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State of Louisiana

DEPARTMENT OF NATURAL RESOURCES
OFFICE OF MINERAL RESOURCES
STATE MINERAL AND ENERGY BOARD

TO: State Mineral and Energy Board Members

FROM: Macy Dennis MSD
Petroleum Lands Land Manager
Office of Mineral Resources

DATE: December 9, 2015

Docket Review Committee Agenda

A meeting of the Docket Review Committee of the State Mineral and Energy Board will be held on Wednesday, December 9, 2015, immediately following the Legal and Title Controversy Committee Meeting, in the LaBelle Room, First Floor, of the LaSalle Building, located at 617 North Third Street, Baton Rouge, Louisiana.

I. DOCKET REVIEW

A. All items as set forth on the December 9, 2015 Docket are submitted for State Mineral & Energy Board approval within the following categories:
- Category A: State Agency Leases.
- Category B: State Lease Transfers.
- Category C: Department of Wildlife & Fisheries State Agency Lease Transfers.
- Category D: Advertised Proposals.

The Committee may discuss matters it desires pursuant to R.S. 42:19A(1)(b)(ii)(cc), as well as Executive Session matters pursuant to R.S. 42:17A(2) and R.S. 42:17A(6).

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STATE MINERAL AND ENERGY BOARD
DOCKET REVIEW COMMITTEE

ITEMS REQUIRING BOARD APPROVAL

December 9, 2015

A. STATE AGENCY LEASES
DECEMBER 9, 2015

La. R.S. 30:151 identifies the term "agency" as a levee district, drainage district, road district, school district, school board, or other board, commission, parish, municipality, state university, state college, state penal or charitable institution or agency, unit or institution of the state or subdivision thereof.

La. R.S. 30:155 provides that, if an agency doesn't want the Mineral and Energy Board to do its mineral leasing, it may do its own mineral leasing, the lease given must still be approved by the State Mineral and Energy Board under R.S. 30:158.

La. R.S. 30:156 provides that, if an agency wants to mineral lease its own property, it must follow the same leasing process as the State does, including advertising, sealed bids, etc.

La. R.S. 30:158 provides that, if a mineral lease given by an agency of its own property is not approved by the Mineral and Energy Board, it is an absolutely void lease.

Pursuant to the above statutory authority, listed below are leases given by state agencies and submitted for State Mineral and Energy Board approval. The staff examines the documents submitted to make sure that the agency follows all of the steps this office goes through in leasing State owned acreage and that the document has been properly notarized.

No items received for this category.

B. STATE LEASE TRANSFERS
DECEMBER 9, 2015

La. R.S. 30:128 (A) provides that no transfer or assignment in relation to any lease of minerals or mineral rights owned by the state shall be valid unless approved by the State Mineral and Energy Board. Additionally, transfers or assignments shall not be granted to prospective leaseholders that are not currently registered with the Office of Mineral Resources.

This section deals with such transfers of interest in state mineral leases in the form of assignments of rights, subleases, and stipulations of interest. It also deals with transfers such as mergers or changes of names, which act as an assignment of interest to the newly named or emerging entity from a merger. Accompanying each of the items submitted in this section was an Ownership Transfer Form (Form B) listing the pre-transfer ownership interest in the lease and the post-transfer ownership interest. Each document is carefully checked by the staff to ensure that the interest transfer figures are consistent, that our ownership records are complete and that all form requirements are met.

1. ASSIGNMENT

STATE LEASE NO. 195,
Plaquemines Parish, Louisiana

An Assignment from Cox Oil Offshore LLC to William L. Graham, Trustee of the BEC Trust of all of Assignor's right, title and interest in and to State Lease No. 195, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

2. ASSIGNMENT

STATE LEASE NO. 13566
and Operating Agreement "A0220",
Plaquemines Parish, Louisiana

An Assignment from W.K.F., Inc. to Pennsylvania Castle Energy Corp. of all of Assignor's right, title and interest in and to State Lease No. 13566 and Operating Agreement "A0220", Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

B. STATE LEASE TRANSFERS DECEMBER 9, 2015

3. ASSIGNMENT

STATE LEASE NO. 13734,
Lincoln and Union Parishes,
Louisiana

An Assignment from 1996 Galbraith Oil & Gas Partnership to JCE Galbraith Oil & Gas, LLC of all of Assignor's right, title and interest in and to State Lease No. 13734, Lincoln and Union Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

4. ASSIGNMENT

STATE LEASE NOS. 20870, 20871, 21046, 21047, 21048, 21122, 21173, 21299, 21300, 21409 and 21410, Jefferson, Plaquemines, St. Charles and St. Mary Parishes, Louisiana

An Assignment from Castex Energy Partners, L.P. to GOM 1271 LLC of an undivided 50% of all of Assignor's right, title and interest in and to State Lease Nos. 20870, 20871, 21046, 21047, 21048, 21122, 21173, 21299, 21300, 21409 and 21410, Jefferson, Plaquemines, St. Charles and St. Mary Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

