

HFA:MMT

212

NO. 3320 and 632

ASSIGNMENT AND CONVEYANCE

KNOW ALL MEN BY THESE PRESENTS, THAT:

MIDSTATES OIL CORPORATION, a Delaware corporation with its offices and principal place of business in Houston, Texas (hereinafter called "Grantor") for and in consideration of the sum of Ten Dollars (\$10 00) and other good and valuable considerations to it paid by MIDDLE STATES PETROLEUM CORPORATION, a Delaware corporation with its offices and principal place of business in Houston, Texas (hereinafter called "Grantee"), the receipt and sufficiency of which are hereby acknowledged, and, further, in consideration of the terms and provisions of a certain Plan of Liquidation of Midstates Oil Corporation, approved and confirmed by a special meeting of Grantor's stockholders on the 30th day of December, 1958, has granted, bargained, sold, transferred, assigned and conveyed, and by these presents does grant, bargain, sell, transfer, assign and convey to Grantee the following

1. All of Grantor's right, title and interest in and to the properties described in Exhibit A, hereto attached and made a part hereof, together with wells, if any, located thereon and all material and equipment therein and thereon used or obtained for use in connection therewith
2. All property of every kind and character, wherever situated, in which Grantor owns or claims an interest (regardless of whether the same is described in Exhibit A) including, without limitation, all interest in contracts, agreements, easements and options of every kind and character and any and all other corporeal or incorporeal rights owned or claimed by Grantor

This conveyance and the rights and titles herein conveyed are made and accepted subject to

1 All existing easements and rights of way pertaining to the items of property described in Exhibit A owned by persons other than Grantor

2 All valid, subsisting Oil and Gas Leases, Unitization Agreements, Unitization Declarations, Pooling Agreements, Pooling Declarations, Contracts for the sale or purchase of oil, gas or other hydrocarbons, Water Disposal Contracts, Operating Agreements and all other contracts and amendments thereof affecting any of the items of property described in Exhibit A

TO HAVE AND TO HOLD the properties described in Exhibit A, the interest in properties, contracts and rights herein referred to and all rights and privileges pertaining thereto unto the Grantee, its successors and assigns forever This conveyance is made without warranty of title, either express or implied, provided, however, Grantee is subrogated to all of the warranties heretofore made by Grantor's predecessors in title in and to the properties and interest in properties hereby conveyed

This Assignment and Conveyance shall be effective as of seven o'clock A M , the 1st day of January, 1959

IN WITNESS WHEREOF, this Assignment and Conveyance has been executed by the Grantor in multiple counterparts, each of which shall constitute an original, but all of which shall be read together and construed as only one instrument, on this 31st day of December, 1958

