUG. AR 6/28/12 JCJ: HBP 164805 036593 TO 5/12, \$5/12
07716		ELBA	19.795 07/09/2008	12.864	12.864	AUG. AR 6/28/12 JCJ: HBP 159625 036590 TO 5/12, \$5/12
15155		NIBLETT BLUFF	295 03/30/1999	120	120	AUG. AR 6/28/12 JCJ: HBP 222131 303344 TO 5/12, \$5/12
15726		NIBLETT BLUFF	66 03/09/1999	15	15	AUG. AR 6/28/12 JCJ: HBP 222131 303344 TO 5/12, \$5/12
16128		SUGARTOWN	6.013 07/10/2000	14.987	14.987	AUG. AR 6/28/12 JCJ: HBP 222628 048797 TO 5/12, \$5/12
18155		PROFIT ISLAND	29 05/23/2007	20.892	20.892	AUG. AR 6/28/12 JCJ: HBP 230892 607396 TO 4/12, \$5/12
18158		SABINE LAKE, SOUTH		157.01	157.01	AUG. AR 7/19/12 RS JPT: LST PRD 10/11 APP EXP
18506		MALLARD BAY	162.921 05/21/2008	31.079	31.079	AUG. AR 6/28/12 JCJ: HBP 233563 614846 TO 5/12, \$5/12
19095		SABINE LAKE, SOUTH		212.52	212.52	AUG. AR 7/20/12 SSB: HBP SL WELL 305857 TO 5/12, \$5/12
20139		DEEP LAKE	243973-15100 RB SUA;SL 20578-001 10/25/2011	350.04	744	AUG. 6/29/12 DD APPROVED TO 8/12/13 6/26/12 DDPMT TO RWB 2/22/12 HB: NEW TRNSMTL W PLAT 617284 PT 8/12/12 ROCKEFELLER WMA
20338				0	56	AUG. 6/26/12 JCJ RENTAL PAID 5/3/12 PT 5/12/13
20339				0	87	AUG. 6/26/12 JCJ RENTAL PAID 5/3/12 PT 5/12/13
20341				0	766.01	AUG. 6/26/12 JCJ RENTAL PAID 5/3/12 PT 5/12/13
20453				0	537.87	AUG. 7/5/12 PR RQD 6/29/12 RS JPT: 288.16 AC APP EXP JAN. PT 10/13/13
174				29,559.322	73,019.122	



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 **9:44 a.m.** on Wednesday, **August 8, 2012** with the following members of the Board in attendance:

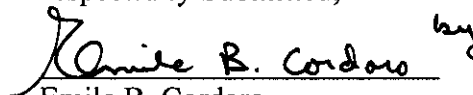
Mr. Thomas L. Arnold, Jr.	Mr. Emile B. Cordaro	Mr. John C. Diez
Mr. Robert M. Morton	Mr. Thomas W. Sanders	Mr. Darryl D. Smith
Ms. Helen G. Smith		Mr. Chip Kline (sitting in for Garret Graves, Gov. Jindal's Designee)

The Committee heard the report of Mr. Emile Fontenot, relative to nominations received for the October 10, 2012 Mineral Lease Sale and other matters. Based upon the staff's recommendation, on motion of **Mr. Sanders**, duly seconded by **Mr. Arnold**, the Committee voted unanimously to recommend to the Board the granting of authority to the staff to advertise all such tracts as have been reviewed by the State Land Office and the staff of the Office of Mineral Resources as well as any tracts that have been previously advertised and rolled over and otherwise approve the Nomination and Tract Report presented by Mr. Fontenot.

A request was made by Theophilus Oil, Gas & Land Services, LLC for a refund of a \$20.00 per acre fee on State Lease 20928.

The Committee, on motion of **Mr. Arnold**, seconded by **Mr. Sanders**, voted to adjourn at **9:47 a.m.**

Respectfully Submitted,

by *E.C.*

Emile B. Cordaro

Chairman

Nomination and Tract Committee

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

NOMINATION AND TRACT COMMITTEE

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

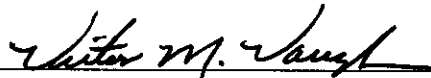
WHEREAS, Mr. Emile Fontenot presented to the State Mineral and Energy Board that 58 tracts had been nominated for the October 10, 2012 Mineral Lease Sale, and that same are to be advertised pending staff review; now therefore

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 8th day of August 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. Sanders*, the following Resolution was offered and adopted:

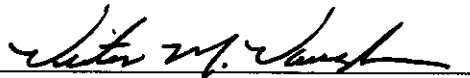
WHEREAS, the staff presented to the Board a recommendation to refund the \$20.00 per acre fee from State Lease 20928 (awarded on May 9, 2012) to Theophilus Oil, Gas & Land Services, LLC.

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 authorizing the refund of said fee to Theophilus Oil, Gas & Land Services, LLC.

CERTIFICATE

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

Thomas L. Arnold, Jr.
Emile Cordaro
John C. "Juba" Diez

Chip Kline
Robert "Michael" Morton
Thomas W. Sanders

Darryl D. Smith
Helen G. Smith

Mr. Thomas L. Arnold, Jr. convened the Committee at 9:47 a.m.

The first matter considered by the Committee was a penalty waiver 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 75% penalty waiver of \$27,484.08.

The second matter considered by the committee was a penalty waiver request from QEP Energy Company.

Upon recommendation of the staff and upon motion of Mr. Darryl Smith, seconded by Mr. Sanders, the committee voted unanimously to approve the 75% penalty waiver of \$13,203.02.

The third matter considered by the committee was a penalty waiver request from Samson contour Energy E & P, 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 \$242,121.58.

The fourth matter considered by the committee was a penalty waiver request from Swift Energy Company.

