

Doc # 2005171257  
Bk 9909  
Pg 1483-1494  
DATE 11/01/05 15:16:27  
Filing Fee \$35.00  
Documentary Tax \$0.00  
State of Oklahoma  
County of Oklahoma  
Oklahoma County Clerk  
Carolynn Caudill

State of OKLAHOMA }

County of OKLAHOMA }

### Quit Claim Deed

This Quit Claim Deed is dated to be effective as of January 1, 2005, at 12:01 A.M., local time (the "Effective Time") and is by and between NOBLE ROYALTIES, INC., A TEXAS CORPORATION, d/b/a BROWN DRAKE ROYALTIES (hereinafter referred to as "GRANTOR"), whose address is 15601 North Dallas Parkway, Suite 900, Addison, Texas 75001, and GRANTEES as herein after defined.

#### RECITALS

(A) The term "Interests" shall be defined as all of the mineral interests, royalty interests and/or overriding royalty interests in and to all of the leases, lands, depths and wells which are described in and covered by the Assignments as herein after defined.

(B) The term "Assignments" shall be defined as all of the instruments of conveyance and/or assignments listed on Exhibit A attached hereto and incorporated herein for all purposes, which instruments of conveyance and/or assignments cover certain mineral interests, royalty interests and/or overriding royalty interests in and to the leases, lands, depths and/or wells more particularly described and/or referred to therein.

(C) The term "Grantees" shall be defined as all those individuals and entities listed in Column 1 of Exhibit B which is attached hereto and incorporated herein for all purposes.

#### AGREEMENT

IN CONSIDERATION OF THE SUM OF ONE (\$1.00) DOLLAR and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor does hereby QUITCLAIM, grant, bargain, sell and convey unto to each of the Grantees, and each of the Grantees' heirs, successors and/or assigns, a certain undivided interest in and to the Interests in a such percentage as specified for each of the Grantees in Exhibit B, without express or implied warranty. THIS QUIT CLAIM DEED IS SUBJECT TO THOSE TERMS, CONDITIONS AND DISCLAIMERS set forth on Exhibit C. The terms and provisions of this Quit Claim Deed shall extend to, be binding upon and shall inure to the benefit of the parties hereto, their respective heirs or successors and assigns.

[signature and acknowledgment on following page]

IN WITNESS WHEREOF, this Quit Claim Deed is executed this 28<sup>th</sup> day of October, 2005, but shall be effective as of the Effective Time.

GRANTOR:

