

MINUTES

STATE MINERAL AND ENERGY BOARD

REGULAR MEETING AND LEASE SALE

DECEMBER 9, 2015

STATE MINERAL AND ENERGY BOARD
REGULAR MEETING AND LEASE SALE MINUTES
DECEMBER 9, 2015

A Regular Meeting and Lease Sale of the State Mineral and Energy Board was held on Thursday, December 9, 2015, beginning at 11:00 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
Stephen Chustz, DNR Secretary
Emile B. Cordaro
Darryl D. Smith
Theodore M. "Ted" Haik, Jr.

The following members of the Board were recorded as absent:

Thomas W. Sanders
Chip Kline (Governor Jindal's designee to the Board)
Robert "Michael" Morton
Dan R. Brouillette
Louis J. Lambert

Ms. Talley announced that six (6) members of the Board were present and that a quorum was established.

Also recorded as present were:

Victor Vaughn, Geologist Administrator-Geological & Engineering Division, and
Executive Officer to the State Mineral and Energy Board
Stacey Talley, Deputy Assistant Secretary of the Office of Mineral Resources
Rachel Newman, Director-Mineral Income Division
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

The Chairman stated that the first order of business was the approval of the November 12, 2015 Minutes. A motion was made by Mr. Chustz to adopt the Minutes as submitted and to waive reading of same. His motion was seconded by Mr. Segura and unanimously adopted by the Board. (No public comment was made at this time.)

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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 Mr. Cordaro, the recommendations of the following respective Committees regarding their reports were unanimously adopted by resolutions of the Board. (No public comment was made at this time.)

Lease Review Committee
Nomination and Tract Committee
Audit Committee
Legal and Title Controversy Committee
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.**

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

Mr. Victor Vaughn reported that Staff recommends all bids be accepted on all 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. Segura, seconded by Mr. Haik, the Board voted unanimously to accept the staff's recommendations for the following:

1. Award a lease on Tract 44434 to The Meridian Resource & Exploration LLC.
2. Award a lease on a portion of Tract 44446, said portion being 508.000 acres, more particularly described in said bid and outlined on accompanying plat, to Castex Energy Partners, L.P.
3. Award a lease on a portion of Tract 44447, said portion being 125.000 acres, more particularly described in said bid and outlined on accompanying plat, to Castex Energy Partners, L.P.
4. Award a lease on a portion of Tract 44459, said portion being 200.000 acres, more particularly described in said bid and outlined on accompanying plat, to Hilcorp Energy I, L.P.
5. Award a lease on a portion of Tract 44467, said portion being 144.020 acres, more particularly described in said bid and outlined on accompanying plat, to Hilcorp Energy I, L.P.

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6. Award a lease on a portion of Tract 44468, said portion being 198.410 acres, more particularly described in said bid and outlined on accompanying plat, to Hilcorp Energy I, L.P.
7. Award a second lease on a portion of Tract 44468, said portion being 112.000 acres, more particularly described in said bid and outlined on accompanying plat, to Hilcorp Energy I, L.P.

This concluded the awarding of the leases.

Upon motion of Chairman Arnold, seconded by The Entire Board, a Special Resolution was read aloud by the Board Members to the meeting audience honoring Department of Natural Resources Secretary Stephen Chustz for his longtime service and devotion as a civil servant and his approaching retirement in January, 2016. A copy of this Special Resolution is hereby attached and made a part of the minutes by reference.

The following announcements were then made:

Ms. Talley stated that "the total for today's Lease Sale is \$482,109.50, bringing the fiscal year total to just under \$4.2 million."

Happy birthdays were wished to Mr. Cordaro for his December 6th birthday and Mr. Lambert's upcoming birthday on December 21st.

The Chairman then stated there being no further business to come before the Board, upon motion of Mr. Segura, seconded by Mr. Smith, the meeting was adjourned at 11:09 a.m.

Respectfully submitted,



Victor M. Vaughn
Executive Officer
State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

ON MOTION OF Chairman Arnold, duly seconded by The Entire Board, the following Resolution was proposed by the Louisiana State Mineral and Energy Board and unanimously adopted, to-wit:

WHEREAS, Stephen Chustz, having begun his career in government on September 21, 1987, having served the Department of Environmental Quality as Administrator of its Underground Storage Tank Division and in various other capacities including Senior Scientist, Geologist Supervisor and Program Manager, and having served the Department of Natural Resources as Executive Director of the Atchafalaya Basin Program, and as Assistant Secretary and Deputy Assistant Secretary of the Office of Coastal Management, was appointed as Secretary of the Department of Natural Resources on August 9th, 2012; and

WHEREAS, during **Stephen Chustz'** tenure as Secretary of the Department of Natural Resources, Louisiana was faced with an unprecedented natural resource emergency in the collapse of a brine solution cavern in the Napoleonville Salt Dome in Assumption Parish, which disaster placed him in the forefront of the Louisiana effort, working closely with the Governor, Lieutenant Governor, State Legislators, Congressmen and State and Federal government personnel (especially personnel from the Office of Conservation) in crafting and implementing a unified response to that emergency embodying mitigation and ultimate relief, while maintaining the ordinary duties incumbent upon him as Secretary of the Department of Natural Resources; and

WHEREAS, Stephen Chustz also served as an *ex officio* member of the State Mineral and Energy Board during his tenure as Secretary of the Department of Natural Resources; and

WHEREAS, Stephen Chustz admirably and faithfully served the State of Louisiana during Hurricanes Katrina, Rita, and Gustav, all of which had major impacts on our State, serving tirelessly with the administration during the response and recovery efforts, and working to protect Louisiana, its citizens and our environment; and

WHEREAS, Stephen Chustz' management abilities and understanding of fiscal responsibility have guided the Department of Natural Resources through recurring budget crises during troubled economic times, leaving minimal adverse effect upon our operations, personnel and the public we serve; and

WHEREAS, Stephen Chustz has diligently and selflessly served to oversee the many functions of the Office of Mineral Resources, the Office of Coastal Management, the Office of Management and Finance, the Office of Conservation, the State Mineral

and Energy Board and other manifold aspects of management of the Department of Natural Resources for the State of Louisiana; and

WHEREAS, Stephen Chustz, having devoted the requisite time and energy to maintain the high standard of operations of the Department of Natural Resources and having fulfilled an even greater service to the State of Louisiana in his capacity as Secretary, will soon end his stewardship as Secretary, leaving the Department of Natural Resources and the State of Louisiana better able to meet the uncertain demands of the future.

NOW THEREFORE, BE IT RESOLVED that the State Mineral and Energy Board does hereby render its heartfelt commendation to **Stephen Chustz** for his tireless devotion to duty, his unsparing expenditure of time and effort, his unselfish sharing of knowledge and experience, and his willingness to go above and beyond that which is necessary to maintain the deserved reputation of the Department of Natural Resources as nonpareil in service to the State of Louisiana and the public with regard to the development and protection of the natural resources of the State of Louisiana; and to ensure and project the effectiveness of the State Mineral and Energy Board in its oversight of that development and protection.

BE IT FURTHER RESOLVED that the State and Mineral and Energy Board, knowing that the service of **Stephen Chustz** to the Department of Natural Resources and the State of Louisiana has been pursued with diligence and tremendous dedication, without regard for the inconveniences concomitant with such service, expresses its sincere appreciation to **Stephen Chustz**, desires that he understand the high regard with which he is held by the Board and that he receive the sincerest best wishes of the Board for himself, his family and his future.

THANK YOU STEVE FROM THE ENTIRE STATE MINERAL AND ENERGY BOARD!!

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



**Thomas L. Arnold, Jr., Chairman
State Mineral and Energy Board**

**THE FOLLOWING OPENING OF SEALED
BIDS MEETING MINUTES, COMMITTEE
REPORTS AND RESOLUTIONS WERE
MADE A PART OF THE DECEMBER 9,
2015 STATE MINERAL AND ENERGY
BOARD REGULAR MEETING AND LEASE
SALE MINUTES BY REFERENCE**

STATE MINERAL AND ENERGY BOARD
OPENING OF SEALED BIDS MINUTES
DECEMBER 9, 2015

A public meeting for the purpose of opening sealed bids was held on Wednesday, December 9, 2015, beginning at 8:33 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:

December 9, 2015

**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. 44431 through 44486, 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.

STATE MINERAL AND ENERGY BOARD
 Opening of Sealed Bids Minutes
 December 9, 2015

OFFSHORE TRACTS

No Bids Tract 44431

No Bids Tract 44432

INLAND TRACTS

No Bids Tract 44433

Bidder	:	The Meridian Resource & Exploration LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$59,994.00
Annual Rental	:	\$29,997.00
Royalties	:	22.500% on oil and gas
	:	22.500% on other minerals
Additional Consideration	:	None

No Bids Tract 44435

No Bids Tract 44436

No Bids Tract 44437

No Bids Tract 44438

No Bids Tract 44439

No Bids Tract 44440

No Bids Tract 44441

No Bids Tract 44442

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	Tract 44443	
No Bids		
	Tract 44444	
No Bids		
	Tract 44445	
No Bids		
	Tract 44446	
Bidder	:	Castex Energy Partners, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$154,940.00
Annual Rental	:	\$77,470.00
Royalties	:	25.000% on oil and gas
	:	25.000% on other minerals
Additional Consideration	:	None
	Tract 44447	
Bidder	:	Castex Energy Partners, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$38,125.00
Annual Rental	:	\$19,062.50
Royalties	:	25.000% on oil and gas
	:	25.000% on other minerals
Additional Consideration	:	None
	Tract 44448	
No Bids		
	Tract 44449	
No Bids		
	Tract 44450	
No Bids		
	Tract 44451	
No Bids		
	Tract 44452	
No Bids		
	Tract 44453	
No Bids		
	Tract 44454	
No Bids		

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No Bids Tract 44455

No Bids Tract 44456

STATE AGENCY TRACTS

No Bids Tract 44457

No Bids Tract 44458

	Tract 44459	
Bidder	:	Hilcorp Energy I, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$70,000.00
Annual Rental	:	\$35,000.00
Royalties	:	27.500% on oil and gas
	:	27.500% on other minerals
Additional Consideration	:	None

