

MINUTES

**STATE MINERAL AND
ENERGY BOARD**

**REGULAR MEETING
AND
LEASE SALE**

FEBRUARY 8, 2012

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

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

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

The following members of the Board were recorded as absent:

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

Ms. Talley announced that seven (7) members of the Board were present and that a quorum was established.

Also recorded as present were:

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

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

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

Lease Review Committee
Nomination & Tract Committee
Audit Committee
Legal & Title Controversy Committee
Docket Review Committee

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

At this time, the Chairman announced that the Board would go into recess at 11:07 a.m. because the staff was not ready to go into executive session in order to review the bids that were submitted for today's Lease Sale. A motion was made by Mr. Sanders, seconded by Mr. Arnold, and unanimously adopted by the Board. (No public comment was made at this time.)

Upon motion of Mr. Arnold, seconded by Mr. Sanders, and unanimously adopted by the Board, the Board reconvened in open session at 11:09 a.m.

The Chairman then announced that the Board would recess its regular meeting at 11:09 a.m. and go into executive session for technical briefing in order to consider matters before the Board which were confidential in nature. A motion was made by Mr. Cordaro, seconded by Mr. Smith, and unanimously adopted by the Board.

During the technical briefing, the Board conferred with staff personnel concerning the merit of the bids that were submitted and opened earlier today at a public meeting*, based on geological, engineering and other confidential data and analyses available to the Board and staff, after which, upon motion of Mr. Sanders, seconded by Mr. Morton, and unanimously adopted by the Board, the Board reconvened in open session at 11:22 a.m.

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

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

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42480, said portion being 915.99 acres more particularly described in said bid and outlined on accompanying plat, to Bois d'Arc Exploration LLC.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42483, said portion being 124.0 acres more particularly described in said bid and outlined on accompanying plat, to Helis Oil & Gas Company, L.L.C.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42486, said portion being 10.0 acres more particularly described in said bid and outlined on accompanying plat, to Petrohawk Properties, LP.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42487, said portion being 156.65 acres more particularly described in said bid and outlined on accompanying plat, to SR Acquisitions I, LLC.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42488, said portion being 282.79 acres more particularly described in said bid and outlined on accompanying plat, to SR Acquisitions I, LLC.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42489, said portion being 491.05 acres more particularly described in said bid and outlined on accompanying plat, to SR Acquisitions I, LLC.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42491, said portion being 679.65 acres more particularly described in said bid and outlined on accompanying plat, to SR Acquisitions I, LLC.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42495, said portion being 170.59 acres more particularly described in said bid and outlined on accompanying plat, to K-Exploration Co. The lease was awarded as to the portion of the bid that falls within the advertised tract area.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42496, said portion being 139.84 acres more particularly described in said bid and outlined on accompanying plat, to Square Mile Energy, L.L.C.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on another portion of Tract 42496, said portion being 72.07 acres more particularly described in said bid and outlined on accompanying plat, to Square Mile Energy, L.L.C.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on another portion of Tract 42496, said portion being 106.05 acres more particularly described in said bid and outlined on accompanying plat, to Square Mile Energy, L.L.C.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42497, said portion being 156.55 acres more particularly described in said bid and outlined on accompanying plat, to TRI-C RESOURCES, LLC.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42498, said portion being 30.0 acres more particularly described in said bid and outlined on accompanying plat, to Covington Exploration Company, L.L.C.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42500, said portion being 342.72 acres more particularly described in said bid and outlined on accompanying plat, to Square Mile Energy, L.L.C.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on another portion of Tract 42500, said portion being 189.69 acres more particularly described in said bid and outlined on accompanying plat, to Square Mile Energy, L.L.C.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on another portion of Tract 42500, said portion being 127.63 acres more particularly described in said bid and outlined on accompanying plat, to K-Exploration Co. As to the bid by Square Mile Energy, L.L.C. on 338.00 acres, the bid overlapped the bid by K-Exploration Co. Therefore, Square Mile Energy, L.L.C., after the property descriptions were finalized, was granted the option to take the lease on the property which it bid at its bid price, less and except the overlapped area which was in the bid by K-Exploration Co.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42501, said portion being 202.45 acres more particularly described in said bid and outlined on accompanying plat, to K-Exploration Co.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on another portion of Tract 42501, said portion being 65.26 acres more particularly described in said bid and outlined on accompanying plat, to K-Exploration Co.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on another portion of Tract 42501, said portion being 104.74 acres more particularly described in said bid and outlined on accompanying plat, to K-Exploration Co.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42502, said portion being 333.33 acres more particularly described in said bid and outlined on accompanying plat, to Tacoma Energy Corporation.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on Tract 42504 to Monitor Energy Partners, L.P.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on Tract 42505 to Monitor Energy Partners, L.P.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on Tract 42506 to Monitor Energy Partners, L.P.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on Tract 42507 to Monitor Energy Partners, L.P.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on Tract 42508 to Monitor Energy Partners, L.P.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42509, said portion being 90.720 acres more particularly described in said bid and outlined on accompanying plat, to Kare-Sue Energy, Inc.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42512, said portion being 105.49 acres more particularly described in said bid and outlined on accompanying plat, to Kare-Sue Energy, Inc.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42514, said portion being 461.48 acres more particularly described in said bid and outlined on accompanying plat, to Theophilus Oil, Gas & Land Services, LLC.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on another portion of Tract 42514, said portion being 316.26 acres more particularly described in said bid and outlined on accompanying plat, to Theophilus Oil, Gas & Land Services, LLC. As to the bid by Kare-Sue Energy, Inc., the bid overlapped the bids by Theophilus Oil, Gas & Land Services, LLC. Therefore, Kare-Sue Energy, Inc., after the property descriptions were finalized, was granted the option to take the lease on the property which it bid at its bid price, less and except the overlapped areas which were in the bids by Theophilus Oil, Gas & Land Services, LLC.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42515, said portion being 190.74 acres more particularly described in said bid and outlined on accompanying plat, to Theophilus Oil, Gas & Land Services, LLC.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on another portion of Tract 42515, said portion being 89.17 acres more particularly described in said bid and outlined on accompanying plat, to Theophilus Oil, Gas & Land Services, LLC.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on a portion of Tract 42517, said portion being 181.63 acres more particularly described in said bid and outlined on accompanying plat, to Theophilus Oil, Gas & Land Services, LLC.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on another portion of Tract 42517, said portion being 112.29 acres more particularly described in said bid and outlined on accompanying plat, to Theophilus Oil, Gas & Land Services, LLC.

Upon motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to award a lease on Tract 42520 to Theophilus Oil, Gas & Land Services, LLC.


This concluded the awarding of the leases.

The following announcements were then made:

Ms. Talley stated that "the results of today's Lease Sale in total bonuses were \$3,065,581.82 which brought the fiscal year-to-date total to approximately \$22 million."

The Chairman then stated there being no further business to come before the Board, upon motion of Mr. Arnold, seconded by Mr. Sanders, the meeting was adjourned at 11:26 a.m.

Respectfully submitted,



Victor M. Vaughn
Executive Officer
State Mineral and Energy Board

**THE FOLLOWING BID OPENING MEETING REPORT,
COMMITTEE REPORTS AND RESOLUTIONS
WERE MADE A PART OF THE FEBRUARY 8, 2012 MINUTES
BY REFERENCE**

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

Recorded as present were:

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

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

February 8, 2012

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

Gentlemen:

Certified proofs of publication have been received in the Office of Mineral Resources on behalf of the State Mineral and Energy Board for the State of Louisiana from the "Advocate," official journal for the State of Louisiana, and from the respective parish journals as evidence that Tract Nos. 42478 through 42520, have been advertised in accordance with and under the provisions of Chapter 2, Title 30 of the Revised Statutes of 1950, as amended.

Yours very truly,

(Original signed)

Frederick D. Heck
Director
Petroleum Lands Division

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

For the record, Mr. Vaughn stated that Tract No. 42499 would be recommended by staff to be withdrawn and would be taken up at the Nomination and Tract Committee meeting. It was further stated that if there were any bids received on this tract, the bids would be returned unopened at the conclusion of the Board meeting.

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

OFFSHORE TRACTS

Tract 42478

No Bids

Tract 42479

No Bids

Tract 42480
(Portion – 915.99 acres)

Bidder	:	Bois-d'Arc Exploration LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$274,998.52
Annual Rental	:	\$137,499.26
Royalties	:	22% on oil and gas
	:	22% on other minerals
Additional Consideration	:	None

Tract 42481

No Bids

Tract 42482

No Bids

Tract 42483
(Portion – 124.0 acres)

Bidder	:	Helis Oil & Gas Company, L.L.C.
Primary Term	:	Five (5) years
Cash Payment	:	\$90,024.00
Annual Rental	:	\$45,012.00
Royalties	:	23% on oil and gas
	:	23% on other minerals
Additional Consideration	:	None

INLAND TRACTS

Tract 42484

No Bids

Tract 42485

No Bids

Tract 42486

Bidder	:	Petrohawk Properties, LP
Primary Term	:	Three (3) years
Cash Payment	:	\$15,000.00
Annual Rental	:	\$7,500.00
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42487
(Portion – 156.65 acres)

Bidder	:	SR Acquisitions I, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$25,455.63
Annual Rental	:	\$12,727.81
Royalties	:	20.5% on oil and gas
	:	20.5% on other minerals
Additional Consideration	:	None

Tract 42488
(Portion – 282.79 acres)

Bidder	:	SR Acquisitions I, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$45,959.03
Annual Rental	:	\$22,979.52
Royalties	:	20.5% on oil and gas
	:	20.5% on other minerals

Tract 42489
(Portion – 491.05 acres)

Bidder	:	SR Acquisitions I, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$70,009.00
Annual Rental	:	\$35,004.50
Royalties	:	20.5% on oil and gas
	:	20.5% on other minerals
Additional Consideration	:	None

Tract 42490

No Bids

Tract 42491
(Portion – 679.65 acres)

Bidder	:	SR Acquisitions I, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$100,289.15
Annual Rental	:	\$50,144.58
Royalties	:	20.5% on oil and gas
	:	20.5% on other minerals
Additional Consideration	:	None

Tract 42492

No Bids

Tract 42493

No Bids

Tract 42494

No Bids

Tract 42495
(Portion – 170.59 acres)

Bidder	:	K-Exploration Co.
Primary Term	:	Three (3) years
Cash Payment	:	\$64,312.43
Annual Rental	:	\$32,156.22
Royalties	:	24.25% on oil and gas
	:	24.25% on other minerals
Additional Consideration	:	None

Tract 42496
(Portion – 139.84 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$157,040.32
Annual Rental	:	\$78,520.16
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42496
(Portion – 72.07 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$21,981.35
Annual Rental	:	\$10,990.68
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42496
(Portion – 106.05 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$32,345.25
Annual Rental	:	\$16,172.63
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42497
(Portion – 156.55 acres)

Bidder	:	TRI-C RESOURCES, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$48,530.50
Annual Rental	:	\$24,265.25
Royalties	:	22.50% on oil and gas
	:	22.50% on other minerals
Additional Consideration	:	None

Tract 42498
(Portion – 30.0 acres)

Bidder	:	Covington Exploration Company, L.L.C.
Primary Term	:	Three (3)) years
Cash Payment	:	\$6,600.00
Annual Rental	:	\$3,300.00
Royalties	:	21% on oil and gas
	:	21% on other minerals
Additional Consideration	:	None

Tract 42499

Withdrawn

Tract 42500
(Portion – 342.72 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$104,529.60
Annual Rental	:	\$52,264.80
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42500
(Portion – 189.69 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$213,021.87
Annual Rental	:	\$106,510.94
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42500
(Portion – 127.63 acres)

Bidder	:	K-Exploration Co.
Primary Term	:	Three (3) years
Cash Payment	:	\$44,287.61
Annual Rental	:	\$22,143.81
Royalties	:	24% on oil and gas
	:	24% on other minerals
Additional Consideration	:	None

Tract 42500
(Portion – 338.00 acres)

Bidder	:	Square Mile Energy, L.L.C.
Primary Term	:	Three (3) years
Cash Payment	:	\$145,002.00
Annual Rental	:	\$72,501.00
Royalties	:	22.5% on oil and gas
	:	22.5% on other minerals
Additional Consideration	:	None

Tract 42501
(Portion – 202.45 acres)