5. CHANGE OF NAME

STATE LEASE NOS. 21092, 21102, 21137, 21138, 21150, 21151, 21152, 21206, 21207, 21269, 21285, 21292, 21308, 21371, 21420, 21424, 21425, 21452, 21456, 21517, 21518, 21519, 21520, 21521, 21522, 21523 and 21524, Plaquemines and Terrebonne Parishes, Louisiana

A Change of Name whereby GCER Onshore, LLC is changing its name to Talos Gulf Coast Onshore LLC, affecting State Lease Nos. 21092, 21102, 21137, 21138, 21150, 21151, 21152, 21206, 21207, 21269, 21285, 21292, 21308, 21371, 21420, 21424, 21425, 21452, 21456, 21517, 21518, 21519, 21520, 21521, 21522, 21523 and 21524, Plaquemines and Terrebonne Parishes, Louisiana, with further particulars being stipulated in the instrument.

B. STATE LEASE TRANSFERS DECEMBER 9, 2015

6. ASSIGNMENT

STATE LEASE NO. 17236,
Plaquemines Parish, Louisiana

An Assignment from Northlake Production, L.L.C. to Martin-Marks Minerals, L.L.C. of all of Assignor's right, title and interest in and to State Lease No. 17236, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

7. ASSIGNMENT

STATE LEASED NO. 20434,
Terrebonne Parish, Louisiana

An Assignment from Howard Energy Co., Inc. to J & S Oil & Gas, LLC of all of Assignor's right, title and interest in and to State Lease No. 20434, Terrebonne Parish, Louisiana, with further particulars being stipulated in the instrument.

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

8. ASSIGNMENT

STATE LEASE NO. 18182,
Caddo Parish, Louisiana

An Assignment from Sunland Production Co., Inc. to Anderson Exploration Energy Company, L.C. an undivided 19.1671270% of 8/8ths right, title and interest in and to State Lease No. 18182, Caddo Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** said lease covers and affects all formations lying below the measured depth of 10,150' shown on the Baker Hughes Dual Induction Focused Log for the Sunland Production Company, Inc., LCV RA SU68, Sorensen No. 2 API No. 17-017-335130000, located in Section 38, T16N, R13W, Caddo Parish, Louisiana (the "Deep Rights"), with further particulars being stipulated in the instrument.

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

B. STATE LEASE TRANSFERS DECEMBER 9, 2015

9. ASSIGNMENT

STATE LEASE NO. 13566 and Operating Agreement "A0220", Plaquemines Parish, Louisiana

An Assignment from Janivo Realty, Inc. to Triangle Exploration and Drilling Corporation of all of Assignor's right, title and interest in and to State Lease No. 13566 and Operating Agreement "A0220", Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

10. ASSIGNMENT

STATE LEASE NOS. 17376, 17378, 19706, 19720, 19924, 19949, 20363 and Operating Agreements "A0321" and "A0331", Jefferson, Plaquemines and St. Mary Parishes, Louisiana

An Assignment from Clayton Williams Energy, Inc. to DW Wapiti Investments I, LLC of all of Assignor's right, title and interest in and to State Lease Nos. 17376, 17378, 19706, 19720, 19924, 19949, 20363 and Operating Agreement "A0321" and "A0331", Jefferson, Plaquemines and St. Mary Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

11. ASSIGNMENT

STATE LEASE NOS. 15202, 15726 and 15155, Calcasieu Parish, Louisiana

An Assignment from Neumin Production Company to White Oak Resources VI, LLC, of all of Assignor's right, title and interest in and to State Lease Nos. 15202, 15726 and 15155, Calcasieu Parish, Louisiana, with further particulars being stipulated in the instrument.

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

B. STATE LEASE TRANSFERS DECEMBER 9, 2015

12. CORRECTION OF RESOLUTION

STATE LEASE NOS. 340, 2366, 2585, 3184, 3185, 3586, 3909, 20035, 20219, 20220, 20221, 20222, 20223, 20224, 20367, 20368, 20369, 20526, 20527, 20528, 20529, 20530, 20531, 20533, 20534, 20535, 20719, 20720, 20753, 20754, 20755, 20870, 20871, 20872, 20873, 20874, 20875, 21044, 21045, 21053, 21054, 21055, 21120, 21121, 21123, 21124, 21205, 21215, 21216, 21217, 21351, 21352, 21353, 21354, GH001 and GH002, St. Mary Parish, Louisiana

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

13. ASSIGNMENT

STATE LEASE NOS. 16666, 16667, 16849, 16850 and 16851, Plaquemines Parish, Louisiana

An Assignment from Christensen Petroleum, Inc. to Douglas H. Christensen of all of Assignor's right, title and interest in and to State Lease Nos. 16666, 16667, 16849, 16850 and 16851, Plaquemines Parish, Louisiana, with further particulars being stipulated in the instrument.

