

MINUTES

STATE MINERAL AND ENERGY BOARD

REGULAR MEETING AND LEASE SALE

JANUARY 8, 2014

**STATE MINERAL AND ENERGY BOARD
REGULAR MEETING AND LEASE SALE MINUTES
JANUARY 8, 2014**

A Regular Meeting and Lease Sale of the State Mineral and Energy Board was held on Wednesday, January 8, 2014, beginning at 11:07 a.m. in the LaBelle Room, First Floor, LaSalle Office Building, Baton Rouge, Louisiana, subject to the call of the Governor and Ex-Officio Chairman.

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

W. Paul Segura, Jr., Chairman
Thomas L. Arnold, Jr., Vice-Chairman
Emile B. Cordaro
Stephen Chustz, DNR Secretary
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:
Dan R. Brouillette
Louis J. Lambert

Ms. Talley announced that eight (8) members of the Board were present and that a quorum was established.

Also recorded as present were:

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

The Chairman announced that the Board would recess its regular meeting at 11:08 a.m. to continue the Committee Meetings. A motion was made by Mr. Sanders, seconded by Mr. Morton, and unanimously adopted by the Board.

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Upon motion of Mr. Sanders, seconded by Mr. Morton, and unanimously adopted by the Board, the Board reconvened in open session at 11:29 a.m.

The Chairman stated that the next order of business was the approval of the December 11, 2013 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. Arnold 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 recess its regular meeting at 11:30 a.m. to go into executive session for technical briefing in order to consider matters before the Board which were confidential in nature. A motion was made by Mr. Arnold, seconded by Mr. 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. Smith, seconded by Mr. Chustz, and unanimously adopted by the Board, the Board reconvened in open session at 11:39 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.)

Mr. Vaughn stated that the staff recommends the bid submitted on Tract 43709 by Frank Davis Exploration, Inc. be rejected due to improper bid form. Mr. Vaughn stated that the rental amount contained in the bid was not half of the bonus bid.

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Mr. Vaughn further stated that the staff recommends the bids submitted on Tracts 43732, 43733, and 43734 by Tacoma Energy Corporation be accepted contingent upon Tacoma Energy Corporation updating their registration status with the Secretary of State and paying all fines due for failure to maintain proper registration with the Office of Mineral Resources within twenty-four (24) hours.

Mr. Vaughn further recommended that the bids received on the remaining tracts be accepted.

Upon motion by Mr. Arnold, seconded by Mr. Sanders, the Board unanimously voted to reject the bid submitted by Frank Davis Exploration, Inc. on Tract 43709 and the bids submitted by Tacoma Energy Corporation on Tracts 43732, 43733, and 43734, and to accept all other bids and award leases on those tracts.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43705, said portion being 349.970 acres more particularly described in said bid and outlined on accompanying plat, to Hilcorp Energy I, L.P.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 43710 to Southern Oil & Gas Company, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43716, said portion being 11.730 acres more particularly described in said bid and outlined on accompanying plat, to TRI-C Resources, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43721, said portion being 52.000 acres more particularly described in said bid and outlined on accompanying plat, to TRI-C Resources, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43723, said portion being 292.000 acres more particularly described in said bid and outlined on accompanying plat, to Theophilus Oil, Gas & Land Services, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43725, said portion being 21.000 acres more particularly described in said bid and outlined on accompanying plat, to Theophilus Oil, Gas & Land Services, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43730, said portion being 559.000 acres more particularly described in said bid and outlined on accompanying plat, to Core Energy Group, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43731, said portion being 199.000 acres more particularly described in said bid and outlined on accompanying plat, to Core Energy Group, Inc.

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Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43735, said portion being 43.000 acres more particularly described in said bid and outlined on accompanying plat, to Pride Oil & Gas Properties, Inc.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43736, said portion being 28.290 acres more particularly described in said bid and outlined on accompanying plat, to Castex Energy Partners LP.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43738, said portion being 215.560 acres more particularly described in said bid and outlined on accompanying plat, to Castex Energy Partners LP.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on a portion of Tract 43743, said portion being 19.690 acres more particularly described in said bid and outlined on accompanying plat, to Castex Energy Partners LP.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 43746 to Castex Energy Partners LP.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 43749 to Penterra Services, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 43750 to Penterra Services, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 43751 to Penterra Services, LLC.

Upon motion of Mr. Arnold, seconded by Mr. Sanders, the Board voted unanimously to award a lease on Tract 43752 to Penterra Services, LLC.

The Chairman then offered Tract 43709 for bidding from the floor. An oral bid was offered by Pat Theophilus on behalf of Frank Davis Exploration, Inc. on Tract 43709, with a primary term of three (3) years, with a bonus bid of \$20,250.00, with an annual rental of \$6,750.00, and a royalty of 20.00%. The Chairman asked if there were any other bids from the floor on Tract 43709, being none, the bidding from the floor on Tract 43709 was closed. The Chairman then asked for the staff's recommendation on the bid. Mr. Vaughn stated that the staff recommends accepting the bid by Frank Davis Exploration, Inc. on Tract 43709.

Upon motion by Mr. Arnold, seconded by Mr. Sanders, the Board unanimously voted to accept the bid from the floor by Frank Davis Exploration, Inc., and award a lease on Tract 43709.

This concluded the awarding of the leases.

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The following announcements were then made:

Ms. Talley introduced the following new employees:

- a. Mark Falcon, General Counsel, Department of Natural Resources
- b. Lauren Jackson, Land Specialist, Petroleum Lands Section

The Chairman then stated there being no further business to come before the Board, upon motion of Mr. Smith, seconded by Mr. Sanders, the meeting was adjourned at 11:46 a.m.

Respectfully submitted,



Victor M. Vaughn
Executive Officer
State Mineral and Energy Board

THE FOLLOWING OPENING OF SEALED
BIDS MEETING MINUTES, COMMITTEE
REPORTS AND RESOLUTIONS WERE
MADE A PART OF THE JANUARY 8, 2014
STATE MINERAL AND ENERGY BOARD
REGULAR MEETING AND LEASE SALE
MINUTES BY REFERENCE

STATE MINERAL AND ENERGY BOARD
OPENING OF SEALED BIDS MINUTES
JANUARY 8, 2014

A public meeting for the purpose of opening sealed bids was held on Wednesday, January 8, 2014, beginning at 8:31 a.m. in the LaBelle Room, First Floor, LaSalle Office Building, Baton Rouge, Louisiana.

Recorded as present were:

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

January 8, 2014

**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. 43695 through 43752, have been advertised in accordance with and under the provisions of Chapter 2, Title 30 of the Revised Statutes of 1950, as amended.

Yours very truly,

(Original signed)

Emile Fontenot
Assistant Director
Petroleum Lands Division

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

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

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

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 Opening of Sealed Bids Minutes
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OFFSHORE TRACTS

No Bids Tract 43695

No Bids Tract 43696

No Bids Tract 43697

No Bids Tract 43698

No Bids Tract 43699

No Bids Tract 43700

No Bids Tract 43701

No Bids Tract 43702

No Bids Tract 43703

No Bids Tract 43704

	Tract 43705	
	(Portion – 349.970 acres)	
Bidder	:	Hilcorp Energy I, L.P.
Primary Term	:	Five (5) years
Cash Payment	:	\$149,437.19
Annual Rental	:	\$74,718.60
Royalties	:	24.00% on oil and gas
	:	24.00% on other minerals
Additional Consideration	:	None

No Bids Tract 43706

No Bids Tract 43707

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Tract 43708

No Bids

INLAND TRACTS

Tract 43709
(Portion – 180 acres)

Bidder	:	Frank Davis Exploration, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$20,250.00
Annual Rental	:	\$6,750.00
Royalties	:	20.00% on oil and gas
	:	20.00% on other minerals
Additional Consideration	:	None

Tract 43710

Bidder	:	Southern Oil & Gas Company, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$6,250.00
Annual Rental	:	\$3,125.00
Royalties	:	25.00% on oil and gas
	:	25.00% on other minerals
Additional Consideration	:	None

Tract 43711

No Bids

Tract 43712

No Bids

Tract 43713

No Bids

Tract 43714

No Bids

Tract 43715

No Bids

Tract 43716
(Portion – 11.730 acres)

Bidder	:	TRI-C Resources, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$23,460.00
Annual Rental	:	\$11,730.00
Royalties	:	22.500% on oil and gas
	:	22.500% on other minerals
Additional Consideration	:	None

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No Bids Tract 43717

No Bids Tract 43718

No Bids Tract 43719

No Bids Tract 43720

Tract 43721
 (Portion – 52.000 acres)

Bidder	:	TRI-C Resources, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$15,600.00
Annual Rental	:	\$7,800.00
Royalties	:	22.500% on oil and gas
	:	22.500% on other minerals
Additional Consideration	:	None

No Bids Tract 43722

Tract 43723
 (Portion – 292.000 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$109,792.00
Annual Rental	:	\$54,896.00
Royalties	:	23.00% on oil and gas
	:	23.00% on other minerals
Additional Consideration	:	None

No Bids Tract 43724

Tract 43725
 (Portion – 21.000 acres)

Bidder	:	Theophilus Oil, Gas & Land Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$67,515.00
Annual Rental	:	\$33,757.50
Royalties	:	26.00% on oil and gas
	:	26.00% on other minerals
Additional Consideration	:	None