No Bids Tract 44460

No Bids Tract 44461

No Bids Tract 44462

No Bids Tract 44463

No Bids Tract 44464

ROCKEFELLER WMA TRACTS

No Bids Tract 44465

No Bids Tract 44466

STATE MINERAL AND ENERGY BOARD
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	Tract 44467	
Bidder	:	Hilcorp Energy I, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$50,407.00
Annual Rental	:	\$25,203.50
Royalties	:	25.000% on oil and gas
	:	25.000% on other minerals
Additional Consideration	:	None

	Tract 44468	
Bidder	:	Hilcorp Energy I, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$69,443.50
Annual Rental	:	\$34,721.75
Royalties	:	25.000% on oil and gas
	:	25.000% on other minerals
Additional Consideration	:	None

	Tract 44468	
Bidder	:	Hilcorp Energy I, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$39,200.00
Annual Rental	:	\$19,600.00
Royalties	:	25.000% on oil and gas
	:	25.000% on other minerals
Additional Consideration	:	None

No Bids Tract 44469

No Bids Tract 44470

No Bids Tract 44471

ATCHAFALAYA DELTA WMA-ST. MARY TRACTS

No Bids Tract 44472

No Bids Tract 44473

No Bids Tract 44474

STATE MINERAL AND ENERGY BOARD
Opening of Sealed Bids Minutes
December 9, 2015

No Bids	Tract 44475
No Bids	Tract 44476
No Bids	Tract 44477
No Bids	Tract 44478
No Bids	Tract 44479
No Bids	Tract 44480
No Bids	Tract 44481
No Bids	Tract 44482
No Bids	Tract 44483
No Bids	Tract 44484
No Bids	Tract 44485
No Bids	Tract 44486

This concluded the reading of the bids.

There being no further business, the meeting was concluded at 8:43 a.m.

Respectfully submitted,



Victor M. Vaughn
Executive Officer
State Mineral and Energy Board



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

Lease Review Committee Report

A meeting of the Lease Review Committee of the State Mineral and Energy Board convened on Wednesday, December 9, 2015 at 9:48 a.m. with the following members of the Board in attendance: Mr. Thomas L. Arnold, Jr., Mr. Stephen Chustz, Mr. Emile B. Cordaro, Mr. Theodore M. "Ted" Haik, Jr., Mr. W. Paul Segura, Jr., and Mr. Darryl D. Smith.

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 1,577 active State Leases containing approximately 657,000 acres. Since the last Lease Review Committee meeting, the Geological and Engineering Division reviewed 119 leases covering approximately 43,000 acres for lease maintenance and development issues.

II. Committee Review

1. A staff report on State Lease 192-C, West Bay Field Selection, Plaquemines Parish. Hilcorp Energy I, L.P. is the lessee.
Upon motion of Mr. Segura, seconded by Mr. Smith, the Committee voted to accept Hilcorp's report and to grant Hilcorp until December 14, 2016 to provide a status update on their activities on the lease.
2. A staff report on State Lease 1170, Hog Bayou Field, Cameron Parish. Hilcorp Energy 1, L.P. is the lessee.
Upon motion of Mr. Segura, seconded by Mr. Haik, the Committee voted to accept Hilcorp's report and to grant Hilcorp until December 14, 2016 to provide a status update on their activities on the lease.
3. A staff report on State Lease 2038, Deep Lake Field, Cameron Parish. Hilcorp Energy I, L.P. is the lessee.
Upon motion of Mr. Segura, seconded by Mr. Haik, the Committee voted to accept Hilcorp's report and to grant Hilcorp until December 14, 2016 to provide a status update on their activities on the lease.
4. A staff report on State Lease 3306 and 4011, Redfish Point Field, Vermilion Parish. Hilcorp Energy I, L.P. is the lessee.
Upon motion of Mr. Segura, seconded by Mr. Haik, the Committee voted to accept Hilcorp's report and to grant Hilcorp until December 14, 2016 to provide a status update on their activities on the lease.

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

No Objection to 29-E Waiver, Contango Operators, Inc., SL 19266 Nos. 003 Well, SN 143432, Eugene Island Block 10 Field, Iberia Parish, Louisiana.

III. Force Majeure Report

Force Majeure Report Summary - Updated November 30, 2015

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 December 9, 2015 meeting at 9:56 a.m.

Respectfully submitted,



Mr. Thomas L. Arnold, 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 #15-12-001
(LEASE REVIEW COMMITTEE)**

WHEREAS, the Lease Review Committee last reviewed State Lease 192-C in the West Bay Field on September 10, 2014, whereby the State Energy and Mineral Board (SMEB) accepted Hilcorp Energy Company's (Hilcorp) status update and required that Hilcorp provide a status update of their activities on the lease to staff by August 12, 2015; and

WHEREAS, by letter dated September 22, 2015, Hilcorp provided a status update of lease activities on State Lease 192-C, West Bay Field;

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

That the SMEB accept Hilcorp's report and grant Hilcorp until December 14, 2016, to submit an updated status report on lease development activity.

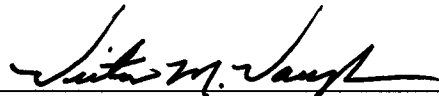
WHEREAS, after discussion and careful consideration by the SMEB, a decision has been reached:

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

NOW THEREFORE BE IT RESOLVED that the SMEB accept Hilcorp's report and grant Hilcorp until December 14, 2016 to submit an updated status report on lease development activity.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, 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 #15-12-002
(LEASE REVIEW COMMITTEE)**

WHEREAS, the Lease Review Committee last reviewed State Lease 1170 in the Hog Bayou Field on November 11, 2015, whereby the State Energy and Mineral Board (SMEB) granted Hilcorp Energy Company (Hilcorp) until December 9, 2015 to submit an updated status report on lease development; and

WHEREAS, by letter dated November 10, 2015, Hilcorp provided a written report of development activities on State Lease 1170, Hog Bayou Field;

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

That the SMEB accept Hilcorp's report and grant Hilcorp until December 14, 2016, to submit an updated status report on lease development activity.

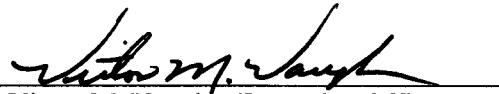
WHEREAS, after discussion and careful consideration by the SMEB, a decision has been reached:

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

NOW THEREFORE BE IT RESOLVED that the SMEB accept Hilcorp's report and grant Hilcorp until December 14, 2016 to submit an updated status report on lease development activity.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, 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 #15-12-003
(LEASE REVIEW COMMITTEE)**

WHEREAS, the Lease Review Committee last reviewed State Lease 2038 in the Deep Lake Field on November 11, 2015, whereby the State Energy and Mineral Board (SMEB) granted Hilcorp Energy Company (Hilcorp) until December 9, 2015 to submit an updated status report on lease development; and

WHEREAS, by letter dated November 10, 2015, Hilcorp provided a written report of development activities on State Lease 2038, Deep Lake Field;

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

That the SMEB accept Hilcorp's report and grant Hilcorp until December 14, 2016 to submit an updated status report on lease development activity.


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

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

NOW THEREFORE BE IT RESOLVED that the SMEB grant Hilcorp until December 14, 2016 to submit an updated status report on lease development activity.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, 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 #15-12-004
(LEASE REVIEW COMMITTEE)**

WHEREAS, the Lease Review Committee last reviewed State Leases 3306 and 4011, in the Redfish Point Field on November 11, 2015, whereby the State Energy and Mineral Board (SMEB) granted Hilcorp Energy Company (Hilcorp) until December 9, 2015 to submit an updated status report on lease development; and

WHEREAS, by letter dated November 10, 2015, Hilcorp provided a written report of development activities on State Leases 3306 and 4011, Redfish Point Field;

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

That the SMEB accept Hilcorp's report and grant Hilcorp until December 14, 2016 to submit an updated status report on lease development activity.

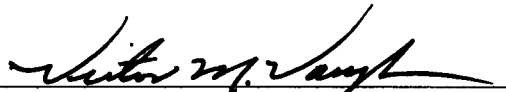
WHEREAS, after discussion and careful consideration by the SMEB, a decision has been reached:

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

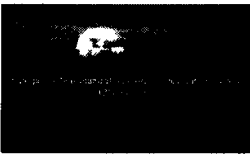
NOW THEREFORE BE IT RESOLVED that the SMEB accept Hilcorp's report and grant Hilcorp until December 14, 2016 to submit an updated status report on lease development activity.

CERTIFICATE

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



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: December 15, 2015 8:44 AM

District Code 1 New Orleans- East

Get Review Date December 9, 2015

01268	MAIN PASS BLOCK 47	CIB C 1A RA SUA;SL 16664 05/21/2002 1331-E 02-265	600	1280	DEC AR 11/19/15 DP AR - HBP - 2 SL WELLS
01610	ROMERE PASS	RP 6100 RE NVU;ROMERE PASS	125	125	DEC AR 11/19/15 DP AR - HBP - 12 VUS
01927	SOUTH PASS BLOCK 6 , SOUTHEAST PASS	245680-SL 1927-085 01/11/2013	2025.925	2025.925	DEC AR 11/19/15 DP AR - HBP - 1 UNIT, 3 SL WELLS
02091	SOUTHEAST PASS	233.428 01/12/2006	239.047	239.047	DEC AR 11/19/15 DP AR - HBP - 1 UNIT
02192	LAKE FORTUNA	228542-SL 2192-029 10/14/2003	889.57	889.57	DEC. AR 11/19/15 DP AR - HBP - 4 SL WELLS
04901	BALIZE BAYOU , SOUTHEAST PASS	132.707 07/11/2005	59.893	59.893	DEC. AR 11/19/15 DP AR - HBP - 1 UNIT
05003	SOUTHEAST PASS	100.087 03/06/2006	76.442	76.442	DEC. AR 11/19/15 AR - HBP - 1 UNIT
11188	MAIN PASS BLOCK 47	SL 11189	218.821	218.821	DEC. QR 11/19/15 DP QR - HBP - 1 VU, REVIEW AGAIN IN MARCH
12789	CHANDELEUR SOUND BLOCK 71	17.614 08/19/2003	8.311	8.311	DEC. AR 11/19/15 DP AR - HBP - 1 UNIT
15536	MAIN PASS BLOCK 21		100	243.69	DEC. AR 11/19/15 DP AR - HBP - 1 SL WELL
15941	QUARANTINE BAY	S-4 VUA;	146.144	146.144	DEC. AR 11/19/15 DP AR - HBP - 1 UNIT
16158	HALF MOON LAKE	247124-6600 RC SUA;SL 16158-004-ALT 03/31/2014	295	295	DEC. AR 11/19/15 DP AR - HBP - 1 UNIT
20423	BRETON SOUND BLOCK 53	VUD;SL 19391 12/10/2014	32.13	32.13	DEC AR 11/19/15 DP AR - HBP - 1 VU
20433	BRETON SOUND BLOCK 18		209.79	209.79	DEC. AR 11/19/15 DP AR - HBP - 2 SL WELLS
20436	BRETON SOUND BLOCK 51		160.36	160.36	DEC. AR 11/19/15 DP AR - HBP - 1 SL WELL
21484			0	143.84	DEC. PT 9/10/17 11/19/15 DP AR - HELD BY RENTAL PAID 8/27/15

Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

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00458	STELLA	7500 RA SUA;DELTA MINERALS 5 08/01/1992	40	123	DEC.AR 11/18/15 MS AR, LEASE HELD BY UNIT PRODUCTION FROM 7000 SU124
00560	COLLEGE POINT-ST JAMES , ST AMELIA	KARSTEIN RD SUA;E H KARSTEIN 01/28/2003 106-A-5 03-54	263.233	354.728	DEC. AR 11/18/15 MS AR, LEASE HELD BY UNIT PRODUCTION FROM MA 1 RB SUA AND ANDRIES RA SUA
00797	GRAND ISLE BLOCK 18	245 03/15/2010	480	1264.53	DEC. LRC 11/18/15 MS AR, HBP FROM LEASE WELL PRODUCTION, UPDATE FROM ENERGY XXI AS PER LRC DUE ON 12/09/15, AS ON 11/18/15 NO UPDATE HAS COM, REVIEW AGAIN IN JANUARY
01217	BAY DE CHENE , GOLDEN MEADOW	VUB;BDC UB	1531	4041	DEC. LRC 11/3/15 MS AR, LEASE HELD BY PRODUCTION FROM NUMEROUS UNITS. LRC NEEDED POD UPDATE DUE 10/14/15. WAITING OF SWIFT TO RESPOND. NEED TO REVIEW AGAIN IN DECEMBER
01423	TIMBALIER BAY OFFSHORE	S-3 RA VUA;SL 1423 10/12/2011	40	259.527	DEC. AR 11/18/15 MS AR, LEASE HELD BY PRODUCTION FROM NUMEROUS UNITS. EXPECTING UPDATE ON PHASE I SEISMIC REIMAGING FROM ENERGY XXI BEFORE MARCH 10, 2016 REVIEW AGAIN IN APRIL 2016
01450	LAKE RACCOURCI	48.977 07/15/2011	273	1004.143	DEC. LRC 11/18/15 MS HBP FROM NORTHERN PORTION OF LEASE;;
01451	LAKE RACCOURCI	30.456 07/15/2011	273	712.224	DEC. LRC 11/18/15 MS HBP FROM NORTHERN PORTION OF LEASE
01464	LAKE WASHINGTON	VUI;LL&E	194	642.192	DEC AR 11/3/15 MS AR, LEASE HELD BY PRODUCTION FROM NUMEROUS UNITS. FOLLOWUP ON POD LETTER WITH KATIE DESHETLER (KATIE.DESHETLER@SWIFT.COM). WAITING ON SWIFT TO RESPOND. NEED TO REVIEW AGAIN IN DECEMBER
01480	LAKE RACCOURCI , PLAIN DEALING	246743-SL 1480-001 07/31/2013	242.13	2016.798	DEC. LRC 11/18/15 MS HBP FROM SL 3258 VUA, LRC
01753	LAKE WASHINGTON	VUI;LL&E	392	397.56	DEC. AR 11/18/15 MS AR, LEASE IS HELD BY UNIT PRODUCTION FROM VUI, LW R RB SU AND R RA SUE
01923	SOUTH PASS BLOCK 24	7900 RA SUA;SL 1923 10/14/2014 227-YYY 14-583	387	430	DEC. AR 11/18/15 MS AR, LEASE HELD BY PRODUCTION FROM NUMEROUS UNITS AND LEASE PRODUCTION
01972	LITTLE LAKE	BN-4 RA SUA;LL&E J 08/28/2007 604-S 07-938	274	548	DEC. AR 11/18/15 MS AR, HBP FROM UNIT PRODUCTION FROM LL E 4 RA SU, LL E 2A RB



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					SU, LL BN-1A RB SU;LL&E F AND LL E 1 RB SU. POOR PRODUCTION REVIEW AGAIN IN 6 MONTHS
02376	LAKE WASHINGTON	LW 21 RA SU 03/01/2006 149-E-4 06-180	90	100	DEC. AR 11/18/15 MS AR, LEASE HELD BY UNIT PRODUCTION FROM LW 21 RA SU AND LW 25 A RA SU
02484	SOUTH PASS BLOCK 24	VU3;STATE-HARVEY C TRACT 3	1410	1830	DEC. AR 11/18/15 MS AR, LEASE HELD BY PRODUCTION FROM NUMEROUS UNITS AND LEASE PRODUCTION
03035	SATURDAY ISLAND	99.01 02/01/2012	80	706.08	DEC. AR 11/18/15 MS AR, LEASE HELD BY LEASE WELL PRODUCTION. SEND POD LETTER
04041	WEST LAKE PONTCHARTRAIN EAST BLK 41	VUA;SL 4041 04/12/2000	515	515	DEC. AR 11/18/15 MS AR, LEASE IS HELD BY UNIT PRODUCTION FROM, WLPE 41 7600 SU
05567	WEST LAKE PONTCHARTRAIN EAST BLK 41	VUA;SL 4041 04/12/2000	101	179.58	DEC. AR 11/18/15 MS AR, LEASE IS HELD BY UNIT PRODUCTION FROM, WLPE 41 7600 SU
05568	WEST LAKE PONTCHARTRAIN EAST BLK 41	VUA;SL 4041 04/12/2000	98.595	142.531	DEC. AR 11/18/15 MS AR, LEASE IS HELD BY UNIT PRODUCTION FROM, WLPE 41 7600 SU
05685	WEST LAKE PONTCHARTRAIN EAST BLK 41	VUA;SL 4041 04/12/2000	6	33	DEC. AR 11/18/15 MS AR, LEASE IS HELD BY UNIT PRODUCTION FROM, WLPE 41 7600 SU
05779	WEST LAKE PONTCHARTRAIN EAST BLK 41	VUA;SL 4041 04/12/2000	61	98.92	DEC. AR 11/18/15 MS AR, LEASE IS HELD BY UNIT PRODUCTION FROM, WLPE 41 7600 SU
07591	PORT HUDSON	PTHD 16400 TUSC RA SU 06/13/2000 1027-A-13 00-316	323.551	323.551	DEC. AR 11/18/15 MS AR, LEASE IS HELD BY UNIT PRODUCTION FROM, PTHD 16400 TUSC RA SU
16918	KINGS RIDGE	1.051 06/06/2003	3.949	3.949	DEC. AR 11/18/15 MS AR, LEASE IS HELD BY UNIT PRODUCTION FROM, 10900 RC SUA;R E BAUER JR ETAL
17379	WEST DELTA BLOCK 54	233761-VUA;SL 17379-003 07/17/2006	731.96	731.96	DEC. AR 11/18/15 MS AR, LEASE IS HELD BY UNIT PRODUCTION FROM, VUA;SL 17379
17380	WEST DELTA BLOCK 54	722.33 04/18/2005	140.67	140.67	DEC. AR 11/18/15 MS AR, LEASE IS HELD BY UNIT PRODUCTION FROM, VUA;SL 17389
18930	KRAEMER, SOUTH	3.71 11/05/2009	11.29	11.29	DEC. AR 11/18/15 MS AR, LEASE IS HELD BY UNIT PRODUCTION FROM, VUA;DOROTHY TABOR ETAL



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20431	BARATARIA	9.334 10/31/2014	6.666	6.666	DEC. AR 11/18/15 MS AR, LEASE IS HELD BY UNIT PRODUCTION FROM, 9800 RA SUA;C K BODENGER ET UX
20512	MANILA VILLAGE	27.205 03/11/2013	12.795	12.795	DEC. AR 11/18/15 MS AR, LEASE IS HELD BY UNIT PRODUCTION FORM, 9400-BIG T RA SUA;HASSINGER
20706	LAUREL RIDGE	10600 RD SUA;SL 14720 07/17/2012 131-A-4 12-398	7.615	7.615	DEC. AR 11/18/15 MS AR, LEASE IS HELD BY UNIT PRODUCTION FROM, 10600 RD SUA
21242			0	225	DEC. PT 09/11/16 11/18/15 MS SIDETRACKING WELL, REVIEW IN FEB 2016
21252			0	33.562	DEC. PT 09/11/16 11/18/15 MS AR, LEASE IS HELD BY RENTAL PAYMENT
21485			0	461	DEC. PT 9/10/17 11/18/15 MS AR, LEASE IS HELD BY RENTAL PAYMENT