MIDSTATES OIL CORPORATION

By R S RANDERSON, JR
Vice President

ATTEST

T. B JOHNSON, Assistant Secretary

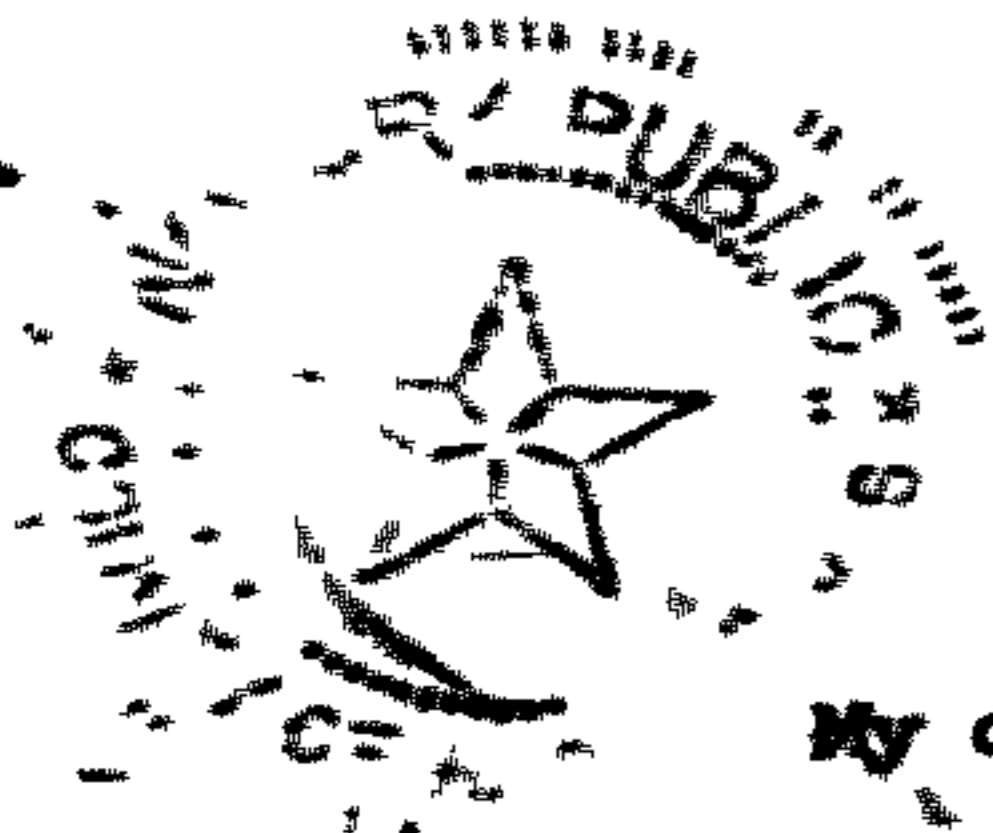
RECORDED
1959
JAN 17

STATE OF TEXAS)
 :SS
COUNTY OF HARRIS)

BEFORE ME, the undersigned, a Notary Public in and for said County and State, on this 31st day of December, 1958, personally appeared R. S. RANDERSON, JR , to me known to be the identical person who subscribed the name of MIDSTATES OIL CORPORATION to the foregoing instrument as its Vice President, and acknowledged to me that he executed the same as his free and voluntary act and deed, and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

WITNESS my hand and official seal the day and year last above written

James W. Hartung
Notary Public in and for Harris County,
Texas



My commission expires. 6-1-59

EXHIBIT A

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SCHEDULE OF PROPERTIES COVERED BY THIS INSTRUMENT OF CONVEYANCE

OKLAHOMA COUNTY, OKLAHOMANonproducing Leases

<u>Lease No</u>	<u>Lease Date</u>	<u>Lessor</u>	<u>Acreage Description</u>	<u>Recorded Bk</u>	<u>Pg</u>
7699	5-29-54	A. L Harmon, et ux	Lots 7 & 8 & SW/4 SW/4, S/2 NW/4 SW/4 Sec 12-11N-1W	1810	102
7699-A	5-29-54	J M Picow, et ux	Lots 7 & 8 & SW/4 SW/4 & S/2 NW/4 SW/4 Sec. 12-11N-1W	1810	101
7701-C	6-25-54	O W Schuldt, et ux	N/2 SW/4 NW/4 SW/4 & W/2 SE/4 NW/4 SW/4 Sec 11-11N-1W	1814	150
7701-E	6-25-54	Howard H Epling	S/2 SW/4 NW/4 SW/4 Sec 11-11N-1W	1844	19
7701-F	6-25-54	Robert F Hurst	All of SW/4 Sec 11- 11N-1W, lying S & E of the railroad right- of-way	1817	52
7723	7-30-54	E V Dennis, Administrator for the Frank Trooper Estate, Deceased	SE/4 Sec 11-11N-1W	1826	520
7723-A	6-2-54	Milton A Dowdy, et ux	N/2 SE/4 Sec 11-11N-1W	1820	211
7723-B	6-3-54	Provident Royalties Corporation	N/2 SE/4 Sec 11-11N-1W	1820	212
7723-C	6-4-54	Robert L Bailey, et ux	SE/4 SE/4 & 3 acres S of M.K & T RR of SW/4 SE/4 Sec 11-11N-1W	1820	214
7723-D	6-7-54	J D Campbell	N/2 SE/4 Sec 11-11N-1W	1820	215
7723-E	7-1-54	F M Whitaker, et ux	3 acres S of the rail- road in SW/4 SE/4 Sec 11-11N-1W	1820	223
7723-F	7-23-54	Alta Faye Thomas	SW/4 SE/4 Sec 11-11N-1W lying N of the Railroad right-of-way	1822	197
7723-G	7-1-54	Zach N Tatum, et ux	Beginning at SE/c of SE/4 of Sec 11-11N-1W thence N 300', W 300', S 300' & E 300' to beginning	1820	290
7744	6-16-54	J D Levellen, et ux	Blocks 73 & 74 in the Town of Orchard, being part of NW/4 SW/4 Sec 12-11N-1W	1814	151
7744-A	7-1-54	Clarice M Hardin	Blocks 73 & 74 in the Town of Orchard, being part of NW/4 SW/4 Sec 12-11N-1W	1815	206

SCHEDULE OF PROPERTIES COVERED BY THIS INSTRUMENT OF CONVEYANCE

OKLAHOMA COUNTY, OKLAHOMA, cont'd.Nonproducing Leases cont'd.