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No Bids Tract 43726

No Bids Tract 43727

No Bids Tract 43728

No Bids Tract 43729

Tract 43730
 (Portion – 559.000 acres)

Bidder	:	Core Energy Group, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$167,700.00
Annual Rental	:	\$83,850.00
Royalties	:	24.00% on oil and gas
	:	24.00% on other minerals
Additional Consideration	:	None

Tract 43731
 (Portion – 199.000 acres)

Bidder	:	Core Energy Group, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$59,700.00
Annual Rental	:	\$29,850.00
Royalties	:	24.00% on oil and gas
	:	24.00% on other minerals
Additional Consideration	:	None

STATE AGENCY

Tract 43732
 (Portion – 0.960 acres)

Bidder	:	Tacoma Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$528.96
Annual Rental	:	\$264.48
Royalties	:	25.00% on oil and gas
	:	25.00% on other minerals
Additional Consideration	:	None

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	Tract 43733	
Bidder	:	Tacoma Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$77.14
Annual Rental	:	\$38.57
Royalties	:	25.00% on oil and gas
	:	25.00% on other minerals
Additional Consideration	:	None

	Tract 43734	
Bidder	:	Tacoma Energy Corporation
Primary Term	:	Three (3) years
Cash Payment	:	\$2,204.00
Annual Rental	:	\$1,102.00
Royalties	:	25.00% on oil and gas
	:	25.00% on other minerals
Additional Consideration	:	None

	Tract 43735 (Portion – 43.000 acres)	
Bidder	:	Pride Oil & Gas Properties, Inc.
Primary Term	:	Three (3) years
Cash Payment	:	\$12,943.00
Annual Rental	:	\$6,472.00
Royalties	:	25.00% on oil and gas
	:	25.00% on other minerals
Additional Consideration	:	None

ATCHAFALAYA DELTA WMA – ST. MARY

	Tract 43736 (Portion – 28.290 acres)	
Bidder	:	Castex Energy Partners LP
Primary Term	:	Three (3) years
Cash Payment	:	\$9,929.79
Annual Rental	:	\$4,964.90
Royalties	:	25.00% on oil and gas
	:	25.00% on other minerals
Additional Consideration	:	None

	Tract 43737
No Bids	

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Tract 43738
 (Portion – 215.560 acres)

Bidder	:	Castex Energy Partners LP
Primary Term	:	Three (3) years
Cash Payment	:	\$75,661.56
Annual Rental	:	\$37,830.78
Royalties	:	25.00% on oil and gas
	:	25.00% on other minerals
Additional Consideration	:	None

Tract 43739

No Bids

Tract 43740

No Bids

Tract 43741

No Bids

Tract 43742

No Bids

Tract 43743
 (Portion – 19.690 acres)

Bidder	:	Castex Energy Partners LP
Primary Term	:	Three (3) years
Cash Payment	:	\$6,911.19
Annual Rental	:	\$3,455.60
Royalties	:	25.00% on oil and gas
	:	25.00% on other minerals
Additional Consideration	:	None

Tract 43744

No Bids

Tract 43745

No Bids

Tract 43746

Bidder	:	Castex Energy Partners LP
Primary Term	:	Three (3) years
Cash Payment	:	\$40,340.43
Annual Rental	:	\$20,170.22
Royalties	:	25.00% on oil and gas
	:	25.00% on other minerals
Additional Consideration	:	None

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No Bids Tract 43747

No Bids Tract 43748

TAX ADJUDICATED LANDS

Tract 43749

Bidder	:	Penterra Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$12,600.00
Annual Rental	:	\$6,300.00
Royalties	:	22.500% on oil and gas
	:	22.500% on other minerals
Additional Consideration	:	None

Tract 43750

Bidder	:	Penterra Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$9,000.00
Annual Rental	:	\$4,500.00
Royalties	:	22.500% on oil and gas
	:	22.500% on other minerals
Additional Consideration	:	None

Tract 43751

Bidder	:	Penterra Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$18,000.00
Annual Rental	:	\$9,000.00
Royalties	:	22.500% on oil and gas
	:	22.500% on other minerals
Additional Consideration	:	None

Tract 43752

Bidder	:	Penterra Services, LLC
Primary Term	:	Three (3) years
Cash Payment	:	\$9,000.00
Annual Rental	:	\$4,500.00
Royalties	:	22.500% on oil and gas
	:	22.500% on other minerals
Additional Consideration	:	None

This concluded the reading of the bids.

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There being no further business, the meeting was concluded at 8:57 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, January 8, 2014 at 9:36 a.m. with the following members of the Board in attendance: Mr. Thomas L. Arnold, Jr., Mr. Stephen Chustz, Mr. Emile B. Cordaro, Mr. Robert "Michael" Morton, Mr. Thomas W. Sanders, Mr. W. Paul Segura, Jr., Mr. Darryl D. Smith, and Mr. Chip Kline, Governor Bobby Jindal's designee on the Board.

I. Geological and Engineering Staff Review

According to SONRIS there are 1,819 active State Leases covering almost 763,000 acres. The Geological and Engineering Division has reviewed 118 leases covering approximately 34,000 acres.

II. Committee Review

1. A staff report on **State Lease 328-A**, Bay Baptiste/Lirette Field Selection, Terrebonne and Lafourche Parishes. Hilcorp Energy I, L.P. is the lessee. The recommendation was to accept Hilcorp's status report.
2. A staff report on **State Lease 173**, Caddo Pine Island Field, Caddo Parish. Rock Well Petroleum (U.S.), Inc./ AlphaPetroVision (U.S.) Inc. / APV Caddo Pine LLC and Gemini Explorations, Inc. The recommendation was to accept Gemini's staff report and provide relief of their 2013 P&A obligation in lieu of capital investments on the dock facility and the purchase of "flexfloat" barges. It was recommended that Gemini be required to provide a status report on their 2014 obligation and any other activity on the lease by December 10, 2014. It was also recommended to accept APV's report and require docketing an assignment from Rockwell Petroleum to Alpha Petrovision within 60 days and that APV provide an update of their plans to drill a new horizontal well by December 10, 2014.
3. A staff report on **State Lease 2038**, Deep Lake Field, Cameron Parish. ExxonMobil Corporation is the lessee. The recommendation was to accept ExxonMobil's report and that ExxonMobil docket a lease assignment within 60 days to be approved by the State Mineral and Energy Board.

III. Force Majeure

Updated 1/02/2014

Company Name	Lease Numbers
Leases Off Production Due to Non-Storm Related Force Majeure Events	
Energy Properties Inc.	725 (March'2014)

On motion by Mr. Arnold, seconded by Segura, the Committee moved to accept and approve the reviews and recommendations by the staff concerning Item Nos. 1 and 3 and to defer Item No. 2 until the Board meeting on February 12, 2014.

On motion by Mr. Cordaro, seconded by Mr. Segura, the Committee moved to adjourn the January 8, 2014 meeting at 9:45 a.m.

Respectfully submitted,

 /RV

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

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



Louisiana Department of Natural Resources (DNR)

SONRIS

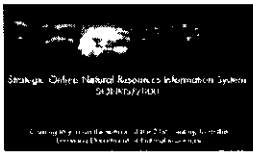
Staff Reviews

Report run on: December 30, 2013 2:56 PM

District Code 1 New Orleans- East

Get Review Date January 8, 2014

Lease Num	ID#	Field	Latest Lease Activity	Productive Acreage	Present Acreage	Flagged for Review by
01794		COX BAY	BN-1/BN-8 RA SUA; 07/31/2007 198-B	674	674	JAN. AR 12/12/13 JMB HBP, 2 UNITS
03508		MAIN PASS BLOCK 69	237742-SL 3508-036 07/12/2008	683	2921.08	JAN. AR 12/12/13 JMB HBP, 3 UNITS, LEASE WELL
03770		BRETON SOUND BLOCK 53		624	624	JAN. AR 12/12/13 JMB HBP, 2 LEASE WELLS
16569		BRETON SOUND BLOCK 47		288.74	288.74	JAN. AR 12/12/13 JMB HBP, LEASE WELL
17073		LAKE BORGNE		631.34	631.34	JAN. AR 12/12/13 JMB HBP, LEASE WELL
17074		LAKE BORGNE		945.36	945.36	JAN. AR 12/12/13 JMB HBP, LEASE WELL
17620		PELICAN POINT	319.71 10/07/2004	77.29	77.29	JAN. AR 12/12/13 JMB HBP, 1 UNIT
17674		BRETON SOUND BLOCK 53	VUD; 03/14/2012	50.57	50.57	JAN. AR 12/12/13 JMB HBP, 1 UNIT, 2 VUS
17675		BRETON SOUND BLOCK 53	VUD; 03/14/2012	207.26	207.26	JAN. AR 12/12/13 JMB HBP, 1 UNIT, 2 VUS
19502		CHIPOLA	2.145 12/10/2010	5.855	5.855	JAN. AR 12/12/13 JMB HBP, 1 UNIT
20769		BAKER CREEK	TMS RA SUA;MURPHY 63 H 01/10/2012 1538	3.761	28.44	JAN. PT 10/12/14 SCHOOL INDEMNITY 12/12/13 JMB HBP, 1 UNIT, PAID DD 10/12/13



Louisiana Department of Natural Resources (DNR)

