

MINUTES

STATE MINERAL AND ENERGY BOARD

REGULAR MEETING AND LEASE SALE

MAY 11, 2016

THE FOLLOWING OPENING OF SEALED
BIDS MEETING MINUTES, COMMITTEE
REPORTS AND RESOLUTIONS WERE
MADE A PART OF THE **MAY 11, 2016**
STATE MINERAL AND ENERGY BOARD
REGULAR MEETING AND LEASE SALE
MINUTES BY REFERENCE

STATE MINERAL AND ENERGY BOARD
MINUTES - OPENING OF SEALED BIDS
MAY 11, 2016

A public meeting for the purpose of opening sealed bids was held on Wednesday, May 11, 2016, beginning at 8:38 a.m. in the LaBelle Room, First Floor, LaSalle Office Building, Baton Rouge, Louisiana.

Recorded as present were:

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

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

May 11, 2016

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

Ladies and 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. 44540 through 44557, have been advertised in accordance with and under the provisions of Chapter 2, Title 30 of the Revised Statutes of 1950, as amended.

Yours very truly,

(Original signed)

Emile Fontenot
Assistant Director
Petroleum Lands Division

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

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 Vaughn stated that there were no tracts to be withdrawn from today's Lease Sale.

The following bids were then opened and read aloud to the assembled public by Mr. Emile Fontenot.

INLAND TRACTS

	Tract 44540	
No Bids		
	Tract 44541	
No Bids		
	Tract 44542	
No Bids		
	Tract 44543	
No Bids		
	Tract 44544	
No Bids		
	Tract 44545	
No Bids		
	Tract 44546	
	(Portion – 302.000 acres)	
Bidder	:	Patrick L. Donohue Petroleum Properties, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$60,400.00
Annual Rental	:	\$30,200.00
Royalties	:	20.000% on oil and gas
	:	20.000% on other minerals
Additional Consideration	:	None
	Tract 44547	
No Bids		
	Tract 44548	
No Bids		
	Tract 44549	
No Bids		

STATE MINERAL AND ENERGY BOARD
 Minutes - Opening of Sealed Bids
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Tract 44550
 (Portion – 667.000 acres)

Bidder	:	Patrick L. Donohue Petroleum Properties, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$133,400.00
Annual Rental	:	\$66,700.00
Royalties	:	20.000% on oil and gas
	:	20.000% on other minerals
Additional Consideration	:	None

Tract 44551

No Bids

Tract 44552

No Bids

Tract 44553

No Bids

Tract 44554

No Bids

Tract 44555

No Bids

STATE AGENCY TRACTS

Tract 44556

Bidder	:	Reliant Land Services, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$101,817.60
Annual Rental	:	\$50,908.80
Royalties	:	25.000% on oil and gas
	:	25.000% on other minerals
Additional Consideration	:	None

VACANT STATE LAND TRACTS

Tract 44557

Bidder	:	Blanchard & Associates Land Services, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$17,340.70
Annual Rental	:	\$17,340.70
Royalties	:	22.500% on oil and gas
	:	22.500% on other minerals
Additional Consideration	:	None

STATE MINERAL AND ENERGY BOARD
Minutes - Opening of Sealed Bids
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This concluded the reading of the bids.

There being no further business, the meeting was concluded at 8:48 a.m.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Victor M. Vaughn", written in a cursive style.

Victor M. Vaughn
Executive Officer
State Mineral and Energy Board

STATE MINERAL AND ENERGY BOARD

REGULAR MEETING AND LEASE SALE MINUTES

MAY 11, 2016

A Regular Meeting and Lease Sale of the State Mineral and Energy Board was held on **Wednesday, May 11, 2016**, beginning at 11:24 a.m. in the LaBelle Room, First Floor, LaSalle Office Building, Baton Rouge, Louisiana, subject to the call of the Governor and Ex-Officio Chairman.

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

Thomas L. Arnold, Jr., Chairman
W. Paul Segura, Jr., Vice-Chairman
Beverly Hodges, DNR Undersecretary
Emile B. Cordaro
Darryl D. Smith
Theodore M. "Ted" Haik, Jr.
Carol R. LeBlanc
J. Todd Hollenshead
Robert D. Watkins

The following member(s) of the Board was recorded as absent: **Johnny B. Bradberry**

Ms. Talley announced that nine (9) members of the Board were present and that a quorum was established.

Also recorded as present were:

David Boulet - Assistant Secretary of the Office of Mineral Resources
Stacey Talley - Deputy Assistant Secretary of the Office of Mineral Resources
Victor Vaughn - Executive Officer to the State Mineral and Energy Board & Geologist Administrator-Geological & Engineering Division
Rachel Newman - Director, Mineral Income Division
Frederick Heck - Director, Petroleum Lands Division
Emile Fontenot - Assistant Director, Petroleum Lands Division
James Devitt - Deputy General Counsel, Department of Natural Resources
Ryan Seidemann - Assistant Attorney General
Chip Cline – attending on behalf of Johnny B. Bradberry

The Chairman stated that the first order of business was the approval of the April 13, 2016 Minutes. A motion was made by Mr. Segura to adopt the Minutes as submitted and to waive reading of same. His motion was seconded by Mr. Haik and unanimously adopted by the Board. (No public comment was made at this time.)

Mr. Haik made a motion to have Staff provide a copy of the Minutes in their binders each month. His motion was seconded by Mr. Smith and unanimously adopted by the Board.

The Chairman then stated that the next order of business would be the adoption of the Committee recommendations. Upon motion of Mr. Segura, seconded by Ms. LeBlanc, 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.)

- a) Lease Review Committee
- b) Nomination and Tract Committee
- c) Audit Committee
- d) Legal and Title Controversy Committee
- e) Docket Review Committee

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

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

Mr. Haik inquired as to his request for a review of procedures and expressed that he thought he understood that this would be an agenda item at this month's meeting. Ryan Seidemann of the Attorney General's office addressed his concerns and requested that he and Mr. Haik speak independently to determine exactly what procedures he would like to see changed. Mr. Haik spoke of having one large meeting instead of separate committee meetings, having one executive session, and that the meetings be similar to those held by the legislative committees. Ryan Seidemann will report at the June meeting as to he & Mr. Haik's discussion and present what possible changes could be made to the Board for its consideration.

Upon motion of Mr. Segura, seconded by Mr. Hollingshead, the Board recessed its regular meeting for a twenty minute break while Staff prepared its technical briefing presentation.

Upon motion of Mr. Segura, seconded by Mr. Hollingshead, the Board reconvened the Regular Meeting at 12:00 p.m.

Upon motion of Mr. Segura, seconded by Mr. Hollingshead, and unanimously adopted by the Board, the Board recessed its Regular Meeting at 12:01 to go into Executive Session for technical briefing in order to consider matters before the Board which were confidential in nature.

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. Hollingshead, seconded by Mr. Haik, and unanimously adopted by the Board, the Board reconvened in open session at 12:17 p.m.

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

The Chairman stated that the next order of business was the awarding of the leases and called on Mr. Victor Vaughn to present Staff's recommendations to the Board.

Mr. Vaughn stated that Staff recommends that the bids on all tracts be accepted.

Upon motion by Mr. Haik, seconded by Mr. Hollingshead, the Board unanimously voted to accept the bids received on Tract Nos. 44546, 44550, 44556, and 44557 and award leases on those tracts.

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

Upon motion of Mr. Haik, seconded by Mr. Hollingshead, the Board voted unanimously to accept the Staff's recommendations for the following:

1. Award a lease on a portion of Tract No. 44546, said portion being 302.000 acres, more particularly described in said bid and outlined on accompanying plat, to Patrick L. Donohue Petroleum Properties, Inc.
2. Award a lease on a portion of Tract No. 44550, said portion being 667.000

acres, more particularly described in said bid and outlined on accompanying plat, to Patrick L. Donohue Petroleum Properties, Inc.

3. Award a lease on Tract No. 44556 to Reliant Land Services, L.L.C.
4. Award a lease on Tract No. 44557 to Blanchard & Associates Land Services, L.L.C.

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 \$312,958.30, bringing the fiscal year-to-date total to just under \$5,500,000.00."

Ms. Talley also reminded the Board Members who were members of the Board in 2015 that their ethics disclosure forms must be submitted to the Board of Ethics by May 15, 2016.

Ms. Talley also advised the Board that the quarterly Mineral Revenue and Production Report has been produced, and she would provide them with a link to the report in the afternoon.

The Chairman then stated there being no further business to come before the Board, upon motion of Mr. Haik, seconded by Mr. Hollingshead, the meeting was adjourned at 12:18 p.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, May 11, 2016 at 9:41 a.m. with the following members of the Board in attendance: Mr. Emile B. Cordaro, Mr. Theodore M. "Ted" Haik, Jr., Mr. J. Todd Hollenshead, Ms. Carol R. LeBlanc, Mr. Darryl D. Smith, and Mr. Robert D. Watkins. Mr. W. Paul Segura, Jr. arrived at 9:48 a.m. Mr. Chip Kline was also in attendance.

I. Geological and Engineering Staff Review

The staff of the Office of Mineral Resources reported to the Committee that according to the SONRIS database, there were 1,468 active State Leases containing approximately 609,000 acres. Since the last Lease Review Committee meeting, the Geological and Engineering Division reviewed 90 leases covering approximately 49,000 acres for lease maintenance and development issues.

II. Committee Review

1. A staff report on State Lease 195-C, Quarantine Bay Field, Plaquemines and St. Bernard Parishes. Cox Operating L.L.C. is a lessee and the field operator.
On motion of Mr. Smith, seconded by Mr. Watkins, the Lease Review Committee voted to accept Cox Operating L.L.C.'s report and to grant Cox until April 12, 2017 to report on their continued development on the lease.
2. A staff report on State Leases 1450, 1451, 1480, and 14589, Lake Raccourci Field, Jefferson and Lafourche Parishes. Exxon Mobil Corporation is the lessee.
On motion of Mr. Hollenshead, seconded by Mr. Cordaro, the Lease Review Committee voted to grant Exxon Mobil Corporation until June 1, 2016 to submit their partial release proposal for the staff to review.

III. Force Majeure Report

1. The Staff recognized a force majeure condition reported by Expert Oil & Gas LLC, affecting Operating Agreement A0323, Iberville Parish, due to flooding in the Atchafalaya Basin for the period of January 6, 2016 through April 21, 2016. No Board action is required.
2. Energy Properties Inc. requests an extension of the force majeure recognition for an additional two (2) months affecting State Lease 725.
On motion of Mr. Smith, seconded by Mr. Segura, the Lease Review Committee voted to grant Energy Properties Inc. a two month extension for the force majeure recognition affecting State Lease 725.

Force Majeure Report Summary - Updated May 1, 2016

Company Name	Lease Numbers
Leases Off Production Due to Non-Storm Related Force Majeure Events	
Energy Properties Inc.	725 (May, 2016)

The Committee adjourned the May 11, 2016 meeting at 9:50 a.m.

Respectfully submitted,

Theodore M. "Ted" Haik, Jr. /RV

Mr. Theodore M. "Ted" Haik, Jr., 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

**Resolution #16-05-001
LEASE REVIEW COMMITTEE**

WHEREAS, the Lease Review Committee last reviewed State Lease No. 195-C, Quarantine Bay Field, Plaquemines and St. Bernard Parishes, on May 13, 2015; and

WHEREAS, by letter dated April 7, 2016, Gordon Arata, representing Cox Operating, L.L.C., submitted their annual report on lease activities on State Lease No. 195-C in the Quarantine Bay Field; and

WHEREAS, Cox Operating, L.L.C. will continue to maintain stable production rates and service equipment on the lease affecting State Lease No. 195-C; and

ON MOTION of Mr. Smith, seconded by Mr. Watkins, the following recommendation was offered and adopted by the Lease Review Committee after discussion and careful consideration:

That the State Mineral and Energy Board accept Cox Operating, L.L.C.'s report and grant Cox until April 12, 2017 to report on their continued development on the lease.