Upon recommendation of the staff and upon motion of Ms. Helen Smith, seconded by Mr. Darryl Smith, the committee voted unanimously to approve the 75% penalty waiver of \$51,756.59.

The fifth matter considered by the committee was a request to remove Virgin Offshore, U.S.A. from the current three year audit cycle.

Upon recommendation of the staff and upon motion of Mr. Sanders, seconded by Mr. Darryl Smith, the committee voted unanimously to approve the removal of Virgin Offshore, U.S.A. from the 2013 audit cycle.

The sixth matter considered by the committee was to adopt a Resolution requiring all audit payments under protest be designated as such in writing, at the time of payment.

Upon recommendation of the staff and upon motion of Mr. Sanders, seconded by Ms. Helen Smith & Mr. Segura, the committee voted unanimously to approve the Resolution.

The seventh matter considered by the committee was a staff report on Krescent Energy Company, LLC bankruptcy.

No action required.

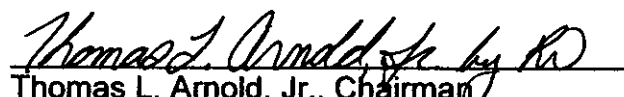
The eighth matter considered by the committee was a staff report on Delta Petroleum Corporation bankruptcy.

No action required.

The ninth matter considered by the Committee was the election of the August 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 Ms. Helen Smith, the Board voted unanimously to adjourn the Audit Committee at 10:04 a.m.


Thomas L. Arnold, Jr., Chairman
Audit Committee

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

AUDIT COMMITTEE

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

WHEREAS, the State Mineral and Energy Board caused an audit to be performed of Apache Corporation payments of state royalty in the Golden Meadow, Lake Pagie, and South Pelto Block 2 fields; State Leases 378, 3475, 12105, 14431, 14432 which audit revealed that Apache Corporation owed the state \$109,220.21 in underpayment of royalty and \$81,939.74 in interest and penalty for a total of \$191,159.95; and

WHEREAS, Apache Corporation has remitted payment of \$154,514.51 for the outstanding principal and interest; and

WHEREAS, Apache Corporation has made a letter application for reduction of penalties assessed in the amount of \$36,645.44 due to incorrect royalty payments; and

WHEREAS, the Mineral Income Division has reviewed the background and circumstances connected with Apache Corporation'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 Apache Corporation; and

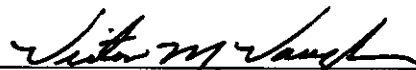
WHEREAS, the Mineral Income Division staff recommends that a seventy-five percent (75%) of the penalty be waived; and

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 a seventy-five percent (75%), which amounts to \$27,484.08 of the total penalty assessed to Apache Corporation.

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 8th day of August 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. 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 QEP Energy Company payments of state royalty in the Caspiana, Elm Grove, and Thorn Lake fields; State Leases 5664, 6037, 6708, 6856, 14574, 16438, 17161, 17914, 17936, 17948, 18391, 19123, 19398, 19460, 19766 which audit revealed that QEP Energy Company owed the state \$62,301.50 in underpayment of royalty and \$30,068.60 in interest and penalty for a total of \$92,370.10; and

WHEREAS, QEP Energy Company has remitted payment of \$74,766.08 for the outstanding principal and interest; and

WHEREAS, QEP Energy Company has made a letter application for reduction of penalties assessed in the amount of \$17,604.02 due to incorrect royalty payments; and

WHEREAS, the Mineral Income Division has reviewed the background and circumstances connected with QEP Energy Company'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 QEP Energy Company; and

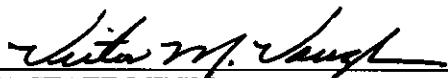
WHEREAS, the Mineral Income Division staff recommends that a seventy-five percent (75%) of the penalty be waived; and

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 a seventy-five percent (75%), which amounts to \$13,203.02 of the total penalty assessed to QEP Energy Company.

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 8th day of August 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 Mrs. 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 Samson Contour Energy E & P, LLC payments of state royalty in the Bay Batiste, East Cameron Block 17, Gillis-English Bayou, North, and West Cameron Block 49 fields; State Leases 8512, 9570, 9571, 9572, 13037, 15246, 15248, 15685, 15690, 15691, 15774, 16017, 16019, 16186, A0148, A0200 which audit revealed that Samson Contour Energy E & P, LLC owed the state \$674,839.41 in underpayment of royalty and \$586,719.53 in interest and penalty for a total of \$1,261,558.94; and

WHEREAS, Samson Contour Energy E & P, LLC has remitted payment of \$1,019,437.36 for the outstanding principal and interest; and

WHEREAS, Samson Contour Energy E & P, LLC has made a letter application for reduction of penalties assessed in the amount of \$242,121.58 due to incorrect royalty payments; and

WHEREAS, the Mineral Income Division has reviewed the background and circumstances connected with Samson Contour Energy E & P, 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 Samson Contour Energy E & P, LLC; and

WHEREAS, the Mineral Income Division staff recommends that a 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 a hundred percent (100%), which amounts to \$242,121.58 of the total penalty assessed to Samson Contour Energy E & P, 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 8th day of August 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 Mrs. Smith, seconded by Mr. Smith, the following Resolution was offered and adopted:

WHEREAS, the State Mineral and Energy Board caused an audit to be performed of Swift Energy Operating, LLC payments of state royalty in the Burr Ferry, North; Lake Washington; Masters Creek; Masters Creek, North; Masters Creek, South; Masters Creek, West; Saturday Island, Southeast fields; State Leases 212, 1464, 10061, 10731, 10732, 15184, 15288, 15388, 15461, 15596, 15873, 15876, 16623, 16642, 17266, 17267, 17721, 18015, B5596 and B5597 which audit revealed that Swift Energy Operating, LLC owed the state \$223,093.89 in underpayment of royalty and \$137,682.94 in interest and penalty for a total of \$360,776.83; and