Bidder	:	K-Exploration Co.
Primary Term	:	Three (3) years
Cash Payment	:	\$309,141.15
Annual Rental	:	\$154,570.58
Royalties	:	24% on oil and gas
	:	24% on other minerals
Additional Consideration	:	None

Tract 42501
(Portion – 65.26 acres)

Bidder	:	K-Exploration Co.
Primary Term	:	Three (3) years
Cash Payment	:	\$22,645.22
Annual Rental	:	\$11,322.61
Royalties	:	24% on oil and gas
	:	24% on other minerals
Additional Consideration	:	None

Tract 42501
(Portion – 104.74 acres)

Bidder	:	K-Exploration Co.
Primary Term	:	Three (3) years
Cash Payment	:	\$36,344.78
Annual Rental	:	\$18,172.39
Royalties	:	24% on oil and gas
	:	24% on other minerals
Additional Consideration	:	None

Tract 42502
(Portion – 333.33 acres)

Bidder	:	Tacoma Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$171,998.28
Annual Rental	:	\$85,999.14
Royalties	:	23% on oil and gas
	:	23% on other minerals
Additional Consideration	:	None

STATE AGENCY TRACTS

Tract 42503

No Bids

Tract 42504

Bidder	:	Monitor Energy Partners, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$26,390.25
Annual Rental	:	\$13,195.13
Royalties	:	23% on oil and gas
	:	23% on other minerals
Additional Consideration	:	None

Tract 42505

Bidder	:	Monitor Energy Partners, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$21,645.00
Annual Rental	:	\$10,822.50
Royalties	:	23% on oil and gas
	:	23% on other minerals
Additional Consideration	:	None

Tract 42506

Bidder	:	Monitor Energy Partners, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$33,050.25
Annual Rental	:	\$16,525.13
Royalties	:	23% on oil and gas
	:	23% on other minerals
Additional Consideration	:	None

Tract 42507

Bidder	:	Monitor Energy Partners, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$7,492.50
Annual Rental	:	\$3,746.25
Royalties	:	23% on oil and gas
	:	23% on other minerals
Additional Consideration	:	None

Tract 42508

Bidder	:	Monitor Energy Partners, L.P.
Primary Term	:	Three (3) years
Cash Payment	:	\$4,162.50
Annual Rental	:	\$2,081.25
Royalties	:	23% on oil and gas
	:	23% on other minerals
Additional Consideration	:	None

ATCHAFALAYA DELTA WMA-ST. MARY

Tract 42509
(Portion – 90.720 acres)

Bidder	:	Kare-Sue Energy, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$32,024.16
Annual Rental	:	\$16,012.08
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42510

No Bids

Tract 42511

No Bids

Tract 42512
(Portion – 105.49 acres)

Bidder	:	Kare-Sue Energy, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$37,237.97
Annual Rental	:	\$18,618.99
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42513

No Bids

Tract 42514
(Portion – 461.48 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$383,872.91
Annual Rental	:	\$191,936.46
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42514
(Portion – 316.26 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$213,687.39
Annual Rental	:	\$106,843.70
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42514
(Portion – 511.24 acres)

Bidder	:	Kare-Sue Energy, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$180,467.72
Annual Rental	:	\$90,233.86
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42515
(Portion – 190.74 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$158,663.25
Annual Rental	:	\$79,331.63
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42515
(Portion – 89.17 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$60,249.49
Annual Rental	:	\$30,124.75
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42516

No Bids

Tract 42517
(Portion – 181.63 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$151,085.28
Annual Rental	:	\$75,542.64
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42517
(Portion – 112.29 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$75,870.98
Annual Rental	:	\$37,935.49
Royalties	:	25% on oil and gas
	:	25% on other minerals
Additional Consideration	:	None

Tract 42518

No Bids

Tract 42519

No Bids

TAX ADJUDICATED LANDS TRACT

Tract 42520

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$5,636.20
Annual Rental	:	\$2,818.10
Royalties	:	20% on oil and gas
	:	20% on other minerals
Additional Consideration	:	None

This concluded the reading of the bids.

There being no further business, the meeting was concluded at 9:15 a.m.

Respectfully submitted,

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

Victor M. Vaughn
Executive Officer
State Mineral and Energy Board



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, February 8, 2012 at 9:40 a.m. with the following members of the board in attendance: Mr. Thomas L. Arnold, Jr., Mr. Emile B. Cordaro, Mr. Robert "Michael" Morton, Mr. Darryl D. Smith, Mr. Thomas W. Sanders, and Mr. Chip Kline (sitting in for Garrett Graves, Governor Jindal's designee to the State Mineral and Energy Board).

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

I. Geological and Engineering Staff Review

According to SONRIS there are 1883 active State Leases covering nearly 851,000 acres. The Geological and Engineering Division has reviewed approximately 170 leases covering 79,000 acres.

II. Committee Review

1. A staff report on **State Leases 3762, 3763 and 17156**, Vermilion Block 16 located in Vermilion Parish. Harvest Oil & Gas, LLC is the lessee.

The recommendation was that SLs 3762, 3763 and 17156 be moved to the SMEB Lease Review Committee.

2. A staff report on **State Lease 1217**, Bay de Chene Field located in Jefferson & Lafourche Parishes. Swift Energy Operating, LLC is the lessee.

The recommendation was that action on State Lease 1217 be deferred until March 14, 2012 to allow staff additional time to define the productive area from the present producing units.

3. A staff report on **State Lease 2038**, Deep Lake Field located in Cameron Parish. ExxonMobil is the lessee.

The recommendation was that their report be accepted and that ExxonMobil be granted until July 11, 2012 to report on any drilling activities involving the 38-59 RA Unit and to provide a specific plan of development for Sections 3, 4, 8, 9 and 10 of Township 16 South, Range 3 West located within State Lease 2038.

III. Report on Actions Exercised by the Staff under Delegated Authority

No Objection to 29-E Waiver, Helis Oil & Gas Company, SL 195 QQ Well No. 101, wsn 174135, West Black Bay Field, State Lease 195, Plaquemines Parish affecting State Lease 195B.

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

IV. Report on Force Majeure

Extend by 3 months, to May 9, 2012, The Harvest Group LLC's force majeure recognition affecting A0311 to permit Harvest time to complete legal negotiations.

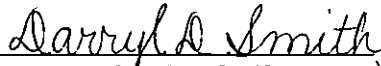
Updated 1/27/2012

Company Name	Lease Numbers
Leases Off Production Due to Non-storm Related Force Majeure Events	
Bay Gas LLC	19930
IG Petroleum	A0232
The Harvest Group LLC	A0311
Harvest Operating LLC	12002
Stone Energy	10830, 15074, 17309, 17595, A0285

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

On motion by Mr. Sanders, seconded by Mr. Arnold, the Committee moved to adjourn its January 11, 2012 meeting at 9:50 a.m.

Respectfully submitted,


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

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEASE REVIEW COMMITTEE

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

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

WHEREAS, The Harvest Group, L.L.C. (herein Harvest) made a request May 11, 2011 to recognize that a force majeure condition existed due to a dispute concerning the use of the production platform servicing Operating Agreement A0311, Saint Mary Parish, Louisiana;

WHEREAS, at the November 9, 2011 meeting, the Board extended recognition of force majeure until the meeting on February 8, 2012;

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

NOW THEREFORE BE IT RESOLVED that the Louisiana State Mineral and Energy Board, in consideration of the facts stated herein, by these present does hereby extend recognition of the force majeure event until the May 9, 2012 meeting, or until Harvest re-establishes production whichever condition is met at the earliest date. The Board will reserve its rights to review and reconsider whether additional action is necessary concerning the situation at the May 9, 2012 meeting. Furthermore, the Board requires that Harvest continue in a due diligent manner, mitigate or negate the effect of said activities which caused the force majeure.

CERTIFICATE

I hereby certify that the above is true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge Louisiana on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: January 31, 2012 6:56 AM

District Code 1 New Orleans- East

Get Review Date February 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
01277		MAIN PASS BLOCK 69	227889-SL 1277-039 03/02/2003	1600	1953	FEB. AR
06646		FORT PIKE , RIGOLETS	43.126 01/23/1995	732.47	834.874	FEB. 1/17/12 RCD UNOFL PR OF 559.587, RTNG 318.716 (878.308 SRVYO AC BY APACHE) 11/29/11 VB: PROB W/PR 6/20/11 PR RQD JUL. AR
06647		RIGOLETS	229.298 05/28/2004	707.53	1281.704	FEB. 1/17/12 RCD UNOFL PR OF 880.404, RTNG 401 286 6/20/11 PR RQD JUL. AR
13306		CHANDELEUR SOUND BLOCK 71	.832 07/21/2003	3.689	3.689	FEB. AR
16392		MAIN PASS BLOCK 47	VUC; 02/13/2002	293.785	293.785	FEB. AR
16667		MAIN PASS BLOCK 46 , MAIN PASS BLOCK 47	165.29 07/08/2008	73.05	73.05	FEB. AR
16798		CHANDELEUR SOUND BLOCK 69		160.01	160.01	FEB. AR
17689		BRETON SOUND BLOCK 45	85.7 12/19/2007	176.3	176.3	FEB. AR
17691		BRETON SOUND BLOCK 45	110.88 12/19/2007	336.12	336.12	FEB. AR
17772		BAYOU BILOXI	20.692 06/06/2006	168.308	168.308	FEB. AR LITIGATION- ESCROWED
19054		BRETON SOUND BLOCK 53		160	637.35	FEB. CLAYTON WLMS PRD LIMITS, POD BY 12/14/11 PT 8/9/11
19948				0	71.88	FEB. 1/12/12 REL RQD PT 12/10/11 11/12/11
19976				0	66	FEB. 1/26/12 REL REQD 1/26/12 APP EXP REQ REL;;1/23/12 RS TO STEVE S PT 1/14/12 12/10/11



Louisiana Department of Natural Resources (DNR)

SONRIS

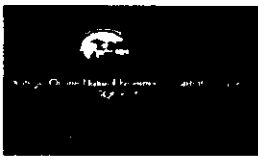
Staff Reviews

Report run on: January 31, 2012 6:56 AM

District Code 1W New Orleans- West

Get Review Date February 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
01217		BAY DE CHENE , GOLDEN MEADOW	9950 R006 SUA;BDC UB 780-NN 99-138	1531	4041	FEB OB RCD SWIFT DEVELOPMENT ACTIVITY RPT BY 1/4/12
12415		LAKE WASHINGTON	LW R RB SU 09/01/1996	2.742	2.742	FEB. AR
16338		SATURDAY ISLAND	82.098 03/17/2004	4 902	4.902	FEB. AR
18146		LITTLE LAKE		160	608.72	FEB. 1/13/12 RCD UNOFL PR OF 208.72, RTNG 400 AC. AUG. AR
18668		SATURDAY ISLAND	VUA;SL 18669 05/14/2008	596 419	660.13	FEB. 1/23/12 RCD UNOFL PR OF 63.711, RTNG 596.419 AC 1/20/12 UNOFL PRS ARRIVED BY MESSENGER. 1/12/12 RICK.SUMRALL@SWIFTENERG Y.COM WILL SEND PRS ASAP 10/14/11 OMR 3RD REQ FOR PR. 10/7/11 EMAILED SWIFT RE STATUS OF PR 10/20/10 C.SLEDGE@SWIFT WORKING ON PR - SUGGEST AR UPON RCT OF PR FINAL DD TO 7/13/10 PT 7/13/08
18669		SATURDAY ISLAND	237896-VUA;SL 18669-001 07/04/2008	1090.981	1249.6	FEB. 1/23/12 RCD UNOFL PR OF 158.619, RTNG 1090.981 AC 1/20/12 UNOFL PRS ARRIVED BY MESSENGER.1/12/12 RICK.SUMRALL@SWIFTENERG Y.COM WILL SENT PRS ASAP 10/14/11 OMR 3RD REQ FOR PR. 10/7/11 EMAILED SWIFT RE STATUS OF PR 10/20/10 C.SLEDGE@SWIFT WORKING ON PR - SUGGEST AR UPON RCT OF PR FINAL DD TO 7/13/10 PT 7/13/08
19906				0	67	FEB. 1/10/12 REL RQD PT 12/10/11 10/8/11
19909				0	138	FEB. 1/10/12 REL RQD PT 12/10/11 10/8/11
19952				0	475.9	FEB. 1/10/12 REL RQD PT 12/10/11 11/12/11
19959				0	38	FEB. 1/10/12 REL RQD PT 12/10/11 11/12/11
20007				0	141	FEB. 1/26/12 REL REQD 1/26/12 APP EXP REQ REL ;;1/23/12 RS TO STEVE S . PT 1/14/12
20009				0	19	FEB. 1/26/12 REL REQD 1/26/12 APP EXP REQ REL;;1/23/12 RS TO STEVE S PT 1/14/12 8/24/09 45 BID AC, ADJUSTED TO 19 AC - FREEZE STATUTE
20010				0	2	FEB. 1/26/12 REL REQD 1/26/12 APP EXP REQ REL;;1/23/12 RS TO STEVE S PT 1/14/12 8/24/09 25 BID AC, ADJUSTED TO 2 AC