SONRIS

Staff Reviews

Report run on: December 30, 2013 2:56 PM

District Code 1W New Orleans- West

Get Review Date January 8, 2014

Lease Num	DA	Field	Latest Lease Activity	Productive Acreage	Present Acreage	Flagged for Review If:
02203		WEST BAY	4-8 RA SUA;SL 20564 08/23/2011 396-GGGG 11-467	40	55	JAN. AR 12/16/13 AJL HBP FROM TWO UNITS
02593		WEST DELTA BLOCK 83	WDB 83 10100 CSU 11/01/1977	129.44	129.44	JAN. AR 12/16/13 AJL HBP FROM ONE UNIT
02724		BAY MARCHAND BLOCK 2 OFFSHORE , BAY MARCHAND BLOCK 2 ONSHORE	8100 RHH SUA;SL 1482 184-BBB-1 01-557	139	715	JAN AR 12/16/13 AJL HBP FROM SEVERAL UNITS
02869		WEST DELTA BLOCK 27	WDB27 SU	1527	1527	JAN. AR 12/16/13 AJL HBP FROM BOTH LEASE AND UNIT PRODUCTION
03528		WEST DELTA BLOCK 27	WDB27 SU	1904	2135	JAN. AR 12/16/13 AJL HBP FROM ONE UNIT
03529		WEST DELTA BLOCK 27	WDB27 SU	1676	1834	JAN. AR 12/16/13 AJL HBP FROM ONE UNIT
03978		WEST DELTA BLOCK 27	WDB27 SU	571	1234	JAN AR 12/16/13 AJL HBP FROM ONE UNIT. DEVELOPMENT LETTER WRITTEN
04043		WEST LAKE PONTCHARTRAIN EAST BLK 41	7400 SUA; S.L. 4041 03/01/1982	100.38	100.38	JAN. AR 12/16/13 AJL HBP FROM ONE UNIT
04242		WEST DELTA BLOCK 27	WDB27 SU	75.72	75.72	JAN. AR 12/16/13 AJL HBP FROM ONE UNIT
04518		ST JOHN		.56	.56	JAN. AR 12/16/13 AJL HBP FROM ONE UNIT
06121		FALSE RIVER	51.411 02/12/1979	109	109	JAN. AR 12/16/13 AJL HBP FROM ONE UNIT
09570		BAY BATISTE	74.466 01/23/2007	25.54	25.54	JAN. AR 12/16/13 AJL HBP FROM ONE UNIT
09571		BAY BATISTE	28 RA SUA;SL 9570 04/01/1996	57	77.091	JAN AR 12/16/13 AJL HBP FROM ONE UNIT/PARTIAL RELEASE
09572		BAY BATISTE	260.649 09/18/1986	43.421	43.421	JAN. AR 12/16/13 AJL HBP FROM ONE UNIT
10215		LITTLE LAKE		160	160	JAN AR 12/16/13 AJL HBP FROM ONE LEASE WELL
14645		BASTIAN BAY	7950 RA SUA;SL 14645 339-WWW-5 99-316	147.519	147.519	JAN. 12/10/13 AJL ROUTE SHEET SL APP EXP NO PRODUCTION 90 DAYS;;
15631		SATURDAY ISLAND	VUA;SL 15744	342.661	342 661	JAN. AR 12/16/13 AJL HBP FROM ONE UNIT
15744		SATURDAY ISLAND	VUA;SL 15744	297.339	297.339	JAN. AR 12/16/13 AJL HBP FROM ONE UNIT
17344		VENICE	42.483 01/13/2006	14.517	14.517	JAN. AR 12/16/13 AJL HBP FROM ONE UNIT



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District Code 1W New Orleans- West

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Lease Num	DA	Field	Latest Lease Activity	Productive Acreage	Present Acreage	Flagged for Review to
18015		LAKE WASHINGTON	3000 RB SUA;COCKRELL- MORAN 10/24/2006 149-DDD-4 06-1148	.52	.52	JAN. AR 12/16/13 AJL HBP FROM ONE UNIT
18441		THREE BAYOU BAY	234871-VUA;SL 18441- 001 01/21/2007	143.866	143.866	JAN. AR 12/16/13 AJL HBP FROM ONE UNIT
18637		BAY MARCHAND BLOCK 2 OFFSHORE	BM2 4800 RH SU;SL 1367 03/19/2013 184-C-3	274	1603.93	JAN. AR 12/16/13 AJL HELD FROM LEASE PRODUCTION
19486		LITTLE LAKE	308.914 12/03/2012	0	6.746	JAN. AR 12/10/13 AJL ROUTE SHEET SL APP. EXP. NO PRODUCTION 90 DAYS;;
19487		LITTLE LAKE	81.18 12/03/2012	0	100.82	JAN. AR 12/10/13 AJL ROUTE SHEET SL APP. EXP. NO PRODUCTION 90 DAYS;;
20459		LAKE WASHINGTON	CC 11 RD SUA;SL 2104 10/23/2012 149-D-8 12-608	15	41.26	JAN. PT 10/13/13 12/16/13 AJL HBP FROM 2 UNITS AND HELD BY DEFERED DEVELOPMENT PAYED ON (09/03/2013)
21046				0	23	JAN. PT 10/10/17 12/16/13 AJL HELD BY RENTAL PAID ON (09/30/2013)
21047				0	433.05	JAN. PT 10/10/17 12/16/13 AJL HELD BY RENTAL PAID ON (09/30/2013)
21048				0	255	JAN. PT 10/10/17 12/16/13 AJL HELD BY RENTAL PAID ON (09/30/2013)
21049				0	52.27	JAN. PT 10/10/15 (OFFSHORE, 3 YRS) 12/16/13 AJL HELD BY RENTAL PAID ON (10/08/2013)



Louisiana Department of Natural Resources (DNR)

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Staff Reviews

Report run on: December 30, 2013 2:56 PM

District Code 2 Lafayette

Get Review Date January 8, 2014

Lease Num	DA	Field	Latest Lease Activity	Productive Acreage	Present Acreage	Flagged for Review If:
00328A		BAY BAPTISTE	185 01/09/2012	0	630	JAN.OB 12/16/13 AW PER LETTER DATED 10/9/13, THE SMEB ACCEPTED HILCORP'S OFFER TO RELEASE THIS ACREAGE AND REQUESTED STATUS REPORT ON 12/11/13.
00346		GRAVEYARD ISLAND , LAKE VERRET, WEST	VU C;	132	383	JAN. AR 12/16/13 AW HBP IN 13 UNITS (VUC, VUG, WLVE L RA SU, BURDIN STATE U7, BURDIN STATE U4, G10 RA SUA, WLVE KO RA SU, G10 RA SUB,WLVE G6B RA SU, G6C RA SUA, K RA SUD, C2A-L RA SUA, & BO-B RA SUG)
00368		BAYOU SALE	BS ROB 6 RJ SU	200	400	JAN. AR 12/16/13 AW HBP IN 10 UNITS (BS ROB 6 RL SU, OPERC 2 RE SUA, BS ROB 7 RJ SU, BS ROB 6 RJ SU, OPERC 2 RO SUA, BS ROB 3 RJ SU, BS ST MY RD SU, OPERC 5 RJ SUA, ROB 7 RD-2 SUA, & U MA-1 RO SUA)
03435		LAKE LA ROSE	155.4 12/16/1992	.76	76	JAN. AR 12/16/13 AJL HBP IN 1 UNIT (HBY A RD SUA)
03897		JEANERETTE	PLAN 4-A SU A; C. B. CAUSEY 12/01/1986	0	11.19	JAN. AR 12/26/12 JPT: HBP FROM UNIT 602394 8.61 9/12
07584		LAKE ARTHUR, SOUTH	48.756 12/29/2008	36.592	81.816	JAN. AR 12/16/13 MS AR, 45.2 ACRES HAS EXPIRED, WORKING WITH LAND DEP. ON AFFIDAVIT OF RELEASE
14310		SHIP SHOAL BLOCK 45	191.067 09/23/1999	274.073	274.073	JAN. AR 12/16/13 AW HBP IN 1 UNIT (VUA)
14311		SHIP SHOAL BLOCK 45	145.449 09/23/1999	387.771	387.771	JAN. AR 12/16/13 AW HBP IN 1 UNIT (VUA)
15307		SOUTH TIMBALIER BLOCK 8		160	243.32	JAN. AR 12/16/13 AW THE LESSEE IS CURRENTLY PAYING IN-LIEU PAYMENTS DUE TO PIPELINE ISSUES - NEXT PAYMENT DUE 1/8/14
17895		LAPEYROUSE	PELICAN RA SUA;SL 16446 08/02/2005 416-B-10 05-795	0	270	JAN. AR 12/16/13 AW THIS LEASE HAS EXPIRED - NO PRODUCTION SINCE 4/13. ROUTE SHEET CREATED TO REQUEST RELEASE
18677		FOUR LEAGUE BAY	644.863 07/26/2010	43.137	43.137	JAN. AR 12/16/13 AW HBP IN 1 UNIT (14100 RA SUA)
19155		EUGENE ISLAND BLOCK 6	SL 18860 02/13/2008	250	250	JAN. AR 12/16/13 AW HBP IN 1 UNIT (VUA; SL 18860)
21044		EUGENE ISLAND BLOCK 18	VUB;SL 20534 03/13/2013	134.561	134.561	JAN. PT 10/10/17 12/16/13 AW HBP IN 1 UNIT (VUB; SL 20534)
21045		EUGENE ISLAND BLOCK 18	VUB;SL 20534 03/13/2013	43.644	43.644	JAN. PT 10/10/17 12/16/13 AW HBP IN 1 UNIT (VUB; SL 20534)