WHEREAS, Swift Energy Operating, LLC has remitted payment of \$291,768.05 for the outstanding principal and interest; and

WHEREAS, Swift Energy Operating, LLC has made a letter application for reduction of penalties assessed in the amount of \$69,008.78 due to incorrect royalty payments; and

WHEREAS, the Mineral Income Division has reviewed the background and circumstances connected with Swift Energy Operating, 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 Swift Energy Operating, LLC; and

WHEREAS, the Mineral Income Division staff recommends that a seventy-five percent (75%) 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 a seventy-five percent (75%), which amounts to \$51,756.59 of the total penalty assessed to Swift Energy Operating, 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 8th day of August 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. Smith, the following Resolution was offered and adopted:

WHEREAS, Virgin Offshore, U.S.A. filed for Chapter 11 bankruptcy on September 16, 2011 and

WHEREAS, Virgin Offshore, U.S.A. is listed as a consolidated debtor in the bankruptcy and has been an active payor since August 2009.

WHEREAS, For the period of June 2009 through May 2012 Virgin Offshore, U.S.A. paid the state a total of \$109,172.98 for one property for a small decimal with no additional issues to note.

WHEREAS, the Mineral Income Division staff recommends that the Virgin Offshore, U.S.A. be removed from the 2013 audit cycle because no royalty is at risk.

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 approve that the Virgin Offshore, U.S.A. be removed from the 2013 audit cycle.

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 8th day of August, 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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

AUDIT COMMITTEE

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

WHEREAS, the Office of Mineral Resources conducts field audits of all major payors of royalty on a periodic basis; and

WHEREAS, a field audit includes inspecting third party documents to determine the accuracy of royalty payments; and

WHEREAS, audit findings include both royalty underpayments and overpayments; and

WHEREAS, the Office of Mineral Resources allows auditees to pay audit exceptions under protest to avoid additional interest and penalty from accruing while working with staff to resolve outstanding audit issues; and

WHEREAS, the staff recommends that the Office of Mineral Resources is authorized to accept payments designated in writing at the time of payment as made under protest for audit exceptions for a period of six months while working toward resolution; and

WHEREAS, the staff recommends that any payments made under protest outstanding beyond six months will be returned to auditee and interest and penalty will be assessed from the date exceptions were due until paid to resolution; and

WHEREAS, any extension beyond six months must be requested in writing and approved by the State Mineral and Energy Board in writing; and


WHEREAS, any audits currently paid under protest and unresolved no later than January 31, 2013 will be considered unpaid and all funds previously received will be returned to auditee; and

THEREFORE, BE IT RESOLVED, that the Office of Mineral Resources is authorized to accept payments made as the result of an audit and to designate said payment as "paid under protest" effective the date said payment is made, and continuing for a period of six months, or until resolution of all audit exceptions, whichever occurs sooner; and

THEREFORE, BE IT FURTHER RESOLVED, that the Office of Mineral Resources will return audit exceptions paid under protest after six months with interest and penalty to accrue until audit exceptions are paid in full.

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 8th day of August, 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

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 August 8, 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:

Mr. Thomas W. Sanders
Mr. Thomas L. Arnold, Jr.
Mr. W. Paul Segura, Jr.
Mr. Robert "Michael" Morton
Mr. Chip Kline for Garret Graves
(Governor's Designee)

Mr. Emile B. Cordaro
Mr. Darryl David Smith
Mr. John C. "Juba" Diez
Ms. Helen Godfrey Smith

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 Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, and Clayton Williams Energy, Inc., 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 No. 19949, Jefferson Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-22.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of the Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board and Clayton Williams Energy, Inc., on the docket as Item No. 12-22. No comments were made by the public.

The second matter considered by the Committee was a request for final approval of a Settlement and Release of Claims by and between the Louisiana State Mineral and Energy Board, Devon Energy Production Company, L.P. (Successor to Pennzoil Exploration and Production Company) and The Mosbacher Group, whereas said parties desire to settle and release claims of an outstanding audit issue, affecting State Lease Nos. 195, 249, 325, 451, 476, 476, 1349, 1350, 1685, 2340, 2591, 3306, 3584, 3643, 4011, 6121, 6310, 6863, 6864, 7719, 7873, 8015, 8690, 10415, 14426, Operating Agreements "A0006" and "A0193" and Unleased Acreage Tracts B3307, B3644, B8000, B9946, B9955 and B9981, Bossier, Cameron, Concordia, Plaquemines, Pointe Coupee,

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Tensas, Terrebonne, St. Mary, Vermilion and West Baton Rouge Parishes, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-23.

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, Devon Energy Production Company, L.P. (Successor to Pennzoil Exploration and Production Company) and The Mosbacher Group, on the docket as Item No. 12-23. No comments were made by the public.

The third matter considered by the Committee was a request for final approval of an Operating Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Midstates Petroleum Company LLC, to create an operating tract for the exploration and development of oil, gas and/or condensate and other liquid hydrocarbons, which proposal allocates to the State a State Production Interest equal to 25% before payout, increasing to 25.5% after payout, in and to the Operating Tract, whereas operator desire and intends to obtain production from the Midstates Petroleum Company LLC- Charles James Family Trust 23 Well No. 1 (Serial 243747), covering unleased acreage, containing 39.8 acres more or less, Beauregard Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-24.

Upon recommendation of the staff and upon motion of Mr. Segura, seconded by Mr. Arnold, 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 Midstates Petroleum Company LLC, on the docket as Item No. 12-24. No comments were made by the public.

