

EXTENSION AND AMENDMENT OF OIL, GAS AND MINERAL LEASE

STATE OF TEXAS §
COUNTY OF REEVES §
§
KNOW ALL MEN BY THESE PRESENTS:

WHEREAS, that certain Oil, Gas and Mineral Lease dated September 26, 2005, was entered into by and between **Gertrude Brooks and James Brooks**, as Lessor, and **Anadarko Petroleum Corporation**, as Lessee, recorded in Volume 719, Page 697 of the Official Public Records of Reeves County, Texas; and that certain Oil, Gas and Mineral Lease dated September 26, 2005, was entered into by and between **Louise J. Bartz, acting herein by and through her Attorney-In-Fact, Gary G. Gililand**, as Lessor, and **Anadarko Petroleum Corporation**, as Lessee, recorded in Volume 719, Page 691 of the Official Public Records of Reeves County, Texas, both Oil, Gas and Mineral Leases covering those certain lands hereinafter called "the leased premises", to wit:

244.00 acres out of Section 9, Block 3, H&GN RR Co. Survey, Abstract 43, and being the same property described in that certain Sheriff's Deed to J. R. Dougherty, et al, dated May 4, 1915, recorded in Volume 41, Page 258 of the Deed Records of Reeves County, Texas (the "Lease"); and

WHEREAS, the Leases are now owned and held jointly by **Anadarko E&P Onshore LLC**, a Delaware limited liability company, whose address is P.O. Box 1330, Houston, Texas 77251 and **SWEPI LP**, a Delaware limited partnership, whose address is 200 N. Dairy Ashford Road, Houston, Texas 77079 (herein "Lessee"); and

WHEREAS, **Louise J. Bartz** is deceased and her mineral interest was conveyed in Executor's Distribution Deed recorded Volume 780, Page 350 from the Estate of **Louise J. Bartz**, deceased by **Gary G. Gililand**, Independent Executor, Grantor to **Austin Power Squadron, Inc. (5%)**; **Austin Rotary Club Foundation (10%)**; **Gertrude Brooks (1/3 of 85%)**; **Lucille Buchanan (1/3 of 85%)**; **Gary N. Jones (1/9 of 85%)**; **Gail J. Gililand (1/9 of 85%)**; and **Grace J. Lipps (1/9 of 85%)**, Grantees; and

WHEREAS, the interest previously owned and leased by **Gertrude Brooks and James Brooks** is now owned by **Sheila Brooks Bron**, whose address is 1507 Bexley Dr., Wilmington, NC 28412; and

WHEREAS, the primary terms of said Oil, Gas and Mineral Leases were for a period of three (3) years with an option to extend for an additional two (2) years. Said option to extend was exercised extending the primary term to September 26, 2010. The Leases were then extended for an additional three (3) years in Extension of Oil, Gas and Mineral Lease and Amendment to Royalty Provision extending the primary term to September 26, 2013, as recorded in Volume 854, Page 103 of the Official Public Records of Reeves County, Texas; and

WHEREAS, it is the desire of the undersigned parties to ratify and amend the Lease so as to recognize the validity of the Lease as the same applies to all of the undersigned's interest in the leased premises, and to modify and amend the Lease so as to extend the primary term; and

WHEREAS, in the event that said Lease requires the payment of delay rentals, Lessor agrees that consideration paid by Lessee to Lessor for the granting of this extension includes the prepayment of all future rental payments which may be necessary to maintain the Lease in effect during the extended primary term.

NOW, THEREFORE, in consideration of the premises and One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the undersigned does hereby ALTER, AMEND AND CHANGE the Lease as follows:

The primary term of the Lease, as set forth in Paragraph 2 thereof, shall be and is hereby amended so that the primary term of the Lease has been and is hereby being extended through September 26, 2016, and for as long thereafter as oil, gas or other hydrocarbons are produced as provided in the Lease; subject, however, in all other respects, to the provisions and conditions of the Lease, as the same may have heretofore been amended.

The Lease, as amended, is hereby **RATIFIED, ADOPTED, CONFIRMED AND DECLARED** to be in full force and effect, and the undersigned does hereby **LEASE, LET** and **DEMISE** the leased premises to Lessee, their successors and assigns, subject to the terms and provisions of the Lease, as previously amended, and as amended hereby.

This instrument shall be binding upon and inure to the benefit of the parties hereto, their heirs, successors and permitted assigns.

This instrument may be executed in counterparts, no one of which needs to be executed by all parties hereto. Each executed counterpart shall be binding upon the executory party thereto as fully as if all parties had executed one instrument, and said parties may combine said counterparts to form one single instrument for recording purposes.

IN WITNESS WHEREOF, this instrument is executed this 25 day of July, 2013.

Lessor:

By:

Sheila Brooks Bron

Sheila Brooks Bron
1507 Bexley Dr.
Wilmington, NC 28412

ACKNOWLEDGMENT

STATE OF NORTH CAROLINA §

COUNTY OF New Hanover §

The foregoing instrument was acknowledged before me this 25th day of July, 2013, by **Sheila Brooks Bron.**

MELINDA S. ALLEN
NOTARY PUBLIC
PENDER COUNTY, NC

Melinda S. Allen
Notary Public in and for the State of North
Carolina

Exp Nov 3, 2015

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Texas Royalty Brokers

Texas Royalty Brokers

Inst No. 13-06682
DIANNE O. FLOREZ
COUNTY CLERK

2013 Sep 16 at 11:34 AM

REEVES COUNTY, TEXAS

By: VG Amos Garcia DEPUTY