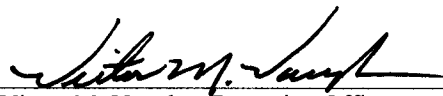
WHEREAS, after discussion and careful consideration by the State Mineral and Energy Board, a decision has been reached:

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE BE IT RESOLVED that the State Mineral and Energy Board accept Cox Operating, L.L.C.'s report and grant Cox until April 12, 2017 to report on their continued development on the lease.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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.



Victor M. Vaughn, Executive Officer
Louisiana State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

**Resolution #16-05-002
(LEASE REVIEW COMMITTEE)**

WHEREAS, the Lease Review Committee last reviewed State Leases 1450, 1451, 1480, and 14589, in the Lake Raccourci Field (southern portion), on November 12, 2015, whereby the State Energy and Mineral Board (SMEB) recommended that Exxon Mobil Corporation meet with the Office of Mineral Resources staff by March 31, 2016 to a discuss development plan over these leases in the southern portion of the Lake Raccourci Field; and

WHEREAS, Exxon Mobil Corporation requested by letter dated March 29, 2016 that in lieu of a meeting, they be granted until June 1, 2016 to work toward identifying acreage to be retained and released within State Leases 1450, 1451, 1480 and 14589. The extension of time will also allow Exxon Mobil to collaborate and present a partial release to the State Mineral and Energy Board.

ON MOTION of Mr. Hollenshead, seconded by Mr. Cordaro, the following recommendation was offered and adopted by the Lease Review Committee after discussion and careful consideration:

That the SMEB recommends that Exxon Mobil Corporation be granted until June 1, 2016 to submit their partial release proposal to the Office of Mineral Resources staff for review.

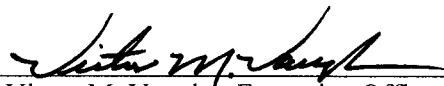
WHEREAS, after discussion and careful consideration by the SMEB, a decision has been reached:

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

NOW THEREFORE BE IT RESOLVED that the SMEB recommends that Exxon Mobil Corporation be granted until June 1, 2016 to submit their partial release proposal to the Office of Mineral Resources staff for review.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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.



Victor M. Vaughn, Executive Officer
Louisiana State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

**Resolution #16-05-003
(LEASE REVIEW COMMITTEE)**

WHEREAS, a report on the letter received from Energy Properties Inc. ("EPI") on State Lease 725 was made by Charles Bradbury, Petroleum Engineer, concerning the ongoing force majeure event; and

WHEREAS, it was reported to the Committee that EPI continues its efforts to abate the force majeure condition resulting from the April 9, 2012 Texas Gas Transmission pipeline explosion and requested an additional two (2) month recognition extension to finalize a production handling agreement with another operator; and

WHEREAS, the Board extended recognition of the force majeure at the November 12, 2015 until the May 11, 2016 Board meeting providing that EPI continue to provide monthly updates and make shut-in payments; and

On Motion of Mr. Smith, seconded by Mr. Segura, the following resolution was offered and adopted by the Lease Review Committee after discussion and careful consideration:

The Mineral and Energy Board extends recognition of the force majeure condition until such time as the gas pipeline service is restored permitting the restoration to production or until the July 13, 2016 Board meeting whichever occurs first and requires that Energy Properties Inc. continue to make shut-in payments and submit monthly reports. The Board reserves its right to reconsider this matter if the situation warrants.

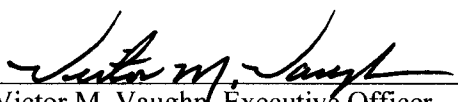
WHEREAS, after discussion and careful consideration by the State Mineral and Energy Board, a decision has been reached:

On Motion of Mr. Segura, seconded by Ms. LeBlanc, the following resolution was offered and unanimously adopted by the State Mineral and Energy Board:

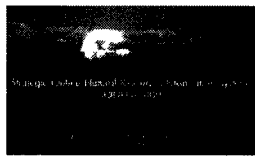
NOW THEREFORE BE IT RESOLVED that the Louisiana State Mineral and Energy Board, in consideration of the facts stated herein, by these present, does hereby recognize and acknowledge the force majeure event as of April 9, 2012 due to rupture and subsequent explosion of the pipeline operated by Texas Gas that prevents sale and transportation of gas from wells and production facilities to maintain State Lease 725 in Terrebonne Parish, Louisiana. The Mineral and Energy Board extends recognition of the force majeure condition until such time as the gas pipeline service is restored permitting the restoration to production or until the July 13, 2016 Board meeting whichever occurs first and requires that Energy Properties Inc. continue to make shut-in payments and submit monthly reports. The Board reserves its right to reconsider this matter if the situation warrants.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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.



Victor M. Vaughn, Executive Officer
Louisiana State Mineral and Energy Board



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: May 19, 2016 10:10 AM

District Code 1 New Orleans- East

Get Review Date May 11, 2016

Block ID	Block Name	Block Type	Area	Area	Area	Area
00195C	QUARANTINE BAY	QB 3 RB SU	7200	15357	MAY AR 4/27/16 DP, AR - HBP 6 UNITS; 11 SL WELLS	
00195C	QUARANTINE BAY, SOUTH	QB 3 RB SU	7200	15357	MAY AR 4/27/16 DP, AR - HBP 6 UNITS; 11 SL WELLS	
00335B	DELTA DUCK CLUB	VUB;SL 335 DDC U2	930	2047	MAY AR 4/27/16 DP, AR - HBP 3 UNITS	
01278	MAIN PASS BLOCK 69	245471-SL 1278-021 12/30/2012	1000	2026.33	MAY AR 4/27/16 DP, AR - HBP 2 UNITS; 6 SL WELLS	
01961	MAIN PASS BLOCK 35	MPB35 UM0 RA SU 12/01/1988	1600	2500.39	MAY AR 4/27/16 DP, AR - HBP 5 UNITS; 10 SL WELLS	
12503	CHANDELEUR SOUND BLOCK 71	11.062 08/19/2003	16.314	16.314	MAY AR 4/27/16 DP, AR - HBP 1 UNIT	



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: May 19, 2016 10:10 AM

District Code 1W New Orleans- West
Get Review Date May 11, 2016

Table with columns for ID, Location, Description, and Dates. Rows include entries for Timbalier Bay Onshore, Venice, Little Lake Temple, West Lake Pontchartrain, and Kings Ridge.



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: May 19, 2016 10:10 AM

District Code 1W New Orleans- West

Get Review Date May 11, 2016

Parcel ID	Location	Acres	Value	Review Date	Notes
360-G-5 03-629					
06122	COLLEGE POINT-ST JAMES	441.01 10/31/1983	71.199	71.199	MAY. AR 4/27/16 MS AR, LEASE HBP BY MA 1 RB SUA
15358	BAYOU SORREL	.833 05/08/2003	.409	.409	MAY. AR 4/27/16 MS AR, LEASE HBP BY CIB H 2 RB SUA
17376	BAY BATISTE	237278-VUA;SL 17376-001 04/14/2008	261.46	261.46	MAY. AR 4/27/16 MS AR, LEASE HBP BY VUA
17378	BAY BATISTE	240454-VUA;SL 17378-004 12/20/2009	438.94	438.94	MAY. AR 4/27/16 MS AR, LEASE HBP BY VUA
18997	LITTLE LAKE	L TP 6 RA SUA;SL 19864 12/16/2008 604-T 08-1925	2.536	2.536	MAY. AR 4/27/16 MS AR, LEASE HBP FROM E-2 RA SUA;LL&E, E-4 RB SUA;LL&E AND L TP 6 RA SUA;SL 19864
19357	LAKE PALOURDE, EAST	ROB 2 RB SUA;L LANDRY ESTATE 10/13/2010 357-E-4 09-1109	5	5	MAY. AR 4/27/16 MS AR, LEASE HAS 2 ONGOING ISSUES. THE ACREAGE VALUE MAY NOT BE CORRECT AND IT MAY HAVE EXPIRED DUE TO A 90 DAY GAP IN PRODUCTION IN 2014
20850	LAKE SALVADOR, WEST	248254-CRIS I RE SUA;SL 20850-003-ALT 08/25/2014	170.59	170.59	MAY. AR 4/27/16 MS AR, LEASE HBP FROM CRIS I RE SUA;SL 20850 AND CRIS I RD SUA
20856	LAKE SALVADOR, WEST	333.191 02/20/2015	9.529	9.529	MAY. AR 4/27/16 MS AR, LEASE HBP FROM CRIS I RB SUA
20857	LAKE SALVADOR, WEST	187.355 02/18/2015	2.335	2.335	MAY. AR 4/27/16 MS AR, LEASE HBP FROM CRIS I RB SUA
21107			0	273	MAY. PT 2/13/16 4/27/16 MS AR, LEASE HELD BY RENTALS
21366			0	194	MAY PT 02/26/2017 4/27/16 MS AR, LEASE HELD BY RENTALS
21367			0	34	MAY PT 02/26/2017 4/27/16 MS AR, LEASE HELD BY RENTALS
21368			0	48	MAY PT 02/26/2017 4/27/16 MS AR, LEASE HELD BY RENTALS
21369			0	66	MAY PT 02/26/2017 4/27/16 MS AR, LEASE HELD BY RENTALS
21554			0	166	MAY PT 02/11/2018 4/17/16 MS AR, LEASE HELD BY RENTALS

Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: May 19, 2016 10:10 AM

District Code 2 Lafayette
 Get Review Date May 11, 2016

Account Number	Account Name	Account Description	Account Balance	Account Type	Account Status	Account Details
00293	FAUSSE POINTE	247836-SL 293 LAKE FAUSSE POINTE-167 07/13/2014	2211	2648		MAY. AR 4/22/16 AW HBP OF LEASE WELLS; 3 PRODUCING WELLS
00340G 0	COTE BLANCHE BAY, WEST	1000 03/02/2016	4700	4700		MAY. AR 4/22/16 AW HBP IN 7 UNITS (14 R514 SU, 53 RMQ1 SU, 37 RA SU, 14 RB-X SU, 53 RW-X SU, 1700 RL SU, 8100 RN N3 N4 SU) AND LEASE WELLS; 110 PRODUCING WELLS
02655	BAYOU LONG , BAYOU POSTILLION , BAYOU POSTILLION, EAST	D 3 RA SUA;GOODRICH	61.698	98		MAY. AR 4/22/16 AW HBP IN 3 UNITS (D 3 RB SUA, OPERC 4 RA SUA, & D 2A-2B RA SUA); 4 PRODUCING WELLS
08091	BAYOU CARLIN	MA 5 RD SUA;SL 8091 08/09/2005 570-E-3 05-843	205.81	205.81		MAY. AR 4/22/16 AW HBP IN 1 UNIT (MA 7 RA SUE); 1 PRODUCING WELL
09410	BAYOU CARLIN	MA 5 RD SUA;SL 8091 08/09/2005 570-E-3 05-843	305.6	305.6		MAY. AR 4/22/16 AW HBP IN 1 UNIT (MA 7 RA SUE); 1 PRODUCING WELL
13470	BAYOU CARLIN	MA 7 RA SUD;KEARNEY 570-C-3	170.662	170.662		MAY. AR 4/22/16 AW HBP IN 1 UNIT (MA 7 RA SUE); 1 PRODUCING WELL
14571	SHIP SHOAL BLOCK 65 , SHIP SHOAL BLOCK 66	158.026 01/22/2001	486.614	486.614		MAY. AR 4/22/16 AW HBP IN 1 UNIT (VUA; SL 14572); 2 PRODUCING WELLS
14572	SHIP SHOAL BLOCK 65 , SHIP SHOAL BLOCK 66	40.123 01/22/2001	202.757	202.757		MAY. AR 4/22/16 AW HBP IN 1 UNIT (VUA; SL 14572); 2 PRODUCING WELLS
15110	CAILLOU ISLAND	1583.44 01/31/1997	8.6	8.6		MAY. AR 4/22/16 AW HBP IN 1 UNIT (L 15000 R560 SUA); 1 PRODUCING WELL
15470	DEER ISLAND, WEST	52.5 01/29/1999	97.61	97.61		MAY. AR 4/22/16 AW HBP IN 1 UNIT (L TEX W RA SUA); 1 PRODUCING WELL
15855	DEER ISLAND, WEST	40.26 12/27/1999	8.6	8.6		MAY. AR 4/22/16 AW HBP IN 1 UNIT (L TEX W RA SUA); 1 PRODUCING WELL
19720	EUGENE ISLAND BLOCK 16	242401-VUA;SL 19720-001 12/16/2010	418.62	418.62		MAY. AR 4/22/16 AW HBP IN 1 UNIT (VUA; SL 19720); 1 PRODUCING WELL
19924	EUGENE ISLAND BLOCK 16	242891-VUA;SL 19924-001 03/23/2011	689.37	689.37		MAY. AR 4/22/16 AW HBP IN 1 UNIT (VUA; SL 19720); 1 PRODUCING WELL
20547	PERRY POINT	2.23 07/08/2014	1.63	1.63		MAY AR. TAX ADJUDICATED 4/22/16 AW HBP IN 1 UNIT (BOL M B RA SUA); 1 PRODUCING WELL
20870	POINT CHEVREUIL	11000 RA SUB;SL 20878 01/15/2013 1214-A 13-7	6.784	6.78		MAY AR 4/22/16 AW HBP IN 1 UNIT (11000 RA SUB); 1 PRODUCING WELL
20871	POINT CHEVREUIL	11000 RA SUB;SL 20878 01/15/2013	24.416	24.42		MAY AR 4/22/16 AW HBP IN 1 UNIT (11000 RA SUB); 1 PRODUCING WELL



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: May 19, 2016 10:10 AM

District Code 2 Lafayette

Get Review Date May 11, 2016

Well ID	Well Name	Acres	Original Lease	Current Lease	Notes
		1214-A 13-7			
20878	POINT CHEVREUIL	81.888 04/29/2015	375.602	375.6	MAY AR OPTION 4/22/16 AW HBP IN 2 UNITS (11000 RA SUA & 11000 RA SUB); 2 PRODUCING WELLS
21109	BAY ST ELAINE		658.89	658.89	MAY. PT 2/13/16 4/22/16 AW HBP IN LEASE WELL; 1 PRODUCING WELL
21122	ATCHAFALAYA BAY, SOUTH		111.23	111.23	MAY. PT 2/13/16 ATCHAFALAYA DELTA WMA 4/22/16 AW HBP IN LEASE WELL; 1 PRODUCING WELL

Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: May 19, 2016 10:10 AM

District Code **3** Lake Charles- North
 Get Review Date **May 11, 2016**

Well ID	Location	Acquire Date	Original Lease	Current Lease	Notes	
00082	CADDO PINE ISLAND	1922/11/29 00:00:00 3	No Activity - No Rental (Rt. Sheet has been circ.)	83.75	83.75	MAY. AR 3/28/16 SKR AR - HBP 7 SL WELLS
05500	SENTELL	H RA SUE;PITTMAN 11/01/1993		12	12	MAY. AR 3/28/16 SKR AR - HBP 1 UNIT 7 PRODUCING WELLS
05501	SENTELL	H RA SUE;PITTMAN 11/01/1993		14.3	22	MAY. AR 3/28/16 SKR AR - HBP 1 UNIT 7 PRODUCING WELLS
05502	SENTELL	SNT MPT L SU; 01/01/1988		1.805	4	MAY. AR 3/28/16 SKR AR - HBP 1 UNIT 7 PRODUCING WELLS
05580	HONORE , SENTELL	H RA SUC;SIBLEY ET AL 01/01/1996		315	450	MAY. AR 3/28/16 SKR AR - HBP 1 UNIT 7 PRODUCING WELLS
05664	CASPIANA , ELM GROVE	HA RA SU96;HUTCHINSON HEIRS 8H 10/10/2009 361-L-66 09-1187		45	45	MAY. AR 3/28/16 SKR AR - HBP 12 UNITS 20 PRODUCING WELLS
06111	CASPIANA	HA RA SU159;EB FARMS 1-15-13 H 03/15/2011 191-H-131 11-117		100	100	MAY. AR 3/28/16 SKR AR - 100% HBP 13 UNITS 39 PRODUCING WELLS
08699	ARKANA	CV RB SU30;BARNETT 06/01/1987		29.77	29.77	MAY. AR 3/28/16 SKR AR - 100% HBP 1 UNIT 2 PRODUCING WELLS
08935	CADDO PINE ISLAND	CAPI VIV RA SU 03/01/1993		80	80	MAY. AR 3/28/16 SKR AR - 100% HBP 1 UNIT 11 PRODUCING WELLS
10100	COCODRIE LAKE	VUA 03/01/1984		150	150	MAY. SAR 3/28/16 SKR SEMI AR . 1 VUA. 1 PRODUCING ST 31 WELL. RS 5/5/2015 LEASE HAS EXPIRED DUE TO 90 DAY LAPSE OF PRODUCTION. THIS LEASE IS BEING INVESTIGATED BY OOC MONROE OFFICE. ROYALTIES AND PRODUCTION ARE BEING REPORTED
14400	SHREVEPORT	MPT RA SUH;WOOLWORTH 06/01/1996		154.857	154.857	MAY. AR 3/28/16 SKR AR - 100% HBP 1 UNIT PRODUCING WELL
14818	HODGE	HOSS B RB SUD;NOMEY 07/01/1997		5	5	MAY. AR 3/28/16 SKR AR - 100% HBP 1 UNIT PRODUCING WELL
15596	BURR FERRY, NORTH	AUS C RC SUB;SNYDER MIN A26 04/01/1997		20	20	MAY. AR 3/28/16 SKR AR -100% HBP 1 UNIT 1 WELL. AUS C
16531	ELM GROVE	228276-LCV RA SU56;SL 16531 31-002-ALT 06/12/2003		397	397	MAY AR 3/28/16 SKR AR - 100% HBP 3 UNITS 6 PRODUCING WELLS

Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: May 19, 2016 10:10 AM

District Code **3** Lake Charles- North
 Get Review Date **May 11, 2016**

Well ID	Well Name	Acres	Production	Reserves	Notes
17984	PARKER LAKE	MINTER SU 10 HUNT PAUL STATE	20.58	20.58	MAY. AR 3/28/16 SKR AR - 100% HBP 1 UNIT. 1 PRODUCING WELL
18244	ELM GROVE	HA RA SU73;E E JOHNSON EST 19H 10/13/2009 361-L-59 09-1104	4.001	4.001	MAY. AR 3/28/16 SKR AR 100% HBP 3 UNITS 11 PRODUCING WELLS
18371	CASPIANA	19.282 06/09/2014	167.332	167.332	MAY. AR 3/28/16 SKR AR 100% HBP 2 UNITS 2 PRODUCING WELLS
19787	ALABAMA BEND	HA RA SUV;BURKETT 5-15-10 H 03/16/2010 1490-C-9 10-274	29.32	29.32	MAY. AR LOGGY BAYOU WMA 3/28/16 SKR AR 100% HBP 1 UNIT 8 PRODUCING WELLS
19840	LOGANSPOUT	HA RA SUDD;BOOKER 28-11-15 H 06/23/2009 28-AA-13 09-641	14.633	14.633	MAY. AR 3/28/16 SKR AR 100% HBP 2 UNITS 2 PRODUCING WELLS
19841	LOGANSPOUT	81.535 03/09/2011	68.465	68.465	MAY. AR 3/28/16 SKR AR 100% HBP 2 UNIT 2 PRODUCING WELLS
19844	BENSON	43 03/12/2012	46	46	MAY. AR 3/28/16 SKR AR 100% HBP 2 UNIT 2 PRODUCING WELLS
19928	CEDAR GROVE , ELM GROVE	HA RA SU133;FRANKS INV CO 10 H 10/26/2010 361-L-101 10-1083	2.743	2.743	MAY. AR 3/28/16 SKR AR 100% HBP 2 UNIT 2 PRODUCING WELLS
20269	RED RIVER-BULL BAYOU	HA RC SUQ;RENFRO 15-13-13 H 06/23/2009 109-X-44	55	55	MAY. AR TAX ADJUDICATED LANDS 3/28/16 SKR AR 100% HBP 1 UNIT 1 PRODUCING WELL
20270	BRACKY BRANCH	HA RA SUI;FRED WILLIS MD 23 H 01/13/2009 917-L-2 09-34	5	5	MAY. AR TAX ADJUDICATED LANDS 3/28/16 SKR AR - 100% HBP 1 UNIT PRODUCING WELL
20337	ELM GROVE , LAKE BISTINEAU	HA RA SU132;COTSWOLD 29- 16-10H 04/24/2010 361-L-82 10-450	130.34	130.34	MAY. AR 3/28/16 SKR AR - 100% HBP 1 UNIT PRODUCING WELL
20544	CONVERSE	HA RA SU112;EBARB 36 HZ 10/26/2010 501-G-34 10-1090	40	40	MAY. AR 3/28/16 SKR AR 100% HBP 1 UNITS 1 PRODUCING WELLS
20545	CONVERSE	HA RA SU112;EBARB 36 HZ 10/26/2010 501-G-34 10-1090	6	6	MAY. AR 3/28/16 SKR AR 100% HBP 1 UNITS 1 PRODUCING WELLS
20845	GROGAN	HA RA SUY;HAIRE ETAL 20H 03/09/2010 955-J-8 10-232	10	10	MAY. AR 3/28/16 SKR AR 100% HBP 1 UNITS 1 PRODUCING WELLS. NO REPORTED ROYALTY. HA RB SUY; LUW 617335



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: May 19, 2016 10:10 AM

District Code 3S Lake Charles- South
Get Review Date May 11, 2016

Table with columns for ID, Name, Address, and Review Dates. Includes rows for EGAN, PERRY POINT, CHENEYVILLE, WEST, BECKWITH CREEK, GILLIS-ENGLISH BAYOU, SULPHUR MINES, etc. Summary row at bottom shows 90, 30,332,742, and 49,452,807.