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00340D	2	MOUND POINT	782 10/19/2015	0	2340	DEC. AR 11/16/15 AW CHEVRON RELEASED ACREAGE NOVEMBER 2015 STILL AWAITING RELEASES FROM OTHER LESSEES
00340D	4	MOUND POINT	782 10/19/2015	0	168	DEC. AR 11/16/15 AW CHEVRON RELEASED ACREAGE NOVEMBER 2015, STILL AWAITING RELEASES FROM OTHER LESSEES
00483		FORDOCHE , GIBSON , HUMPHREYS	O SU J; ROB ST. UN. 4 12/01/1994	28	28	DEC. AR 11/16/15 AW HBP IN 1 UNIT (O SUJ); 1 PRODUCING WELL
03403		PASS WILSON	SL 3403	141.98	141.98	DEC. AR 11/16/15 AW HBP IN 3 UNITS (VUA, 8900 RA VUA, & 9900 RA VUA); 3 PRODUCING WELLS, 2 SHUT-IN
04956		BAYOU CROOK CHENE	DOW CHEMICAL COMPANY 01/01/1987	17.93	44	DEC. AR 11/16/15 AW HBP IN 1 UNIT (BYCC SHCWING SU); 3 PRODUCING WELLS
14519		MYETTE POINT, NW	221760-VUC;SL 14519-003 03/05/1998	1100	1385	DEC. AR 11/15/16 AW HBP IN LEASE WELL; 1 PRODUCING WELL, 1 SHUT-IN
14793		SHIP SHOAL BLOCK 65	VUB;SL 14796	13.59	13.59	DEC. AR 11/15/16 AW HBP IN 1 UNIT (VUB); 2 PRODUCING WELLS
14796		SHIP SHOAL BLOCK 65	VUB;SL 14796	76.11	76.11	DEC. AR 11/16/15 AW HBP IN 1 UNIT (VUB); 3 PRODUCING WELLS
15067		SHIP SHOAL BLOCK 65	VUB;SL 14851	125.43	125.43	DEC. AR 11/16/15 AW HBP IN 1 UNIT (VUB); 2 PRODUCING WELLS
16103		PASS WILSON	204.438 09/07/2001	185.562	185.562	DEC. AR 11/16/15 AW HBP IN 1 UNIT (VUD); 1 PRODUCING WELL
18614		BAYOU CARLIN	152.411 09/01/2010	20.589	20.589	DEC. AR 11/16/15 AW HBP IN 1 UNIT (MA 7 RD SUA); 2 PRODUCING WELLS
20219		ATCHAFALAYA BAY	VUA;SL 20035 08/10/2011	411.64	411.64	DEC. AR 11/16/15 AW HBP IN 1 UNIT (VUA; SL 20035); 2 PRODUCING WELLS, 1 SHUT-IN
20220		ATCHAFALAYA BAY	VUA;SL 20035 08/10/2011	50.21	50.21	DEC. AR 11/16/15 AW HBP IN 1 UNIT (VUA; SL 20035); 2 PRODUCING WELLS, 1 SHUT-IN
20221		ATCHAFALAYA BAY	246340-VUA;SL 20369-003 05/02/2013	487.4	487.4	DEC. AR 11/16/15 AW HBP IN 1 UNIT (VUA); 5 PRODUCING WELLS (IN UNIT)
20222		ATCHAFALAYA BAY	VUA;SL 20035 08/10/2011	220.1	220.1	DEC. AR 11/16/15 AW HBP IN 1 UNIT (VUA; SL 20035); 2 PRODUCING WELLS, 1 SHUT-IN
20223		EUGENE ISLAND BLOCK 18	VUA;SL 20224 08/10/2011	161.94	161.94	DEC. AR 11/16/15 AW HBP IN 1 UNIT (VUA; SL 20224); 2 PRODUCING WELLS

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20224	EUGENE ISLAND BLOCK 18	VUA;SL 20224 08/10/2011	42.84	42.84	DEC. AR 11/16/15 AW HBP IN 1 UNIT (VUA; SL 20224); 2 PRODUCING WELLS
20428	WEEKS ISLAND	2.034 09/29/2014	1.966	1.966	DEC. AR 11/16/15 AW HBP IN 1 UNIT (T RH SUA); 1 PRODUCING WELL
20719	EUGENE ISLAND BLOCK 18	VUB;SL 20534 03/13/2013	775.753	775.753	DEC. PT 9/14/16 11/16/15 AW HBP IN 1 UNIT (VUB; SL 20534); 1 PRODUCING WELL (IN UNIT)
20720	EUGENE ISLAND BLOCK 18	VUB;SL 20534 03/13/2013	6.33	6.33	DEC. PT 9/14/16 11/16/15 AW HBP IN 1 UNIT (VUB; SL 20534); 1 PRODUCING WELL (IN UNIT)
20753	ATCHAFALAYA BAY	114.93 04/08/2013	460.08	460.08	DEC. PT 9/14/14 ATCHFALAYA DELTA WMA 11/16/15 AW HBP IN 1 UNIT (VUA); 5 PRODUCING WELLS (IN UNIT)
20754	EUGENE ISLAND BLOCK 18	VUB;SL 20534 03/13/2013	35.934	35.934	DEC. PT 9/14/14 ATCHFALAYA DELTA WMA 11/16/15 AW HBP IN 1 UNIT (VUB; SL 20534); 1 PRODUCING WELL (IN UNIT)
20755	EUGENE ISLAND BLOCK 18	VUB;SL 20534 03/13/2013	73.628	73.628	DEC. PT 9/14/14 ATCHFALAYA DELTA WMA 11/16/15 AW HBP IN 1 UNIT (VUB; SL 20534); 1 PRODUCING WELL (IN UNIT)
21238			0	36.5	DEC. PT 09/11/18 11/16/15 AW RENTAL PAYMENT MADE 8/10/15
21239			0	205.78	DEC. PT 09/11/18 11/16/15 AW RENTAL PAYMENT MADE 8/11/15
21489			0	598.72	DEC. PT 9/10/17 11/16/15 AW RENTAL PAYMENT MADE 9/1/15

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00376	LOGANSPORT	HA RA SUPP;CARAWAY EST 29 HZ 10/20/2009 28-AA-19 09-1111	80.9	150	DEC. AR 11/6/15 SKR AR - HBP FOUR UNITS. 17 PROD. WELLS
00476	LAKE ST JOHN	LSJ SU	2145	2145	DEC. AR 11/6/15 SKR AR - HBP THREE UNITS. 18 PROD. WELLS
00554	HAYNESVILLE	HA P SU 07/01/1976	.668	.668	DEC. AR 11/6/15 SKR AR - HBP ONE UNIT. 8 PRODUCING WELLS
02978	CADDO PINE ISLAND	248356-STATE A-008 10/06/2014	160	181	DEC. AR 11/6/15 SKR AR - HBP 2 UNITS 7 PROD. WELLS
09076	GREENWOOD-WASKOM	HA RA SUOO;LEE ETAL 6 H 08/04/2009 270-MM-22 09-846	46.62	46.62	DEC. AR 11/6/15 SKR AR - 100% HBP. 2 UNITS. 2 PROD. WELLS
09314	ADA	HOSS A RA SUNN;COLE E 07/01/1990	37.48	37.48	DEC. AR 11/6/15 SKR AR - 100% HBP. 1 UNITS. 4 PROD. WELLS
09749	SALINE LAKE	SALL WX RA SU 152-B-1	18	18	DEC. AR 11/6/15 SKR AR - 100% HBP 1 UNIT. 2 PROD WELLS
10333	CADDO PINE ISLAND	CAPI VIV RA SU 03/01/1993	8	8	DEC. AR 11/6/15 SKR AR - 100% HBP 1 UNIT. 12 PROD WELLS. RESERVOIR WIDE UNIT
12847	SHREVEPORT	HA RA SUB; BLACK STONE 28-21 H 08/18/2009 13-L-1	610	610	DEC. AR 11/6/15 SKR AR - PRODUCTION FROM 1 UNIT. 1 PROD. WELL. PR REQUESTED 10/24/2014. THAT PORTION PRODUCTIVE CONTAINS 0.10 ACRES
16503	CASPIANA	HOSS RA SUJ;D S JONES ETAL 10 04/15/1975 191-B 75-86	.76	.76	DEC. AR 11/6/15 SKR AR - 100% HBP 2 UNITS 2 PRODUCING WELLS
17127	SWAN LAKE	HA RA SUP;MARTIN 26 H 05/05/2009 691-C-5	24.37	24.37	DEC. AR 11/6/15 SKR AR - PRODUCING FROM. 2 UNITS. 2 PROD. WELLS. LEASE OVERLAPS (AS SHOWN ON LEASE LAYER AND SURVEY PLAT FOR HA RA SUP INTO SL 19764 IN TWO UNITS (HA RA SUW AND HA RA SUV) TRANSMITTAL SHOWS SL 17127 WITHIN HA RA SUV (CONFLICTED). (HA RA SUW IS CURRENTLY BEING HELD IN BHP ESCROW) PRELIMINARY TRANSMITTAL DOES NOT INCLUDE SL 17127. HA RA SUV DOES NOT SHOW IN PROPERTY FOR SL 17127. QLD SCREEN
17640	ELM GROVE	HA RA SU97;TIETZ 12 10/20/2009 361-L-65 09-1113	63.409	63.409	DEC. AR 11/6/15 SKR AR - 100% HBP 2 UNITS 9 PROD. WELLS