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District Code 2 Lafayette
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SONRIS Num	DA	State	Latest Lease Activity	Productive Acreage	Present Acreage	Flagged for Review To
21050		POINT CHEVREUIL	11000 RA SUB;SL 20878 01/15/2013 1214-A 13-7	9.198	296.64	JAN. PT 10/10/15 ATCHAFALAYA DELTA WMA 12/16/13 AW HBP IN 1 UNIT (11000 RA SUB; SL 20878); WELL CURRENTLY SHUT-IN, WAITING ON PIPELINE; RENTAL PAYMENT MADE 9/30/13
21051				0	874.65	JAN. PT 10/10/15 ATCHAFALAYA DELTA WMA 12/16/13 AW RENTAL PAYMENT MADE 10/4/13
21053		EUGENE ISLAND BLOCK 18	VUB;SL 20534 03/13/2013	374.619	374.619	JAN. PT 10/10/15 ATCHAFALAYA DELTA WMA 12/16/13 AW HBP IN 1 UNIT (VUB; SL 20534)
21054		EUGENE ISLAND BLOCK 18	VUB;SL 20534 03/13/2013	105.795	105.795	JAN. PT 10/10/15 ATCHAFALAYA DELTA WMA 12/16/13 AW HBP IN 1 UNIT (VUB; SL 20534)
21055		EUGENE ISLAND BLOCK 18	VUB;SL 20534 03/13/2013	.938	938	JAN. PT 10/10/15 ATCHAFALAYA DELTA WMA 12/16/13 AW HBP IN 1 UNIT (VUB; SL 20534)



Louisiana Department of Natural Resources (DNR)

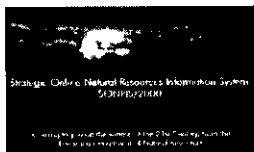
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Staff Reviews

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LEASE Num	DA	Field	Latest lease/Activity	Prognostic Acreage	Present Acreage	Flagged for Review in
00112		CADDO PINE ISLAND		40	40	JAN. AR 12/16/13 SKR AR - HBP - 1 ACTIVE UNIT. 9 PRODUCING WELLS
00173		CADDO PINE ISLAND	242085-SL 173 11-002 12/29/2010	1800	6500	JAN. OB 12/16/13 SKR SAR - HBP - 3 ACTIVE UNITS. 12 PRODUCING WELLS PER GEMINI 11/12/2013. SAR TO CHECK PROGRESS WITH PLUGGING OR DRILLING OF WELLS PER LEASE AGREEMENT
00249		SLIGO	HOSS 2 SUL;SKANNAL 01/01/1989	49	49	JAN. AR 12/16/13 SKR AR - HBP - 1 ACTIVE UNIT. 3 PRODUCING WELLS
00543		LUCKY	VUW;NEBO OIL CO	130	130	JAN. AR 12/16/13 SKR AR - HBP - 2 ACTIVE UNITS. 2 PRODUCING WELLS
00598		HAYNESVILLE	HA P SU 07/01/1976	.138	.138	JAN. AR 12/16/13 SKR AR - HBP - ONE ACTIVE UNIT. EIGHT PRODUCING WELLS NO ROYALTY REVENUE REPORTED. SMALL NRI PROBABLE REASON
04481		PARKER LAKE	MINTER SU 49 A T HUNT 07/07/2010 712-A-4 10-771	15.79	43.28	JAN. AR 12/16/13 SKR AR - HBP - 3 ACTIVE UNITS. 3 PRODUCING WELLS NO ROYALTY REPORTED ON LUW 050519
04652		BRYCELAND, WEST	HOSS B SUE;CRAWFORD F 09/01/1995	3.1	3.5	JAN. AR 12/16/13 SKR AR - HBP - 2 ACTIVE UNITS. 8 PRODUCING WELLS
04653		BRYCELAND, WEST	HOSS B SU H; SIMMONS 07/01/1976	1.4	1.4	JAN. AR 12/16/13 SKR AR - HBP 1 ACTIVE UNIT. 3 PRODUCING WELLS
04654		BRYCELAND, WEST	HOSS B SU H; SIMMONS 07/01/1976	.4	.4	JAN. AR 12/16/13 SKR AR - HBP 1 ACTIVE UNIT. 3 PRODUCING WELLS
06815		GREENWOOD-WASKOM	G W H.L. SU 12/01/1993	5.158	5.158	JAN. AR 12/16/13 SKR AR - 100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL
07029		CHEMARD LAKE	HA RA SUA;PRIEST 12 H 04/28/2009 700-G 09-452	29.202	29.202	JAN. AR 12/16/13 SKR AR - 100% HBP 2 ACTIVE UNITS. 2 PRODUCING WELLS. IMPROVED PRODUCTION
11155		CEDAR GROVE , ELM GROVE	VUB;L A COWLEY	145.727	145.727	JAN. AR 12/16/13 SKR AR - 100% HBP - 4 ACTIVE UNITS. 4 PRODUCING WELLS
11855		ELM GROVE	VUB;L A COWLEY	30.83	30.83	JAN. AR 12/16/13 SKR AR - 100% HBP - 2 ACTIVE UNITS 2 PRODUCING WELLS
15448		PITKIN	AUS C RA SUG;EXXON MINERALS 13 07/29/1997 1412-A-2 97-494	40	40	JAN. AR 12/16/13 SKR AR - 100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL. PRODUCTION SHOWING



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Wells Name	DA	Field	Latest lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
UPWARD TREND						
15459		MASTERS CREEK, WEST	AUS C RA SUG;TEMPLE 22 02/01/1997	8	8	JAN. AR 12/16/13 SKR AR - 100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL
15461		MASTERS CREEK, WEST	AUS C RA SUF;TEMPLE A 24 04/01/1997	68.238	68.238	JAN. AR 12/16/13 SKR AR - 100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL
15718		SUGRUE	AUS C RA SUB;CROSBY 22 A 05/01/1997	36.9	46	JAN. 12/16/13 SKR QR - 100% HBP - 1 ACTIVE UNIT 1 POORLY PRODUCING WELL. NO PRODUCTION FOR 2 MONTHS WILL FLAG FOR PRODUCTION CHECK DECEMBER 6TH, 2013
15719		SUGRUE	AUS C RA SUC;JOHNSON 24 05/01/1997	36.295	40	JAN. 12/16/13 SKR QR - 100 % HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL. 0 PRODUCTION 7/1/2013. PROD. 2 MCF 3 BBLS 8/1/2013. WILL CHECK PROD ON MONTHLY BASIS
15720		SUGRUE	AUS C RA SUC;JOHNSON 24 05/01/1997	27.529	31	JAN. 12/16/13 SKR QR - 100 % HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL. 0 PRODUCTION 7/1/2013. PROD. 2 MCF 3 BBLS 8/1/2013. WILL CHECK PROD ON MONTHLY BASIS
15721		SUGRUE	AUS C RA SUC;JOHNSON 24 05/01/1997	20	20	JAN. 12/16/13 SKR QR - 100 % HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL. 0 PRODUCTION 7/1/2013. PROD. 2 MCF 3 BBLS 8/1/2013. WILL CHECK PROD ON MONTHLY BASIS
15873		SUGARTOWN	17 348 12/17/2009	12.908	12.908	JAN AR 12/16/13 SKR AR - 100% HBP - 2 ACTIVE UNITS. 2 PRODUCING WELLS NO ROYALTY PD ON LUW 048797
16305		ELM GROVE	HA RA SU98;MOON LAKE 10 10/20/2009 361-L-64 09-1112	26	26	JAN. AR 12/16/13 SKR AR - 100% HBP - 3 ACTIVE UNITS. 18 PRODUCING WELLS. NO ROYALTY PD ON 616352
16623		MASTERS CREEK	AUS C RA SUVV;SWENCO MIN A22 02/04/1997 1386-A-11 97-43	40	40	JAN. AR 12/16/13 SKR AR - 100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL
17947		CASPIANA	HA RB SUO;ZIMMERMAN 36- 15-12 H 12/09/2008 191-H-26 08-1817	15.08	15.08	JAN. AR 12/16/13 SKR AR - 100% HBP - 3 ACTIVE UNITS. 9 PRODUCING WELLS
18243		ELM GROVE	112.84 12/02/2010	126.26	126.26	JAN. AR 12/16/13 SKR AR - 100% HBP - 1 ACTIVE UNIT. 1