The fourth matter considered by the Committee was a request by Staff for authority to place Chesapeake Energy Corporation on demand for failing to file a partial release of State Lease No. 19459 which terminated in January of 2011.

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 authority to the Attorney General's office to send a letter demanding execution and recordation of the requested partial release and payment of liquidated damages, as well as all costs attributable to the collection. No comments were made by the public.

The fifth matter considered by the Committee was a request by Louisiana Onshore Properties, LLC "LOP" for authority to negotiate with Staff for an Operating Agreement on a .694 acre tract affecting a portion of former State Lease No. 19945 located in Weeks Island Field, Iberia Parish, Louisiana.

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 Staff the authority to negotiate an operating agreement with Louisiana Onshore Properties, LLC "LOP" and that the .694 acres be made unavailable for leasing for a period of ninety (90) days or until an operating agreement is negotiated and placed on the Docket of the Mineral and Energy Board for approval, whichever comes first. No comments were made by the public.

The sixth matter considered by the Committee was a request by Hilcorp Energy Company for authority to negotiate with Staff for an Operating Agreement on approximately 710.2 acres affecting former State Lease No. 20563 located in Four League Bay Field, Terrebonne Parish, Louisiana and for authority to escrow funds applicable to the State's interest in production attributable to the No. 5 Well.

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 Staff the authority to negotiate an operating agreement with Hilcorp Energy Company and that the 710.2 acres be made unavailable for leasing for a period of ninety (90) days or until an operating agreement is negotiated and placed on the Docket of the Mineral and Energy Board for approval, whichever comes first, and grant Hilcorp Energy Company the authority to escrow funds attributable to the producing well in accordance with the standard OMR escrow requirements. No comments were made by the public.

The seventh matter considered by the Committee was a request by Trinity Exploration & Production, LLC for an extension of previously granted authority to escrow funds in regard to State Lease No. 20039 for royalties attributable to disputed acreage contained within the HA RA SUBB and allocated to State Lease No. 20039, Red River Parish, Louisiana.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Cordaro, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant Trinity Exploration & Production, LLC an extension of the previously granted authority to escrow funds in regard to State Lease No. 20039 for royalties attributable to disputed acreage contained within the HA RA SUBB and allocated to State Lease No. 20039, subject to the standard escrow requirements established by OMR, for a period not to exceed 90 days from August 7, 2012, or November 5, 2012. No comments were made by the public.

The eighth matter considered by the Committee was a request by Chesapeake Louisiana, L.P. to have the Mineral and Energy Board authorize Chesapeake to rescind the partial release of State Lease No.19846 which inadvertently released that portion of said State Lease No.19846 in Section 30, Township 10 North, Range 14 West within a unit being produced by the HA RA SU11, Whitney TB 30H #1 Well.

Upon recommendation of the staff and upon motion of Ms. Smith, seconded by Mr. Arnold, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant authority to Chesapeake to rescind the partial release of State Lease No.19846 which inadvertently released that portion of said State Lease No.19846 in Section 30, Township 10 North, Range 14 West within a unit being produced by the HA RA SU11, Whitney TB 30H #1 Well. No comments were made by the public.

This ninth matter considered by the Committee was a request by PetroQuest Energy, LLC for an extension of previously granted authority to escrow funds in regard to State Lease No. 20181 for royalties attributable to disputed acreage contained within Unit Tract 3, Bayou Hebert Field, Vermilion Parish, Louisiana.

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 an extension to PetroQuest Energy, LLC of previously granted authority to escrow funds in regard to State Lease No. 20181 for royalties attributable to disputed acreage contained within Tract 3 of the CRIS R RA SUA unit located in Sections 7, 8, 17, 18, 19, and 20 T14S, R5E, Bayou Hebert Field, subject to the standard escrow requirements established by OMR, for a period not to exceed ninety (90) days from August 7, 2012, or November 5, 2012. No comments were made by the public.

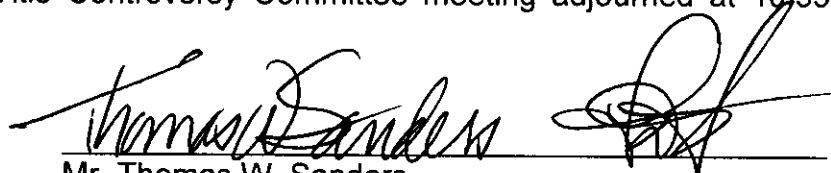
Upon motion of Ms. Smith, seconded by Mr. Arnold, the Committee voted unanimously to go into Executive Session at 10:20 A.M.

Upon motion of Ms. Smith, seconded by Mr. Arnold the Committee voted unanimously to return to Open Session at 10:34 A.M.

The tenth matter considered by the Committee was a discussion in executive session of the pending Petition for Declaratory Judgment entitled: **State of Louisiana v. ASA Properties, LP, et al**, Suit No. 72779, Division "B", Parish of DeSoto, State of Louisiana.

Upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to recommend that the State Mineral and Energy Board reject the offer of QEP Energy Company for an operating agreement.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Segura, the Legal and Title Controversy Committee meeting adjourned at 10:35 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. Arnold, seconded by Mr. Segura, the following resolution was offered and unanimously adopted:

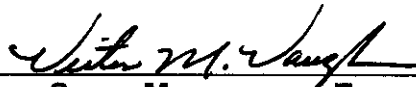
WHEREAS, a request was made for final approval of a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, and Clayton Williams Energy, Inc., whereas said parties desire to amend any prior shut-in payment clause presently found in said Lease with new oil shut-in payment clause, affecting State Lease No. 19949, Jefferson Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-22;

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 Louisiana State Mineral and Energy Board and Clayton Williams Energy, Inc., on the docket as Item No. 12-22.