JOHN BEL EDWARDS
GOVERNOR



THOMAS F. HARRIS
SECRETARY

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

NOMINATION AND TRACT COMMITTEE REPORT

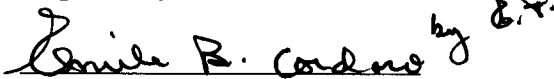
The Nomination and Tract Committee, convened at **9:47 a.m.** on Wednesday, **May 11, 2016** with the following members of the Board in attendance:

Mr. Emile B. Cordaro Mr. Robert D. Watkins Ms. Carol R. LeBlanc
Mr. Theodore M. Haik, Jr. Mr. W. Paul Segura, Jr. Mr. J. Todd Hollenshead
Mr. Darryl D. Smith. Mr. Chip Kline (sitting in for Johnny B. Bradberry)

The Committee heard the report of Mr. Emile Fontenot, relative to nominations received for the July 8, 2016 Mineral Lease Sale and other matters. Based upon the staff's recommendation, on motion of **Mr. Smith**, duly seconded by **Mr. Hollenshead**, the Committee voted unanimously to recommend to the Board the granting of authority to the staff to advertise all such tracts as have been reviewed by the State Land Office and the staff of the Office of Mineral Resources as well as any tracts that have been previously advertised and rolled over and otherwise approve the Nomination and Tract Report presented by Mr. Fontenot.

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

Respectfully Submitted,

 by *T.F.H.*

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

Tracts to Be
Advertised

Resolution #16-05-004
(NOMINATION AND TRACT COMMITTEE)

WHEREAS, Mr. Emile Fontenot reported that 2 tracts had been nominated for the July 8, 2016 Mineral Lease Sale, and requests that same are to be advertised pending staff review;

WHEREAS, the staff of the Office of Mineral Resources, upon further review and consideration, recommended that the foregoing request be approved by the Nomination and Tract Committee;

ON MOTION of *Mr. Smith*, seconded by *Mr. Hollenshead*, the following recommendation was offered and unanimously adopted by the Nomination and Tract Committee after discussion and careful consideration:

That the State Mineral and Energy Board grant final approval to advertise all such tracts for the July 8, 2016 Mineral Lease Sale;

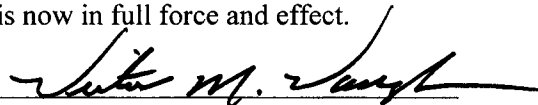
WHEREAS, after discussion and careful consideration of the foregoing request and recommendation by the Nomination and Tract Committee;

ON MOTION of *Mr. Segura*, seconded by *Ms. Leblanc*, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW, BE IT THEREFORE RESOLVED, that the State Mineral and Energy Board does hereby approve and authorize the advertising of all such tracts 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 Committee Report.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 11th day of May 2016, 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.



Victor M. Vaughn, Executive Officer
LOUISIANA STATE MINERAL AND ENERGY BOARD

JOHN BEL EDWARDS
GOVERNOR



THOMAS F. HARRIS
SECRETARY

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

The regular meeting of the Audit Committee of the State Mineral and Energy Board was held on Wednesday, May 11, 2016, immediately 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 B. Cordaro
Theodore M. "Ted" Haik, Jr.

J. Todd Hollenshead
Carol R. LeBlanc
W. Paul Segura, Jr.

Darryl D. Smith
Robert D. Watkins

Mr. Darryl D. Smith convened the Committee at 9:49 a.m.

The first matter considered by the Committee was a request to exclude Goodrich Operating Company, Inc. from the 2016 audit schedule.

Upon recommendation of the staff and upon motion of Mr. Cordaro, seconded by Ms. LeBlanc, the Committee voted unanimously to exclude Goodrich Operating Company, Inc. from the 2016 audit cycle.

The second matter considered by the Committee was staff's report on the Goodrich Petroleum Company Bankruptcy.

No action required.

The third matter considered by the Committee was staff's report on the Energy XXI Bankruptcy.

No action required.

The fourth matter considered by the Committee was the election of the May 2016 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.

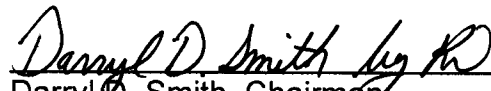
Upon motion of Mr. Cordaro, seconded by Mr. Watkins, Executive Session convened at 9:55 a.m.

Upon motion of Mr. Cordaro, seconded by Ms. LeBlanc, Executive Session adjourned at 10:01 a.m.

The fifth matter considered by the Committee was a discussion in Executive Session regarding the BP audit.

Upon motion of Mr. Cordaro, seconded by Ms. LeBlanc, the Committee voted unanimously to proceed as discussed in Executive Session.

On motion of Mr. Cordaro, seconded by Mr. Watkins, the Board voted unanimously to adjourn the Audit Committee at 10:03 a.m.



Darryl O. Smith, Chairman
Audit Committee

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Goodrich Operating
Company, Inc.
Bankruptcy

RESOLUTION #16-05-005 (AUDIT COMMITTEE)

WHEREAS, pursuant to La. R.S. 30:136.A(1)(c), the Office of Mineral Resources (OMR) staff is authorized to audit information relevant to the computation of royalties including appropriate records, report or other information; and

WHEREAS, by State Mineral and Energy Board (Board) Resolution dated August 12, 2009, the Board authorized the OMR to conduct all appropriate and necessary audits of any party, lessee, operator and/or payor of a State lease, that has, or may, file for bankruptcy protection; and

WHEREAS, Goodrich Operating Company, Inc. filed Chapter 11 bankruptcy on April 15, 2016; and

WHEREAS, Goodrich Operating Company, Inc. was a payor of record from January 1986 through May 2005 during which time royalty payments totaled \$293,264; and

WHEREAS; the most recent audit of Goodrich Operating Company, Inc. covered the period of November 1998 through December 2003; and

WHEREAS; this audit resulted in total exceptions of \$15,682 and Goodrich Operating Company, Inc. has paid a total of \$26,122 in monthly royalty since this audit.

WHEREAS, OMR staff recommends Goodrich Operating Company, Inc. be removed from the 2016 audit cycle because no royalty is at risk; and

ON MOTION of Mr. Cordaro, seconded by Ms. Leblanc, after discussion and careful consideration, the foregoing OMR Staff recommendations were offered and unanimously accepted by the Audit Committee.

WHEREAS, in response to the foregoing OMR Staff recommendations and action of the Audit Committee;

ON MOTION of Mr. Segura, seconded by Ms. Leblanc, the following Resolution was offered and unanimously adopted by the Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant that the audit of Goodrich Operating Company, Inc. be removed from the 2016 audit cycle because no royalty is at risk.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice and in compliance with law, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of the Board and is now in full force and effect.



**Victor M. Vaughn, Executive Officer
State Mineral and Energy Board**

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Executive Session Discussion
BP settlement

RESOLUTION # 16-05-006

(AUDIT COMMITTEE)

WHEREAS, a discussion was held in Executive Session of the field audit settlement between BP America Production Co. and the Office of Mineral Resources, Mineral Income Division;

ON MOTION of Mr. Cordaro, seconded by Ms. Leblanc, the following recommendation was offered and unanimously adopted by the Audit Committee after discussion and careful consideration:

That the State Mineral and Energy Board grant authority to the Office of Mineral Resources, Mineral Income Division to accept the offer as discussed in Executive Session;

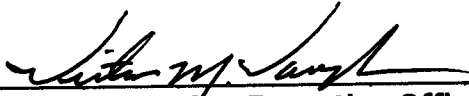
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Audit Committee;

ON MOTION of Mr. Segura, seconded by Ms. Leblanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant authority to the Office of Mineral Resources, Mineral Income Division to accept the offer as discussed in Executive Session.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

JOHN BEL EDWARDS
GOVERNOR



THOMAS F. HARRIS
SECRETARY

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

LEGAL AND TITLE CONTROVERSY COMMITTEE REPORT

The regular meeting of the Legal and Title Controversy Committee of the State Mineral and Energy Board was held on May 11, 2016, 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 L. Arnold, Jr.
Mr. Emile B. Cordaro
Mr. Theodore M. "Ted" Haik, Jr.
Mr. Robert Watkins

Mr. W. Paul Segura, Jr.
Mr. Darryl D. Smith
Ms. Carol R. LeBlanc
Mr. J. Todd Hollenshead

The Legal and Title Controversy Committee was called to order by Mr. Segura at 10:03 a.m.

Prior to discussion of the posted items on the Agenda, the Committee considered a request by Staff to include an Addendum to the Legal and Title Controversy Committee being a discussion in Executive Session regarding a settlement offer from Bridgeline Holdings, L.P. to create an Operating Tract regarding storage of hydrocarbons in the cavern associated with the Napoleonville Storage Well No. 1, Serial No. 972568, covering unleased state acreage in Section 41, Township 12 South, Range 13 East, Assumption Parish, Louisiana, with further particulars being stipulated in the instrument.

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's request to add this item to the Legal and Title Controversy Committee. Said item is referred to as the eighteenth matter in this report. No comments were made by the public.

The first matter considered by the Committee was a request for final approval of an Amendment of Operating Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Shoreline Southeast LLC, whereas said parties desire to amend said Operating Agreement to include Shut-in payment language in the Agreement, affecting Operating Agreement "A0280", Lafourche Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 16-14.

Upon motion of Mr. Arnold, seconded by Mr. Smith, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board granted final approval of an Amendment of Operating Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Shoreline Southeast LLC, on the Docket as Item No. 16-14. No comments were made by the public.

The second matter considered by the Committee was a request for final approval of an Operating Agreement by and between the State Mineral and Energy Board and Bridgeline Holdings, L.P., to create an Operating Tract regarding storage of hydrocarbons in the cavern associated with the Bridgeline Well No. 1, Serial No. 972568, covering unleased state acreage located in Section 41, Township 12 South, Range 13 East, Assumption Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 16-15.

Upon motion of Mr. Arnold, seconded by Mr. Haik, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board deferred the request for final approval of the Operating Agreement by and between the State Mineral and Energy Board and Bridgeline Holdings, L.P., on the Docket as Item No. 16-15 to the June 8, 2016 meeting of the Legal & Title Controversy Committee. No comments were made by the public.

The third matter being considered by the Committee was a request for final approval of an Operating Agreement by and between the State Mineral and Energy Board and MRC Energy Company, 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 25.0% before payout, increasing to 25.5% after payout, in and to the operating tract, covering a portion of Former State Lease No. 20274, containing 16.64 acres, more or less, Bossier Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 16-16.

Upon motion of Mr. Smith, seconded by Mr. Watkins, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board granted final approval of an Operating Agreement by and between the State Mineral and Energy Board and MRC Energy Company, on the Docket as Item No. 16-16. No comments were made by the public.

The fourth matter being considered by the Committee was a request for final approval of a Communitization Agreement presented by Hilcorp Energy, I, L.P., Entech Enterprises, Inc., Omimex Petroleum, Inc., Plaquemines Oil & Development Company, the State Mineral and Energy Board for and on behalf of the State of Louisiana and the United States Bureau of Land Management, to create an 245.795 acre unit, more or less, identified as the MQ RA SUA Unit, being attributable to State Lease Nos. 2227 and 17203 and the remaining acreage being attributable to private ownership and Federal Leases, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 16-17.

Upon motion of Mr. Arnold, seconded by Mr. Hollingshead, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board granted final approval of the Communitization Agreement presented by Hilcorp Energy, I, L.P., Entech Enterprises, Inc., Omimex Petroleum, Inc., Plaquemines Oil & Development Company, the State Mineral and

Energy Board for and on behalf of the State of Louisiana and the United States Bureau of Land Management, on the Docket as Item No. 16-17. No comments were made by the public.

The fifth matter being considered by the Committee was a request for final approval of a Communitization Agreement presented by Hilcorp Energy, I, L.P., Entech Enterprises, Inc., Plaquemines Oil & Development Company, the State Mineral and Energy Board for and on behalf of the State of Louisiana and the United States Bureau of Land Management, to create an 390.119 acre unit, more or less, identified as the MQ STRINGER RA UA Unit, being attributable to State Lease Nos. 2227 and 17203 and the remaining acreage being attributable to private ownership and Federal Leases, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 16-18.