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Staff Reviews

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Lease Num	DA	Field	Latest Lease Activity	Productive Acreage	Present Acreage	Flagged for Review In
						PRODUCING WELL
19121		ELM GROVE	CV RA SU88;HARTER 15 361-B-5	8.5	8.5	JAN. AR 12/16/13 SKR AR - 100% HBP - 2 ACTIVE UNITS. 3 PRODUCING WELLS
19122		CASPIANA	CV RA SUW;BROYLES 2 04/24/2007 191-A-1	83.741	83.741	JAN. AR 12/16/13 SKR AR - 100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL
19125		RED RIVER-BULL BAYOU	HA RD SUI;J T BOLAN ETAL 34H 06/25/2009 109-X 08-858	79.501	79.501	JAN. AR 12/16/13 SKR AR - 100% HBP - 8 ACTIVE UNITS. 30 PRODUCING WELLS. THIS LEASE TECHNICALLY REQUIRED PR DUE TO 90 DAYS W/O PROD FROM THE HA RD SUN; LUW 615936; WSN 239991. UNIT WAS NON- PRODUCTIVE FROM 3/1/2012 TO 4/1/2-13 QUERY LEASE DATA SAYS RS IN ERROR.??? SECOND WELL ON UNIT SPUD 2/4/2013 MORE THAT 90 DAYS PAST ANNIVERSARY DATE! WSN 245834
19501		DIXIE	68 01/25/2010	25.558	25.558	JAN. AR 12/16/13 SKR AR - 100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL
19838		RED RIVER-BULL BAYOU	36 03/19/2012	23.417	23.417	JAN. AR 12/16/13 SKR AR 100% HBP - 4 ACTIVE UNITS. 4 PRODUCING WELLS
19958		CARLTON, NORTH	CV PRUDY RB SUA;B L MAZA 03/06/2007 746-C-2 07-164	40	40	JAN. AR TAX ADJUDICATED LANDS 12/16/13 SKR AR - 100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL. NO ROYALTIES REPORTED FOR 614847, 2013
20147		ELM GROVE	HA RA SU90;MAMIE ELSTON 13 H 09/10/2009 361-L-58 09-970	33	33	JAN AR 12/16/13 SKR AR - 100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL
20150		THORN LAKE	HA RA SUF;WAERSTAD 07/15/2008 1145-B	3	3	JAN. AR 12/16/13 SKR AR - 100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL
20152		CASPIANA	HA RA SU139;GUY FARMS 9 H 12/01/2009 191-H-71 09-1242	1	1	JAN. AR 12/16/13 SKR AR - 100% HBP - 2 ACTIVE UNITS. 2 PRODUCING WELLS. NO ROYALTY PD ON LUW 614382
20153		BRACKY BRANCH	HA RA SUA;BROWN SW MIN 9H 09/16/2008 917-L	11.727	11.727	JAN AR 12/16/13 SKR AR - 100% HBP - 2 ACTIVE UNITS 2 PRODUCING WELLS
20154		RED RIVER-BULL BAYOU	HA RB SU67;WELLMAN 29-13- 11 H 10/13/2009 109-X-66 09-1107	4	4	JAN. AR 12/16/13 SKR AR - 100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL



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Staff Reviews

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LEASE Name	DA	(H16)	Latest Lease Activity	Productive Average	Present Average	Flagged for Review It
20155		RED RIVER-BULL BAYOU	HA RB SU73;FORTSON ETAL 4 01/05/2010 109-X-74 10-13	1	1	JAN. AR 12/16/13 SKR AR - 100% HBP - 1 ACTIVE UNIT. 2 PRODUCING WELL
20159		CHEMARD LAKE , RED RIVER-BULL BAYOU	HA RA SUA;PRIEST 12 H 04/28/2009 700-G 09-452	11.631	11.631	JAN. AR 12/16/13 SKR AR - 100% HBP - 2 ACTIVE UNITS. 2 PRODUCING WELLS
20173		RED RIVER-BULL BAYOU	HA RB SUVV;WELLMAN 20- 13-11 H 07/21/2009 109-X-54 09-767	39.716	39.716	JAN. AR TAX ADJUDICATED 12/16/13 SKR AR -100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL
20256		BAYOU SAN MIGUEL	HA RA SUA;ROBERT BOZEMAN 29 H 10/28/2009 1513-B 08-1673	160.344	160.344	JAN. AR TAX ADJUDICATED LANDS 12/16/13 SKR AR -100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL
20446		ELM GROVE	HA RA SUNN;BENBOW 4-15-11 H 01/27/2009 361-L-22 09-93	1	1	JAN. PT 10/13/13 12/16/13 SKR AR -100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL
20467		GREENWOOD-WASKOM	HA RA SU81;CHC 34- 17-15 H 05/18/2010 270-MM-48 10-550	4.961	4.961	JAN. PT 10/13/13 TAX ADJUDICATED 12/16/13 SKR AR -100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL
20468		GREENWOOD-WASKOM	HA RA SU81;CHC 34- 17-15 H 05/18/2010 270-MM-48 10-550	20.007	20.007	JAN. PT 10/13/13 TAX ADJUDICATED 12/16/13 SKR AR -100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL
20469		CEDAR GROVE	HA RA SUL;SHREVE 2- 16-14 H 01/11/2010 967-C-6 09-1202	4.901	5	JAN. PT 10/13/13 TAX ADJUDICATED 12/16/13 SKR AR -100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL
20471		GREENWOOD-WASKOM	HA RA SU78;LCD&S 23-17-15 H 06/03/2010 270-MM-51 10-586	53.723	53.723	JAN. PT 10/13/13 VACANT STATE LAND 12/16/13 SKR AR - 100% HBP - 1 ACTIVE UNIT. 1 PRODUCING WELL
20757		BRACKY BRANCH	6.118 12/18/2012	8.882	8.882	JAN. PT 10/12/14 12/23/13 SKR AR 100% HBP 1 ACTIVE UNIT, 1 PRODUCING WELL



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Staff Reviews

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District Code 3S Lake Charles- South
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Lease Num	DA	Field	Latest Lease Activity	Productive Acreage	Present Acreage	Flagged for Review in
00517		REDDELL	6620 RA SUA;JM HAAS ETAL 08/09/2011 98-S 11-208	35.02	50	JAN. AR 12/16/13 MS LEASE HELD BY PRODUCTION, REQUEST RELEASE OF NON PRODUCTIVE ACREAGE OR PLAN FOR DEVELOPMENT
11384		LAKE ARTHUR, SOUTH	48.728 12/29/2008	112.612	112.612	JAN. AR 12/16/13 MS AR, LEASE HELD BY PRODUCTION
12239		COWARDS GULLY	27.44 10/05/1990	35.56	35.56	JAN. AR 12/16/13 MS AR, LEASE HELD BY PRODUCTION
12725		WEST CAMERON BLOCK 1	9850 RA SUA;SL 12848 12/19/2006 1358-G 06-1428	104.29	104.29	JAN. AR 12/16/13 MS AR, LEASE HELD BY PRODUCTION.
15690		GILLIS-ENGLISH BAYOU	140 22 09/26/2001	0	11.01	JAN. AR 12/16/13 MS AR, LEASE HAS EXPIRED
15691		GILLIS-ENGLISH BAYOU	17.04 09/26/2001	16 16	21.96	JAN. AR 12/16/13 MS AR, 5.8 ACRES HAS EXPIRED, PARTIAL RELEASE REQUESTED
18423		CREOLE OFFSHORE	VUB;SL 18521 12/14/2011	401.36	401.36	JAN. AR 12/16/13 MS AR, LEASE HELD BY PRODUCTION
18429		BEACONS GULLY	33.432 07/12/2007	2.568	2.568	JAN. AR 12/16/13 MS AR, LEASE HELD BY PRODUCTION
18521		CREOLE OFFSHORE , LAKE ST JOHN	245974-VUB;SL 18423-004 02/25/2013	433.41	433.41	JAN. AR 12/16/13 MS AR, LEASE HELD BY PRODUCTION
19031		CREOLE OFFSHORE	VUB;SL 18521 12/14/2011	38	38	JAN. AR 12/16/13 MS AR, LEASE HELD BY PRODUCTION
20042		GRAND LAKE	PLAN RA SUA;SL 19938 09/13/2011 214-J 11-514	34.18	327	JAN. AR 12/16/13 MS AR, DEFERRED DEVELOPMENT PAYMENTS MADE ON 05/17/2013, LEASE ACREAGE WILL EXPIRE IF PRODUCTION IS NOT DEVELOPED BEFORE 05/17/2014
20497		GRAND LAKE	13-19 RA SUA;SL 344 08/14/2012 214-L 12-480	24.608	380	JAN. 12/16/13 MS "AR, 2013 ROYALTIES FOR 13-19 RA SUA HAS BEEN PAID UNDER A DIFFERENT LUW CODE, CONSERVATION HAS BEEN NOTIFIED AND IT IS BEING CORRECTED. NON PRODUCTIVE ACREAGE HELD BY DEFERRED DEVELOPMENT PAYMENTS."
20761				0	589	JAN. PT 10/12/14 12/16/13 MLS AR, LEASE IN PRIMARY TERM, HELD BY RENTAL PAYMENTS

118	18,703.079	33,522.098
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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 **9:45 a.m.** on Wednesday, **January 8, 2014** with the following members of the Board in attendance:

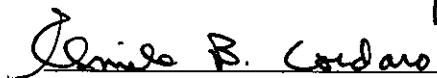
Mr. Stephen Chustz	Mr. Emile B. Cordaro	Mr. Thomas L. Arnold, Jr.
Mr. Thomas W. Sanders	Mr. Darryl D. Smith	Mr. Paul Segura, Jr.
Mr. Robert M. Morton		Mr. Chip Kline (sitting in for Garret Graves, Gov. Jindal's Designee)

The Committee heard the report of Mr. Emile Fontenot, relative to nominations received for the March 12, 2014 Mineral Lease Sale and other matters. Based upon the staff's recommendation, on motion of **Mr. Smith**, duly seconded by **Mr. Segura**, 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.

Lease nominations (current and past) received by the State Mineral and Energy Board from the Southeast Louisiana Flood Protection Authority – East member districts.