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17936	THORN LAKE	HA RA SUBB;BETHARD CORP 14 H 01/26/2010 1145-B-24 10-95	50.037	50.037	DEC. AR SAL OMR MANAGED WLF 11/6/15 SKR AR - 100% HBP ONE ACTIVE UNIT. 2 PRODUCING WELLS. (BHP ESCROW. RED RIVER ISSUE)
18276	ELM GROVE , SWAN LAKE	HA RA SULL;BLACK 2- 15-11 H 01/27/2009 361-L-22 09-93	12.125	12.125	DEC. AR 11/6/15 SKR AR - 100% HBP 3 UNITS. 3 PROD WELLS
18687	GREENWOOD-WASKOM	HA RA SUG;EDGAR 31 09/16/2008 270-MM-2	19.956	19.956	DEC. AR 11/6/15 SKR AR - 100% HBP 1 UNIT. 2 PROD. WELLS
19181	CASPIANA , THORN LAKE	HA RA SU117;CHK MIN 16-14-12 H 03/15/2011 191-H-131 11-117	4.208	4.208	DEC. AR SAL OMR MANAGED BAYOU PIERRE WMA 11/6/15 SKR AR - 100% HBP 5 UNITS. 8 PROD. WELLS
19542	ELM GROVE	HA RA SU88;TALIAFERRO 28 H 08/11/2009 361-L-54	123.277	234	DEC. AR 11/6/15 SKR AR - 1 UNIT. 1 PROD. WELL HOLDING PRODUCTIVE ACREAGE. PR? EMAIL TO VB 11/12/2013 REGARDING STATUS OF PR. ON FF 11/28/12 RCD UNOFL PR OF 65 RTNG 169. REQUIRES SURVEY PLAT(S) 11/02/2015 WAITING ON SURVEY PLAT
19833	BRACKY BRANCH	13.122 11/08/2012	3.454	3.454	DEC. AR 11/6/15 SKR AR - 100% HBP 2 UNITS. 2 PROD. WELLS
19930	FAIRVIEW	245127-VUA;SL 19930- 001 07/05/2012	105	105	DEC. AR 11/6/15 SKR AR - 100% HBP 1 VUA. 1 PROD WELL
20149	CASPIANA	HA RA SUX;NEWPORT DEV LLC 1 10/20/2008 191-H-20 08-1599	7.398	7.398	DEC. AR 11/6/15 SKR AR - 100% HBP. 1 UNIT . 1 PROD. WELL. PROD/RETAINED AC. FROM CERTIFIED SURVEY PLAT
20166	THORN LAKE	HA RA SUS;LDW&F 15- 14-12 H 01/19/2010 1145-B-25 10-88	13.5	13.5	DEC. AR SAL OMR MANAGED WLF 11/6/15 SKR AR - 100% HBP. 1UNIT . 1 PROD. WELL
20167	THORN LAKE	HA RA SUS;LDW&F 15- 14-12 H 01/19/2010 1145-B-25 10-88	27.5	27.5	DEC. AR SAL OMR MANAGED WLF 11/6/15 SKR AR - 100% HBP. 1UNIT . 1 PROD. WELL
20168	RED RIVER-BULL BAYOU	HA RD SUBB;GUION 23-14-12 H 10/13/2009 109-X-65 09-1106	68	68	DEC. AR SAL OMR MANAGED WLF 11/6/15 SKR AR -PROD. 2 UNITS.11 PROD. WELLS
20192	CONVERSE	HA RA SU111;BSMC LA A 25 HZ 10/26/2010 501-G-34 10-1090	18.014	18.014	DEC. AR 11/6/15 SKR AR - 100% HBP 1 UNIT. 1 PROD. WELL
20424	REDOAK LAKE	HA RA SUGG;ROGER BIERDEN 14H 03/09/2010 949-C-9 10-231	14.97	14.97	DEC. AR 11/6/15 SKR AR - 100% HBP. 1 UNIT. 1 PROD. WELL. NOTE CHANGE IN ACREAGE. FROM CERTIFIED SURVEY PLAT

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20426	PARKER LAKE	MINTER SU63;JUSTISS PL 11/29/2010 712 SUP	3.55	3.55	DEC. AR 11/6/15 SKR AR - 100% HBP. 1 UNIT. 1 PRODUCING WELL
20721	CHEMARD LAKE , RED RIVER-BULL BAYOU	11.624 12/04/2012	96.376	96.376	DEC. AR 11/6/15 SKR AR - 100% HBP. 3 UNITS. 3 PRODUCING WELLS
21241			0	69	DEC. PT 09/11/16 11/6/15 SKR RENTAL PAID

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11859	LAKE ARTHUR, SOUTH	U MIOGYP RA SUE;GLENN 10/01/1990	33.288	33.288	DEC. AR 11/20/15 CES AR; HBP BY ONE WELL IN MIDD MIOGYP RA SUF AND ONE WELL IN U MIOGYP RA SUE
12569	LAKE ARTHUR, SOUTH	11.05 09/25/1991	15.95	15.95	DEC. AR 11/20/15 CES AR; HBP BY ONE WELL IN MIDD MIOGYP RA SUF AND ONE WELL IN U MIOGYP RA SUE
12651	LAKE ARTHUR, SOUTH	140.678 01/29/1993	44.322	44.322	DEC AR 11/20/15 CES AR; HBP BY ONE WELL IN UNIT U MIOGYP RA SUD
12718	BAYOU GROSSE TETE	13.21 05/04/1992	4.79	4.79	DEC. AR 11/20/15 CES AR; HBP BY ONE WELL IN UNIT SP A RA SUA
13465	WEST CAMERON BLOCK 1	9850 RA SUA;SL 12848 12/19/2006 1358-G 06-1428	1.04	1.04	DEC. AR 11/20/15 CES AR;HBP BY TWO WELLS IN UNITS U CRIS A RA SUA AND 9850 RA SUA
17156	VERMILION BLOCK 16		100	813	DEC AR 11/20/15 CES AR; HBP BY ONE LEASE WELL
19098	WEST CAMERON BLOCK 1	10.16 10/01/2007	3.55	3.55	DEC AR 11/20/15 CES AR; HPB BY ONE WELL IN UNIT 9850 RA SUA
19109	WEST CAMERON BLOCK 1	21.19 10/01/2007	7.57	7.57	DEC. AR 11/20/15 CES AR; HPB BY ONE WELL IN UNIT 9850 RA SUA
19894	PORT BARRE	33.647 03/01/2010	5.353	5.353	DEC. AR 11/20/15 CES AR; HPB BY ONE WELL IN UNIT CF-SP RA SUA
19895	PORT BARRE	44.188 04/11/2011	4.812	4.812	DEC. AR 11/20/15 CES AR; HPB BY ONE WELL IN UNIT CF-SP RA SUA
20179	ABBEVILLE	4.932 12/01/2014	.208	.208	DEC AR 11/20/15 CES AR; HBP BY TWO WELLS IN UNIT HEB-BROOK RA SUA
20180	ABBEVILLE	4.543 12/01/2014	4.137	4.137	DEC AR 11/20/15 CES AR; HBP BY FIVE WELLS IN UNITS U MOTTY RE SUA AND HEB-BROOK RA SUA
20473	CREOLE OFFSHORE	VUB;SL 18521 12/14/2011	27.52	27.52	DEC AR 11/20/15 CES AR; HBP BY 18 WELLS IN THE VUB

BOBBY JINDAL
GOVERNOR



STEPHEN CHUSTZ
SECRETARY

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

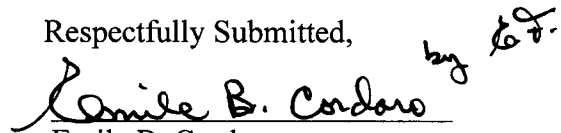
NOMINATION AND TRACT COMMITTEE REPORT

The Nomination and Tract Committee, convened at **9:56 a.m.** on Wednesday, **December 9, 2015** with the following members of the Board in attendance:

Mr. Stephen Chustz Mr. Paul Segura, Jr. Mr. Thomas L. Arnold, Jr.
Mr. Theodore M. Haik, Jr. Mr. Darryl D. Smith Mr. Emile B. Cordaro

The Committee heard the report of Mr. Emile Fontenot, relative to nominations received for the February 10, 2016 Mineral Lease Sale and other matters. Based upon the staff's recommendation, on motion of **Mr. Segura**, duly seconded by **Mr. Chustz** 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. Chustz**, seconded by **Mr. Segura**, voted to adjourn at **9:57 a.m.**

Respectfully Submitted,

Emile B. Cordaro.
Chairman
Nomination and Tract Committee

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Tracts to Be
Advertised

Resolution #15-12-005
(NOMINATION AND TRACT COMMITTEE)

WHEREAS, Mr. Emile Fontenot reported that 25 tracts had been nominated for the February 10, 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. Segura*, seconded by *Mr. Chustz*, 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 February 10, 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 *Mr. Cordaro*, 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 9th day of December 2015, 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

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STEPHEN CHUSTZ
SECRETARY

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

AUDIT COMMITTEE REPORT

The regular meeting of the Audit Committee of the State Mineral and Energy Board was held on Wednesday, December 9, 2015, 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.
Stephen Chustz

Emile B. Cordaro
Theodore M. "Ted" Haik, Jr.

W. Paul Segura, Jr.
Darryl D. Smith

Mr. Darryl D. Smith convened the Committee at 9:58 a.m.


The first matter considered by the Committee was a penalty waiver request from Gulfport Energy Corporation.

Upon recommendation of the staff and upon motion of Mr. Segura, seconded by Mr. Cordaro, with one objection by Mr. Haik, the Committee voted unanimously to approve the 50% penalty waiver of \$25,062.07.

The second matter considered by the Committee was the election of the December 2015 gas royalty to be paid on a processed basis at the Discovery Plant at Larose and the Sea Robin Plant at Henry per the terms of the State Texaco Global Settlement Agreement.

No action required.

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


Darryl D. 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

**Resolution #15-12-006
(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, The State Mineral and Energy Board caused an audit to be performed of state royalty payments made by Gulfport Energy Corporation in the Cote Blanche West fields; State Leases 340 which audit revealed that Gulfport Energy Corporation owed the state \$175,540.25 in underpayment of royalty and \$85,167.05 in interest and penalty for a total of \$260,707.28; and

WHEREAS, Gulfport Energy Corporation has remitted payment of \$210,583.14 for the outstanding principal and interest and made letter of application for reduction of penalties assessed in the amount of \$50,124.14 that were the result of incorrect royalty payments; and

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

ON MOTION of Mr. Segura, seconded by Mr. Cordaro, the following recommendation was offered and adopted by the Audit Committee with one objection by Mr. Haik after discussion and careful consideration:

WHEREAS, In accordance with the Penalty Waiver Protocol, a 50% penalty waiver of \$25,062.07 with a balance of \$25,062.07 due to the state.

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

ON MOTION of Mr. Segura, seconded by Mr. Cordaro, 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 grant in accordance with the Penalty Waiver Protocol, a 50% waiver of \$25,062.07 with a balance of \$25,062.07 due the state.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, 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**



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 December 9, 2015, following the Audit Committee Meeting, in the LaBelle Room, First Floor, LaSalle Building located at 617 North Third Street, Baton Rouge, Louisiana. Committee Members present were:

Secretary Stephen Chustz
Mr. Emile B. Cordaro
Mr. Darryl David Smith

Mr. Theodore M. "Ted" Haik, Jr.
Mr. W. Paul Segura, Jr.
Mr. Thomas L. Arnold, Jr.