Upon motion of Mr. Arnold, seconded by Mr. Smith, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board granted final approval of the Communitization Agreement presented by Hilcorp Energy, I, L.P., Entech Enterprises, Inc., Plaquemines Oil & Development Company, the State Mineral and Energy Board for and on behalf of the State of Louisiana and the United States Bureau of Land Management, on the Docket as Item No. 16-18. No comments were made by the public.

The sixth matter being considered by the Committee was a request by Union Gas Operating Company for authority to negotiate an Operating Agreement with Staff covering 0.33 unleased state acres (0.09 acres of former State Lease No. 21421, identified as Unit Tract 25 and 0.24 acres of former State Lease No. 20494 identified as Unit Tract 27) situated within the boundaries of the U WX RA SUA, Harmony Church Field, Section 6, Township 6 South, Range 5 West, Allen Parish, Louisiana.

Upon motion of Mr. Arnold, seconded by Ms. LeBlanc, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board granted OMR Staff the authority to negotiate an Operating Agreement with Union Gas Operating Company covering 0.33 unleased state acres (0.09 acres of former State Lease No. 21421, identified as Unit Tract 25 and 0.24 acres of former State Lease No. 20494 identified as Unit Tract 27) situated within the boundaries of the U WX RA SUA, Harmony Church Field, Section 6, Township 6 South, Range 5 West, Allen Parish, Louisiana, and that the acreage be removed from commerce and unavailable for leasing until the August 10, 2016 Board meeting (or the date of the next meeting of the Board thereafter, should it not meet that month) or until an Operating Agreement is confected and approved by the Board, whichever occurs first. No comments were made by the public.

The seventh matter being considered by the Committee was a request by Five-JAB, Inc. to negotiate an Operating Agreement with Staff covering approximately 124.513 unleased state acres, being former State Lease No. 19250 and State Lease No. 19950, situated within the K RA SUA, Drakes Bay Field, Plaquemines Parish, Louisiana. Five-JAB, Inc. further requests that the acreage be removed from commerce and unavailable for leasing until the August 10, 2016 Board meeting or until an Operating Agreement is confected and approved by the Board, whichever occurs first.

Upon motion of Mr. Watkins, seconded by Mr. Arnold, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board granted OMR Staff the authority to negotiate an Operating Agreement with Five-JAB, Inc. covering approximately 124.513 unleased state acres, being former State Lease No. 19250 and State Lease No. 19950, situated within the K RA SUA, Drakes Bay Field, Plaquemines Parish, Louisiana and that the acreage be removed from commerce and unavailable for leasing until the August 10, 2016 Board meeting or until an Operating Agreement is perfected and approved by the Board, whichever occurs first. No comments were made by the public.

The eighth matter being considered was a request by Staff to issue final notices to Lessees who failed to re-register with the Office of Mineral Resources as a Prospective Leaseholder by January 31st as required by La. R.S. 30:123.1.

Upon motion of Mr. Arnold, seconded by Mr. Hollingshead, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board authorized Staff to make final demand upon these Lessees on the attached list to re-register by May 31, 2016 and if re-registration is not completed by this date, the liquidated damage assessment in the amount of \$100.00 per day will commence to accrue June 1, 2016 in accordance with La. R.S. 30:123.1(C). On request by the Board for public comment, comments were made by Pat Theophilus of Theophilus Oil, Gas & Land Services, LLC.

The ninth matter being considered was a request by MRC Energy Company for a waiver of all or a portion of the liquidated damage assessment in the amount of \$53,100.00 levied on the late release of State Lease No. 20274, Bossier Parish, Louisiana.

Upon motion of Mr. Arnold, seconded by Mr. Smith, with Mr. Haik opposing, and by vote of the Committee and Board, the State Mineral and Energy Board granted MRC Energy Company a full waiver of the liquidated damage assessment in the amount of \$53,100.00 levied on the late release of State Lease No. 20274, Bossier Parish, Louisiana. On request by the Board for public comment, comments were made by Phillip Devlin and John Pearce on behalf of MRC Energy Company. No comments were made by the public.

The tenth matter being considered was a request by Staff for final approval of the Proposed New Lease Form.

Upon motion of Mr. Haik, seconded by Mr. Arnold, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board deferred this request to the June 8th, 2016 meeting. No comments were made by the public.

Upon motion of Mr. Smith, seconded by Mr. Hollingshead, the Committee voted unanimously to go into Executive Session at 10:45 a.m.

Upon motion of Mr. Arnold, seconded by Mr. Haik, the Committee voted unanimously to return to Open Session at 11:18 a.m.

The eleventh matter being considered by the Committee was a discussion in Executive Session of the suit entitled: L.D. Miques, et al v. State of Louisiana, et al, Docket No. 99694, Division F, 15th Judicial District Court, Vermilion Parish, Louisiana.

Upon motion of Mr. Smith, seconded by Mr. Watkins, with Mr. Haik abstaining, and by vote of the Committee and Board, the State Mineral and Energy Board granted authority to the Attorney General's Office to reject the settlement offer as discussed in Executive Session. No comments were made by the public.

The twelfth matter being considered by the Committee was a discussion in Executive Session of the suit entitled: State of Louisiana v. ASA Properties, et al, Docket No. 72779, Section B, 42nd Judicial District Court, DeSoto Parish, Louisiana.

Upon motion of Mr. Cordaro, seconded by Mr. Smith, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board granted authority to the Attorney General's Office to proceed as discussed in Executive Session. No comments were made by the public.

The thirteenth matter being considered by the Committee was a discussion in Executive Session of the suit entitled: State of Louisiana v. ASA Properties, et al, Docket No. 35809, 39th Judicial District Court, Red River Parish, Louisiana.

Upon motion of Mr. Cordaro, seconded by Mr. Smith, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board granted authority to the Attorney General's Office to proceed as discussed in Executive Session. No comments were made by the public.

The fourteenth matter being considered by the Committee was a discussion in Executive Session of the suit entitled: Chesapeake Louisiana, L.P. v. Pintail Properties, LLC, et al., Docket No. 35565, 39th Judicial District Court, Red River Parish, Louisiana.

Upon motion of Mr. Cordaro, seconded by Mr. Smith, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board granted authority to the Attorney General's Office to proceed as discussed in Executive Session. No comments were made by the public.

The fifteenth matter being considered by the Committee was a discussion in Executive Session of the suit entitled: Petrohawk Operating Company v. Chesapeake Louisiana, L.P., et al, Docket No. 35,903, 39th Judicial District Court, Red River Parish, Louisiana.

Upon motion of Mr. Cordaro, seconded by Mr. Smith, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board granted authority to the Attorney General's Office to proceed as discussed in Executive Session. No comments were made by the public.

The sixteenth matter being considered by the Committee was a discussion in Executive Session of the suit entitled: QEP Energy Company v. Pintail Properties, et al, Docket No. 35,801, 39th Judicial District Court, Red River Parish, Louisiana.

Upon motion of Mr. Cordaro, seconded by Mr. Smith, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board granted authority to the Attorney General's Office to proceed as discussed in Executive Session. No comments were made by the public.

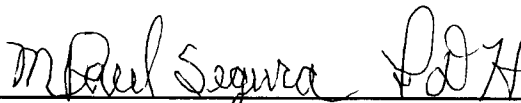
The seventeenth matter being considered by the Committee was a discussion in Executive Session of the suit entitled: Stroud Petroleum Inc. v. Pintail Properties LLC, et al, Docket No. 34865, 39th Judicial District Court, Red River Parish, Louisiana.

Upon motion of Mr. Cordaro, seconded by Mr. Smith, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board granted authority to the Attorney General's Office to proceed as discussed in Executive Session. No comments were made by the public.

The eighteenth matter being considered by the Committee was a discussion in Executive Session regarding a settlement offer from Bridgeline Holdings, L.P. to create an Operating Tract regarding storage of hydrocarbons in the cavern associated with the Napoleonville Storage Well No. 1, Serial No. 972568, covering unleased state acreage in Section 41, Township 12 South, Range 13 East, Assumption Parish, Louisiana, with further particulars being stipulated in the instrument.

Upon motion of Mr. Cordaro, seconded by Mr. Smith, with Mr. Haik abstaining, and by vote of the Committee and Board, the State Mineral and Energy Board granted authority to DNR Executive Counsel to settle as presented in Executive Session, in principal, subject to the drafting and execution of an appropriate settlement agreement, and its due advertisement and placement on the Docket for final approval. No comments were made by the public.

Upon motion of Ms. LeBlanc, seconded by Mr. Hollingshead, the Legal and Title Controversy Committee meeting adjourned at 11:22 a.m.



Mr. W. Paul Segura, Jr.
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

Amendment of Operating
Agreement
Shoreline Southeast LLC
Docket Item No. 16-14

RESOLUTION # 16-05-007

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a request was made for final approval of an Amendment of Operating Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Shoreline Southeast LLC, whereas said parties desire to amend said Operating Agreement to include Shut-in payment language in the Agreement, affecting Operating Agreement "A0280", Lafourche Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 16-14;

WHEREAS, the Staff of the Office of Mineral Resources, upon thorough review and consideration, recommended that the foregoing request be approved by the Legal and Title Controversy Committee;

ON MOTION of Mr. Arnold, seconded by Mr. Smith, the following recommendation was offered and unanimously adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board grant final approval of an Amendment of Operating Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Shoreline Southeast LLC, on the Docket as Item No. 16-14;

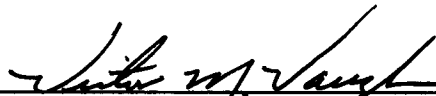
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant final approval of the Amendment of Operating Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Shoreline Southeast LLC, on the Docket as Item No. 16-14.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Operating Agreement
Bridgeline Holdings, L.P.
Docket Item No. 16-15

RESOLUTION # 16-05-008

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a request was made for final approval of an Operating Agreement by and between the State Mineral and Energy Board and Bridgeline Holdings, L.P., to create an Operating Tract regarding storage of hydrocarbons in the cavern associated with the Bridgeline Well No. 1, Serial No. 972568, covering unleased state acreage located in Section 41, Township 12 South, Range 13 East, Assumption Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 16-15;

WHEREAS, the Staff of the Office of Mineral Resources, upon thorough review and consideration, recommended that the foregoing request be deferred to the June 8, 2016 meeting of the Legal and Title Controversy Committee;

ON MOTION of Mr. Arnold, seconded by Mr. Haik, the following recommendation was offered and unanimously adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board defer the request for final approval of the Operating Agreement by and between the State Mineral and Energy Board and Bridgeline Holdings, L.P., on the Docket as Item No. 16-15 to the June 8, 2016 meeting of the Legal & Title Controversy Committee;

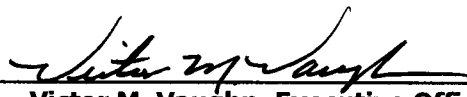
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby defer final approval of the Operating Agreement by and between the State Mineral and Energy Board and Bridgeline Holdings, L.P., on the Docket as Item No. 16-15 to the June 8, 2016 meeting of the Legal & Title Controversy Committee.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Operating Agreement
MRC Energy Company
Former State Lease No. 20274
Docket Item No. 16-16

RESOLUTION # 16-05-009

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a request was made for final approval of an Operating Agreement by and between the State Mineral and Energy Board and MRC Energy Company, 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 25.0% before payout, increasing to 25.5% after payout, in and to the operating tract, covering a portion of Former State Lease No. 20274, containing 16.64 acres, more or less, Bossier Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 16-16;