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 8th day of August, 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 and Release of Claims by and between the Louisiana State Mineral and Energy Board, Devon Energy Production Company, L.P. (Successor to Pennzoil Exploration and Production Company) and The Mosbacher Group, whereas said parties desire to settle and release claims of an outstanding audit issue, affecting State Lease Nos. 195, 249, 325, 451, 476, 476, 1349, 1350, 1685, 2340, 2591, 3306, 3584, 3643, 4011, 6121, 6310, 6863, 6864, 7719, 7873, 8015, 8690, 10415, 14426, Operating Agreements "A0006" and "A0193" and Unleased Acreage Tracts B3307, B3644, B8000, B9946, B9955 and B9981, Bossier, Cameron, Concordia, Plaquemines, Pointe Coupee, Tensas, Terrebonne, St. Mary, Vermilion and West Baton Rouge Parishes, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-23;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant final approval of the Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Devon Energy Production Company, L.P. (Successor to Pennzoil Exploration and Production Company) and The Mosbacher Group, on the docket as Item No. 12-23.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 8th day of August, 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. Segura, seconded by Mr. Arnold, the following resolution was offered and unanimously adopted:

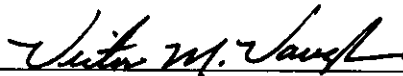
WHEREAS, a request was made for final approval of an Operating Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Midstates Petroleum Company LLC, to create an operating tract for the exploration and development of oil, gas and/or condensate and other liquid hydrocarbons, which proposal allocates to the State a State Production Interest equal to 25% before payout, increasing to 25.5% after payout, in and to the Operating Tract, whereas operator desire and intends to obtain production from the Midstates Petroleum Company LLC- Charles James Family Trust 23 Well No. 1 (Serial 243747), covering unleased acreage, containing 39.8 acres more or less, Beauregard Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-24;

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 Midstates Petroleum Company LLC, on the docket as Item No. 12-24.

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 8th day of August, 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:

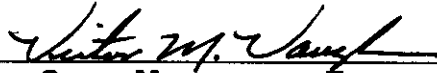
WHEREAS, a request was made by Staff for authority to place Chesapeake Energy Corporation on demand for failing to file a partial release of State Lease No. 19459 which terminated in January of 2011;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant authority to the Attorney General's office to send a letter demanding execution and recordation of the requested partial release and payment of liquidated damages, as well as all costs attributable to the collection.

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 8th day of August, 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 Louisiana Onshore Properties, LLC "LOP" for authority to negotiate with Staff for an Operating Agreement on a .694 acre tract affecting a portion of former State Lease No. 19945 located in Weeks Island Field, Iberia 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 Staff the authority to negotiate an operating agreement with Louisiana Onshore Properties, LLC "LOP" and that the .694 acres be made unavailable for leasing for a period of ninety (90) days or until an operating agreement is negotiated and placed on the Docket of the Mineral and Energy Board for approval, whichever comes first.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 8th day of August, 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 Hilcorp Energy Company for authority to negotiate with Staff for an Operating Agreement on approximately 710.2 acres affecting former State Lease No. 20563 located in Four League Bay Field, Terrebonne Parish, Louisiana and for authority to escrow funds applicable to the State's interest in production attributable to the No. 5 Well;

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 Staff the authority to negotiate an operating agreement with Hilcorp Energy Company and that the 710.2 acres be made unavailable for leasing for a period of ninety (90) days or until an operating agreement is negotiated and placed on the Docket of the Mineral and Energy Board for approval, whichever comes first, and grant Hilcorp Energy Company the authority to escrow funds attributable to the producing well in accordance with the standard OMR escrow requirements.

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 8th day of August, 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. Cordaro, the following resolution was offered and unanimously adopted:

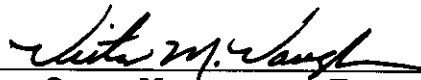
WHEREAS, a request was made by Trinity Exploration & Production, LLC for an extension of previously granted authority to escrow funds in regard to State Lease No. 20039 for royalties attributable to disputed acreage contained within the HA RA SUBB and allocated to State Lease No. 20039, Red River Parish, Louisiana;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant Trinity Exploration & Production, LLC an extension of the previously granted authority to escrow funds in regard to State Lease No. 20039 for royalties attributable to disputed acreage contained within the HA RA SUBB and allocated to State Lease No. 20039, subject to the standard escrow requirements established by OMR, for a period not to exceed 90 days from August 7, 2012, or November 5, 2012.

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 8th day of August, 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 Ms. Smith, seconded by Mr. Arnold, the following resolution was offered and unanimously adopted:

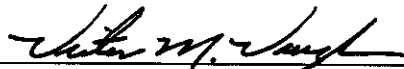
WHEREAS, a request was made by Chesapeake for authorization to rescind the partial release of State Lease No.19846 which inadvertently released that portion of said State Lease No.19846 in Section 30, Township 10 North, Range 14 West within a unit being produced by the HA RA SU11, Whitney TB 30H #1 Well;

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 authority to Chesapeake to rescind the partial release of State Lease No.19846 which inadvertently released that portion of said State Lease No.19846 in Section 30, Township 10 North, Range 14 West within a unit being produced by the HA RA SU11, Whitney TB 30H #1 Well.

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 8th day of August, 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:

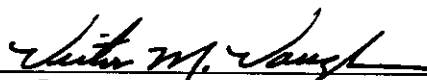
WHEREAS, a request was made by PetroQuest Energy, LLC for an extension of previously granted authority to escrow funds in regard to State Lease No. 20181 for royalties attributable to disputed acreage contained within Unit Tract 3, Bayou Hebert Field, Vermilion Parish, Louisiana;

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 an extension to PetroQuest Energy, LLC of previously granted authority to escrow funds in regard to State Lease No. 20181 for royalties attributable to disputed acreage contained within Tract 3 of the CRIS R RA SUA unit located in Sections 7, 8, 17, 18, 19, and 20 T14S, R5E, Bayou Hebert Field, subject to the standard escrow requirements established by OMR, for a period not to exceed ninety (90) days from August 7, 2012, or November 5, 2012.