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: January 31, 2012 6:56 AM

District Code 1W New Orleans- West

Get Review Date February 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
						- FREEZE STATUTE
20184				0	128.51	FEB. PT 11/12/12
20185				0	71	FEB. PT 11/12/12
20200				0	20	FEB. 1/10/12 REL RQD PT 12/9/12
20236				0	132.23	FEB. 1/26/12 REL REQD 1/26/12 APP EXP REQ REL;;1/23/12 RS TO STEVE S . PT 1/13/13
20238		SOUTH PASS BLOCK 24	8 RC SUA;SL 20238 05/01/2011 227-CC-1 11-252	311	311	FEB. DDPMT APPROVED TO 1/13/13 PT 1/13/13 1/3/12 SRVY PLAT RQD HLCP 242496 050664
20483				0	115	FEB 12/13/11 RENTAL PAID 11/10/11 PT 11/10/13
20520				0	350	FEB. 1/26/12 REL REQD 1/26/12 APP EXP REQ REL;;1/23/12 RS TO STEVE S PT 1/12/14
20564		WEST BAY	4-8 RA SUA;SL 20564 08/23/2011 396-GGGG 11-467	113.3	113.3	JAN. DD APPROVED TO 3/9/13, OVERPMT, HLCP MUST PROVIDE DOC 1/6/12 JPT: ALL AC HB 4-8 RA SUA, DISPUTED, ROYALTIES ESCROWED. PT 3/9/14



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: January 31, 2012 6:56 AM

District Code 2 Lafayette

Get Review Date February 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
00301B	0	LAKE BARRE	400.47 10/14/2010	0	401.99	JAN. 1/18/12 RCD UNOFL PR OF 401.99, THE ENTIRETY OF 301-B, ONLY 301-A,-0 & 1 CI REMAIN. 12/12/11 JPT: HLCP REL'G ENTIRETY OF 301-B ><HLCP: POD/REL BY 12/14/11
00340A	0	BAYOU SALE	BS ROB 6 RL SU	1221	1221	FEB. AR 1/18/12 RWB: PRDG
00340C	1	RABBIT ISLAND	SL 340 RABBIT ISLAND DA	1093	5000	FEB. AR
00340C	1	RABBIT ISLAND ONSHORE	SL 340 RABBIT ISLAND DA	1093	5000	FEB. AR
00340C	2	RABBIT ISLAND	SL 340 RABBIT ISLAND DA	0	2620	FEB. 01/2012 REL LIST EFF 8/16/11 OFFICIAL PR OF 1446, RET 2620 PER JPT
00340C	2	RABBIT ISLAND ONSHORE	SL 340 RABBIT ISLAND DA	0	2620	FEB. 01/2012 REL LIST EFF 8/16/11 OFFICIAL PR OF 1446, RET 2620 PER JPT
00340C	4	RABBIT ISLAND	SL 340 RABBIT ISLAND DA	0	4734	FEB. 01/2012 REL LIST EFF 8/16/11 OFFICIAL PR OF 266, RET 4734 PER JPT
00340C	4	RABBIT ISLAND ONSHORE	SL 340 RABBIT ISLAND DA	0	4734	FEB. 01/2012 REL LIST EFF 8/16/11 OFFICIAL PR OF 266, RET 4734 PER JPT
00340C	5	RABBIT ISLAND	SL 340 RABBIT ISLAND DA	160	4059	FEB. 01/2012 REL LIST EFF 8/16/11 OFFICIAL PR OF 941, RET 4059 PER JPT
00340C	5	RABBIT ISLAND ONSHORE	SL 340 RABBIT ISLAND DA	160	4059	FEB. 01/2012 REL LIST EFF 8/16/11 OFFICIAL PR OF 941, RET 4059 PER JPT
00340C	3	RABBIT ISLAND	SL 340 RABBIT ISLAND DA	260	3362	FEB. 01/2012 REL LIST EFF 8/16/11 OFFICIAL PR OF 384, RET 3362 PER JPT
00340C	3	RABBIT ISLAND ONSHORE	SL 340 RABBIT ISLAND DA	260	3362	FEB. 01/2012 REL LIST EFF 8/16/11 OFFICIAL PR OF 384, RET 3362 PER JPT
00340C	0	RABBIT ISLAND	SL 340 RABBIT ISLAND DA	4817	8462	FEB. AR
00340C	0	RABBIT ISLAND ONSHORE	SL 340 RABBIT ISLAND DA	4817	8462	FEB. AR



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: January 31, 2012 6:56 AM

District Code 2 Lafayette

Get Review Date February 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
00725		BAY JUNOP , OAKS	14100 RA SUA;LL&E A 09/01/1997	361	409.78	FEB. AR 1/18/12 RB: 219634 PRDG, AR
00861		VERMILION BLOCK 14		1360	2435.342	FEB. AR 1/18/12 RB: 110241 PRDG, AR 2APOD
00862		VERMILION BLOCK 14		173.328	173.328	FEB. AR 1/18/12 RB: 110241 PRDG, AR 2APOD
00872		VERMILION BLOCK 14		354	354	FEB. AR 1/18/12 RB: 110241 PRDG, AR 2APOD
01392		DUCK LAKE	DL D-1 SU	1562.5	1562.5	FEB. AR 1/18/12 RB: 100% PRD
01536		EUGENE ISLAND BLOCK 18	SL 16988 04/01/2004 302-N-4 SUP	1387.469	1387.469	FEB. AR 1/18/12 RB: 100% PRD
02077		HALTER ISLAND	231437-SL 2077-016 07/14/2005	947.85	947.85	FEB. AR 1/18/12 RB: 100% PRD
02669		RAYNE	RY NOD A RA SU 04/01/1996	18	18	FEB. AR 1/18/12 RB: 100% PRD
03522		VERMILION BLOCK 14		633	1337	FEB. AR 1/18/12 RB: PRD & ROYALTY 2APOD
03762		VERMILION BLOCK 16	SL 3762	0	875.69	FEB. OB 1/11/12 VMV TO BOBBY DUPLANTIS/SARATOGA: W/IN 90 DAYS RESTORE PRD IN PAYING QUANTITIES OR SPUD 1 PERM WELL OR REL W/IN 30 DAYS OF 90 DAYS. IF PRD IN PAYING QUAN W/IN 90 DAYS, W/IN 180 DAYS SPUD 1 PERM WELL OR SUBMIT 520 AC PR. ETC
03763		VERMILION BLOCK 16	VUA;SL 3762 07/09/2008	0	1279.14	FEB. OB 1/11/12 VMV TO BOBBY DUPLANTIS/SARATOGA: W/IN 90 DAYS RESTORE PRD IN PAYING QUANTITIES OR SPUD 1 PERM WELL OR REL W/IN 30 DAYS OF 90 DAYS. IF PRD IN PAYING QUAN W/IN 90 DAYS, W/IN 180 DAYS SPUD 1 PERM WELL OR SUBMIT 520 AC PR. ETC
14157		SHIP SHOAL BLOCK 45	263.368 12/28/1998	234.612	234.612	FEB. AR 1/18/12 RB: 100% PRD
14211		BAY BAPTISTE	161.534 03/29/2007	6.143	24.55	FEB. AR 1/18/12 RQD STATUS OF PR 1/14/11 JPT RQD LAND GROUP FU ON PR > 3/3/10 FUL PR 1/20/10 JPT: RQD STATUS OF PR 1/8/09 RQD PR
14792		SHIP SHOAL BLOCK 47 , SHIP SHOAL BLOCK 65	VUB;SL 14851	250	519	FEB. AR 1/18/12 RWB: PRDG
14832		SHIP SHOAL BLOCK 47		318.22	318.22	FEB. AR 1/18/12 RB: 100% PRD



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: January 31, 2012 6:56 AM

District Code 2 Lafayette

Get Review Date February 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
14914		MYETTE POINT, NW	241212-VUB;SL 14914-003 05/22/2010	485.996	485.996	FEB. AR 1/18/12 RB: 100% PRD
14915		MYETTE POINT, NW	VUB;SL 14914 11/14/2001	121.059	121.059	FEB. AR 1/18/12 RB: 100% PRD
14953		MYETTE POINT, NW	VUB;SL 14914 11/14/2001	82.645	82.645	FEB. AR 1/18/12 RB: 100% PRD
14954		MYETTE POINT, NW	VUB,SL 14914 11/14/2001	123.967	123.967	FEB. AR 1/18/12 RB: 100% PRD
16859		MYETTE POINT, NW	538.904 01/09/2003	55.096	55.096	FEB. AR 1/18/12 RB: 100% PRD
16942		LAKE PELTO	230733-SL 16942-001 02/23/2005	350	350	FEB. AR 1/18/12 RB: 100% PRD
16943		LAKE PELTO	VUB;SL 16970 12/12/2001	25	25	FEB. AR 1/18/12 RB: 100% PRD
17156		VERMILION BLOCK 16		160	1418	FEB. OB 1/11/12 VMV TO BOBBY DUPLANTIS/SARATOGA: IF PRD IN PAYING QUANTITIES NOT RESTORED TIMELY OR WELL NOT SPUD TIMELY W/IN 180 DAYS SPUD 1 WELL OR SUBMIT 405 AC PR. ETC
17647		PATTERSON	40.118 02/01/2008	19.882	19.882	FEB. AR 1/24/12 SRVY PLAT RQD PETROGULF DB 3 RG SUA; 617058 1/18/12 RB: 100% PRD
18060		MERMENTAU, WEST	76.775 04/26/2006	.85	.85	FEB. AR 1/18/12 RB: 100% PRD
19261		EUGENE ISLAND BLOCK 6	SL 18860 02/13/2008	51.65	51.65	FEB. SUGGEST AR, 51.65 AC HBP VIA 306035 TO 11/11 PT 2/14/12
19397		EUGENE ISLAND BLOCK 10	VUB;SL 19266 06/11/2008	52.456	52.48	FEB. 1/18/12 RWB: 100% PROD 1/12/12 JPT: 237722 PRDG ACROSS RNTL DATE
19641		INTRACOASTAL CITY	K-O RB SUA;EXXONMOBIL 07/18/2011 468-L-1 10-930	16.831	16.831	FEB. AR 1/18/12 RB: 100% PRD PER SRVY PLAT DATED 8/22/11
19720		EUGENE ISLAND BLOCK 16	242401-VUA;SL 19720-001 12/16/2010	418.62	418.62	FEB. 1/18/12 RWB: 100% PROD 1/5/12 JPT NEW 306445 242401 W PLAT- 1ST DAY OF PRD 12/8/11
19727		DONNER	1.246 08/31/2011	3.754	3.754	FEB. AR 9/26/11 RCD OFL PR OF 1.246,RTNG 3.754 EFF 8/31/11 ON 1/12 REL LIST
19799		CASPIANA	HA RA SU81;L YEARLING ETAL 22 05/19/2009 191-H-43 09-495	0	107.66	FEB. 1/10/12 REL RQD PT 12/10/13 10/8/13
9800				0	107.65	FEB. 1/10/12 REL RQD PT