WHEREAS, the Staff of the Office of Mineral Resources, upon thorough review and consideration, recommended that the foregoing request be approved by the Legal and Title Controversy Committee;

ON MOTION of Mr. Smith, seconded by Mr. Watkins, the following recommendation was offered and unanimously adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board grant final approval of an Operating Agreement by and between the State Mineral and Energy Board and MRC Energy Company, on the Docket as Item No. 16-16;

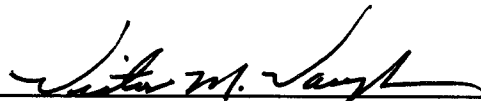
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant final approval of the Operating Agreement by and between the State Mineral and Energy Board and MRC Energy Company, on the Docket as Item No. 16-16.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Communitization Agreement
Hilcorp Energy I, L.P., et al
State Lease Nos. 2227 and 17203
Docket Item No. 16-17

RESOLUTION # 16-05-010

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a request was made for final approval of a Communitization Agreement presented by Hilcorp Energy, I, L.P., Entech Enterprises, Inc., Omimex Petroleum, Inc., Plaquemines Oil & Development Company, the State Mineral and Energy Board for and on behalf of the State of Louisiana and the United States Bureau of Land Management, to create an 245.795 acre unit, more or less, identified as the MQ RA SUA Unit, being attributable to State Lease Nos. 2227 and 17203 and the remaining acreage being attributable to private ownership and Federal Leases, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 16-17;

WHEREAS, the Staff of the Office of Mineral Resources, upon thorough review and consideration, recommended that the foregoing request be approved by the Legal and Title Controversy Committee;

ON MOTION of Mr. Arnold, seconded by Mr. Hollingshead, the following recommendation was offered and unanimously adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board grant final approval of the Communitization Agreement presented by Hilcorp Energy, I, L.P., Entech Enterprises, Inc., Omimex Petroleum, Inc., Plaquemines Oil & Development Company, the State Mineral and Energy Board for and on behalf of the State of Louisiana and the United States Bureau of Land Management, on the Docket as Item No. 16-17;


WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant final approval of the Communitization Agreement presented by Hilcorp Energy, I, L.P., Entech Enterprises, Inc., Omimex Petroleum, Inc., Plaquemines Oil & Development Company, the State Mineral and Energy Board for and on behalf of the State of Louisiana and the United States Bureau of Land Management, on the Docket as Item No. 16-17.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Communitization Agreement
Hilcorp Energy I, L.P., et al
State Lease Nos. 2227 and 17203
Docket Item No. 16-18

RESOLUTION # 16-05-011

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a request was made for final approval of a Communitization Agreement presented by Hilcorp Energy, I, L.P., Entech Enterprises, Inc., Plaquemines Oil & Development Company, the State Mineral and Energy Board for and on behalf of the State of Louisiana and the United States Bureau of Land Management, to create an 390.119 acre unit, more or less, identified as the MQ STRINGER RA UA Unit, being attributable to State Lease Nos. 2227 and 17203 and the remaining acreage being attributable to private ownership and Federal Leases, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 16-18;

WHEREAS, the Staff of the Office of Mineral Resources, upon thorough review and consideration, recommended that the foregoing request be approved by the Legal and Title Controversy Committee;

ON MOTION of Mr. Arnold, seconded by Mr. Smith, the following recommendation was offered and unanimously adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board grant final approval of the Communitization Agreement presented by Hilcorp Energy, I, L.P., Entech Enterprises, Inc., Plaquemines Oil & Development Company, the State Mineral and Energy Board for and on behalf of the State of Louisiana and the United States Bureau of Land Management, on the Docket as Item No. 16-18;

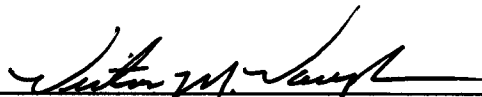
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant final approval of the Communitization Agreement presented by Hilcorp Energy, I, L.P., Entech Enterprises, Inc., Plaquemines Oil & Development Company, the State Mineral and Energy Board for and on behalf of the State of Louisiana and the United States Bureau of Land Management, on the Docket as Item No. 16-18.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Union Gas Operating Company
Authority to Negotiate An
Operating Agreement
Former State Lease Nos. 21421
& 20494

RESOLUTION # 16-05-012

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a request was made by Union Gas Operating Company for authority to negotiate an Operating Agreement with Staff covering 0.33 unleased state acres (0.09 acres of former State Lease No. 21421, identified as Unit Tract 25 and 0.24 acres of former State Lease No. 20494 identified as Unit Tract 27) situated within the boundaries of the U WX RA SUA, Harmony Church Field, Section 6, Township 6 South, Range 5 West, Allen Parish, Louisiana;

WHEREAS, OMR Staff having reviewed the history of former State Lease No. 21421 and former State Lease No. 20494 in conjunction with this request, offered the following recommendation for consideration by the Legal & Title Controversy Committee;

ON MOTION of Mr. Arnold, seconded by Ms. LeBlanc, the following recommendation was offered and unanimously adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board (Board) grant OMR Staff the authority to negotiate an Operating Agreement with Union Gas Operating Company covering 0.33 unleased state acres (0.09 acres of former State Lease No. 21421, identified as Unit Tract 25 and 0.24 acres of former State Lease No. 20494 identified as Unit Tract 27) situated within the boundaries of the U WX RA SUA, Harmony Church Field, Section 6, Township 6 South, Range 5 West, Allen Parish, Louisiana, and that the acreage be removed from commerce and unavailable for leasing until the August 10, 2016 Board meeting (or the date of the next meeting of the Board thereafter, should it not meet that month) or until an Operating Agreement is confected and approved by the Board, whichever occurs first.

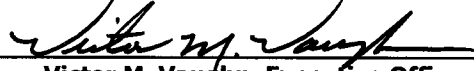
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant OMR Staff the authority to negotiate an Operating Agreement with Union Gas Operating Company covering 0.33 unleased state acres (0.09 acres of former State Lease No. 21421, identified as Unit Tract 25 and 0.24 acres of former State Lease No. 20494 identified as Unit Tract 27) situated within the boundaries of the U WX RA SUA, Harmony Church Field, Section 6, Township 6 South, Range 5 West, Allen Parish, Louisiana, and that the acreage be removed from commerce and unavailable for leasing until the August 10, 2016 Board meeting (or the date of the next meeting of the Board thereafter, should it not meet that month) or until an Operating Agreement is confected and approved by the Board, whichever occurs first.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Five-JAB, Inc.
Authority to Negotiate
An Operating Agreement
Former State Lease Nos. 19250
& 19950

RESOLUTION # 16-05-013

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a request was made by Five-JAB, Inc. to negotiate an Operating Agreement with Staff covering approximately 124.513 unleased state acres, being former State Lease No. 19250 and State Lease No. 19950, situated within the K RA SUA, Drakes Bay Field, Plaquemines Parish, Louisiana. Five-JAB, Inc. further requests that the acreage be removed from commerce and unavailable for leasing until the August 10, 2016 Board meeting or until an Operating Agreement is confected and approved by the Board, whichever occurs first;

WHEREAS, OMR Staff having reviewed the history of former State Lease No. 19250 and State Lease No. 19950 in conjunction with this request, offered the following recommendation for consideration by the Legal & Title Controversy Committee;

ON MOTION of Mr. Watkins, seconded by Mr. Arnold, the following recommendation was offered and unanimously adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board (Board) grant OMR Staff the authority to negotiate an Operating Agreement with Five-JAB, Inc. covering approximately 124.513 unleased state acres, being former State Lease No. 19250 and State Lease No. 19950, situated within the K RA SUA, Drakes Bay Field, Plaquemines Parish, Louisiana and that the acreage be removed from commerce and unavailable for leasing until the August 10, 2016 Board meeting or until an Operating Agreement is confected and approved by the Board, whichever occurs first;

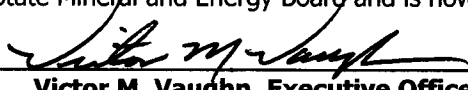
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant OMR Staff the authority to negotiate an Operating Agreement with Five-JAB, Inc. covering approximately 124.513 unleased state acres, being former State Lease No. 19250 and State Lease No. 19950, situated within the K RA SUA, Drakes Bay Field, Plaquemines Parish, Louisiana and that the acreage be removed from commerce and unavailable for leasing until the August 10, 2016 Board meeting or until an Operating Agreement is confected and approved by the Board, whichever occurs first.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Final Notices
To Re-Register with OMR

RESOLUTION # 16-05-014

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a request was made by Staff to issue final notices to Lessees who failed to re-register with the Office of Mineral Resources as a Prospective Leaseholder by January 31st as required by La. R.S. 30:123.1;

ON MOTION of Mr. Arnold, seconded by Mr. Hollingshead, the following recommendation was offered and unanimously adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board authorize Staff to make final demand upon the Lessees on the attached list to re-register by May 31, 2016 and that if re-registration is not completed by this date, the liquidated damage assessment in the amount of \$100.00 per day will commence to accrue June 1, 2016 in accordance with La. R.S. 30:123.1(C);

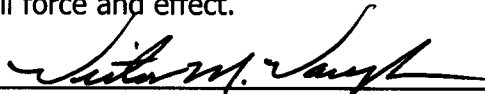
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby authorize Staff to make final demand upon these Lessees on the attached list to re-register by May 31, 2016 and if re-registration is not completed by this date, the liquidated damage assessment in the amount of \$100.00 per day will commence to accrue June 1, 2016 in accordance with La. R.S. 30:123.1(C).

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

**Leaseholders Not Renewed
2016**

LEASEHOLDER NAMES	STATE LEASE NOS
AMCO ENERGY INC.	02227, 17203
ARDENCO, L.L.C.	02524, 02918, 04041, 04043, 05567, 05568, 05685, 05779, 06815
BLUE MOON ENERGY, L.L.C.	19067, 19068
BURKE BROTHERS RESOURCES INC.	2038
CONQUEST PETROLEUM INCORPORATED	02178, 02179, 02225
DLP RESOURCES, LLC	18748, 18868, 19208
EAGLE ROCK ACQUISITION PARTNERSHIP, L.P.	5653
EEC E&P, LLC	19202, 19203, 19204, 19205, 19206, 19232
EMS 2 GMBH & CO. KG	20101
EXEGESIS, LLC	00195, 04318, 13006
GENE A. SANDERS	A0158
HILLIARD PETROLEUM INC.	17128, A0135
HU-TECH, L.L.C.	16381
LEGACY ENERGY, L.L.C. OF CALIFORNIA	18984
LIFESTREAM, LLC	19581
MAIN ENERGY, INC.	17339
MCGOLDRICK OIL COMPANY	19930
MMK ENERGY, LP	04218, 13148
OXY USA INC.	00978, 00979, 02524, 04218
PEARL STATES INC.	12847
PROMETHEUS DEVELOPMENT, INC.	17339
QUANTUM ENERGY, L.L.C.	14818, 16918, 17236, 18581
SALUTE RESOURCES, LLC	21187
SAM GROUP (DELAWARE) INCORPORATED	18640, 18860, 19261, 19266
SAMUEL MUNROE	20361
SEALY ENERGY RESOURCES, L.L.C.	17126, 17734, 18245, 18276
SETTCO OIL & GAS, L.L.C.	346
SHELBY ENERGY HOLDINGS LLC	20669
STRATA RESOURCES, INC.	19014
SUNSET PRODUCTION CORPORATION	14531
SYLVAN ENERGY, LLC	20920
SYNERGY LAND COMPANY, INC.	21010
TIPTOP ENERGY PRODUCTION US LLC	20769
VAMOS OIL & GAS, LLC	18581
VENTUM ENERGY, LP	2038
VISTATEX ENERGY LLC	13893, 14357
WCX ENERGY, LLC	02412, 02413