<u>Lease No.</u>	<u>Lease Date</u>	<u>Lessor</u>	<u>Acreage Description</u>	<u>Recorded Bk.</u>	<u>Pg.</u>
7772	6-1-54	Anti-Tuberculosis Association of Jefferson County, Alabama, Inc.	NE/4 Sec 11-11N-1W ✓	1823	209
7772-A	6-11-54	365 Crippled Childrens Clinic, Inc.	NE/4 Sec. 11-11N-1W /	1823	206
7893	7-20-54	Oklahoma City-Ada Atoka Railway Company	A strip of land over & across the S/2 SE/4 Sec 11-11N-1W containing 3 2 acres.	1830	614
7940	7-16-54	Max Pickle, et ux	Lots 3 & 4 & S/2 NW/4 Sec 1-14N-1W ✓	1825	99
7940-A	7-16-54	J. Krouch, et al	Lots 3 & 4 & S/2 NW/4 Sec 1-14N-1W /	1825	98
7940-B	7-16-54	Forrest Burns	Lots 3 & 4 & S/2 NW/4 Sec. 1-14N-1W /	1863	571
7944	10-21-54	Opal Canada, et al	W/2 SW/4 Sec 1-14N-1W /	1871	75
7944-A	10-21-54	David C. Tansel	W/2 SW/4 Sec 1-14N-1W /	1871	72
7944-B	10-21-54	Kittie H. Tansel, et al	W/2 SW/4 Sec 1-14N-1W /	1871	74
7944-C	10-21-54	Ellen Peek	W/2 SW/4 Sec 1-14N-1W /	1871	71
7944-D	10-21-54	Dorothy Laughbaum	W/2 SW/4 Sec 1-14N-1W /	1871	69
7944-E	10-21-54	Frank P. Tansel	W/2 SW/4 Sec 1-14N-1W /	1871	68
7944-F	10-21-54	J. E. Wilson	W/2 W/2 SW/4 Sec 1-14N-1W ✓	1871	66
7944-G	10-21-54	Ed Schmahl	W/2 SW/4 Sec 1-14N-1W /	1871	65
7944-H	10-21-54	Cleo Noe	E/2 W/2 SW/4 Sec. 1-14N-1W ✓	1894	243
8170	11-7-55	J. M. Picov, et ux	Lot 4 & SE/4 SE/4 Sec. 12-11N-1W ✓	1993	193
8171	11-3-55	Jack M. Picov, et ux	55 acres being a subdivision of part of the SE/4 Sec 12-11N-1W all in Wright Place, adjacent to town of Orchard, Oklahoma ✓	1993	190

EXHIBIT A

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SCHEDULE OF PROPERTIES COVERED BY THIS INSTRUMENT OF CONVEYANCE

OKLAHOMA COUNTY, OKLAHOMA, cont'd.

Producing Leases

Lease No.	Lease Date	Lessor	Acreage Description	Recorded Bk	Pg
633	12-8-30	S B Raitman	Lots 1,2, E/2 NW/4 Sec 31-11N,2W ✓	133	514
1812	10-11-44	Minnie J Anderson et al	SW/4 NW/4 Sec. 34-13N-4W ✓	39	597
1875	5-4-44	D V McClure et al	NW/4 Sec 15-13N-4W ✓	39	339
2198	4-2-46	City of Oklahoma City	4.37 acs , out of SW/4 NW/4 Sec 34-13N-4W ✓	780	360
2208	6-18-46	City of Oklahoma City	389.8 ft strip off East side of NW/4 NW/4 Sec 34-13N-4W ✓	806	332
7701	5-28-54	J H Leavitt et ux	SW/4 of Sec 11-11N-1W ✓	1837	466
A	5-28-54	James B Battle et ux	SW/4 of Sec 11-11N-1W ✓	1837	464
B	6-17-54	R Q Blakeney	SW/4 of Sec. 11-11N-1W ✓	1814	144
D	6-25-54	Schley Martindale et ux	7.5 acs , out of SW/4 Sec 11-11N-1W ✓	1814	147
G	6-13-55	County of Oklahoma	3.79 acs , out of SW/4 Sec 11-11N-1W ✓	1942	76
H	11-23-55	Thurman B Nelson et al	5 acs , being W/2 SW/4 SW/4 Sec 11-11N-1W ✓	1999	389
7894	7-20-54	Oklahoma City-Ada-Atoka Railway Co	3.94 acs , in SW/4 Sec 11-11N-1W ✓	1830	616
8177	7-16-55	Anna M. Ringer	80 acs , being E/2 SW/4 Sec 1-14N-1W ✓	2004	486

Royalty

522

An undivided 1/7 interest in the minerals under Blks 3, 6, 9, 10, 11, 14, 15, Munser Addition to Oklahoma City, out of S/2 SE/4 and NW/4 SE/4 Sec 7-11N-2W ✓

STATE OF OKLAHOMA, OKLAHOMA COUNTY, SS: THIS INSTRUMENT WAS FILED FOR RECORD ON PAGE 632
 THE 5 DAY OF Jan, 1959, AT 9:57 O'CLOCK A.M. AND DULY RECORDED.
 JOE PITTS, COUNTY CLERK
 FEB 4 1959 BY [Signature] DEPUTY.