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: January 31, 2012 6:56 AM

District Code 2 Lafayette
Get Review Date February 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
						12/10/13 10/8/13
19804				0	209.52	FEB. 1/10/12 REL RQD PT 12/10/11 10/8/11
19810				0	44.73	FEB. 1/10/12 REL RQD PT 12/10/11 10/8/11
19865				0	438.31	FEB. 1/10/12 REL RQD PT 12/10/11 10/8/11
19866				0	297.05	FEB. 1/10/12 REL RQD PT 12/10/11 10/8/11
19870				0	68.93	FEB. 1/10/12 REL RQD PT 12/10/11 10/8/11
19871				0	80.29	FEB. 1/10/12 REL RQD PT 12/10/11 10/8/11
19890				0	765.57	FEB. 1/10/12 REL RQD PT 12/10/11 11/12/11
19907				0	1.5	FEB. 1/10/12 REL RQD PT 12/10/11 10/8/11
19910				0	71.16	FEB. 1/10/12 REL RQD PT 12/10/11 10/8/11
19913				0	93.06	FEB. 1/10/12 REL RQD PT 12/10/11 10/8/11
19914				0	284.08	FEB. 1/10/12 REL RQD PT 12/10/11 10/8/11
19915				0	11.4	FEB. 1/10/12 REL RQD PT 12/10/11 10/8/11
19924		EUGENE ISLAND BLOCK 16	VUA;SL 19720 12/08/2010	689.37	689.37	FEB. 1/18/12 RWB: 100% PROD 1/5/12 JPT NEW 306445 242401 W PLAT- 1ST DAY OF PRD 12/8/11
19944				0	549	FEB. 1/10/12 REL RQD PT 12/10/11 11/12/11
19945				0	1	FEB. 1/10/12 REL RQD PT 12/10/11 11/12/11
19979				0	51	FEB. 1/26/12 REL REQD
19982				0	22.87	FEB. 1/26/12 REL REQD 1/26/12 APP EXP REQ REL ;;1/23/12 RS TO REID B . PT 1/14/12 12/10/11
19983				0	45.63	FEB. 1/26/12 REL REQD 1/26/12 APP EXP REQ REL;;1/23/12 RS TO REID B PT 1/14/12 12/10/11
20005				0	100 57	FEB. 1/26/12 REL REQD 1/26/12 APP EXP REQ REL;; 1/23/12 RS TO REID B PT 1/14/12 AS TO PORTION W/IN ADVERTIZED AREA.
20179				0	5.14	FEB. 1/24/12 SRVY PLAT RQD DUNN; HEB BROOK RA SUA; 050778 1/18/12 RB: 2011 RNTL PD PT 11/12/12



Louisiana Department of Natural Resources (DNR)

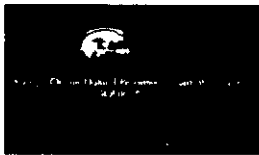
SONRIS

Staff Reviews

Report run on: January 31, 2012 6:56 AM

District Code 2 Lafayette
Get Review Date February 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
20180		ABBEVILLE	U MOTTY RE SUA;LABIT 02/16/2011 155-K-6 SUPP.	2.319	8.68	FEB. 1/24/12 SRVY PLAT RQD DUNN HEB BROOK RA SUA 050778 1/18/12 RB: HB U MOTTY RE SUA & HEB BROOK RA SUA PT 11/12/12
20182				0	210.79	FEB. 1/18/12 RB: 2011 RNTL PD PT 11/12/12
20183		LAKE DE CADE		160	403.55	FEB. 1/18/12 RB. 242874 PRDG PT 11/12/12
20528				303.48	498.63	FEB. DDPMT APPROVED TO 1/12/13 PT 1/12/14 ATCHAFALAYA DELTA WMA
20529				649.43	746.14	FEB. DDPMT APPROVED TO 1/12/13 PT 1/12/14 ATCHAFALAYA DELTA WMA
20530				117.13	198.19	FEB. DDPMT APPROVED TO 1/12/13 PT 1/12/14 ATCHAFALAYA DELTA WMA



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: January 31, 2012 6:56 AM

District Code 3 Lake Charles- North

Get Review Date February 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
02260		CADDO PINE ISLAND		190	190	FEB. AR 1/4/12 SAM: HBP, AR
02310		CADDO PINE ISLAND		40	40	FEB. AR 1/4/12 SAM: HBP, AR
05978		ELM GROVE	HA RA SU99;KNIGHTON ETAL 11 10/20/2009 361-L-64	39.665	62	FEB. AR 8/5/11 JPT 616844 PRELIM 74
06856		ELM GROVE	HA RA SU118;MAGNOLIA POINT LANDS 38 H 05/04/2010 361-L-81 10-501	88.249	88.249	FEB. AR 1/4/12 SAM: HBP, AR
10100		COCODRIE LAKE	VUA 03/01/1984	145	150	FEB. AR 1/4/12 SAM: HBP, AR
14617		CATAHOULA LAKE	200 11/19/1996	40	40	FEB. AR 1/4/12 SAM: HBP, AR
14889		DANVILLE	219811-HOSS D SU83;SL 14889-001- ALT 11/11/1996	40	40	FEB. AR 1/4/12 SAM: HBP, AR
15500		CHEMARD LAKE , RED RIVER-BULL BAYOU	HA RA SUB;RUFFIN 7 H 04/28/2009 700-G 09-452	40	40	FEB. AR 1/4/12 SAM: HBP, AR 11/18/11 JPT 616886 PRELIM 94:SLO WATERBOTTOM LAYER IDS DOLET BAYOU WITHIN UNIT AS DUAL CLAIMED.
16326		SIMSBORO, WEST	JA RA SUA;HYMON 12/07/1999 327-G 99-660	80	80	FEB. AR 1/4/12 SAM: HBP, AR
17216		CASPIANA	HA RA SU67;HERRING 32 H 03/03/2009 191-H-39 09-254	4.081	4.081	FEB. AR 1/4/12 SAM: HBP, AR
17217		CASPIANA	HA RA SU80;CALHOUN 33 H 03/03/2009 191-H-39 09-254	93.087	93.087	FEB. AR 1/4/12 SAM: HBP, AR
17640		ELM GROVE	LCV RA SU69;TOOKE ESTATE 12 03/11/2003 361-E-82 03-131	62.26	62.26	FEB. AR 1/4/12 SAM: HBP, AR
17734		ELM GROVE , SWAN LAKE	HA RA SUH;POOLE ANT 15-15-11 H 01/27/2009 691-C-1 09-94	24.36	24 36	FEB. 1/18/12 JPT: 617052 PRELIMINARY 100
17946		ELM GROVE	HOSS RA SU86;SORENSEN	10.043	10.043	FEB. AR 1/4/12 SAM: HBP, AR
17948		THORN LAKE	HA RA SUI;REX YOUNG 6 H 12/09/2008 1145-B-7 08-1738	17.35	17.35	FEB. AR 1/4/12 SAM: HBP, AR
18183		CONVERSE	HA RA SUC;BSM 31 H 04/07/2009	7.61	7.61	FEB. AR 1/4/12 SAM: HBP, AR 9/22/11 JPT CORRECTION



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: January 31, 2012 6:56 AM

District Code 3 Lake Charles- North
Get Review Date February 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
			501-G 09-376			616775 REPLACES PRELIM40
18391		ELM GROVE	CV RA SU71;CUPPLES 09/01/1974 361-B-3 74-290	2.32	2.32	FEB. AR 1/10/12 SRVY PLAT RQD QUESTAR; HA RA SUII 240577; 617211 1/4/12 SAM: HBP, AR
18393		CASPIANA	HA RB SUH;CASPIANA 14-15-12 H 10/30/2008 191-H-25 08-1690	31.089	31.089	FEB. AR 1/4/12 SAM: HBP, AR
18394		CASPIANA	HA RB SUQ;RATZBURG 18 H 07/14/2009 191-H-53 09-774	82.598	82.598	FEB. AR 1/4/12 SAM: HBP, AR
18395		CASPIANA	HA RB SUA;CLD 23-15- 12 H 05/28/2008 191-H-6 08-729	8.953	8.953	FEB. AR 1/4/12 SAM: HBP, AR
18605		CASPIANA	HA RB SUQ;ZIMMERMAN 36- 15-12 H 12/09/2008 191-H-26 08-1817	12.94	12.94	FEB. AR 1/4/12 SAM: HBP, AR
18741		CASPIANA	HA RA SU139;GUY FARMS 9 H 12/01/2009 191-H-71 09-1242	12	12	FEB. AR 1/4/12 SAM: HBP, AR 6/30/11 JPT 616483 PRELIM 73
18820		THORN LAKE	HA RA SUB;LA WILDLIFE 05/20/2010 1145-B-32 10-515	308.2	308.2	FEB. AR SAL OMR MANAGED WLF 1/13/12 JPT 2ND CORRECTION 615417: REVISED CERTIFIED UNIT PLAT DATED 6/21/11; REPLACING PREVIOUS CORRECTION. 281 LEASED, 282.899, CHANGED TO 308.2 PER 6/21/11 PLAT.
19180		CASPIANA , THORN LAKE	HA RA SUS;LDW&F 15- 14-12 H 01/19/2010 1145-B-25 10-88	.31	1	FEB FINAL DD 11/8/11 PT 11/8/09 7/19/11 JPT PRELIMINARY 54 616613
19435		CADDO PINE ISLAND	26 04/15/2011	26	26	FEB. SUGGEST AR 9/26/11 RCD OFL PR OF 26, RTNG 26 AC EFF 4/15/11
19694		BRACKY BRANCH , MARTIN , WOODARDVILLE	3 09/07/2011	41	41	FEB. AR 1/18/12 SAM: 100%HBP 9/26/11 RCD OFL PR OF 3, RTNG 41 AC EFF 9/7/11 ON 1/12 REL LIST
19840		LOGANSPOUT	HA RA SUDD;BOOKER 28-11-15 H 06/23/2009 28-AA-13 09-641	14.633	14.633	FEB. 1/4/12 SAM: HBP, SUGGEST AR, PRODG PT 12/10/11 10/8/11
19844		BENSON	HA RA SULL;BSMC LA 11 HZ 10/20/2009 496-L-8 09-1119	13.72	89	FEB. SUGGEST AR UPON RCT OF PR 1/12/12 REL RQD, SHOULD HAVE BEEN PR DD & PT 12/10/11 10/8/11 10/3/11 JPT 616229 CORRECTION TRNSMTL, TAKES PLACE OF PRELIM 59 616229. PRD AC CHANGED FROM 12.57 TO



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: January 31, 2012 6:56 AM

District Code 3 Lake Charles- North
Get Review Date February 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
						13.72
19886		RED RIVER-BULL BAYOU	HA RC SUK;ROBERTSON ETAL 23 11/13/2008 109-X-9 08-1763	40.017	40.017	FEB. 1/4/12 SAM: HBP, SUGGEST AR, PRODG PT 12/10/11 10/8/11
19927				0	127	FEB. 1/12/12 REL RQD PT 12/10/11 11/12/11
20141		RED RIVER-BULL BAYOU	HA RC SUII;CHK MIN 11-13-12 H 07/13/2010 109-X-108 10-753	15.65	15.65	FEB. 1/20/12 JPT: 617061 PRELIMINARY 103 PT 8/12/12 TAX ADJUDICATED LAND
20186		CASPIANA	HA RB SUG;LEGRAND 35-15-12H 05/28/2008 191-H-6	93.552	93.552	FEB. 1/4/12 SAM: HBP, AR PT 11/12/12 VACANT STATE LAND
20292		BURR FERRY, SOUTH	AUS C RA SUJ;GASRS 5 04/06/2010 1409-A-7 10-350	15.27	167	FEB. 1/17/12 JPT: 616332 241312 PRELIM 99
20474		THORN LAKE	HA RA SUR;LOTT 1-14- 11 H 07/14/2009 1145-B-18 09-764	110	110	FEB. 616552 PRD TO 10/11 PT 11/10/13
20475		THORN LAKE	HA RA SUDD;EDGAR CASON 14 H 08/26/2010 1145-B-36 10-798	96	96	FEB. 616889 PRD TO 11/11 PT 11/10/13 7/22/11 JPT 616889 PRELIM67
20476		THORN LAKE	HA RA SUV;EDGAR CASON 13H 03/03/2009 1145-B-9 09-263	45.509	42	FEB PT 11/10/13 4/4/11 SAM: NEW TRNSMTL 240015 616021 W/ 45.509 AC. FROM PRELIM PLAT DATED 1/31/10. AC FIGURE MAY NEED CORRECTION WHEN CERTIFIED PLAT IS RCD.
20478				0	169	FEB. 1/10/12 SRVY PLAT RQD CHESAPEAKE; HA RD SUO 241565; 617200 6/7/11 HA RD SUO WELL WOPL. PMTS MADE IN LIEU OF ROYALTY PT 11/10/13
20479		RED RIVER-BULL BAYOU	HA RD SUQ;JAMES MARSTON 30 H 03/03/2009 109-X-26 09-233	31.36	33	FEB. PT 11/10/13 6/14/11 JPT: PRELIMINARY19 TRNSMTL 616202 NO CERTIFIED SRVY PLAT
20619				0	241	FEB. 1/24/12 SRVY PLAT RQD CHESAPEAKE; HA RA SUWW 617269
20621				0	15	FEB. 1/10/12 SRVY PLAT RQD CHESAPEAKE; HA RA SUF SAND; ORDER 691-C-1; SWAN LAKE; BOSSIER; 242842; 617072 PT 6/8/14
20757		BRACKY BRANCH	JUR RB SUD;BLK STONE IVORY 19H 06/17/2008 917-J-2 08-825	8.882	15	FEB. 1/12/12 JPT CORRECTION 616666, 242128 CERTIFIED SURVEY UNIT PLAT RCD.