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 8th day of August, 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:

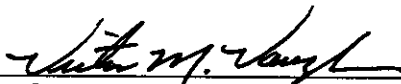
WHEREAS, a discussion in executive session was held regarding the pending Petition for Declaratory Judgment entitled: State of Louisiana v. ASA Properties, LP, et al, Suit No. 72779, Division "B", Parish of DeSoto, State of Louisiana;

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 reject the offer of QEP Energy Company for an operating agreement.

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 8th day of August, 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 10:35 a.m. on Wednesday, August 8, 2012. Board Members present were Ms. Helen G. Smith, Mr. John C. "Juba" Diez, Mr. Emile Cordaro, Mr. Darryl D. Smith, Mr. W. Paul Segura, Jr., Mr. Thomas W. Sanders, Mr. Thomas L. Arnold, Jr., Mr. Robert "Michael" Morton and Mr. Chip Kline (sitting in for Garret Graves, Governor Jindal's designee to the State Mineral and Energy Board)

The Committee made the following recommendations:

Approve all State Agency Leases A through F on pages 1, 2, 3 and 4;

Approve all Assignments on pages 5 through 13;

Approve the following items upon recommendation of the Legal and Title Controversy Committee: Docket Item Nos. 12-22 and 12-24 on pages 14 and 15;

Approve the following item upon recommendation of the Legal and Title Controversy Committee: Docket Item No. 12-23 on page 14 subject to the approval of the Governor of Louisiana.

Upon Motion of Mr. Arnold, 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. Arnold, and seconded by Ms. Smith, the committee voted unanimously to adjourn the meeting at 10:37 a.m.

Respectfully submitted,

A handwritten signature in black ink that reads "John C. 'Juba' Diez / CD". The signature is written over a horizontal line.

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

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

On motion of Mr. Arnold, seconded by 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 August 8, 2012 Meeting be approved, said instrument being an Oil, Gas and Mineral Lease from the Atchafalaya Basin Levee District, dated June 11, 2012, awarded to Theophilus Oil, Gas & Land Services, LLC, covering lands located in Section 22, Township 13 South, Range 12 East, St. Martin Parish, Louisiana, containing 80.0 acres, more or less, with further contractual obligations being more enumerated in the instrument.

The State of Louisiana, through the State Mineral Board, asserts and claims title to the beds and bottoms of any waterbody 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 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 or Chief Landman be and he is hereby authorized to sign said lease to reflect the approval of the State Mineral 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 8th day of August, 2012, pursuant to due notice, at which meeting a quorum was present, and is now in full force and effect.


STATE MINERAL BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item B from the August 8, 2012 Meeting be approved, said instrument being an Oil, Gas and Mineral Lease from the Atchafalaya Basin Levee District, dated June 11, 2012, awarded to Theophilus Oil, Gas & Land Services, LLC, covering lands located in Section 27, Township 13 South, Range 12 East, St. Martin Parish, Louisiana, containing 40 acres, more or less, with further contractual obligations being more enumerated in the instrument.

The State of Louisiana, through the State Mineral Board, asserts and claims title to the beds and bottoms of any waterbody 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 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 or Chief Landman be and he is hereby authorized to sign said lease to reflect the approval of the State Mineral 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 8th day of August, 2012, pursuant to due notice, at which meeting a quorum was present, and is now in full force and effect.


STATE MINERAL BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item C from the August 8, 2012 Meeting be approved, said instrument being an Oil, Gas & Mineral Lease from the Atchafalaya Basin Levee District, dated June 11, 2012, awarded to Theophilus Oil, Gas & Land Services, LLC, covering lands located in Section 21, Township 13 South, Range 12 East, St. Martin Parish, Louisiana, containing 40.0 acres, more or less, with further contractual obligations being more enumerated in the instrument.

The State of Louisiana, through the State Mineral Board, asserts and claims title to the beds and bottoms of any waterbody 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 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 or Chief Landman be and he is hereby authorized to sign said lease to reflect the approval of the State Mineral 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 8th day of August, 2012, pursuant to due notice, at which meeting a quorum was present, and is now in full force and effect.


STATE MINERAL BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item D from the August 8, 2012 Meeting be approved, said instrument being an Oil, Gas and Mineral Lease from the Atchafalaya Basin Levee District, dated June 11, 2012, awarded to Theophilus Oil, Gas & Land Services, LLC, covering lands located in Section 22, Township 13 South, Range 12 East, lying West of Grand River, in St. Martin Parish, **LESS AND EXECPT** a Tract containing 8.33 acres, designated as Tract 8 on plat of survey, containing 78.67 acres, more or less, with further contractual obligations being more enumerated in the instrument.

The State of Louisiana, through the State Mineral Board, asserts and claims title to the beds and bottoms of any waterbody 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 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 or Chief Landman be and he is hereby authorized to sign said lease to reflect the approval of the State Mineral 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 8th day of August, 2012, pursuant to due notice, at which meeting a quorum was present, and is now in full force and effect.


STATE MINERAL BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item E from the August 8, 2012 Meeting be approved, said instrument being an Oil, Gas & Mineral Lease from the Atchafalaya Basin Levee District, dated June 11, 2012, awarded to Theophilus Oil, Gas & Land Services, LLC, covering lands located in Section 21, Township 13 South, Range 12 East, St. Martin Parish, Louisiana, containing 8.33 acres, more or less, with further contractual obligations being more enumerated in the instrument.