The Committee, on the motion of **Mr. Smith**, seconded by **Mr. Chustz**, voted to adjourn at **9:55 a.m.**

Respectfully Submitted,

by b.f.

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

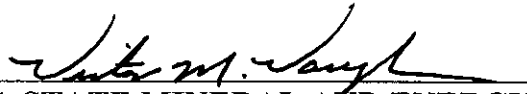
WHEREAS, Mr. Emile Fontenot presented to the State Mineral and Energy Board that 40 tracts had been nominated for the March 12, 2014 Mineral Lease Sale, and that same are to be advertised pending staff review; now therefore

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 January 2014, 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, January 8, 2014, following the Nomination and Tract Committee Meeting, in the LaBelle Room, First Floor, LaSalle Building, located at 617 North Third Street, Baton Rouge, Louisiana. Committee Members present were:

Thomas L. Arnold, Jr.
Stephen Chustz

Emile B. Cordaro
Robert "Michael" Morton

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

Mr. Thomas L. Arnold, Jr. convened the Committee at 9:50 a.m.

The first matter considered by the Committee was a penalty waiver request from JGC Energy Development, Inc.

Upon recommendation of the staff and upon motion of Mr. Segura, seconded by Mr. Smith, the Committee voted unanimously to approve the 75% penalty waiver of \$65,629.61.

The second matter considered by the Committee was the election of the January 2014 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.

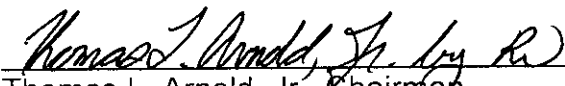
The third matter considered by the Committee in executive session was a settlement offer from Goldking Operating Co.

Upon motion of Mr. Segura, seconded by Mr. Smith, the Committee voted unanimously to convene into executive session to discuss the settlement offer.

Upon motion of Mr. Smith, seconded by Mr. Segura, the Committee voted unanimously to adjourn executive session.

Action was deferred until the February 12, 2014 Board Meeting.

On motion of Mr. Segura, seconded by Mr. Smith, the Board voted unanimously to adjourn the Audit Committee at 11:07 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. Segura, 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 JGC Energy Development (USA) Inc. payments of state royalty in the Little Lake field; State Leases 2453, 2383, 10215, 18010, 18997, 19486, 19487, and 19864 which audit revealed that JGC Energy Development (USA) Inc. owed the state \$544,177.04 in underpayment of royalty and \$129,166.32 in interest and penalty for a total of \$673,343.36; and

WHEREAS, JGC Energy Development (USA) Inc. has remitted payment of \$585,837.22 for the outstanding principal and interest; and

WHEREAS, JGC Energy Development (USA) Inc. has made a letter application for reduction of penalties assessed in the amount of \$87,506.14 due to incorrect royalty payments; and

WHEREAS, the Mineral Income Division has reviewed the background and circumstances connected with JGC Energy Development (USA) Inc.'s penalty assessment, including the reason for incorrect payment, the company's response to the audit and any suggested corrective measures, and the degree of cooperation and timeliness of providing information, and has verified that the underpayment of royalties was discovered by a Field Audit and was in fact paid by JGC Energy Development (USA) Inc.; and

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

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

THEREFORE, BE IT RESOLVED that the Board does waive a seventy-five percent (75%), which amounts to \$65,629.61 of the total penalty assessed to JGC Energy Development (USA) Inc..

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 January 2014, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Book of said Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD



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

LEGAL AND TITLE CONTROVERSY COMMITTEE REPORT

The regular meeting of the Legal and Title Controversy Committee of the State Mineral and Energy Board was held on January 8, 2014, following the Audit Committee Meeting, in the LaBelle Room, First Floor, LaSalle Building located at 617 North Third Street, Baton Rouge, Louisiana. Committee Members present were:

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

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

The Legal and Title Controversy Committee was called to order by Mr. Sanders at 11:09 a.m.

The first matter considered by the Committee was request for final approval of an Act of Correction by and between the State Mineral and Energy Board, acting under the authority for and on behalf of the State of Louisiana and BHP Billiton Petroleum Properties, LP, whereas said parties desire to amend, correct and conform Paragraph 6(d)(i), whereas said paragraph of State Agency Lease incorrectly read... "Each semi-annual payment shall be at the rate of twenty-five dollars (\$50.00) per acre for the number of acres then covered by this lease, but no payment shall be less than five hundred dollars (\$1,000.00), **AND** is hereby being corrected to read... "Each semi-annual payment shall be at the rate of fifty dollars (\$50.00) per acre for the number of acres then covered by this lease, but no payment shall be less than one thousand dollars (\$1,000.00), affecting State Agency Lease No. 20949, Bossier Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 14-1.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of the Act of Correction by and between the State Mineral and Energy Board, acting under the authority for and on behalf of the State of Louisiana and BHP Billiton Petroleum Properties, LP, on the docket as Item No. 14-1. No comments were made by the public.

The second matter considered by the Committee was a request for final approval of a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Hilcorp Energy I, L.P., Swift Energy Operating, LLC and XH,

LLC, whereas said parties desire to amend said leases to include a Force Majeure Provision and other required clauses, affecting State Lease No. 1753, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 14-2.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Smith, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of the Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Hilcorp Energy I, L.P., Swift Energy Operating, LLC and XH, LLC on the docket as Item No. 14-2. 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 State Mineral and Energy Board, Hilcorp Energy I, L.P. Swift Energy Operating, LLC and XH, LLC, whereas said parties desire to amend said leases to include a Force Majeure Provision and other required clauses, affecting State Lease No. 2376, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 14-3.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Smith, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Hilcorp Energy I, L.P. Swift Energy Operating, LLC and XH, LLC, on the docket as Item No. 14-3. No comments were made by the public.

The fourth matter being considered by the Committee and being discussed in conjunction with Item No. 1 of the Agenda was a request for final approval of an Act of Correction by and between the State Mineral and Energy Board, acting under the authority for and on behalf of the State of Louisiana, EOG Resources, Inc. and MCX Exploration (Louisiana), Ltd., whereas said parties desire to amend, correct and conform Paragraph 6(d)(i), whereas said paragraph of State Agency Lease incorrectly read... "Each semi-annual payment shall be at the rate of twenty-five dollars (\$50.00) per acre for the number of acres then covered by this lease, but no payment shall be less than five hundred dollars (\$1,000.00), **AND** is hereby being corrected to read... "Each semi-annual payment shall be at the rate of fifty dollars (\$50.00) per acre for the number of acres then covered by this lease, but no payment shall be less than one thousand dollars (\$1,000.00), affecting State Agency Lease Nos. 20961, 20962, 20963 and 20964, Avoyelles Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 14-4.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Segura, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant final approval of an Act of Correction by and between the State Mineral and Energy Board, acting under the authority for and on behalf of the State of

Louisiana, EOG Resources, Inc. and MCX Exploration (Louisiana), Ltd., on the docket as Item No. 14-4. No comments were made by the public.

The fifth matter considered by the Committee was a request by New Century Exploration, et al, for an extension of time until July 13, 2014 affecting that certain Voluntary Unit Agreement with the State Mineral and Energy Board in the Gillis-English Bayou field, pertaining to State Lease Nos. 21010 and 20675, Calcasieu Parish, Louisiana.

Upon recommendation of the staff and upon motion of Mr. Arnold, seconded by Mr. Cordaro, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant New Century Exploration, et al, an extension of time until July 13, 2014 affecting that certain Voluntary Unit Agreement with the State Mineral and Energy Board in the Gillis-English Bayou field, pertaining to State Lease Nos. 21010 and 20675, Calcasieu Parish, Louisiana. No comments were made by the public.

The sixth matter considered by the Committee was a notice by Dynamic Offshore Resources to exercise their option to extend the primary term of State Lease No. 19718 for an additional six (6) months.

This was an advisory matter, and no action was taken by the Board.

The seventh matter considered by the Committee was a request by Texas Petroleum Investment Company (TPIC) for a ninety (90) day extension on authority granted at the October 9, 2013 meeting to negotiate with Staff for two (2) Operating Agreement covering portions of former State Lease No. 4409, Breton Sound Block 20 Field, Plaquemines Parish, Louisiana, and that the acreage in question be deemed unavailable for leasing until April 9, 2014, or until operating agreements are confected and placed on the Mineral and Energy Board Docket for approval, whichever occurs first.

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 Texas Petroleum Investment Company (TPIC) a ninety (90) day extension of the authority granted at the October 9, 2013 meeting to negotiate with Staff for two (2) Operating Agreement covering portions of former State Lease No. 4409, Breton Sound Block 20 Field, Plaquemines Parish, Louisiana, and that the acreage in question be deemed unavailable for leasing until April 9, 2014, or until operating agreements are confected and placed on the Mineral and Energy Board Docket for approval, whichever occurs first. No comments were made by the public.

The eighth matter considered by the Committee was a request by Staff for an additional ninety (90) days beyond the previously granted extension of time by the Board at the July 10, 2013 meeting, to negotiate with PetroHawk for an Operating Agreement, in the Swan Lake Field, Bossier Parish, Louisiana, and that the acreage in question be deemed unavailable for leasing until April 9, 2014, or until an operating

agreement is confected and placed on the Mineral and Energy Board Docket for approval, whichever occurs first.