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

The first matter considered by the Committee was a request for final approval of a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Square Mile Energy, L.L.C. and Tri-C Resources, LLC, whereas said parties desire to amend said lease to increase the royalty amount set forth in Paragraph 6, subparagraphs (a), (b) and (e) from twenty-two and five-tenths (22.5%) percent to twenty-three and five-tenths (23.5%) as consideration for creation of a Voluntary Unit in the West Lake Salvador Field, **INSOFAR AND ONLY INSOFAR AS** the lands covered by said lease fall within the confines of the CRIS I RL SUA, affecting State Lease No. 21058, St. Charles Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 15-30.

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 Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Square Mile Energy, L.L.C. and Tri-C Resources, LLC, on the Docket as Item No. 15-30. No comments were made by the public.

The second matter considered by the Committee was a request for final approval of a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Square Mile Energy, L.L.C. and Tri-C Resources, LLC, whereas said parties desire to amend said lease to increase the royalty amount set forth in Paragraph 6, subparagraphs (a), (b) and (e) from twenty-two and five-tenths (22.5%) percent to twenty-three and five-tenths (23.5%) percent as consideration for creation of a Voluntary Unit in the West Lake Salvador Field, **INSOFAR AND ONLY**

INSOFAR AS the lands covered by said lease fall within the confines of that certain unit designated as CRIS I RL SUA, affecting State Lease No. 20936, St. Charles Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 15-31.

Upon motion of Mr. Arnold, seconded by Mr. Chustz, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board granted final approval of the Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Square Mile Energy, L.L.C. and Tri-C Resources, LLC, on the Docket as Item No. 15-31. No comments were made by the public.

The third matter being considered by the Committee was a request for final approval of a Lease Extension and Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Freeport-McMoRan Oil & Gas, LLC, Stone Energy Offshore, L.L.C. and ORX Exploration, Inc., whereas said parties desire to amend said Lease noting that the current annual rental payment of \$10,325.00 applicable to each of years 1, 2 and 3 of the current Primary Term shall be increased to \$20,650.00 for each of years 4 and 5 of the extended primary term, and the current royalty percentage of 22.5% shall be increased to 23.0%, affecting State Lease No. 21098, Lafourche Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 15-33.

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 Lease Extension and Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Freeport-McMoRan Oil & Gas, LLC, Stone Energy Offshore, L.L.C. and ORX Exploration, Inc., on the Docket as Item No. 15-33. No comments were made by the public.

The fourth matter being considered by the Committee was a request by MRC Energy Company for authority to negotiate an Operating Agreement on 16.64 acres of former State Lease No. 20274, included in the HA RA SUS Unit, situated in Swan Lake Field, Bossier Parish, Louisiana. MRC Energy further requested that the acreage be removed from commerce making it unavailable for leasing until June 8, 2016, or until the Operating Agreement is executed and approved by Board, whichever occurs first.

Upon motion of Mr. Arnold, seconded by Mr. Cordaro, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board granted the request of MRC Energy Company for authority to negotiate an Operating Agreement on 16.64 acres of former State Lease No. 20274, included in the HA RA SUS Unit, situated in Swan Lake Field, Bossier Parish, Louisiana, and that the acreage be removed from commerce making it unavailable for leasing until June 8, 2016, or until the Operating

Agreement is confected and approved by Board, whichever occurs first No comments were made by the public.

The fifth matter being considered by the Committee was a request by Staff for an extension of time to further review documents provided by Allen Brothers for purposes of confecting a Settlement Agreement and an Operating Agreement with Allen Brothers covering 20 acres contained in former State Lease No. 3170 in Caddo Parish, Louisiana, and that the acreage remain unavailable for leasing until March 9, 2016, or until such agreements are confected and approved by the Board, whichever occurs first.

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 Staff's request for an extension of time to further review documents provided by Allen Brothers for purposes of confecting a Settlement Agreement and an Operating Agreement with Allen Brothers covering 20 acres contained in former State Lease No. 3170 in Caddo Parish, Louisiana, and that the acreage remain unavailable for leasing until March 9, 2016, or until such agreements are confected and approved by the Board, whichever occurs first.

The sixth matter considered by the Committee was an update to the Board regarding the Proposed New Lease form.

Upon motion of Mr. Chustz, seconded by Mr. Arnold, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board granted Staff the authority to post on DNR's website the latest version of the Proposed New Lease Form, set up a meeting with interested parties who commented, and present the Proposed New Lease Form for final approval at the January 13, 2016 meeting. On request by the Board for public comment, comments were made by Pat Theophilus.

Upon motion of Mr. Arnold, seconded by Mr. Cordaro, the Committee voted unanimously to go into Executive Session at 10:35 a.m.

Upon motion of Mr. Arnold, seconded by Mr. Haik, the Committee voted unanimously to return to Open Session at 10:54 a.m.

The seventh matter being considered by the Committee was a discussion in Executive Session of the suit entitled: BHP Billiton Petroleum Properties (N.A.), LP vs. Red River Parish School Board, et al, Docket No. 644-007, Section 26, 19th Judicial District Court, East Baton Rouge Parish, State of Louisiana.

Upon motion of Mr. Arnold, seconded by Mr. Haik, and by unanimous vote of the Committee and Board, the State Mineral and Energy Board, in an abundance of caution and to avoid any appearance of a conflict of interest, waived any actual or potential

conflict associated with the Attorney General's representation in litigation of this matter on behalf of the State Mineral and Energy Board, the State Land Office, the Red River Parish School Board, and the DeSoto Parish School Board. No comments were made by the public.

The eighth matter being considered by the Committee was a discussion in Executive Session of the suit entitled: Martin-Marks Minerals, LLC vs. State of Louisiana, Suit No. 53002, Division "A", 25th Judicial District Court, Plaquemines Parish, State of Louisiana.

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 authority to the Attorney General's Office to execute a Hold Harmless Agreement with the Clerk of Court in order to receive settlement funds on behalf of the State and the Mineral and Energy Board. No comments were made by the public.

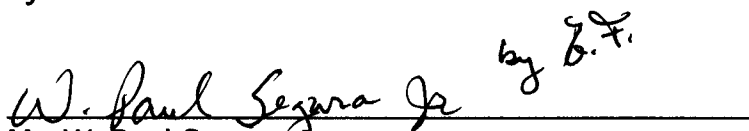
The ninth matter being considered by the Committee was a discussion in Executive Session of the suit entitled: Earl William Cook et al vs. The State of Louisiana, Suit No. C-137912, 26th Judicial District Court, Bossier Parish, State of Louisiana.

Upon motion of Mr. Arnold, seconded by Mr. Cordaro, and by unanimous 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 and continue negotiations as per earlier authorization by the Board. No comments were made by the public.

The tenth matter being considered by the Committee was a discussion in Executive Session of a settlement offer from Occidental Chemical Corporation.

This matter was an advisory item to the Board, and no action was taken. No comments were made by the public.

Upon motion of Mr. Arnold, seconded by Mr. Chustz, the Legal and Title Controversy Committee meeting adjourned at 10:58 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

RESOLUTION # 15-12-007

Square Mile Energy, L.L.C. and
Tri-C Resources, LLC
Lease Amendment
State Lease No. 21058
Docket Item No. 15-30

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a request was made for final approval of a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Square Mile Energy, L.L.C. and Tri-C Resources, LLC, whereas said parties desire to amend said lease to increase the royalty amount set forth in Paragraph 6, subparagraphs (a), (b) and (e) from twenty-two and five-tenths (22.5%) percent to twenty-three and five-tenths (23.5%) as consideration for creation of a Voluntary Unit in the West Lake Salvador Field, **INSOFAR AND ONLY INSOFAR AS** the lands covered by said lease fall within the confines of the CRIS I RL SUA, affecting State Lease No. 21058, St. Charles Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 15-30;

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 Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Square Mile Energy, L.L.C. and Tri-C Resources, LLC, on the Docket as Item No. 15-30;

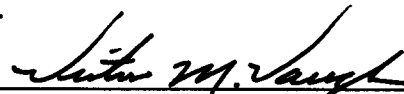
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Mr. Cordaro, 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 Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Square Mile Energy, L.L.C. and Tri-C Resources, LLC, on the Docket as Item No. 15-30.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 9th day of December, 2015 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

RESOLUTION # 15-12-008

Square Mile Energy, L.L.C. and
Tri-C Resources, LLC
Lease Amendment
State Lease No. 20936
Docket Item No. 15-31

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a request was made for final approval of a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Square Mile Energy, L.L.C. and Tri-C Resources, LLC, whereas said parties desire to amend said lease to increase the royalty amount set forth in Paragraph 6, subparagraphs (a), (b) and (e) from twenty-two and five-tenths (22.5%) percent to twenty-three and five-tenths (23.5%) percent as consideration for creation of a Voluntary Unit in the West Lake Salvador Field, **INSOFAR AND ONLY INSOFAR AS** the lands covered by said lease fall within the confines of that certain unit designated as CRIS I RL SUA, affecting State Lease No. 20936, St. Charles Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 15-31;

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. Chustz, 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 Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Square Mile Energy, L.L.C. and Tri-C Resources, LLC, on the Docket as Item No. 15-31;


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 Mr. Cordaro, 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 Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Square Mile Energy, L.L.C. and Tri-C Resources, LLC, on the Docket as Item No. 15-31.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 9th day of December, 2015 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

RESOLUTION # 15-12-009

(LEGAL & TITLE CONTROVERSY COMMITTEE)

Freeport-McMoRan Oil & Gas,
LLC, Stone Energy Offshore,
L.L.C. and ORX Exploration, Inc.
Lease Extension & Amendment
State Lease No. 21098
Docket Item No. 15-33

WHEREAS, a request was made for final approval of a Lease Extension and Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Freeport-McMoRan Oil & Gas, LLC, Stone Energy Offshore, L.L.C. and ORX Exploration, Inc., whereas said parties desire to amend said Lease noting that the current annual rental payment of \$10,325.00 applicable to each of years 1, 2 and 3 of the current Primary Term shall be increased to \$20,650.00 for each of years 4 and 5 of the extended primary term, and the current royalty percentage of 22.5% shall be increased to 23.0%, affecting State Lease No. 21098, Lafourche Parish, Louisiana, with further particulars being stipulated in the instrument, on the Docket as Item No. 15-33;