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: January 31, 2012 6:56 AM

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
01466		KROTZ SPRINGS	6580 RA SUA;L VOORHIES C 10/01/1992	130	130	FEB. AR 1/13/12 HB: 100% HBP
02038		DEEP LAKE	400 02/25/2011	510	2344.71	FEB. OB 1/11/12 EXMOB RPT ON FINALIZATION OF FARMOUT AGRMT & POD ON FARMOUT AREA.
02344		KROTZ SPRINGS	127.43 06/09/1995	12.57	12.57	FEB. AR 1/13/12 HB: 100% HBP
13420		STARKS, WEST	5.403 08/10/2004	1.699	1.699	FEB. AR 1/13/12 HB: 100% HBP
16286		LOCKPORT	4150 RA SUA;SL 16286 337-C-C 01-835	1.288	6.257	FEB. AR 1/17/12 RS JPT: 1.28 AC HBP, 4.977 APP EXP 1/13/12 RS TO JPT>EMAILED TPIC = APP EXP 1/14/11 KAM: HBP SN 44607, 5400 RB SUA, RPTG PRD UNDER LUW 001395, PAYING ROYALTIES UNDER 049135. 1/7/10 GJD RQD TPIC CHANGE LUW O/OOC & THEY ADVISED THEY WOULD.
16640		WEST CAMERON BLOCK 19	873.971 04/27/2007	5.969	5.969	FEB. AR 1/13/12 HB: 100% HBP 5 A/POD
16874		GRAND CHENIERE, SOUTH	6400 RA SUA;THERIOT HEIRS 01/29/2004	10.956	10.956	FEB. 1/26/12 APP EXP, REL REQD 1/25/12 RS TO HEATH JAN. AR
18423		CREOLE OFFSHORE	VUB;SL 18521 12/14/2011	401.36	401.36	FEB. 1/12/12 HB: 306069 REVISION: VUB WAS REVISED TO INCLUDE ADD'L STATE AC.
18521		CREOLE OFFSHORE, LAKE ST JOHN	VUB;SL 18521 12/14/2011	433.41	433.41	FEB. 1/12/12 HB: 306069 REVISION: VUB WAS REVISED TO INCLUDE ADD'L STATE AC.
18524		CREOLE OFFSHORE	VUB;SL 18521 12/14/2011	80.17	80.17	FEB. SUGGEST AR 1/12/12 HB: 306069 REVISION: VUB WAS REVISED TO INCLUDE ADD'L STATE AC
19031		CREOLE OFFSHORE	VUB;SL 18521 12/14/2011	38	38	FEB. 1/12/12 HB: 306069 REVISION: VUB WAS REVISED TO INCLUDE ADD'L STATE AC.
19067		SABINE LAKE	242409-VUA;SL 19067- 002 01/04/2011	1104.07	1104.07	FEB. AR 1/13/12 HB: 100% HBP
19068		SABINE LAKE	VUA;SL 19068 04/09/2008	599.38	599.38	FEB. AR 1/13/12 HB: 100% HBP
19186				0	1517	FEB. 1/12/12 REL RQD 1-5-12 APP EXP ;;12/27/11 RS TO HEATH PT 12/10/11 (PT 11/9/09 EGA 20041101)
19187				0	62	FEB. 1/12/12 REL RQD 1-5-12 APP EXP REQ REL ;;12/27/11 RS TO HEATH PT 12/10/11 (PT 11/9/09 EGA 20041101)



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: January 31, 2012 6:56 AM

District Code 3S Lake Charles- South
Get Review Date February 8, 2012

Lease Num	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
19190		CREOLE OFFSHORE	VUB;SL 18521 12/14/2011	127.45	234.37	FEB. 1/12/12 HB: 306069 REVISION: VUB WAS REVISED TO INCLUDE ADD'L STATE AC.
19192		CREOLE OFFSHORE	VUB;SL 18521 12/14/2011	26.89	93.99	FEB. 1/12/12 HB: 306069 REVISION: VUB WAS REVISED TO INCLUDE ADD'L STATE AC.
19888				0	304.03	FEB. 1/12/12 REL RQD PT 12/10/13 10/8/13
19901				0	364.2	FEB. 1/12/12 REL RQD PT 12/10/11 10/8/11
19902				0	434.149	FEB. 1/12/12 REL RQD PT 12/10/11 10/8/11
19903				0	117.742	FEB. 1/12/12 REL RQD PT 12/10/11 10/8/11
19938		GRAND LAKE	PLAN RA SUA;SL 19938 09/13/2011 214-J 11-514	141.87	463	FEB. 1/17/12 HB: NEW 242886 050857PLAN RA SUA;SL 19938
19939		GRAND LAKE	PLAN RA SUA;SL 19938 09/13/2011 214-J 11-514	116.63	279	FEB. 1/17/12 HB: NEW 242886 050857PLAN RA SUA;SL 19938
19941				0	143	FEB. 1/12/12 REL RQD PT 12/10/11 10/8/11
19942				0	5	FEB. 1/12/12 REL RQD PT 12/10/11 10/8/11
19966				0	75.24	FEB. 1/12/12 REL RQD PT 12/10/11 11/12/11
20042		GRAND LAKE	PLAN RA SUA;SL 19938 09/13/2011 214-J 11-514	34.18	327	FEB. 1/17/12 HB: NEW 242886 050857PLAN RA SUA;SL 19938
20473		CREOLE OFFSHORE	VUB;SL 18521 12/14/2011	27.52	744.95	FEB. 1/12/12 HB: 306069 REVISION: VUB WAS REVISED TO INCLUDE ADD'L STATE AC. 11/10/11 RNTL PD PT 11/10/15
20517				0	5	FEB. 1/26/12 REL REQD 1/26/12 APP EXP REQ REL;;1/23/12 RS TO HEATH B; PT 1/12/14
170				33,003.383	78,885.239	



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

NOMINATION AND TRACT COMMITTEE REPORT

The Nomination and Tract Committee, convened at **9:49 a.m.** on Wednesday, **February 8, 2012** with the following members of the Board in attendance:

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

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

The Committee recommended that Tract No. 42499, Lafourche and Saint Charles Parishes, Louisiana be withdrawn due to description issues and re-advertise for the May 9, 2012 Lease Sale. On the motion of **Mr. Arnold**, duly seconded by **Mr. Sanders**, the Committee voted unanimously to withdraw Tract No. 42499 from today's Lease Sale.

The Committee, on motion of **Mr. Sanders**, seconded by **Mr. Arnold**, voted to adjourn at **9:51 a.m.**

Respectfully Submitted,

 by 

Emile B. Cordaro

Chairman

Nomination and Tract Committee

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

NOMINATION AND TRACT COMMITTEE

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


WHEREAS, Mr. Emile Fontenot presented to the State Mineral and Energy Board 54 tracts that had been nominated for the April 11, 2012 Mineral Lease Sale, and that same are to be advertised pending staff review; now therefore

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 8th day of February 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

NOMINATION AND TRACT COMMITTEE

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

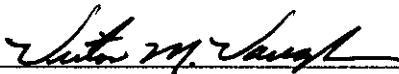
WHEREAS, the staff presented to the Board a recommendation to withdraw Tract No. 42499.

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

NOW, BE IT THEREFORE RESOLVED, that the State Mineral and Energy Board does hereby approve authorize the withdrawal of said tract from the February 8, 2012 Lease Sale.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 8th day of February 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD



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

AUDIT COMMITTEE REPORT

The regular meeting of the Audit Committee of the State Mineral and Energy Board was held on Wednesday, February 8, 2012, following the Nomination and Tract Committee Meeting, in the LaBelle Room, First Floor, LaSalle Building, located at 617 North Third Street, Baton Rouge, Louisiana. Committee Members present were:

Thomas L. Arnold, Jr.
Emile B. Cordaro

Chip Kline
Robert "Michael" Morton

Thomas W. Sanders
Darryl D. Smith

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

The first matter considered by the Committee was a recoupment request from Harvest Oil & Gas, LLC.

Upon recommendation of the staff and upon motion of Mr. Sanders, seconded by Mr. Smith, the Committee voted unanimously to approve the recoupment request in the amount of \$41,775.37.


The second matter considered by the Committee was to place Energy Properties, Inc. on demand for unpaid oil and gas royalties.

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

The third matter considered by the Committee was the election of the February 2012 gas royalty to be paid on a processed basis at the Discovery Plant at Larose and the Sea Robin Plant at Henry per the terms of the State Texaco Global Settlement Agreement.

No action required.

On motion of Mr. Sanders, seconded by Mr. Smith, the Board voted unanimously to adjourn the Audit Committee at 9:56 a.m.



Thomas L. Arnold, Jr., Chairman
Audit Committee

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

AUDIT COMMITTEE

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

WHEREAS, Harvest Oil & Gas, LLC has made a letter application for an adjustment of \$41,775.37 for the Little Bay Field, State Leases 5097, A0311; and

WHEREAS, this amount was based on Harvest Oil & Gas, LLC submitting an overpayment of oil royalties based on incorrect volumes and values for the period of March 2011 in the Little Bay Field; and

WHEREAS, the Mineral Income Division has verified that an overpayment in the amount of \$41,775.37 was made and that the applicant is entitled to a credit adjustment; and

WHEREAS, the State Mineral and Energy Board after reviewing the work of the Mineral Income Division, agrees that the applicant is entitled to an adjustment, does recommend that the State allow Harvest Oil & Gas, LLC to recoup the \$41,775.37 overpayment.

NOW, BE IT THEREFORE RESOLVED, that the Board does authorize and direct the Mineral Income Director to effectuate the credit adjustment of \$41,775.37 to Harvest Oil & Gas, LLC on a one-time or lump sum basis or on such terms deemed necessary by the Director, which are legally permissible, and without prejudice to any other rights of the state.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

AUDIT COMMITTEE

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

WHEREAS, the State Mineral and Energy Board caused an audit to be performed of Energy Properties Inc. respecting the royalty payments under State Lease Nos. 725 and 17534 in the Bay Junop and Bourg fields; and

WHEREAS, there are differences between Energy Properties Inc. and the Board regarding the amount of royalty due and interest and penalty charges due by Energy Properties Inc.; and

WHEREAS, the staff of the Office of Mineral Resources has been unable to resolve and settle the outstanding audit issues and interest and penalty billings with Energy Properties Inc.,

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD



State of Louisiana
DEPARTMENT OF NATURAL RESOURCES
OFFICE OF MINERAL RESOURCES
STATE MINERAL 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 February 8, 2012, following the Audit Committee Meeting, in the LaBelle Room, First Floor, LaSalle Building located at 617 North Third Street, Baton Rouge, Louisiana. Committee Members present were:

Mr. Thomas W. Sanders
Mr. Thomas L. Arnold, Jr.
Mr. W. Paul Segura, Jr.
Mr. Chip Kline (sitting in for Garret Graves, Governor Jindal's designee)

Mr. Emile B. Cordaro
Mr. Darryl David Smith
Mr. Robert "Michael" Morton

The Legal and Title Controversy Committee was called to order by Mr. Sanders at 9:56 a.m.

A request was made by Staff to add the following items to the Legal & Title Controversy Committee Agenda:

A request for ratification of the escrowing of funds by Walter Oil & Gas Corporation relative to A0318, which was approved in final form in December 2011.