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

B. STATE LEASE TRANSFERS DECEMBER 9, 2015

14. ASSIGNMENT

STATE LEASE NOS. 2453 and 20102, Jefferson Parish, Louisiana

An Assignment from Krewe Energy, LLC of an undivided interest to the following in the proportions set out below:

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

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

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

15. ASSIGNMENT

STATE LEASE NOS. 2453 and 20102, Jefferson Parish, Louisiana

An Assignment from Houston Energy, L.P. and Shoreline Southeast LLC to Krewe Energy, LLC an undivided 25% of 8/8ths interest, in and to State Lease Nos. 2453 and 20102, Jefferson Parish, Louisiana, **INSOFAR AND ONLY INSOFAR AS** to the acreage and depths described on Exhibit "B" attached hereto, with further particulars being stipulated in the instrument.

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

16. ASSIGNMENT

STATE LEASE NO. 2024, Iberville and St. Martin Parishes, Louisiana

An Assignment from Key Production Company, Inc. to Cencerro LLC of all of Assignor's right, title and interest in and to State Lease No. 2024, Iberville and St. Martin Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

B. STATE LEASE TRANSFERS
DECEMBER 9, 2015

17. ASSIGNMENT

STATE LEASE NO. 3090,
Lafourche and Terrebonne
Parishes, Louisiana

An Assignment from Key Production Company, Inc. to Cencerro LLC of all of Assignor's right, title and interest in and to State Lease No. 3090, Lafourche and Terrebonne Parishes, Louisiana, with further particulars being stipulated in the instrument.

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

18. ASSIGNMENT

STATE LEASE NOS. 15685,
15691 and 15774, Calcasieu
Parish, Louisiana

An Assignment from Key Production Company, Inc. to Carrera LLC of all of Assignor's right, title and interest in and to State Lease Nos. 15685, 15691 and 15774, Calcasieu Parish, Louisiana, with further particulars being stipulated in the instrument.

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

19. ASSIGNMENT

STATE LEASE NO. 16758,
Lafourche Parish, Louisiana

An Assignment from Shoreline Southeast LLC to White Oak Resources VI, LLC of all of Assignor's right, title and interest in and to State Lease No. 16758, Lafourche Parish, Louisiana, with further particulars being stipulated in the instrument.

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

C. DEPARTMENT OF WILDLIFE AND FISHERIES STATE AGENCY LEASE TRANSFERS DECEMBER 9, 2015

The State Agency Leases require that any transfer of interest be approved by the Agency prior to the transfer. By Co-operative Endeavor Agreement, dated effective December 18, 2009, the Office of Mineral Resources has assumed responsibility for the administration of all State Agency Leases awarded by or on behalf of the said Department of Wildlife and Fisheries.

This section deals with transfers of interests in those State Agency Leases for the Department of Wildlife and Fisheries now under administration by the Office of Mineral Resources as staff of the Louisiana State Mineral and Energy Board and for which approval by the Board is being requested. Accompanying each item submitted in this section was an Ownership Transfer Form (Form-B) listing the pre-transfer and post-transfer interest of all party lease owners in the lease(s) herein set forth. Each document is carefully checked by the staff to ensure that the interest transfer figures are consistent with and reflect the interest in our records; and further, that all form requirements are met.

No items received for this category.

D. ADVERTISED PROPOSALS DECEMBER 9, 2015

La. R.S. 30:129.1 provides that certain types of agreements entered into by the State with respect to its mineral leasing activity must be advertised within a specific time of the State Mineral and Energy Board meeting at which those agreements will be acted on.

These items are called advertised items. They consist of unitization agreements, lease amendments, gas production contracts, amendments, compromise agreements and other types of agreements. These items are checked by the staff to make sure that the contents of the agreement correctly reflect the understanding of all parties, that the form is authentic and properly notarized and that the items have met the statutory advertisement requirements.

1. LEASE AMENDMENT (15-30)

STATE LEASE NO. 21058,
St. Charles Parish, Louisiana

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

2. LEASE AMENDMENT (15-31)

STATE LEASE NO. 20936,
St. Charles Parish, Louisiana

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

D. ADVERTISED PROPOSALS
DECEMBER 9, 2015

3. UNITIZATION AGREEMENT (15-32)

STATE LEASE NOS. 21183, 21408, 21536 and 21537, St. Charles Parish, Louisiana

A Unitization Agreement by and between the State Mineral and Energy Board, Tri-C Resources, LLC and Square Mile Energy, L.L.C., to create a 795 acre unit, more or less, identified as the "Tri-C Resources, LLC Voluntary Unit", with 285.073 acres being attributable to State Lease No. 21183, 400.00 acres being attributable to State Lease No. 21408, 73.791 acres attributable to State Lease No. 21536 and 36.850 acres being attributable to State Lease No. 21537, St. Charles Parish, Louisiana, with further particulars being stipulated in the instrument.

4. LEASE AMENDMENT (15-33)

STATE LEASE NO. 21098, Lafourche Parish, Louisiana

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