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 Lease Extension and Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Freeport-McMoRan Oil & Gas, LLC, Stone Energy Offshore, L.L.C. and ORX Exploration, Inc., on the Docket as Item No. 15-33;

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 Mr. Cordaro, 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 Lease Extension and Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Freeport-McMoRan Oil & Gas, LLC, Stone Energy Offshore, L.L.C. and ORX Exploration, Inc., on the Docket as Item No. 15-33.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 9th day of December, 2015 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

RESOLUTION # 15-12-010

MRC Energy Company
Authority to Negotiate an
Operating Agreement
State Lease No. 20274
Bossier Parish

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a request was made by MRC Energy Company for authority to negotiate with the Staff of the Office of Mineral Resources (OMR) for an Operating Agreement covering 16.64 acres of former State Lease No. 20274, included in the HA RA SUS Unit, situated in Swan Lake Field, Bossier Parish, Louisiana and to remove said acreage from commerce during the negotiating period; and

WHEREAS, OMR Staff having reviewed the history of former State Lease No. 20274 in conduction with this request, offered the following recommendation for consideration by the Legal & Title Controversy Committee;

ON MOTION of Mr. Arnold, seconded by Mr. Cordaro, after discussion and careful consideration, the foregoing recommendation was offered and unanimously accepted by the Legal & Title Controversy Committee:

That the State Mineral and Energy Board (Board) grant OMR Staff the authority to negotiate an Operating Agreement with MRC Energy Company covering 16.64 acres of former State Lease No. 20274, included in the HA RA SUS Unit, situated in Swan Lake Field, Bossier Parish, Louisiana, and that the acreage be removed from commerce and unavailable for leasing until June 8, 2016 or until such agreement is confected and approved by the Board, whichever occurs first;

WHEREAS, in response to the foregoing OMR Staff recommendation and action of the Legal & Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Mr. Cordaro, after discussion and careful consideration, the following Resolution was offered and unanimously adopted by the Board:

NOW THEREFORE, BE IT RESOLVED that OMR Staff is directed and authorized to negotiate an Operating Agreement with MRC Energy Company covering 16.64 acres of former State Lease No. 20274, included in the HA RA SUS Unit, situated in Swan Lake Field, Bossier Parish, Louisiana, and that the acreage be removed from commerce and unavailable for leasing until June 8, 2016 or until such 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 9th day of December, 2015 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 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

RESOLUTION # 15-12-011

Allen Brothers
Extension of Time to Review
Documents
State Lease No. 3170
Caddo Parish

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, a request was made by Staff for an extension of time to further review documents provided by Allen Brothers for purposes of confecting a Settlement Agreement and an Operating Agreement with Allen Brothers covering 20 acres contained in former State Lease No. 3170 in Caddo Parish, Louisiana and that the acreage remain unavailable for leasing until March 9, 2016, or until such agreements are confected and approved by the Board, whichever occurs first;

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

That the State Mineral and Energy Board grant Staff's request for an extension of time to further review documents provided by Allen Brothers for purposes of confecting a Settlement Agreement and an Operating Agreement with Allen Brothers covering 20 acres contained in former State Lease No. 3170 in Caddo Parish, Louisiana and that the acreage remain unavailable for leasing until March 9, 2016, or until such agreements are confected and approved by the Board, whichever occurs first;

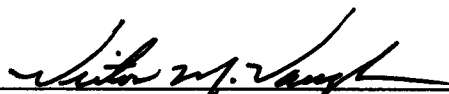
WHEREAS, in response to the foregoing OMR Staff recommendation and action of the Legal & Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Mr. Cordaro, after discussion and careful consideration, the following Resolution was offered and unanimously adopted by the Board:

NOW THEREFORE, BE IT RESOLVED that OMR Staff is granted an extension of time to further review documents provided by Allen Brothers for purposes of confecting a Settlement Agreement and an Operating Agreement with Allen Brothers covering 20 acres contained in former State Lease No. 3170 in Caddo Parish, Louisiana and that the acreage remain unavailable for leasing until March 9, 2016, or until such agreements are 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 9th day of December, 2015 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 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

RESOLUTION # 15-12-012

Proposed New Lease Form
(Update to the Board)

(LEGAL & TITLE CONTROVERSY COMMITTEE)

WHEREAS, Staff gave an update to the State Mineral and Energy Board regarding the Proposed New Lease Form;

ON MOTION of Mr. Chustz, 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 grant Staff the authority to:

- (1) Post on DNR's website the latest version of the Proposed New Lease Form;
- (2) Set up a meeting with interested parties who commented; and
- (3) Present the Proposed New Lease Form for final approval at the January 13, 2016 meeting.

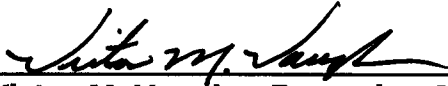
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Mr. Cordaro, 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 Staff the authority to post on DNR's website the latest version of the Proposed New Lease Form, set up a meeting with interested parties who commented, and present the Proposed New Lease Form for final approval at the January 13, 2016 meeting.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 9th day of December, 2015 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 RESOLUTION # 15-12-013

(LEGAL & TITLE CONTROVERSY COMMITTEE)

Executive Session Discussion
BHP Billiton Petroleum
Properties (N.A.), LP vs. Red
River Parish School Board, et al
Docket No. 644-007 Section 26
19th Judicial District Court
East Baton Rouge Parish

WHEREAS, the Louisiana Attorney General is the statutorily mandated counsel to the Louisiana State Mineral & Energy Board ("SMEB") pursuant to La. R.S. 30:132;

WHEREAS, the Louisiana Attorney General has entered into legal services contracts with the Red River Parish School Board and the DeSoto Parish School Board ("the School Boards") for the representation of those entities in a dispute regarding their rights to minerals in, on, and under a certain tract of sixteenth section land located in the SE ¼, NW ¼ and the SW ¼ of Section 16, Township 14 North, Range 11 West, Red River Parish;

WHEREAS, the State of Louisiana is the owner of non-severed sixteenth section lands in Louisiana;

WHEREAS, the school boards in Louisiana act as the managers and beneficiaries of sixteenth section lands in the State;

WHEREAS, in response to a mineral ownership dispute regarding the subject tract BHP Billiton Petroleum Properties (N.A.), L.P. ("BHP"), during settlement negotiations filed suit against the SMEB and the School Boards on November 23, 2015, in a matter captioned *BHP Billiton Petroleum Properties (N.A.), L.P. v. Red River Parish School Board, et al.*, Docket No. 644-007, Nineteenth Judicial District Court, Sec. 26, East Baton Rouge Parish;

WHEREAS, it is also possible that the State Land Office ("SLO"), another statutory client of the Attorney General, may, at some time be named as a party defendant in this matter;

WHEREAS, the Attorney General's mandatory representation of the SMEB and SLO along with his contractual representation of the School Boards in the above-captioned matter may create an appearance of a potential conflict of interest;

WHEREAS, all interests of the SMEB, the SLO, and the School Boards are aligned in this matter, as all are charged by law with the prudent management and ownership of sixteenth section lands for the benefit of schools, and, as such, no such actual known conflict exists.

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:

In an abundance of caution and to avoid any appearance of a conflict of interest, the State Mineral & Energy Board waives any actual or potential conflict associated with the Attorney General's representation in litigation of the above-captioned case on behalf of the SMEB, the SLO, and the School Boards;


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 Mr. Cordaro, the following Resolution was offered and unanimously adopted by the State Mineral and Energy Board:

NOW THEREFORE, in an abundance of caution and to avoid any appearance of a conflict of interest, the State Mineral & Energy Board waives any actual or potential conflict associated with the Attorney General's representation in litigation of the above-captioned case on behalf of the SMEB, the SLO, and the School Boards.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 9th day of December, 2015 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

RESOLUTION # 15-12-014

(LEGAL & TITLE CONTROVERSY COMMITTEE)

Executive Session Discussion
Martin-Marks Minerals, LLC vs.
State of Louisiana
Suit No. 53002, Division "A",
25th Judicial District Court,
Plaquemines Parish

WHEREAS, a discussion in Executive Session was held regarding the suit entitled: Martin-Marks Minerals, LLC vs. State of Louisiana, Suit No. 53002, Division "A", 25th Judicial District Court, Plaquemines Parish, State of Louisiana;

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 authorize the Attorney General's Office to execute a Hold Harmless Agreement with the Clerk of Court in order to receive settlement funds on behalf of the State and the Mineral and Energy Board;

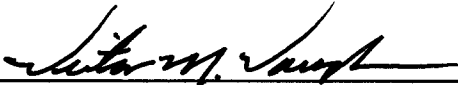
WHEREAS, after discussion and careful consideration of the foregoing request and the recommendation of the Legal and Title Controversy Committee;

ON MOTION of Mr. Segura, seconded by Mr. Cordaro, 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 the Attorney General's Office to execute a Hold Harmless Agreement with the Clerk of Court in order to receive settlement funds on behalf of the State and the Mineral and Energy Board.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 9th day of December, 2015 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

RESOLUTION # 15-12-015

(LEGAL & TITLE CONTROVERSY COMMITTEE)

Executive Session Discussion
Earl William Cook et al vs. The
State of Louisiana
Suit No. C-137912, 26th JDC,
Bossier Parish, State of
Louisiana

WHEREAS, a discussion in Executive Session was held regarding the suit entitled: Earl William Cook et al vs. The State of Louisiana, Suit No. C-137912, 26th Judicial District Court, Bossier Parish, State of Louisiana;

ON MOTION of Mr. Arnold, seconded by Mr. Cordaro, 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 the Attorney General's Office to reject the settlement offer and continue negotiations as per earlier authorization by the Board;


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 Mr. Cordaro, 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 the Attorney General's Office to reject the settlement offer and continue negotiations as per earlier authorization by the Board.

CERTIFICATE

I HEREBY CERTIFY that the above is a true and correct copy of a Resolution adopted at a meeting on the 9th day of December, 2015 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



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

The Docket Review Committee convened at 10:58 a.m. on Wednesday, December 9, 2015. Board Members present were Mr. Stephen Chustz, DNR Secretary, Mr. W. Paul Segura, Jr., Mr. Thomas L. Arnold, Jr., Mr. Emile Cordaro, Mr. Darryl D. Smith and Mr. Theodore M. "Ted" Haik Jr.