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 Staff an additional ninety (90) days beyond the previously granted extension of time by the Board at the July 10, 2013 meeting, to negotiate with PetroHawk for an Operating Agreement, in the Swan Lake Field, Bossier Parish, Louisiana, and that the acreage in question be deemed unavailable for leasing until April 9, 2014, or until an operating agreement is confected and placed on the Mineral and Energy Board Docket for approval, whichever occurs first. No comments were made by the public.

The ninth matter considered by the Committee was a request by Palm Energy Offshore, LLC (Palm), for authority to negotiate with Staff for two (2) operating agreements on acreage situated in the West Delta Area, Block 52, Plaquemines Parish, Louisiana.

Upon recommendation of the staff and upon motion of Mr. Chustz, seconded by Mr. Arnold, the Committee voted unanimously to recommend that the State Mineral and Energy Board grant Palm Energy Offshore, LLC (Palm), the authority to negotiate with Staff for two (2) operating agreements on acreage situated in the West Delta Area, Block 52, Plaquemines Parish, Louisiana and that the acreage in question be deemed unavailable for leasing until April 9, 2014, or until the operating agreements are confected and placed on the Mineral and Energy Board Docket for approval, whichever occurs first. No comments were made by the public.

The tenth matter considered by the Committee was a report to the Board for its consideration regarding the feasibility of legislation regarding electronic transfers of such items as bonus payments in the leasing program. Subsequently, if successful, the Board may consider an online bidding program for mineral leasing.

This was an advisory matter, and no action was taken by the Board.

Upon motion of Mr. Arnold, seconded by Mr. Segura, the Legal and Title Controversy Committee meeting adjourned at 11:27 a.m.

by 
Thomas W. Sanders

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

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

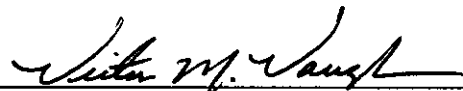
WHEREAS, a request was made for final approval of an Act of Correction by and between the State Mineral and Energy Board, acting under the authority for and on behalf of the State of Louisiana and BHP Billiton Petroleum Properties, LP, whereas said parties desire to amend, correct and conform Paragraph 6(d)(i), whereas said paragraph of State Agency Lease incorrectly read... "Each semi-annual payment shall be at the rate of twenty-five dollars (\$50.00) per acre for the number of acres then covered by this lease, but no payment shall be less than five hundred dollars (\$1,000.00), **AND** is hereby being corrected to read... "Each semi-annual payment shall be at the rate of fifty dollars (\$50.00) per acre for the number of acres then covered by this lease, but no payment shall be less than one thousand dollars (\$1,000.00), affecting State Agency Lease No. 20949, Bossier Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 14-1;

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 Act of Correction by and between the State Mineral and Energy Board, acting under the authority for and on behalf of the State of Louisiana and BHP Billiton Petroleum Properties, LP, on the docket as Item No. 14-1.

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 January, 2014, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

WHEREAS, a request was made for final approval of a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Hilcorp Energy I, L.P., Swift Energy Operating, LLC and XH, LLC, whereas said parties desire to amend said leases to include a Force Majeure Provision and other required clauses, affecting State Lease No. 1753, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 14-2;

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

NOW, BE IT THEREFORE RESOLVED, that the Committee recommends that the State Mineral and Energy Board grant final approval of the Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Hilcorp Energy I, L.P., Swift Energy Operating, LLC and XH, LLC on the docket as Item No. 14-2.

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 January, 2014, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

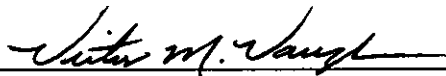
WHEREAS, a request was made for final approval of a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Hilcorp Energy I, L.P. Swift Energy Operating, LLC and XH, LLC, whereas said parties desire to amend said leases to include a Force Majeure Provision and other required clauses, affecting State Lease No. 2376, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 14-3;

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 a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Hilcorp Energy I, L.P. Swift Energy Operating, LLC and XH, LLC, on the docket as Item No. 14-3.

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 January, 2014, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

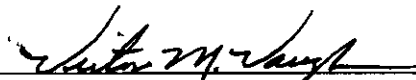
WHEREAS, a request was made for final approval of an Act of Correction by and between the State Mineral and Energy Board, acting under the authority for and on behalf of the State of Louisiana, EOG Resources, Inc. and MCX Exploration (Louisiana), Ltd., whereas said parties desire to amend, correct and conform Paragraph 6(d)(i), whereas said paragraph of State Agency Lease incorrectly read... "Each semi-annual payment shall be at the rate of twenty-five dollars (\$50.00) per acre for the number of acres then covered by this lease, but no payment shall be less than five hundred dollars (\$1,000.00), **AND** is hereby being corrected to read... "Each semi-annual payment shall be at the rate of fifty dollars (\$50.00) per acre for the number of acres then covered by this lease, but no payment shall be less than one thousand dollars (\$1,000.00), affecting State Agency Lease Nos. 20961, 20962, 20963 and 20964, Avoyelles Parish, Louisiana, with further particulars being stipulated in the instrument, on the docket as Item No. 14-4;

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 an Act of Correction by and between the State Mineral and Energy Board, acting under the authority for and on behalf of the State of Louisiana, EOG Resources, Inc. and MCX Exploration (Louisiana), Ltd., on the docket as Item No. 14-4.

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 January, 2014, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

WHEREAS, a request was made by New Century Exploration, et al, for an extension of time until July 13, 2014 affecting that certain Voluntary Unit Agreement with the State Mineral and Energy Board in the Gillis-English Bayou field, pertaining to State Lease Nos. 21010 and 20675, Calcasieu 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 New Century Exploration, et al, an extension of time until July 13, 2014 affecting that certain Voluntary Unit Agreement with the State Mineral and Energy Board in the Gillis-English Bayou field, pertaining to State Lease Nos. 21010 and 20675, Calcasieu Parish, Louisiana.

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 January, 2014, 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:

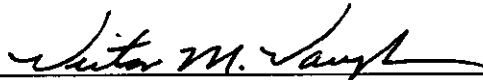
WHEREAS, a request was made by Texas Petroleum Investment Company (TPIC) for a ninety (90) day extension on authority granted at the October 9, 2013 meeting to negotiate with Staff for two (2) Operating Agreement covering portions of former State Lease No. 4409, Breton Sound Block 20 Field, Plaquemines Parish, Louisiana, and that the acreage in question be deemed unavailable for leasing until April 9, 2014, or until operating agreements are perfected and placed on the Mineral and Energy Board Docket for approval, whichever occurs first;

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 Texas Petroleum Investment Company (TPIC) a ninety (90) day extension of the authority granted at the October 9, 2013 meeting to negotiate with Staff for two (2) Operating Agreement covering portions of former State Lease No. 4409, Breton Sound Block 20 Field, Plaquemines Parish, Louisiana, and that the acreage in question be deemed unavailable for leasing until April 9, 2014, or until operating agreements are perfected and placed on the Mineral and Energy Board Docket for approval, whichever occurs first.

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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 January, 2014, 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:

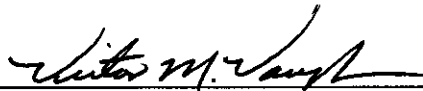
WHEREAS, a request was made by Staff for an additional ninety (90) days beyond the previously granted extension of time by the Board at the July 10, 2013 meeting, to negotiate with PetroHawk for an Operating Agreement, in the Swan Lake Field, Bossier Parish, Louisiana, and that the acreage in question be deemed unavailable for leasing until April 9, 2014, or until an operating agreement is completed and placed on the Mineral and Energy Board Docket for approval, whichever occurs first;

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

NOW, BE IT THEREFORE RESOLVED that the Committee recommends that the State Mineral and Energy Board grant Staff an additional ninety (90) days beyond the previously granted extension of time by the Board at the July 10, 2013 meeting, to negotiate with PetroHawk for an Operating Agreement, in the Swan Lake Field, Bossier Parish, Louisiana, and that the acreage in question be deemed unavailable for leasing until April 9, 2014, or until an operating agreement is completed and placed on the Mineral and Energy Board Docket for approval, whichever occurs 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 January, 2014, pursuant to due notice, at which meeting a quorum was present, and that said Resolution is duly entered in the Minute Books of said Louisiana State Mineral and Energy Board and is now in full force and effect.



LOUISIANA STATE MINERAL AND ENERGY BOARD

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

LEGAL AND TITLE CONTROVERSY COMMITTEE

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

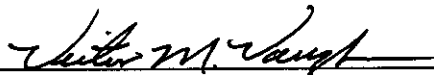
WHEREAS, a request was made by Palm Energy Offshore, LLC (Palm), for authority to negotiate with Staff for two (2) operating agreements on acreage situated in the West Delta Area, Block 52, Plaquemines Parish, Louisiana;

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

NOW, BE IT THEREFORE RESOLVED that the Committee recommends that the State Mineral and Energy Board grant Palm Energy Offshore, LLC (Palm), the authority to negotiate with Staff for two (2) operating agreements on acreage situated in the West Delta Area, Block 52, Plaquemines Parish, Louisiana and that the acreage in question be deemed unavailable for leasing until April 9, 2014, or until the operating agreements are perfected and placed on the Mineral and Energy Board Docket for approval, whichever occurs 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 January, 2014, 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

BOBBY JINDAL
GOVERNOR



STEPHEN CHUSTZ
SECRETARY

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

DOCKET REVIEW COMMITTEE REPORT

The Docket Review Committee convened at 11:24 a.m. on Wednesday, January 8, 2014. Board Members present were Mr. Stephen Chustz, DNR Secretary, Mr. W. Paul Segura, Jr., Mr. Thomas L. Arnold, Jr., Mr. Emile Cordaro, Mr. Thomas W. Sanders, Mr. Darryl D. Smith, Mr. Robert "Michael" Morton and 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 State Agency Lease A on page 1;

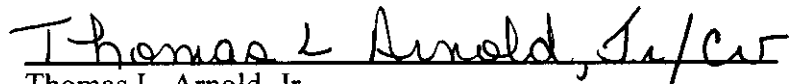
Approve all Assignments on pages 2 through 5; Docket No. 6 on page 4 would be approved subject to the approval of the Governor of Louisiana;

Approve the following items upon recommendation of the Legal and Title Controversy Committee: Docket Item Nos. 14-01, 14-02, 14-03 and 14-04 on pages 6 and 7.