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

MRC Energy Company
Waiver of LDA
Late Release of
State Lease No. 20274

RESOLUTION # 16-05-015

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a request was made by MRC Energy Company for a waiver of all or a portion of the liquidated damage assessment in the amount of \$53,100.00 levied on the late release of State Lease No. 20274, Bossier Parish, Louisiana;

WHEREAS, the Staff of the Office of Mineral Resources, upon thorough review and consideration, recommended that the foregoing request for a waiver not be granted by the Legal and Title Controversy Committee;

ON MOTION of Mr. Arnold, seconded by Mr. Smith, with Mr. Haik opposing, the following was adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board (Board) grant MRC Energy Company a full waiver of the liquidated damage assessment in the amount of \$53,100.00 levied on the late release of State Lease No. 20274, Bossier Parish, Louisiana;

WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant MRC Energy Company a full waiver of the liquidated damage assessment in the amount of \$53,100.00 levied on the late release of State Lease No. 20274, Bossier Parish, Louisiana.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Proposed New Lease Form for
Oil, Gas, and Other Liquid or
Gaseous Hydrocarbon Minerals

RESOLUTION # 16-05-016

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a request was made by Staff for final approval of the Proposed New Lease Form;

ON MOTION of Mr. Haik, seconded by Mr. Arnold, the following recommendation was offered and unanimously adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board defer this request to the June 8th, 2016 meeting;

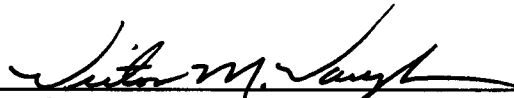
WHEREAS, after discussion and careful consideration of the foregoing and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby defer this request to the June 8th, 2016 meeting.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Executive Session Discussion
L.D. Miques, et al v. State of
Louisiana, et al
Docket# 99694 Division F
15th Judicial District Court, Vermilion
Parish, Louisiana

RESOLUTION # 16-05-017

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a discussion was held in Executive Session of the suit entitled: L.D. Miques, et al v. State of Louisiana, et al, Docket No. 99694, Division F, 15th Judicial District Court, Vermilion Parish, Louisiana;

ON MOTION of Mr. Smith, seconded by Mr. Watkins, with Mr. Haik abstaining, the following recommendation was offered and adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board grant authority to the Attorney General's Office to reject the settlement offer discussed in Executive Session;

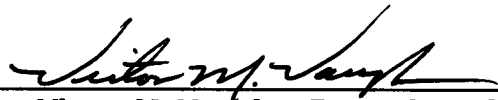
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant authority to the Attorney General's Office to reject the settlement offer discussed in Executive Session.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Executive Session Discussion
State of Louisiana v. ASA Properties,
et al, Docket No. 72779, Section B,
42nd Judicial District Court
DeSoto Parish, Louisiana

RESOLUTION # 16-05-018

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a discussion was held in Executive Session of the suit entitled: State of Louisiana v. ASA Properties, et al, Docket No. 72779, Section B, 42nd Judicial District Court, DeSoto Parish, Louisiana;

ON MOTION of Mr. Cordaro, seconded by Mr. Smith, the following recommendation was offered and unanimously adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board grant authority to the Attorney General's Office to proceed as discussed in Executive Session;

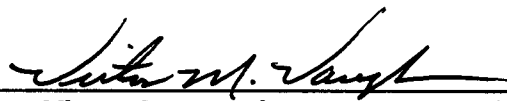
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant authority to the Attorney General's Office to proceed as discussed in Executive Session.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



**Victor M. Vaughn, Executive Officer
State Mineral and Energy Board**

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Executive Session Discussion
State of Louisiana v.
ASA Properties, et al
Docket No. 35809 39th JDC
Red River Parish, Louisiana

RESOLUTION # 16-05-019

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a discussion was held in Executive Session of the suit entitled: State of Louisiana v. ASA Properties, et al, Docket No. 35809, 39th Judicial District Court, Red River Parish, Louisiana;

ON MOTION of Mr. Cordaro, seconded by Mr. Smith, the following recommendation was offered and unanimously adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board grant authority to the Attorney General's Office to proceed as discussed in Executive Session;

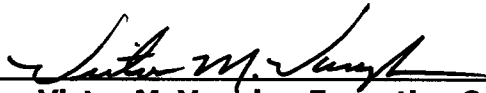
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant authority to the Attorney General's Office to proceed as discussed in Executive Session.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Executive Session Discussion
Chesapeake Louisiana, L.P. v. Pintail
Properties, LLC, et al.
Docket No. 35565, 39th JDC
Red River Parish, Louisiana

RESOLUTION # 16-05-020

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a discussion was held in Executive Session of the suit entitled: Chesapeake Louisiana, L.P. v. Pintail Properties, LLC, et al., Docket No. 35565, 39th Judicial District Court, Red River Parish, Louisiana;

ON MOTION of Mr. Cordaro, seconded by Mr. Smith, the following recommendation was offered and unanimously adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board grant authority to the Attorney General's Office to proceed as discussed in Executive Session;

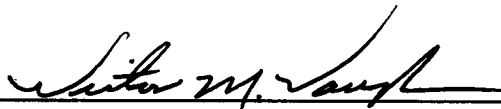
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant authority to the Attorney General's Office to proceed as discussed in Executive Session.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Executive Session Discussion
Petrohawk Operating Company v.
Chesapeake Louisiana, L.P., et al,
Docket No. 35,903, 39th Judicial
District Court, Red River Parish,
Louisiana

RESOLUTION # 16-05-021

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a discussion was held in Executive Session of the suit entitled: Petrohawk Operating Company v. Chesapeake Louisiana, L.P., et al, Docket No. 35,903, 39th Judicial District Court, Red River Parish, Louisiana;

ON MOTION of Mr. Cordaro, seconded by Mr. Smith, the following recommendation was offered and unanimously adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board grant authority to the Attorney General's Office to proceed as discussed in Executive Session;

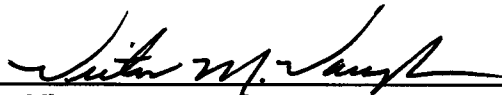
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant authority to the Attorney General's Office to proceed as discussed in Executive Session.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Executive Session Discussion
QEP Energy Company v. Pintail
Properties, et al,
Docket No. 35,801, 39th JDC
Red River Parish, Louisiana

RESOLUTION # 16-05-022

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a discussion was held in Executive Session of the suit entitled: QEP Energy Company v. Pintail Properties, et al, Docket No. 35,801, 39th Judicial District Court, Red River Parish, Louisiana;

ON MOTION of Mr. Cordaro, seconded by Mr. Smith, the following recommendation was offered and unanimously adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board grant authority to the Attorney General's Office to proceed as discussed in Executive Session;

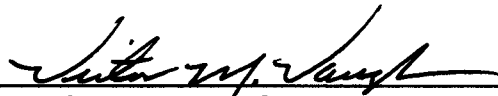
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant authority to the Attorney General's Office to proceed as discussed in Executive Session.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



**Victor M. Vaughn, Executive Officer
State Mineral and Energy Board**

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Executive Session Discussion
Stroud Petroleum Inc. v. Pintail
Properties LLC, et al
Docket No. 34865, 39th JDC
Red River Parish, Louisiana

RESOLUTION # 16-05-023

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a discussion was held in Executive Session of the suit entitled: Stroud Petroleum Inc. v. Pintail Properties LLC, et al, Docket No. 34865, 39th Judicial District Court, Red River Parish, Louisiana;

ON MOTION of Mr. Cordaro, seconded by Mr. Smith, the following recommendation was offered and unanimously adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board grant authority to the Attorney General's Office to proceed as discussed in Executive Session;

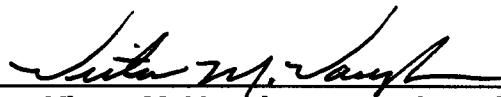
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant authority to the Attorney General's Office to proceed as discussed in Executive Session.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Executive Session Discussion
Bridgelme Holdings, L P
Settlement Offer
Assumption Parish, Louisiana

RESOLUTION # 16-05-024

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a discussion was held in Executive Session regarding a settlement offer from Bridgelme Holdings, L.P. to create an Operating Tract regarding storage of hydrocarbons in the cavern associated with the Napoleonville Storage Well No. 1, Serial No. 972568, covering unleased state acreage in Section 41, Township 12 South, Range 13 East, Assumption Parish, Louisiana, with further particulars being stipulated in the instrument;

ON MOTION of Mr. Cordaro, seconded by Mr. Smith, with Mr. Haik abstaining, the following recommendation was offered and adopted by the Legal and Title Controversy Committee after discussion and careful consideration:

That the State Mineral and Energy Board grant authority to DNR Executive Counsel to settle as presented in Executive Session, in principal, subject to the drafting and execution of an appropriate settlement agreement, and its due advertisement and placement on the Docket for final approval;

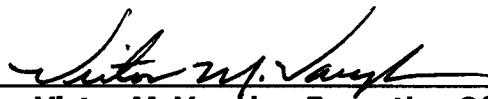
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Ms. LeBlanc, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby grant authority to DNR Executive Counsel to settle as presented in Executive Session, in principal, subject to the drafting and execution of an appropriate settlement agreement, and its due advertisement and placement on the Docket for final approval;

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 11th day of May, 2016 of the State Mineral and Energy Board in the City of Baton Rouge, State of Louisiana, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said State Mineral and Energy Board and is now in full force and effect.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

JOHN BEL EDWARDS
GOVERNOR



THOMAS F. HARRIS
SECRETARY

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

DOCKET REVIEW COMMITTEE REPORT

The Docket Review Committee convened at 11:22 a.m. on Wednesday, May 11, 2016. Board Members present were Ms. Carol R. LeBlanc, Mr. W. Paul Segura, Jr., Mr. Thomas L. Arnold, Jr., Mr. Emile Cordaro, Mr. J. Todd Hollenshead, Mr. Robert D. Watkins, Mr. Darryl D. Smith and Mr. Theodore M. "Ted" Haik Jr.

The Committee made the following recommendations:

Approve all Assignments on pages 2 through 7;

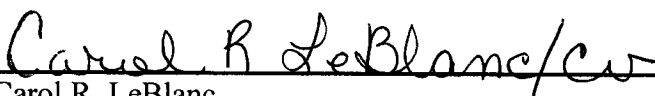
Approve the following item upon recommendation of the Legal and Title Controversy Committee: Docket Item Nos. 16-14, 16-15 and 16-16 on page 8;

Approve the following items: Docket Item Nos. 16-17 and 16-18 on page 9.

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

There being no further business to come before the committee, upon motion of Mr. Segura, and seconded by Mr. Arnold the committee voted unanimously to adjourn the meeting at 11:24 a.m.