The Committee made the following recommendations:

Approve all Assignments on pages 2 through 9;

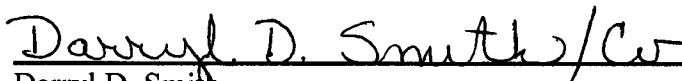
Approve the following items upon recommendation of the Legal and Title Controversy Committee: Docket Item Nos. 15-30, 15-31 and 15-33 on pages 10 and 11;

Approve the following item: Docket Item No. 15-32 on page 11.

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

There being no further business to come before the committee, upon motion of Mr. Cordaro, and seconded by Mr. Chustz, the committee voted unanimously to adjourn the meeting at 11:00 a.m.

Respectfully submitted,


Darryl D. Smith
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 #15-12-016 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 1 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from Cox Oil Offshore LLC to William L. Graham, Trustee of the BEC Trust of all of Assignor's right, title and interest in and to State Lease No 195, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

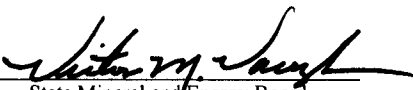
This approval is expressly granted and accepted subject to certain conditions in the absence of which conditions approval of said instrument would not have been given as follows:

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-017 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 2 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from W K F , Inc to Pennsylvania Castle Energy Corp. of all of Assignor's right, title and interest in and to State Lease No. 13566 and Operating Agreement "A0220", Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-018 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 3 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from 1996 Galbraith Oil & Gas Partnership to JCE Galbraith Oil & Gas, LLC of all of Assignor's right, title and interest in and to State Lease No. 13734, Lincoln and Union Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-019 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 4 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from Castex Energy Partners, L.P. to GOM 1271 LLC of an undivided 50% of all of Assignor's right, title and interest in and to State Lease Nos. 20870, 20871, 21046, 21047, 21048, 21122, 21173, 21299, 21300, 21409 and 21410, Jefferson, Plaquemines, St Charles and St. Mary Parishes, Louisiana, with further particulars being stipulated in the instrument.

GOM 1271 LLC is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

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

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

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

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

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

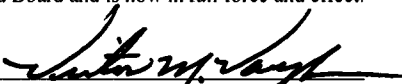
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-020 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 5 from the December 9, 2015 Meeting be approved, said instrument being a Change of Name whereby GCER Onshore, LLC is changing its name to Talos Gulf Coast Onshore LLC, affecting State Lease Nos 21092, 21102, 21137, 21138, 21150, 21151, 21152, 21206, 21207, 21269, 21285, 21292, 21308, 21371, 21420, 21424, 21425, 21452, 21456, 21517, 21518, 21519, 21520, 21521, 21522, 21523 and 21524, Plaquemines and Terrebonne Parishes, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

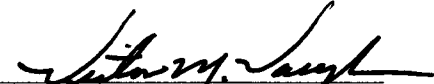
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-021
(DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 6 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from Northlake Production, L.L.C. to Martin-Marks Minerals, L.L.C. of all of Assignor's right, title and interest in and to State Lease No. 17236, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-022
(DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 7 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from Howard Energy Co., Inc. to J & S Oil & Gas, LLC of all of Assignor's right, title and interest in and to State Lease No 20434, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

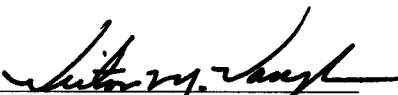
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-023 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 8 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from Sunland Production Co., Inc. to Anderson Exploration Energy Company, L C an undivided 19 1671270% of 8/8ths right, title and interest in and to State Lease No. 18182, Caddo Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** said lease covers and affects all formations lying below the measured depth of 10,150' shown on the Baker Hughes Dual Induction Focused Log for the Sunland Production Company, Inc., LCV RA SU68, Sorensen No. 2 API No 17-017-335130000, located in Section 38, T16N, R13W, Caddo Parish, Louisiana (the "Deep Rights"), with further particulars being stipulated in the instrument

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-024 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 9 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from Janivo Realty, Inc. to Triangle Exploration and Drilling Corporation of all of Assignor's right, title and interest in and to State Lease No 13566 and Operating Agreement "A0220", Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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


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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-025 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 10 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from Clayton Williams Energy, Inc to DW Wapiti Investments I, LLC of all of Assignor's right, title and interest in and to State Lease Nos 17376, 17378, 19706, 19720, 19924, 19949, 20363 and Operating Agreement "A0321" and "A0331", Jefferson, Plaquemmes and St. Mary Parishes, 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;

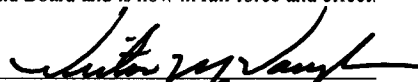
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-026 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from Neumin Production Company to White Oak Resources VI, LLC, of all of Assignor's right, title and interest in and to State Lease Nos 15202, 15726 and 15155, Calcasieu Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-027
(DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12 from the December 9, 2015, Meeting be approved subject to the approval of the Governor of Louisiana, said instrument a Correction of Resolution No. 31 from the March 11, 2015, being an Assignment from Apache Corporation to Texas Petroleum Investment Company, whereas GH001 and GH002 were omitted from said Resolution and are hereby being added, affecting State Lease Nos. 340, 2366, 2585, 3184, 3185, 3586, 3909, 20035, 20219, 20220, 20221, 20222, 20223, 20224, 20367, 20368, 20369, 20526, 20527, 20528, 20529, 20530, 20531, 20533, 20534, 20535, 20719, 20720, 20753, 20754, 20755, 20870, 20871, 20872, 20873, 20874, 20875, 21044, 21045, 21053, 21054, 21055, 21120, 21121, 21123, 21124, 21205, 21215, 21216, 21217, 21351, 21352, 21353, 21354, GH001 and GH002, St. Mary Parish, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-028 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 13 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from Christensen Petroleum, Inc to Douglas H. Christensen of all of Assignor's right, title and interest in and to State Lease Nos 16666, 16667, 16849, 16850 and 16851, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

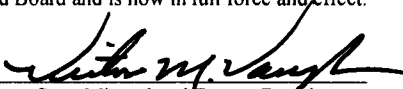
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-029
(DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 14 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from Krewé Energy, LLC of an undivided interest to the following in the proportions set out below.

Houston Energy, L.P.	86.00%
Shoreline Southeast LLC	14.00%

in and to State Lease Nos. 2453 and 20102, Jefferson Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** to the acreage and depths described on Exhibit "B" attached hereto, with further particulars being stipulated in the instrument

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-030 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 15 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from Houston Energy, L.P and Shoreline Southeast LLC to Krewe Energy, LLC an undivided 25% of 8/8ths interest, in and to State Lease Nos. 2453 and 20102, Jefferson Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** to the acreage and depths described on Exhibit "B" attached hereto, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-031 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 16 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from Key Production Company, Inc. to Cencerro LLC of all of Assignor's right, title and interest in and to State Lease No. 2024, Iberville and St. Martin Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-032 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 17 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from Key Production Company, Inc. to Cencerro LLC of all of Assignor's right, title and interest in and to State Lease No 3090, Lafourche and Terrebonne Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

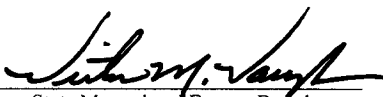
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-033 (DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 18 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from Cimarex Energy Co. to Carrera LLC of all of Assignor's right, title and interest in and to State Lease Nos. 15685, 15691 and 15774, Calcasieu Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-034
(DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 19 from the December 9, 2015 Meeting be approved, said instrument being an Assignment from Shoreline Southeast LLC to White Oak Resources VI, LLC of all of Assignor's right, title and interest in and to State Lease No 16758, Lafourche Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-035
(DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 15-30 from the December 9, 2015, Meeting be approved, said instrument being a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Square Mile Energy, L.L.C. and Tri-C Resources, LLC, whereas said parties desire to amend said lease to increase the royalty amount set forth in Paragraph 6, subparagraphs (a), (b) and (e) from twenty-two and five-tenths percent (22.5%) to twenty-three and five-tenths percent (23.5%), **INSOFAR AND ONLY INSOFAR AS** the lands covered by said lease fall within the confines of the CRIS I RL SUA, affecting State Lease No. 21058, St. Charles Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-036
(DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 15-31 from the December 9, 2015, Meeting be approved, said instrument being a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Square Mile Energy, L.L.C. and Tri-C Resources, LLC, whereas said parties desire to amend said lease to increase the royalty amount set forth in Paragraph 6, subparagraphs (a), (b) and (e) from twenty-two and five-tenths percent (22.5%) to twenty-three and five-tenths percent (23.5%), **INSOFAR AND ONLY INSOFAR AS** the lands covered by said lease fall within the confines of that certain unit designated as CRIS I RL SUA, affecting State Lease No. 20936, St. Charles Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-037
(DOCKET REVIEW COMMITTEE)

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 15-32 from the December 9, 2015, Meeting be approved, said instrument being a Unitization Agreement by and between the State Mineral and Energy Board, Tri-C Resources, LLC and Square Mile Energy, L.L.C., to create a 795 acre unit, more or less, identified as the "Tri-C Resources, LLC Voluntary Unit", with 285.073 acres being attributable to State Lease No. 21183, 400.00 acres being attributable to State Lease No. 21408, 73.791 acres attributable to State Lease No. 21536 and 36.850 acres being attributable to State Lease No. 21537, St. Charles Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

Resolution #15-12-38
(DOCKET REVIEW COMMITTEE)


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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 15-33 from the December 9, 2015, Meeting be approved, said instrument being a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Freeport-McMoRan Oil & Gas, LLC, Stone Energy Offshore, L.L.C. and ORX Exploration, Inc., whereas said parties desire to amend said lease noting that the current annual rental payment of \$10,325.00 applicable to each of years 1, 2 and 3 of the current Primary Term shall be increased to \$20,650.00 for each of years 4 and 5 of the extended primary term, and the current royalty percentage of 22.5% shall be increased to 23.0%, affecting State Lease No. 21098, Lafourche Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 9th day of December, 2015 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board