The State of Louisiana, through the State Mineral Board, asserts and claims title to the beds and bottoms of any waterbody 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 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 or Chief Landman be and he is hereby authorized to sign said lease to reflect the approval of the State Mineral 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 8th day of August, 2012, pursuant to due notice, at which meeting a quorum was present, and is now in full force and effect.


STATE MINERAL BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item F from the August 8, 2012 Meeting be approved, said instrument being an Oil, Gas and Mineral Lease from the North Lafourche Conservation Levee & Drainage District, dated June 1, 2012, awarded to Boudreaux Properties, Inc., covering lands located in Section 51, Township 15 South, Range 18 East, containing 25.44 acres, more or less, with further contractual obligations being more enumerated in the instrument.

The State of Louisiana, through the State Mineral Board, asserts and claims title to the beds and bottoms of any waterbody 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 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 or Chief Landman be and he is hereby authorized to sign said lease to reflect the approval of the State Mineral 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 8th day of August, 2012, pursuant to due notice, at which meeting a quorum was present, and is now in full force and effect.


STATE MINERAL BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

On motion of Mr. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from MP 31 Investments, L.L.C. to Texas Petroleum Investment Company, of all of Assignor's right, title and interest in and to State Lease No. 12002, Plaquemines Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** to those portions of said lease lying within the area boundaries of the Textularia L Sand, Reservoir A, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

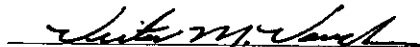
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Harvest Operating, L.L.C to Texas Petroleum Investment Company, of all of Assignor's right, title and interest in and to State Lease No. 12002, Plaquemines Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** to those portions of said lease lying within the area boundaries of the Textularia L. Sand, Reservoir A, with further particulars being stipulated in the instrument.

Texas Petroleum Investment 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 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being a Conversion whereby Comstock Oil & Gas- Louisiana, Inc. is converting to Comstock Oil & Gas- Louisiana, LLC, affecting State Lease No 6003 and 9600, Red River 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 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Patrick L. Donohue Petroleum Properties, Inc to Hilcorp Energy I, L.P., of all of Assignor's right, title and interest in and to State Lease Nos. 20918, 20955, 20956, 20957 and 20958, Cameron 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 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from MP 35 Investments, L.L.C. to Sibley Petroleum Investments, LLC, an undivided 30% of Assignor's right, title and interest in and to 1958 and 1961, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Texas Petroleum Investment 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,

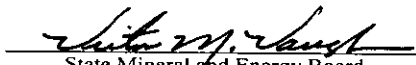
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from MP 35 Investments, L.L.C to Texas Petroleum Investment Company, of all of Assignor's right, title and interest in and to State Lease Nos. 1958 and 1961, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

Texas Petroleum Investment 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 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Sibley Petroleum Investments, LLC to Texas Petroleum Investment Company, of all of Assignor's right, title and interest in and to State Lease Nos. 1958 and 1961, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Texas Petroleum Investment 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,

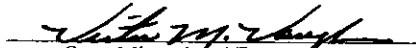
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Theophilus Oil, Gas & Land Services, L.L.C. to Devon Energy Production Company, L.P., of all of Assignor's right, title and interest in and to State Lease No. 20876, West Feliciana Parish, Louisiana, with further particulars being stipulated in the instrument

Devon Energy Production 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 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Theophilus Oil, Gas & Land Services, L.L.C. to Devon Energy Production Company, L.P., of all of Assignor's right, title and interest in and to State Lease Nos. 20887, 20888, 20889 and 20890, West Feliciana Parish, Louisiana

Devon Energy Production 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 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Houston St. Invest., LLC to Origoil One, Ltd., of all of Assignor's right, title and interest in and to State Lease No 17446, Ascension Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Big Sky Operating Companies, Inc. to Ironstone Energy, LLC, of all of Assignor's right, title and interest in and to State Lease Nos 18748, 18868 and 19208, Jefferson and Lafourche Parishes, Louisiana, with further particulars being stipulated in the instrument.

Ironstone 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 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Coquille Bay Investors II, LLC, of all of Assignor's right, title and interest to the following in the proportions set out below:

Coquille Bay Investors LLC	½
Coquille Bay Investors III LLC	½

in and to State Lease No 17236, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Marks Explorer 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;

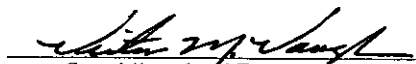
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Stone Energy Offshore, L.L.C. to Breton Sound 32, LP, of all of Assignor's right, title and interest in and to State Lease No. 4708, Plaquemines Parish, Louisiana, from the surface down to and including 8116', with further particulars being stipulated in the instrument

Breton Sound 32, LP is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Stone Energy Offshore, L.L.C. to Breton Sound 32, LP, of all of Assignor's right, title and interest in and to State Lease No. 4708, Plaquemines Parish, Louisiana, as to those depths below 8116', with further particulars being stipulated in the instrument.

Breton Sound 32, LP is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

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

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

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

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

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R.S. 30.128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind,

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Greenbriar Energy LP IV to White Oak Oil & Gas Partners, LP, of all of Assignor's right, title and interest in and to State Lease No. 13566, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Hunt Oil Company of Louisiana, Inc. to Dynamic Offshore Resources, LLC, of all of Assignor's right, title and interest in and to State Lease Nos 14519, 14520, 14912, 14914, 14915, 14953, 14954, 16859, 18287 and 19497, St Mary Parish, Louisiana, with further particulars being stipulated in the instrument

Dynamic 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 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from South Oak Production Company to Wagner Oil Company, of all of Assignor's right, title and interest in and to State Lease No. 3797, Iberville Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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


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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Trade Exploration Corp to Wagner Oil Company, of all of Assignor's right, title and interest in and to State Lease No. 3797, Iberville Parish, Louisiana, with further particulars being stipulated in the instrument.