Upon recommendation of the staff, no objections or comments made from the public, and upon motion of Mr. Arnold, seconded by Mr. Morton, the Committee voted unanimously to recommend that the State Mineral and Energy Board add this item to the Legal & Title Controversy Committee Agenda as Item No. 9 and referenced as the 9th matter in this report.

The first matter considered by the Committee was a request by Swift Energy Operating, LLC for the waiver of all or a portion of the liquidated damage assessments levied on the late partial releases of the following state leases:

- (a) State Lease No. 18668 in the amount of \$46,400.00, Plaquemines Parish, Louisiana; and
- (b) State Lease No. 18669 in the amount of \$46,400.00, Plaquemines Parish, Louisiana.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Morton, the Committee voted unanimously to recommend that the State Mineral and Energy Board defer this request by Swift Energy Operating, LLC until the March 14, 2012 Legal & Title Controversy Committee Meeting. No comments were made by the public.

The second matter considered by the Committee was a request by Aspect Resources, LLC and Aspect Energy, LLC for the waiver of all or a portion of the liquidated damage assessments levied on the late assignments of the following state leases:

- (a) State Lease No. 16046, 16049, and 16051 in the amount of \$1,000.00, St. Mary Parish, Louisiana;
- (b) State Lease No. 15502 in the amount of \$1,000.00, Calcasieu Parish, Louisiana;
- (c) State Lease No. 15502 in the amount of \$1,000.00, Calcasieu Parish, Louisiana;
- (d) State Lease No. 16505 and 17721 in the amount of \$1,000.00, Jefferson Davis Parish, Louisiana;
- (e) State Lease No. 16505 in the amount of \$1,000.00, Jefferson Davis Parish, Louisiana;
- (f) State Lease No. 17721 in the amount of \$1,000.00, Jefferson Davis Parish, Louisiana; and
- (g) State Lease No. 18529 in the amount of \$1,000.00, Jefferson Davis Parish, Louisiana.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Morton, the Committee voted unanimously to recommend that the State Mineral and Energy Board defer this request by Aspect Resources, LLC and Aspect Energy, LLC until the March 14, 2012 Legal & Title Controversy Committee Meeting. No comments were made by the public.

The third matter considered by the Committee was a request for final approval of a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Hilcorp Energy I, L.P. and Exxon Mobil Corporation, whereas said parties desire to amend said lease to include a Force Majeure Provision and other required clauses, affecting State Lease No. 711, St. Martin Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-07.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Morton, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of the Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Hilcorp Energy I, L.P. and Exxon Mobil Corporation, on the docket as Item No. 12-07. No comments were made by the public.

The fourth matter considered by the Committee was a request for final approval of a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Hilcorp Energy I, L.P., Exxon Mobil Corporation and Hunt Oil Company of Louisiana, Inc., whereas said parties desire to amend said lease to include a Force Majeure Provision and other required clauses, affecting State Lease No. 1392, St. Martin Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-08.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Morton, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of the Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Hilcorp Energy I, L.P., Exxon Mobil Corporation and Hunt Oil Company of Louisiana, Inc., on the docket as Item No. 12-08. No comments were made by the public.

The fifth matter considered by the Committee was a request for final approval of a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Harvest Operating, LLC and MP31 Investments, LLC, whereas said parties desire to amend said lease to include a Force Majeure Provision and other required clauses, affecting State Lease No. 12002, St. Martin Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-09.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Morton, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of the Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Harvest Operating, LLC and MP31 Investments, LLC, on the docket as Item No. 12-09. No comments were made by the public.

The sixth matter considered by the Committee was a request for final approval of a Compromise and Settlement Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Exxon Mobil Corporation, covering certain areas of Little White Lake whereby the State gets 65% and Exxon Mobil Corporation gets 35% of any production from the Compromise Area in Vermilion Parish, Louisiana, affecting State Lease Nos. 16995, 17208, 17226 and 19641, Little White Lake, Vermilion Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-10.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Morton, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of the Compromise and Settlement Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Exxon Mobil Corporation, on the docket as Item No. 12-10. No comments were made by the public.

The seventh matter considered by the Committee was a request for final approval of an Operating Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Donegal Energy, LLC, to create an operating tract for the exploration and development of oil, gas and/or condensate and other liquid hydrocarbons, which proposal allocates to the State a State Production Interest equal to 22.5% before payout, increasing to 23 % after payout, in and to the Operating Tract, whereas Operator desires and intends to obtain production from existing unit wells and farmout to drill another unit well, containing 240.25 acres, more or less, covering all of that portion of State Lease No. 19282, lying outside of the confines of the composite of 11,200' VUA and 9,800' VUA, Jefferson Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-11.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Morton, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of the Operating Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Donegal Energy, LLC, on the docket as Item No. 12-11. No comments were made by the public.

The eighth matter considered by the Committee was a request by QEP Energy Company for authority to escrow funds in regard to title disputed acreage with the Parish of Caddo as it pertains to State Lease No. 5664, Section 8 15N 12W, Caddo Parish, Louisiana.

Upon recommendation of the staff and upon motion of Mr. Morton, seconded by Mr. Arnold, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant authority to QEP Energy Company to place the affected portion of the State's interest in said royalties into an interest bearing escrow account, subject to the standard escrow policies set forth by the Board, for a period not to exceed ninety (90) days or until a concursus petition is filed, whichever comes first. No comments from the public were made.

The ninth matter considered by the Committee was a request for ratification of the escrowing of funds by Walter Oil & Gas Corporation relative to A0318, which was approved in final form on December 14, 2011.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Smith, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant the ratification of the escrowing of funds by Walter Oil & Gas Corporation relative to A0318, which was approved in final form on December 14, 2011. No comments from the public were made.

Upon motion of Mr. Arnold, seconded by Mr. Morton, the Committee voted unanimously to go into Executive Session at 10:09 A.M.

Upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to return to Open Session at 10:23 A.M.

The following matters were discussed in Executive Session:

The tenth matter considered by the Committee was a discussion in executive session of the settlement reached in consolidated suits entitled Gulf Production Company, Inc. et al v. Hoover Oilfield Supply, Inc, et al, Nos. 08-5016 "B"(4) c/w 09-104, and 09-2779, United States District Court, Eastern District of Louisiana.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to grant final approval of an assignment of state claims in the Gulf Production lawsuit with further particulars being stipulated in the assignment, on the docket as No. 35. No comments from the public were made.

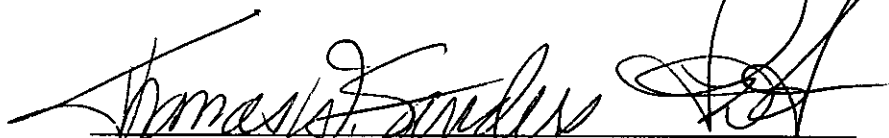
The eleventh matter considered by the Committee was a discussion in executive session of the suit entitled: Comstock Oil & Gas-Louisiana, L.L.C. v. State of Louisiana, Louisiana State Mineral and Energy Board, and Louisiana State Land Office, Suit No. 64288, 11th Judicial District Court, Sabine Parish.

This matter was merely a discussion, and no action was required.

The twelfth matter considered by the Committee was a discussion in executive session of the suit entitled: Chesapeake Operating, Inc. and Chesapeake Louisiana, L.P. v. The State Mineral and Energy Board of Louisiana, et al, Suit No. 35514, 39th Judicial District Court, Red River Parish.

This matter was merely a discussion, and no action was required.

Upon motion of Mr. Arnold, seconded by Mr. Smith, the Legal and Title Controversy Committee meeting adjourned at 10:25 a.m.



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

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

WHEREAS, a request was made by Swift Energy Operating, LLC for the waiver of all or a portion of the liquidated damage assessments levied on the late partial releases of the following state leases:

- (a) State Lease No. 18668 in the amount of \$46,400.00, Plaquemines Parish, Louisiana; and
- (b) State Lease No. 18669 in the amount of \$46,400.00, Plaquemines Parish, Louisiana;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board defer this request by Swift Energy Operating, LLC until the March 14, 2012 Legal & Title Controversy Committee Meeting.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

WHEREAS, a request was made by Aspect Resources, LLC and Aspect Energy, LLC for the waiver of all or a portion of the liquidated damage assessments levied on the late assignments of the following state leases:

- (a) State Lease No. 16046, 16049, and 16051 in the amount of \$1,000.00, St. Mary Parish, Louisiana;
- (b) State Lease No. 15502 in the amount of \$1,000.00, Calcasieu Parish, Louisiana;
- (c) State Lease No. 15502 in the amount of \$1,000.00, Calcasieu Parish, Louisiana;
- (d) State Lease No. 16505 and 17721 in the amount of \$1,000.00, Jefferson Davis Parish, Louisiana;
- (e) State Lease No. 16505 in the amount of \$1,000.00, Jefferson Davis Parish, Louisiana;
- (f) State Lease No. 17721 in the amount of \$1,000.00, Jefferson Davis Parish, Louisiana; and
- (g) State Lease No. 18529 in the amount of \$1,000.00, Jefferson Davis Parish, Louisiana;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board defer this request by Aspect Resources, LLC and Aspect Energy, LLC until the March 14, 2012 Legal & Title Controversy Committee Meeting.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

WHEREAS, a request was made for final approval of a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Hilcorp Energy I, L.P. and Exxon Mobil Corporation, whereas said parties desire to amend said lease to include a Force Majeure Provision and other required clauses, affecting State Lease No. 711, St. Martin Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-07;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant final approval of the Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Hilcorp Energy I, L.P. and Exxon Mobil Corporation, on the docket as Item No. 12-07.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

WHEREAS, a request was made for final approval of a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Hilcorp Energy I, L.P., Exxon Mobil Corporation and Hunt Oil Company of Louisiana, Inc., whereas said parties desire to amend said lease to include a Force Majeure Provision and other required clauses, affecting State Lease No. 1392, St. Martin Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-08;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant final approval of the Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Hilcorp Energy I, L.P., Exxon Mobil Corporation and Hunt Oil Company of Louisiana, Inc., on the docket as Item No. 12-08.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

WHEREAS, a request was made for final approval of a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Harvest Operating, LLC and MP31 Investments, LLC, whereas said parties desire to amend said lease to include a Force Majeure Provision and other required clauses, affecting State Lease No. 12002, St. Martin Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-09;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant final approval of the Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Harvest Operating, LLC and MP31 Investments, LLC, on the docket as Item No. 12-09.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

WHEREAS, a request was made for final approval a Compromise and Settlement Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Exxon Mobil Corporation, covering certain areas of Little White Lake whereby the State gets 65% and Exxon Mobil Corporation gets 35% of any production from the Compromise Area in Vermilion Parish, Louisiana, affecting State Lease Nos. 16995, 17208, 17226 and 19641, Little White Lake, Vermilion Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-10;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant final approval of the Compromise and Settlement Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Exxon Mobil Corporation, on the docket as Item No. 12-10.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

WHEREAS, a request was made for final approval of an Operating Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Donegal Energy, LLC, to create an operating tract for the exploration and development of oil, gas and/or condensate and other liquid hydrocarbons, which proposal allocates to the State a State Production Interest equal to 22.5% before payout, increasing to 23 % after payout, in and to the Operating Tract, whereas Operator desires and intends to obtain production from existing unit wells and farmout to drill another unit well, containing 240.25 acres, more or less, covering all of that portion of State Lease No. 19282, lying outside of the confines of the composite of 11,200' VUA and 9,800' VUA, Jefferson Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 12-11;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant final approval of the Operating Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Donegal Energy, LLC, on the docket as Item No. 12-11.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

WHEREAS, a request was made by QEP Energy Company for authority to escrow funds in regard to title disputed acreage with the Parish of Caddo as it pertains to State Lease No. 5664, Section 8 15N 12W, Caddo Parish, Louisiana;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant authority to QEP Energy Company to place the affected portion of the State's interest in said royalties into an interest bearing escrow account, subject to the standard escrow policies set forth by the Board, for a period not to exceed ninety (90) days or until a concursus petition is filed, whichever comes first.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

WHEREAS, a request was made by Walter Oil & Gas Corporation for ratification of the escrowing of funds relative to A0318, which was approved in final form on December 14, 2011;

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

NOW, BE IT THEREFORE RESOLVED, the Committee recommends that the State Mineral and Energy Board grant the ratification of the escrowing of funds by Walter Oil & Gas Corporation relative to A0318, which was approved in final form on December 14, 2011.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