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 11:28 a.m.

Respectfully submitted,


Thomas L. Arnold, Jr.
Docket Review Committee

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

RESOLUTION

LOUISIANA STATE MINERAL AND ENERGY BOARD

On motion of Mr. Sanders, seconded by 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 January 8, 2014 Meeting be approved, said instrument being an Oil, Gas and Mineral Lease from the Union Parish School Board, dated December 9, 2013, awarded to Southwestern Energy Production Company, covering lands located in Section 11, Township 22 North, Range 3 West, Union Parish, Louisiana, containing approximately 59.704 acres, with further contractual obligations being more enumerated in the instrument.

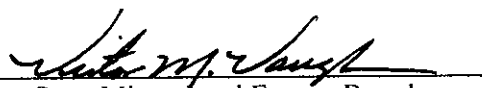
The State of Louisiana, through the State Mineral and Energy Board, asserts and claims title to the beds and bottoms of any navigable waterbed that may be located within the boundaries of the lands leased, and this approval shall not cover or extend to, or be construed as affecting the State's title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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of January, 2014, 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 A from the January 8, 2014 Meeting be approved, said instrument being an Oil, Gas and Mineral Lease from the Union Parish School Board, dated December 9, 2013, awarded to Southwestern Energy Production Company, covering lands located in Section 11, Township 22 North, Range 3 West, Union Parish, Louisiana, containing approximately 59.704 acres, with further contractual obligations being more enumerated in the instrument.

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of January, 2014, 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 January 8, 2014 Meeting be approved, said instrument being an Assignment from Wynn-Crosby Partners I, Ltd to Wynn-Crosby Partners III, Ltd, of all of Assignor's right, title and interest in and to State Lease No. 724, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument.

Wynn-Crosby Partners III, Ltd. is designated as the joint account Lessee (contact person) pursuant to State Mineral and Energy Board Resolution dated September 10, 1975.

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

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

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

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

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

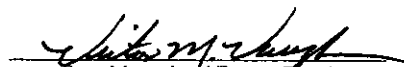
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of January, 2014, 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 January 8, 2014 Meeting be approved, said instrument being an Assignment from Catapult Exploration, LLC, an undivided 92.50% interest to the following in the proportions set out below:

Manti Equity Partners, LP	86.95%
Manti Exploration & Production, Inc.	5.55%

in and to State Lease No. 20432, Vermilion Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of January, 2014, 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 January 8, 2014 Meeting be approved, said instrument being an Assignment from Manti Equity Partners, LP and Manti Exploration & Production, Inc. to Shoreline Southeast LLC, of all of Assignor's right, title and interest in and to State Lease Nos 19639, 19640, 19641, 16995, 17208, 17226 and 20432, Vermilion Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

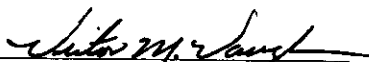
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of January, 2014, 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 January 8, 2014 Meeting be approved, said instrument being an Assignment from Manti Equity Partner, LP to Manti, LP, an undivided .226250% interest in and to State Lease No. 21016, Lafourche Parish, Louisiana, with further particulars being stipulated in the instrument.

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

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

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

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

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

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

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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of January, 2014, 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 January 8, 2014 Meeting be approved, said instrument being an Assignment from Petra Energy Services, L.L.C. to Whiting Oil and Gas Corporation, of all of Assignor's right, title and interest in and to State Lease No. 21171, Bossier Parish, Louisiana, with further particulars being stipulated in the instrument.

Whiting Oil and Gas 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;

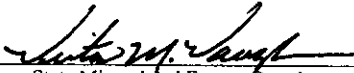
5) That for purposes of recordation and notice, certified copies of this Resolution be attached to all docketed copies of the instrument approved hereby; and

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 January, 2014, 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

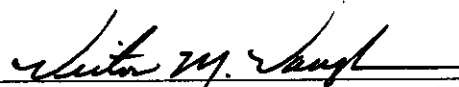
LOUISIANA STATE MINERAL AND ENERGY BOARD

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 January 8, 2014, Meeting be approved, said instrument being a Correction of Resolution No. 21 from the March 11, 2009 Meeting, being a Change of Name whereby Hunt Petroleum Corporation is changing its name to HPC Operating Company **and** a Change of Name whereby HPC Operating Company is changing its name to XH, LLC, whereas State Lease No. 2857 was omitted from said resolution and is hereby being added, affecting State Lease Nos. 335, 368, 542, 1461, 1753, 2376, 2857, 2906, 5978, 12150 and Operating Agreement "A0190", Bienville, Bossier, LaSalle, Plaquemines, St. Bernard, St. Charles, St. Mary and Terrebonne 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 January, 2014, 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 January 8, 2014, Meeting be deferred at the request of the staff, said instrument an Assignment from Apache Corporation to Fieldwood Energy LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 16473 and 16475, Cameron Parish, Louisiana, **LIMITED TO** the Lower Marg Sand in State Lease No. 16473 and **LIMITED TO** the LIEB 5D2 Sand in State Lease No. 16475, Cameron Parish, Louisiana, with further particulars being stipulated in the instrument.

Fieldwood 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 January, 2014, 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 January 8, 2014 Meeting be approved, said instrument being an Assignment from Callon Petroleum Operating Company to W&T Offshore, Inc., of all of Assignor's right, title and interest in and to State Lease No 18121, Cameron Parish, Louisiana, with further particulars being stipulated the instrument

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

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

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

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

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

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


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

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

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

CERTIFICATE

I hereby certify that the above is a true and correct copy of a Resolution adopted at a meeting of the State Mineral and Energy Board held in the City of Baton Rouge, Louisiana, on the 8th day of January, 2014, 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. 14-01 from the January 8, 2014, Meeting be approved, said instrument being an Act of Correction by and between the State Mineral and Energy Board, acting under the authority for and on behalf of the State of Louisiana and BHP Billiton Petroleum Properties, LP, whereas said parties desire to amend, correct and conform Paragraph 6(d)(i), whereas said paragraph of State Agency Lease incorrectly read... "Each semi-annual payment shall be at the rate of twenty-five dollars (\$50.00) per acre for the number of acres then covered by this lease, but no payment shall be less than one thousand dollars (\$1,000.00), **AND** is hereby being corrected to read... "Each semi-annual payment shall be at the rate of fifty dollars (\$50.00) per acre for the number of acres then covered by this lease, but no payment shall be less than one thousand dollars (\$1,000.00), affecting State Agency Lease No. 20949, Bossier 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 January, 2014 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. 14-02 from the January 8, 2014, Meeting be approved, said instrument being a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Hilcorp Energy I, L.P., Swift Energy Operating, LLC and XH, LLC, whereas said parties desire to amend said leases to include a Force Majeure Provision and other required clauses, affecting State Lease No. 1753, 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 January, 2014 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

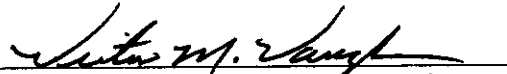
On motion of Mr. Sanders, seconded by Mr. Smith, the following Resolution was offered and adopted:

BE IT RESOLVED by the State Mineral and Energy Board that Docket Item No. 14-03 from the January 8, 2014, Meeting be approved, said instrument being a Lease Amendment by and between the State of Louisiana, through the State Mineral and Energy Board, Hilcorp Energy I, L.P. Swift Energy Operating, LLC and XH, LLC, whereas said parties desire to amend said leases to include a Force Majeure Provision and other required clauses, affecting State Lease No. 2376, 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 January, 2014 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. 14-04 from the January 8, 2014, Meeting be approved, said instrument being an Act of Correction by and between the State Mineral and Energy Board, acting under the authority for and on behalf of the State of Louisiana, EOG Resources, Inc. and MCX Exploration (Louisiana), Ltd., whereas said parties desire to amend, correct and conform Paragraph 6(d)(i), whereas said paragraph of State Agency Lease incorrectly read... "Each semi-annual payment shall be at the rate of twenty-five dollars (\$50.00) per acre for the number of acres then covered by this lease, but no payment shall be less than one thousand dollars (\$1,000.00), **AND** is hereby being corrected to read... "Each semi-annual payment shall be at the rate of fifty dollars (\$50.00) per acre for the number of acres then covered by this lease, but no payment shall be less than one thousand dollars (\$1,000.00), affecting State Agency Lease Nos. 20961, 20962, 20963 and 20964, Avoyelles 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 January, 2014 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