Wagner Oil 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 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Wagner Oil Company, Bryan Wagner and wife Allison Wagner to Croilla, LP, of all of Assignor's right, title and interest in and to State Lease No. 3797, Iberia Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

4) That this approval is given merely for the purpose of validating the assignment or transfer under the provisions of R S 30.128, but by giving its approval, the Board does not recognize the validity of any other instrument referred to therein that has not also been considered and approved by the Board in its entirety nor of any descriptions nor adopt any of the terms and conditions in the assignment or transfer, including but not limited to any election to convert an overriding royalty interest to a working interest, and any such election shall not be effective until written notice thereof is given to the Board and assignment or transfer of such working interest in recordable form is docketed for approval and approved by the Board, and, furthermore, that this approval may not operate as the Board's approval of any sales contract, which may have been entered into by the parties to the assignment or transfer, inasmuch as the Board specifically reserves the right to take its royalty oil, gas and other minerals in kind,

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Jolen Operating Company, Jolen Production Company, Fleischaker Production Company, L.L.C., Miller WI, LLC, Willo, LLC, J & J Resources, LLC, Andrew Kirkpatrick Marckwald, Jr., Klondike Acquisitions, Inc and Henry W Pfeffer, Jr. to Criolla, L.P., of all of Assignor's right, title and interest in and to State Lease No 3797, Iberville Parish, Louisiana, with further particulars being stipulated in the instrument.

Criolla, 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 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment from Curtis Younts, Jr., et ux to KSH Energy Fund GmbH and Co., KG Co. of all of Assignor's right, title and interest in and to State Lease No. 15500, DeSoto Parish, Louisiana, with further particulars being stipulated in the instrument.

KSH Energy Fund GmbH and Co., KG Co. 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 the lessee representing the joint account of all lessees, 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;

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 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being a Merger whereby Arcade Enterprises, Inc. is merging with and into J. Aron & Company, Inc., 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 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being an Assignment and Amendment of Assignment from Marathon Oil Company to XTO Energy Inc., of all of Assignor's right, title and interest in and to State Lease No. 376, DeSoto Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being a Sublease and Amendment of Sublease from J-W Operating Company to Petro-Chem Operating Co., of all of Sublessor's right, title and interest in and to State Lease No. 17732, Bossier Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** said lease covers all lands situated in Sections 4 and 5, Township 15 North, Range 11 West, Bossier Parish, Louisiana, **AND INSOFAR AND ONLY INSOFAR AS** said lease covers all subsurface depths above the base of the Cotton Valley Formation as defined therein, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

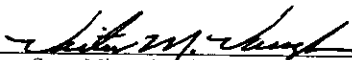
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of August, 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. Arnold 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 August 8, 2012 Meeting be approved, said instrument being a Dissolution from J. Aron & Company, Inc. to Robert A. Bories, as liquidator of affairs, 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 8th day of August, 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. Arnold, 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. 12-22 from the August 8, 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., 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 No. 19949, Jefferson Parish, Louisiana, with further particulars being stipulated in the instrument.

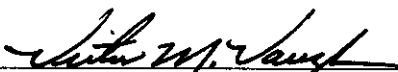
The State of Louisiana, through the State Mineral and Energy Board, asserts and claims title to the beds and bottoms of any navigable waterbed that may be located within the boundaries of the lands leased, and this approval shall not cover or extend to, or be construed as affecting the State's title 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 8th day of August, 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. Arnold, 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. 12-23 from the August 8, 2012 Meeting be approved subject to the approval of the Governor of Louisiana, said instrument being a Settlement and Release of Claims by and between the Louisiana State Mineral and Energy Board, Devon Energy Production Company, L.P. (Successor to Pennzoil Exploration and Production Company) and The Mosbacher Group, whereas said parties desire to settle and release claims of an outstanding audit issue, affecting State Lease Nos. 195, 249, 325, 451, 476, 476, 1349, 1350, 1685, 2340, 2591, 3306, 3584, 3643, 4011, 6121, 6310, 6863, 6864, 7719, 7873, 8015, 8690, 10415, 14426, Operating Agreements "A0006" and "A0193" and Unleased Acreage Tracts B3307, B3644, B8000, B9946, B9955 and B9981, Bossier, Cameron, Concordia, Plaquemines, Pointe Coupee, Tensas, Terrebonne, St. Mary, Vermilion and West Baton Rouge Parishes, Louisiana, with further particulars being stipulated in the instrument.

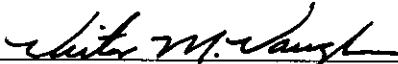
The State of Louisiana, through the State Mineral and Energy Board, asserts and claims title to the beds and bottoms of any navigable waterbed that may be located within the boundaries of the lands leased, and this approval shall not cover or extend to, or be construed as affecting the State's title 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 8th day of August, 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

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

By: _____
Scott A. Angelle

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

On motion of Mr. Arnold, 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. 12-24 from the August 8, 2012 Meeting be approved, said instrument being an Operating Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Midstates Petroleum Company LLC, to create an operating tract for the exploration and development of oil, gas and/or condensate and other liquid hydrocarbons, which proposal allocates to the State a State Production Interest equal to 25% before payout, increasing to 25.5% after payout, in and to the Operating Tract, whereas operator desire and intends to obtain production from the Midstates Petroleum Company LLC- Charles James Family Trust 23 Well No. 1 (Serial 243747), covering unleased acreage, containing 39.8 acres more or less, Beauregard Parish, Louisiana, with further particulars being stipulated 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 8th day of August, 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