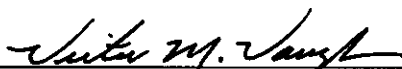
WHEREAS, a discussion in executive session was held regarding the settlement reached in consolidated suits entitled Gulf Production Company, Inc. et al v. Hoover Oilfield Supply, Inc, et al, Nos. 08-5016 "B"(4) c/w 09-104, and 09-2779, United States District Court, Eastern District of Louisiana;

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

NOW, BE IT THEREFORE RESOLVED, the Committee recommends that the State Mineral and Energy Board grant final approval of an assignment of state claims in the Gulf Production lawsuit with further particulars being stipulated in the assignment, on the docket as No. 35.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the Louisiana State Mineral and Energy Board in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD



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

DOCKET REVIEW COMMITTEE REPORT

The Docket Review Committee convened at 10:25 a.m. on Wednesday, February 8, 2012. Board Members present were Mr. Thomas L. Arnold, Jr., Mr. Emile Cordaro, Mr. Darryl D. Smith, Mr. W. Paul Segura, Jr., Mr. Robert "Michael" Morton, Thomas W. Sanders and Mr. Chip Kline (sitting in for Garret Graves, Governor Jindal's designee to the State Mineral and Energy Board)

The Committee made the following recommendations:

Approve all State Agency Leases A, B and C on pages 1 and 2;

Approve all Assignments on pages 3 through 16; Nos. 18 and 31 on pages 9 and 13 would be approved subject to the approval of the Governor of Louisiana;

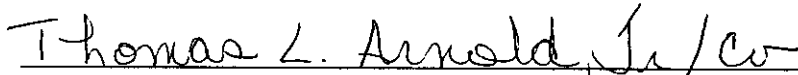
Defer of the following items upon recommendation of the staff: Docket Item Nos. 19, 20, 21, 22, 23, 24 and on pages 9, 10 and 11;

Approve the following items upon recommendation of the Legal and Title Controversy Committee: Docket Item Nos. 12-07, 12-08, 12-09, 12-10 and 12-11 on pages 17 and 18;

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

There being no further business to come before the committee, upon motion of Mr. Sanders, and seconded by Mr. Smith, the committee voted unanimously to adjourn the meeting at 10:27a.m.

Respectfully submitted,



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

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item A from the February 8, 2012 Meeting be approved, said instrument being an Oil, Gas and Mineral Lease from the Lafourche Parish School Board, dated January 2, 2012, awarded to Schoeffler Energy Group, Inc., covering lands located in Section 24, Township 14 South, Range 17 East, Lafourche Parish, Louisiana, containing 1.72 acres, more or less, with further contractual obligations being more enumerated in the instrument.

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item B from the February 8, 2012 Meeting be approved, said instrument being an Oil, Gas and Mineral Lease from the North Lafourche Conservation Levee & Draining District, dated December 9, 2011, awarded to Telico- NWLB, L.L.C., covering lands located in Section 32, Township 14 South, Range 18 East, Lafourche Parish, Louisiana, containing 63.044 acres, more or less, with further contractual obligations being more enumerated in the instrument.

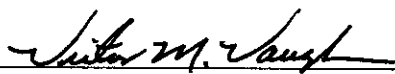
The State of Louisiana, through the State Mineral and Energy Board, asserts and claims title to the beds and bottoms of any navigable waterbed that may be located within the boundaries of the lands leased, and this approval shall not cover or extend to, or be construed as affecting the State's title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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item C from the February 8, 2012 Meeting be approved, said instrument being an Oil, Gas and Mineral Lease from Gravity Drainage District No. 4, dated November 16, 2011, awarded to Audubon Oil and Gas Corporation, covering lands located in Sections 5 and 32, Township 15 South, Range 7 West, Cameron Parish, Louisiana, containing 20.00 acres, more or less, with further contractual obligations being more enumerated in the instrument.

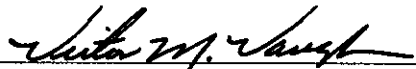
The State of Louisiana, through the State Mineral and Energy Board, asserts and claims title to the beds and bottoms of any navigable waterbed that may be located within the boundaries of the lands leased, and this approval shall not cover or extend to, or be construed as affecting the State's title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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 1 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from El Paso E&P Company, L.P., of an undivided interest to the following in the proportions set out below:

OPICOIL Andrea, LLC	10.0%
Tedora Exploration, Ltd	0.5%

in and to State Lease No 20623, Beauregard Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

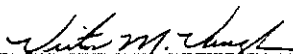
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 2 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Castex Energy 2005, L.P. to Energy XXI Gulf Coast, Inc., an undivided 74 75% interest in and to State Lease Nos. 19038 and 19040, Jefferson Parish, Louisiana, with further particulars being stipulated in the instrument

Castex Energy 2005, L.P. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975

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

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

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

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

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

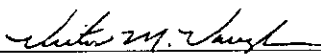
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 3 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Castex Energy Partners, L.P. to Energy XXI Gulf Coast, Inc., an undivided 50% of Assignor's right, title and interest in and to Operating Agreement "A0290", Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 4 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Windstar Energy, LLC, Sita Energy, LLC, Century Exploration Resources, LLC and RAAM Global Energy Company to Century Exploration New Orleans, LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 12806, 15683, 17674, 17675 and 17942, Plaquemines Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** said leases fall within the geographic boundaries of that certain Voluntary Unit known as the UV B RA VUA, **AND INSOFAR AND ONLY INSOFAR AS** said leases cover rights between the depths of 10,596' MD and 10,822' MD in the electric log for the Century- SL 17675 #1 well, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

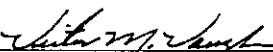
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 5 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Windstar Energy, LLC, Sita Energy, LLC, Century Exploration Resources, LLC and RAAM Global Energy Company to Century Exploration New Orleans, LLC, of all of Assignor's right, title and interest in and to State Lease No. 18550, Plaquemines Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** to rights from the surface of the earth down to a depth of 12,291' TVD, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

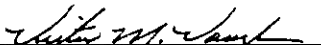
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 6 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Windstar Energy, LLC, Sita Energy, LLC, Century Exploration Resources, LLC and RAAM Global Energy Company to Century Exploration New Orleans, LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 17860, 17861 and 17863, Plaquemines Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** said leases fall within the geographic boundaries of that certain Voluntary Unit known as the VUB, containing 575.97 acres, **AND INSOFAR AND ONLY INSOFAR AS** said lease cover rights between the stratigraphic equivalent of the depths of 11,970' MD and 12,000' MD in the electric log for the Century-VU B; SL 17861 #1 well, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

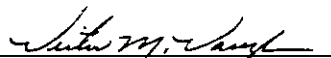
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 7 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Windstar Energy, LLC, Sita Energy, LLC, Century Exploration Resources, LLC and RAAM Global Energy Company to Century Exploration New Orleans, LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 17860 and 17861, Plaquemines Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** said leases fall with in the geographic boundaries of that certain Voluntary Unit known as the VUC, containing 724.81 acres, **AND INSOFAR AND ONLY INSOFAR AS** to the stratigraphic equivalent of rights between the depths of 11,086' to 11,160' MD in the Century- SL 17861 No. 2 well, with further particulars being stipulated in the instrument.

Century Exploration New Orleans, 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, sublessee or sublessee, prior or subsequent hereto, shall not be deemed waived by the approval of said instrument by the State Mineral and Energy Board for the State of Louisiana, it being distinctly understood that the State Mineral and Energy Board for the State of Louisiana does not recognize said instrument as creating a novation, as regards any right or interest of the State or Board;

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

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

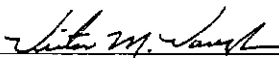
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 8 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Windstar Energy, LLC, Sita Energy, LLC, Century Exploration Resources, LLC and RAAM Global Energy Company to Century Exploration Houston, LLC, of all of Assignor's right, title and interest in and to State Lease No. 18258, Iberia Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** said lease covers lands within the geographical confines of the DISC 15 RC SUB, **AND INSOFAR AND ONLY INSOFAR AS** to the stratigraphic equivalent of rights between the depths of 13,434' and 13,596' as seen in the Century Exploration Company-Herald Hodges & Lee No. 1 (ST) Well, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

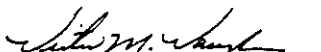
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 9 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Windstar Energy, LLC, Sita Energy, LLC, Century Exploration Resources, LLC and RAAM Global Energy Company to Century Exploration Houston, LLC, of all of Assignor's right, title and interest in and to State Lease No 18258, Iberia Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** such lease covers lands within the geographical confines of the DISC 15 RB SUA, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

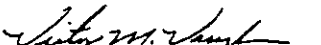
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 10 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Windstar Energy, LLC, Sita Energy, LLC, Century Exploration Resources, LLC and RAAM Global Energy Company to Century Exploration Houston, LLC, of all of Assignor's right, title and interest in and to State Lease No. 18258, Iberia Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** such lease covers land within the geographical confines of the DISC 15 RA SUB, with further particulars being stipulated in the instrument

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

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

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

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

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

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


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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 11 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Windstar Energy, LLC, Sita Energy, LLC, Century Exploration Resources, LLC and RAAM Global Energy Company to Century Exploration Houston, LLC, of all of Assignor's right, title and interest in and to State Lease No. 18258, Iberia Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** such lease covers land within the geographical confines of the DISC 15 RB SUB, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

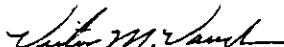
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



State Mineral and Energy Board

RESOLUTION

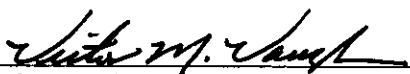
LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12 from the February 8, 2012, Meeting be approved, said instrument being a Correction of Resolution No. 2 from the December 14, 2011 Meeting, being an Assignment from Bellard & Company, Inc. to Whittier Energy Company, whereas said resolution incorrectly read..."an Assignment from Bellard & Company, Inc. to Whittier Energy Company, Inc." and is hereby being corrected to read..."an Assignment from Bellard & Company, Inc. to Whittier Energy Company", AND also whereas said resolution incorrectly read..."Whittier Energy Company, Inc. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975 and is hereby being corrected to read... Whittier Energy Company is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975, affecting State Lease No. 20703, St. Landry 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 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

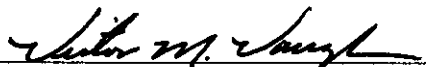
LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 13 from the February 8, 2012, Meeting be approved, said instrument being a Correction of Resolution No. 1 from the December 14, 2011 Meeting, being an Assignment from Bellard & Company, Inc. to Whittier Energy Company, whereas said resolution incorrectly read..."an Assignment from Bellard & Company, Inc. to Whittier Energy Company, Inc." and is hereby being corrected to read..." an Assignment from Bellard & Company, Inc. to Whittier Energy Company", AND also whereas said resolution incorrectly read..."Whittier Energy Company, Inc. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975 and is hereby being corrected to read... Whittier Energy Company is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975, affecting State Lease Nos. 20723 and 20728, St. Landry 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 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 14 from the February 8, 2012, Meeting be approved, said instrument being a Correction of Resolution No. 3 from the December 14, 2011 Meeting, being an Assignment from Bellard & Company, Inc. to Whittier Energy Company, whereas said resolution incorrectly read..."an Assignment from Arceneaux Land Services, Inc. to Whittier Energy Company, Inc." and is hereby being corrected to read..." an Assignment from Bellard & Company, Inc. to Whittier Energy Company", **AND** also whereas said resolution incorrectly read..."Whittier Energy Company, Inc. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975 and is hereby being corrected to read... Whittier Energy Company is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975, affecting State Lease No. 20729, St. Landry 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 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

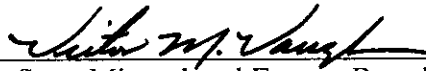
LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 15 from the February 8, 2012, Meeting be approved, said instrument being a Correction of Resolution No. 10 from the December 14, 2011 Meeting, being an Assignment from Bellard & Company, Inc. to Whittier Energy Company, whereas said resolution incorrectly read..."an Assignment from Bellard & Company, Inc. to Whittier Energy Company, Inc." and is hereby being corrected to read..." an Assignment from Bellard & Company, Inc. to Whittier Energy Company", **AND** also whereas said resolution incorrectly read..."Whittier Energy Company, Inc. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975 and is hereby being corrected to read... Whittier Energy Company is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975, affecting State Lease No. 20759, St. Landry 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 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 16 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Classic Petroleum, Inc. to Chesapeake Louisiana, L.P., of all of Assignor's right, title and interest in and to State Lease No. 20721, DeSoto and Natchitoches Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

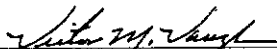
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 17 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Gray Production Company to Sandpiper Energy, of all of Assignor's right, title and interest in and to State Lease No 20361, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

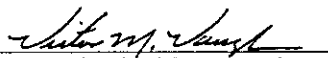
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 18 from the February 8, 2012 Meeting be approved subject to the approval of the Governor of Louisiana, said instrument being an Assignment from Clayton Williams Energy, Inc. to Harvest Oil & Gas, LLC, 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.