Respectfully submitted,



Carol R. LeBlanc
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

Resolution #16-05-025

(DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 1 from the May 11, 2016 Meeting be approved, said instrument being an Assignment from Cypress Energy Corporation to McCartney Well Services, Inc., of all of Assignor's right, title and interest in and to State Lease No 21643, LaSalle Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

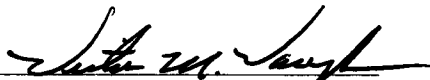
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

BE IT FURTHER RESOLVED that the Executive Officer is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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


Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-026 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 2 from the May 11, 2016 Meeting be approved, said instrument being an Assignment from Sunland Production Company, Inc. to JAG Operating, L.L.C., of all of Assignor's right, title and interest in and to Operating Agreement "A0355", Caddo and DeSoto Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

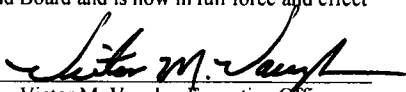
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

BE IT FURTHER RESOLVED that the Executive Officer is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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


Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-027

(DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 3 from the May 11, 2016 Meeting be approved, said instrument being an Assignment from Hilcorp Energy I, LP to Texas Petroleum Investment Company, of all of Assignor's right, title and interest in and to State Lease No. 17339, Lafourche 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,

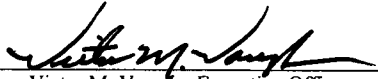
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 the Executive Officer is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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.


Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-028 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 4 from the May 11, 2016 Meeting be approved, said instrument being an Assignment from McMoran Oil & Gas, LLC to DW Wapiti Investments I, LLC, of all of Assignor's right, title and interest in and to State Lease Nos 17376 and 17378, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

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

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

BE IT FURTHER RESOLVED that the Executive Officer is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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


Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-029 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 5 from the May 11, 2016 Meeting be approved, said instrument being an Assignment from Davis Petroleum Corp. to McMoran Oil & Gas LLC, all of Assignor's right, title and interest in and to State Lease Nos. 18090, 18091 and 18092, Vermilion Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** said lease cover and include that certain zone identified and found in the well between the measured depths of 18,090' and 18,200' subsurface, and the stratigraphic equivalent thereof, (the "Upper Siph D") and being a portion of that certain geologic interval known as the Siphonina Davisi Zone, with further particulars being stipulated in the instrument.

Davis Petroleum Corp. 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,

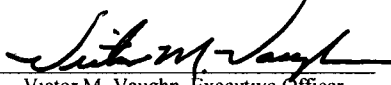
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 the Executive Officer is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-030 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 6 from the May 11, 2016 Meeting be approved, said instrument being a Correction of that certain Assignment dated July 1, 2011 from SGH Enterprises, Inc. to Samson Concorde Gas Intrastate LLC, whereas said parties desire to amend said Assignment to delete the Exhibit "A" attached to the Assignment and replace it with the Exhibit "A-1" attached hereto and made a part thereof, affecting State Lease No 4183, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

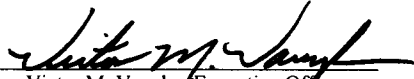
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

BE IT FURTHER RESOLVED that the Executive Officer is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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.


Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

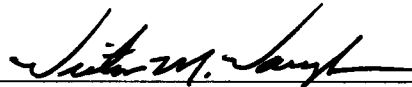
Resolution #16-05-031
(DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 7 from the May 11, 2016, Meeting be approved, said instrument being a Correction of Resolution No. 2 from the November 13, 2013 Meeting, being a Change of Name whereby Samson Concorde Gas Intrastate LLC changed its name to Samson Exploration, LLC, whereby State Lease No. 4183 was omitted from said resolution and is hereby being added, affecting State Lease Nos. 4183, 7584, 7712, 11859, 14357, 14531, 15685, 15690, 15691, 15774, 18871, 20360, 20390, 20391, 20392, 20393, 20394 and 20395, Calcasieu, Cameron, Jefferson Davis, Terrebonne and Vermilion Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-032 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 8 from the May 11, 2016 Meeting be approved, said instrument being an Assignment from Robertson Exploration, LLC to RE1, LLC of all of Assignor's right, title and interest in and to State Lease No. 21494, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

RE1, 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,

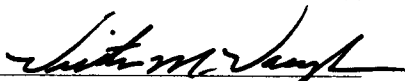
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 the Executive Officer is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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.


Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-033 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 9 from the May 11, 2016 Meeting be approved, said instrument being an Assignment from Oil Land Services, Inc. to Hilcorp Energy I, L.P. of all of Assignor's right, title and interest in and to State Lease Nos. 21654, 21655 and 21656, Plaquemines 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,

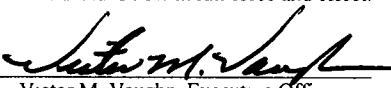
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 the Executive Officer is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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.


Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-034 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 10 from the May 11, 2016 Meeting be approved, said instrument being an Assignment from Talos Energy Offshore LLC to Success Energy, LLC of all of Assignor's right, title and interest in and to State Lease No 21076, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

Success 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,

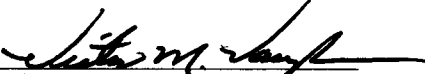
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 the Executive Officer is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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


Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-035 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11 from the May 11, 2016 Meeting be approved, said instrument being a Merger whereby R R Minerals, Inc merged with and into Rosewood Lubricants, Inc., affecting State Lease No. 10754, Acadia and Lafayette Panshes, 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;

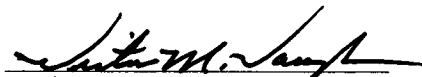
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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 the Executive Officer is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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


Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-036 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12 from the May 11, 2016 Meeting be approved, said instrument being an Assignment from Evangeline Natural Resources, L.L.C. to the following in the proportions set out below:

Ironstone Energy, LLC	46.25%
K-Exploration Co	5.00%
AFP Exploration, Inc.	2.50%

in and to State Lease No. 483, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

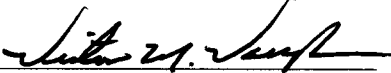
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

BE IT FURTHER RESOLVED that the Executive Officer is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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


Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-037 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 13 from the May 11, 2016 Meeting be approved, said instrument being an Assignment from Frank Davis Exploration, Inc of an undivided 815000 interest to the following in the proportions set out below

Pine Energies, Inc	110000
3D Exploration, LLC	050000
Black Jack Oil Company, Inc.	050000
Embayment Production, LLC	040000
TAH Trust	.044375
Michael S Hartman Trust	044375
W. T. Drilling Co , Inc	031250
Pinebelt Oi & Gas, Inc	030000
Rawls Energy, LLC	.030000
Billy R. Powell	025000
W. D. Mounger	.025000
Mid South Land Services, Inc.	.020000
Parous Energy, LLC	020000
Magnolia Assets of Mississippi, LP	.020000
B & H Drilling Fluids	.020000
Ronnie D. Smith	.020000
GP Contracting, Inc.	020000
Gus Primos	020000
Lakeland Development Corporation	020000
Houston C Primos	.015000
Tri Co Production, LLC	010000
Moon & Hines, LLC	010000
Moon & Hines-Tigrett Operating Co , Inc	010000
Boyll Oil & Gas, LLC	010000
Vaughan Watkins, Jr , LLC	010000
Barat Properties, LLC	.010000
Coe Capital, LLC	010000
Ernest E Walker	010000
Maison Heidelberg	010000
Cecil Heidelberg	010000
John M Vardi	.010000
TMC Exploration, Inc.	010000
Port Natural Resources	.010000
Davis Oil & Gas, LLC	.010000
Scott Hines	005000
Todd Hines	005000
Shiloh Resources, LLC	005000

in and to State Lease No 21339, Concordia Parish, Louisiana, with further particulars being stipulated in the instrument.

Frank Davis Exploration, 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;

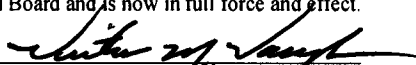
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 the Executive Officer is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016, 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.


Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

Resolution #16-05-037
(Docket Review Committee)

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-038
(DOCKET REVIEW COMMITTEE)

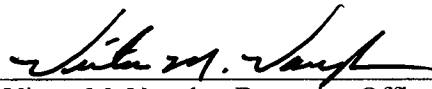
On motion of Mr. Segura, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 16-14 from the May 11, 2016, Meeting be approved, said instrument being an Amendment of Operating Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Shoreline Southeast LLC, whereas said parties desire to amend said Operating Agreement to include Shut-in payment language in the Agreement, affecting Operating Agreement "A0280", Lafourche Parish, Louisiana, with further particulars being stipulated in the instrument.

BE IT FURTHER RESOLVED that Executive Officer is hereby authorized to reflect the approval of the instrument by signing said instrument for the Board.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016 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.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-039
(DOCKET REVIEW COMMITTEE)


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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 16-15 from the May 11, 2016, Meeting be deferred, said instrument being an Operating Agreement by and between the State Mineral and Energy Board and Bridgeline Holdings, L.P., to create an Operating Tract regarding storage of hydrocarbons in the cavern associated with the Bridgeline Well No. 1, Serial No. 972568, covering unleased state acreage located in Section 41, Township 12 South, Range 13 East, Assumption Parish, Louisiana, with further particulars being stipulated in the instrument.

BE IT FURTHER RESOLVED that Executive Officer is hereby authorized to reflect the approval of the instrument by signing said instrument for the Board.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016 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.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-040
(DOCKET REVIEW COMMITTEE)

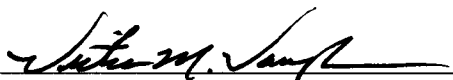
On motion of Mr. Segura, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 16-16 from the May 11, 2016, Meeting be approved, said instrument being an Operating Agreement by and between the State Mineral and Energy Board and MRC Energy Company, 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 25.0% before payout, increasing to 25.5% after payout, in and to the operating tract, covering a portion of Former State Lease No. 20274, containing 16.64 acres, more or less, Bossier Parish, Louisiana, with further particulars being stipulated in the instrument.

BE IT FURTHER RESOLVED that Executive Officer is hereby authorized to reflect the approval of the instrument by signing said instrument for the Board.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016 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.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-041
(DOCKET REVIEW COMMITTEE)

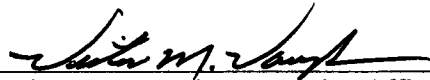
On motion of Mr. Segura, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 16-17 from the May 11, 2016, Meeting be approved, said instrument being a Communitization Agreement presented by Hilcorp Energy, I, L.P., Entech Enterprises, Inc., Omimex Petroleum, Inc., Plaquemines Oil & Development Company, the State Mineral and Energy Board for and on behalf of the State of Louisiana and the United States Bureau of Land Management, to create an 245.795 acre unit, more or less, identified as the MQ RA SUA Unit, being attributable to State Lease Nos. 2227 and 17203 and the remaining acreage being attributable to private ownership and Federal Leases, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

BE IT FURTHER RESOLVED that Executive Officer is hereby authorized to reflect the approval of the instrument by signing said instrument for the Board.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016 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.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #16-05-042
(DOCKET REVIEW COMMITTEE)

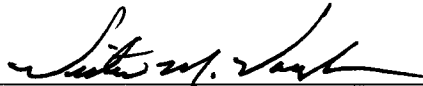
On motion of Mr. Segura, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 16-18 from the May 11, 2016, Meeting be approved, said instrument being a Communitization Agreement presented by Hilcorp Energy, I, L.P., Entech Enterprises, Inc., Plaquemines Oil & Development Company, the State Mineral and Energy Board for and on behalf of the State of Louisiana and the United States Bureau of Land Management, to create an 390.119 acre unit, more or less, identified as the MQ STRINGER RA UA Unit, being attributable to State Lease Nos. 2227 and 17203 and the remaining acreage being attributable to private ownership and Federal Leases, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

BE IT FURTHER RESOLVED that Executive Officer is hereby authorized to reflect the approval of the instrument by signing said instrument for the Board.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 11th day of May, 2016 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.



Victor M. Vaughn, Executive Officer
State Mineral and Energy Board