Harvest 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,

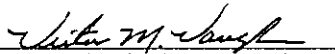
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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.

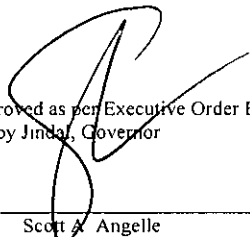
BE IT FURTHER RESOLVED that either the Chairman, Vice-Chairman, Secretary, Deputy Assistant Secretary, Chief Landman or any other authorized person be and he is hereby authorized to reflect the approval of the State Mineral and Energy Board by affixing his signature to the aforesaid instrument.

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 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

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

By: 
Scott A. Angelle
Chairman, State Mineral Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

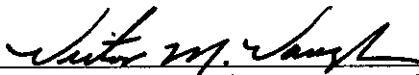
On motion of Mr. Sander, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 19 from the February 8, 2012, Meeting be deferred, said instrument being an Assignment from Aspect Resources LLC to Samedan Oil Corporation, of all of Assignor's right, title and interest in and to State Lease No. 15502, Calcasieu Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** from the surface of the earth down to the base of the Yegua Sand, Reservoir A, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

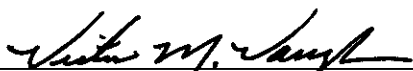
On motion of Mr. Sander, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 20 from the February 8, 2012, Meeting be deferred, said instrument being an Assignment from Aspect Resources LLC to Aspect Energy, LLC, of all of Assignor's right, title and interest in and to State Lease No. 15502, Calcasieu Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

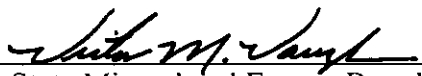
On motion of Mr. Sander, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 21 from the February 8, 2012, Meeting be deferred, said instrument being an Assignment from Aspect Resources LLC to Samedan Oil Corporation, of all of Assignor's right, title and interest in and to State Lease No. 16505, Jefferson Davis Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** from the surface of the earth down to the base of the Hackberry Zone, Reservoir B, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

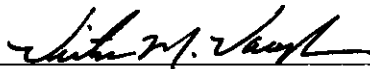
On motion of Mr. Sander, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 22 from the February 8, 2012, Meeting be deferred, said instrument being an Assignment from Aspect Resources LLC to Noble Energy, Inc., Successor by Merger with Samedan Oil Corporation, of all of Assignor's right, title and interest in and to State Lease No. 17221, Jefferson Davis Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** from the surface of the earth down to the base of the 4,900' Sand Reservoir A, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

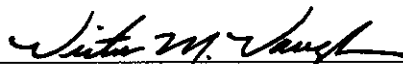
On motion of Mr. Sander, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 23 from the February 8, 2012, Meeting be deferred, said instrument being an Assignment from Aspect Resources LLC to Aspect Energy, LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 16505 and 17221, Jefferson Davis Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 24 from the February 8, 2012, Meeting be deferred, said instrument being an Assignment from Aspect Resources, LLC, of all of Assignor's right, title and interest to the following in the proportions set out below:

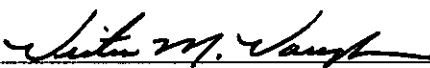
Aspect Energy, LLC	50%
Noble Energy, Inc.	50%

in and to State Lease No. 18529, Calcasieu Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 25 from the February 8, 2012, Meeting be deferred, said instrument being an Assignment from Aspect Resources, LLC to Aspect Energy, LLC, of all of Assignor's right, title and interest in and to State Lease No. 16046, 16049 and 16051, St. Mary Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

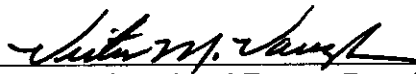
LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 26 from the February 8, 2012, Meeting be approved, said instrument being a Correction of Resolution No. 5 from the August 13, 2003 Meeting, being a Merger whereby Samedan Oil Corporation is merging with and into Noble Energy, Inc., under the name of Noble Energy, Inc., whereas State Lease Nos. 15502 and 16505 were omitted from said resolution and are hereby being added, affecting State Lease Nos. 1277, 1354, 1467, 1922, 2227, 2552, 2565, 2566, 2593, 5419, 6629, 7028, 8025, 8522, 9680, 10745, 11584, 11999, 12729, 12966, 12967, 13262, 13920, 14077, 14371, 14720, 14721, 15238, 15502, 16505, 17193, 17360, 17381 and 17462, Caddo, Calcasieu, Cameron, DeSoto, Iberville, Jefferson, Jefferson Davis, Plaquemines, St. Bernard, St. Charles and Vermilion Parishes, Louisiana.

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 27 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Noble Energy, Inc. to Daesung Energy Resources Inc., of all of Assignor's right, title and interest in and to State Lease No 15502, Calcasieu Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** from the surface down to the base of the Yegua Sand, Reservoir A, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

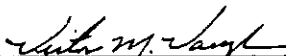
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 28 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Daesung Energy Resources, Inc to Chroma Oil & Gas, L.P., of all of Assignor's right, title and interest in and to State Lease No. 15502, Calcasieu Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

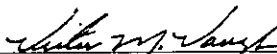
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 29 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Theophilus Oil, Gas and Land Services, L.L.C., of all of Assignor's right, title and interest to the following in the proportions set out below:

Apache Corporation	50.00%
Castex Energy Partners, L.P.	43.75%
Castex Energy 2008, L P	6.25%

in and to State Lease No 20691, St Mary Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 30 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Theophilus Oil, Gas and Land Services, L.L.C., of all of Assignor's right, title and interest to the following in the proportions set out below:

Apache Corporation	50.00%
Castex Energy Partners, L.P.	43.75%
Castex Energy 2008, L.P.	6.25%

in and to State Lease Nos. 20719, 20720, 20754 and 20755, St Mary Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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


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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 31 from the February 8, 2012, Meeting be approved subject to the Governor of Louisiana, said instrument being a Correction of Resolution No. 24 from the January 11, 2012 Meeting, being Assignment from Phoenix Exploration Company LP, Phoenix Exploration Louisiana B LLC, Phoenix Exploration C LLC and Phoenix Exploration D LLC, to Apache Corporation and Castex Energy Partners L.P., whereas GH001 and GH002 were omitted from said Resolution and are hereby being added, affecting State Lease Nos. 340, 2366, 2585, 2620, 3184, 3185, 3586, 3909, 13559, 13759, 16363, 16364, 16510, 16511, 16705, 16942, 16943, 16970, 18380, 19963, 19964, 20035, 20219, 20220, 20221, 20222, 20223, 20224, 20367, 20368, 20369, 20523, 20524, 20525, 20526, 20527, 20528, 20529, 20530, 20531, 20534, GH001 and GH002, Cameron, Jefferson Davis, Plaquemines, St. Mary, Terrebonne and Vermilion Parishes, Louisiana

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

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

By: _____



Scott A. Angelle
Chairman, State Mineral Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 32 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from OGE, L.L.C. and Daniel D. Brown Descendants Trust to Acadiana Mineral Owners, LLC, of all of Assignor's right, title and interest in and to State Lease No 16381, St. Mary Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

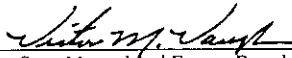
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No 33 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from T.S. Dudley Land Company, Inc to Southwestern Energy Production Company, of all of Assignor's right, title and interest in and to State Lease Nos 20647 and 20650, Union Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

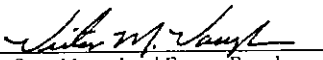
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby, and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 34 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from T. S. Dudley Land Company, Inc. to Southwestern Energy Production Company, of all of Assignor's right, title and interest in and to State Lease Nos. 20648, 20649, 20651, 20652, 20654, 20655, 20656, 20657, 20658, 20659, 20660, 20661, 20662, 20663, 20664, 20665, 20666, 20667 and 20668, Union Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

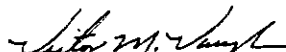
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 35 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from the State Mineral and Energy Board to B&L Exploration, L.L.C., 50196, LLC, Biloxi Marsh Lands Corporation, Lake Eugenie Land & Development, Inc., Ralaco Ventures, L.L.C., Gulf Production Company, Inc., Gulf Explorer, LLC and Kaiser-Francis Gulf Coast, of any and all claims that the State Mineral and Energy Board has asserted against First Financial Insurance Company in the consolidated lawsuits captioned Gulf Production Company Inc., et al. v. Hoover Oilfield Supply Inc., et al., No. 08-5116 c/w 09-104, 09-2779, United State District Court, Eastern District of Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

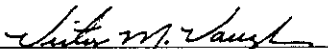
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 36 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Harold L. Rosbottom, Jr. and Nitro Energy LLC to Stroud Petroleum, Inc., of all of Assignor's right, title and interest in and to Operating Agreement "A0158", Red River Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

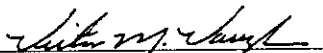
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.


State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 37 from the February 8, 2012 Meeting be approved, said instrument being an Assignment from Stroud Petroleum, Inc., of all of Assignor's right, title and interest to the following in the proportions set out below:

Mike Rogers Oil and Gas, Inc.	20%
Vulcan Properties, L.L.C.	40%
Weiser Brown Oil Company	40%

in and to Operating Agreement "A0158", Red River Parish, Louisiana, with further particulars being stipulated in the instrument

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12-07 from the February 8, 2012, Meeting be approved, said instrument being a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Hilcorp Energy I, L.P. and Exxon Mobil Corporation, whereas said parties desire to amend said lease to include a Force Majeure Provision and other required clauses, affecting State Lease No. 711, St. Martin 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 8th day of February, 2012 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

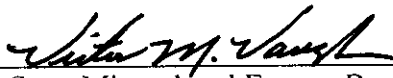
On motion of Mr. Sanders, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12-08 from the February 8, 2012, Meeting be approved, said instrument being a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Hilcorp Energy I, L.P., Exxon Mobil Corporation and Hunt Oil Company of Louisiana, Inc., whereas said parties desire to amend said lease to include a Force Majeure Provision and other required clauses, affecting State Lease No. 1392, St. Martin 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 8th day of February, 2012 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12-09 from the February 8, 2012, Meeting be approved, said instrument being a Lease Amendment by and between the State of Louisiana, through the Louisiana State Mineral and Energy Board, Harvest Operating, LLC and MP31 Investments, LLC, whereas said parties desire to amend said lease to include a Force Majeure Provision and other required clauses, affecting State Lease No. 12002, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

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

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12-10 from the February 8, 2012, Meeting be approved, said instrument being a Compromise and Settlement Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Exxon Mobil Corporation, covering certain areas of Little White Lake whereby the State gets 65% and Exxon Mobil Corporation gets 35% of any production from the Compromise Area in Vermilion Parish, Louisiana, affecting State Lease Nos. 16995, 17208, 17226 and 19641, Little White Lake, Vermilion 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 8th day of February, 2012 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

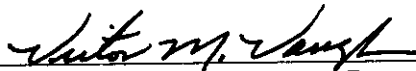
On motion of Mr. Sanders, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 12-11 from the February 8, 2012, Meeting be approved, said instrument being an Operating Agreement by and between the State of Louisiana, through the State Mineral and Energy Board and Donegal Energy, LLC, to create an operating tract for the exploration and development of oil, gas and/or condensate and other liquid hydrocarbons, which proposal allocates to the State a State Production Interest equal to 22.5% before payout, increasing to 23 % after payout, in and to the Operating Tract, whereas Operator desires and intends to obtain production from existing unit wells and farmout to drill another unit well, containing 240.25 acres, more or less, covering all of that portion of State Lease No. 19282, lying outside of the confines of the composite of 11,200' VUA and 9,800' VUA, Jefferson Parish, Louisiana, with further particulars being stipulated in the instrument.

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of February, 2012 pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



State Mineral and Energy Board