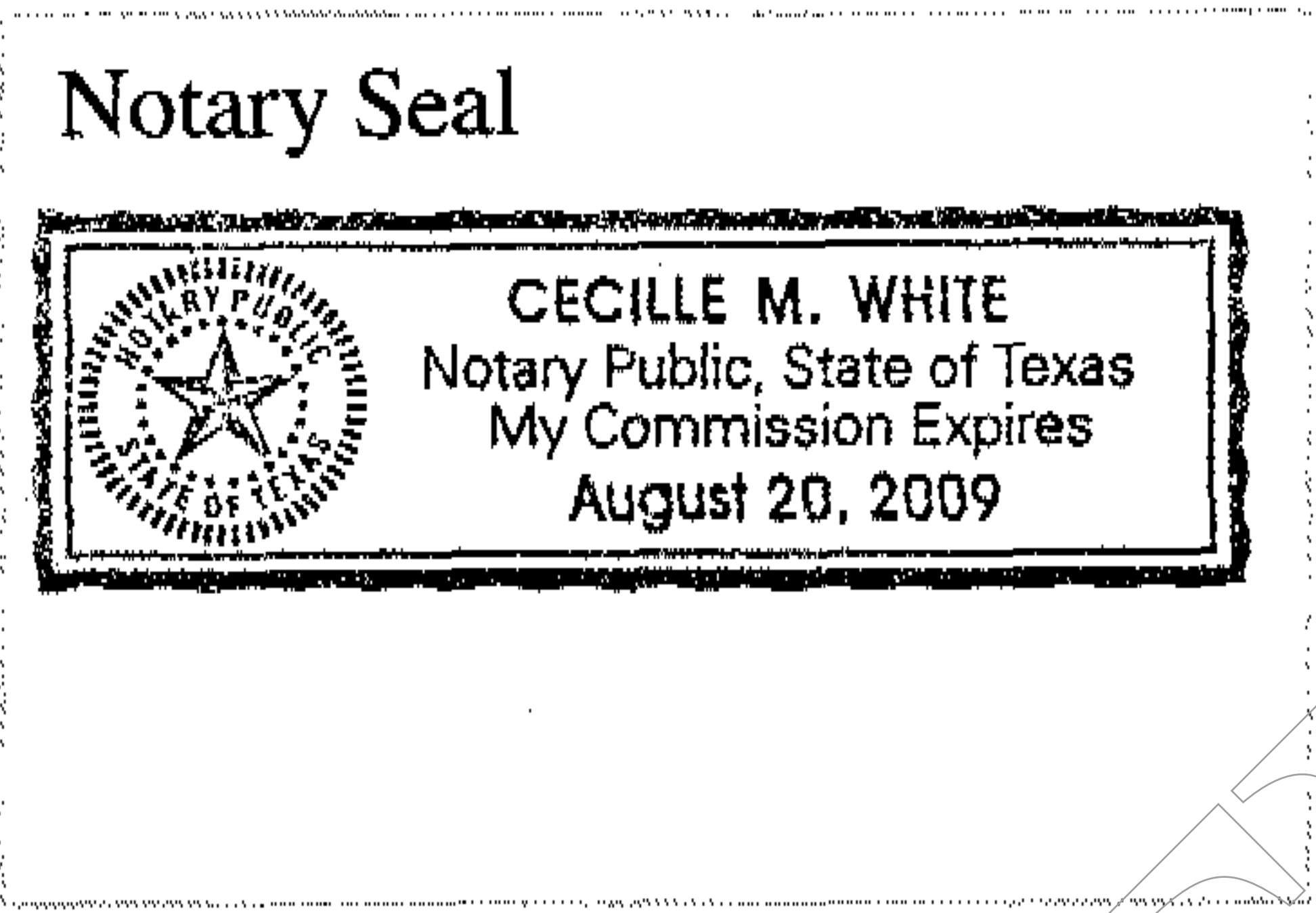
NOBLE ROYALTIES, INC., d/b/a BROWN DRAKE ROYALTIES

By: *A. Scott Noble*  
A. Scott Noble, President

STATE OF TEXAS )

COUNTY OF DALLAS )

Before me, Cecille M. White, in and for this state, on this 28<sup>th</sup> day of October, 2005, A. Scott Noble, President of NOBLE ROYALTIES, INC., d/b/a BROWN DRAKE ROYALTIES, whose address is 15601 North Dallas Parkway, Suite 900, Addison, Texas 75001, personally appeared to me known to be the identical person who executed the within and foregoing instrument, and acknowledged to me that he executed that same as free and voluntary act and deed for the uses and purposes therein set forth.



*Cecille M. White*  
Printed Name: Cecille M. White  
Notary Public, in and for said County and State

My Commission Expires: Aug. 20, 2009

Acting in Dallas County

M/ENV

WHEN RECORDED MAIL TO  
NAME Noble Royalties, Inc.  
ADDRESS 13601 Preston Rd. Ste. 1008w  
CITY & STATE Dallas, TX 75240

UNOFFICIAL

**EXHIBIT A**  
**LIST OF ASSIGNMENTS**

State of                   OKLAHOMA

County of                OKLAHOMA

**RECORDING DATA**

| <u>Doc. #</u> | <u>Book</u> | <u>Volume</u> | <u>Page</u> |
|---------------|-------------|---------------|-------------|
| 2005030422    | 9629        |               | 1616        |
| 2005031286    | 9631        |               | 1661        |

An undivided 1/5 interest in .0146% of total production from the SE/4 Section 22, T 11N, R 3W, Block 4, Earps Acreton Addition to Oklahoma City, Oklahoma County, Oklahoma. Fish Lease, Champlin Oil & Refining Co. Farm No. 2708.

EGERMEIER

Sec. 23-T11N R3W

EGERMEIER 3

Sec. 23-T11N R3W

EGERMEIER 4

Sec. 23-T11N R3W



## EXHIBIT "B"

Attached to and made a part of that certain Quit Claim Deed dated effective January 1, 2005 by and among Noble Royalties, Inc. d/b/a Brown Drake Royalties, as Grantor, and the Grantees identified below

| GRANTEE   | GRANTEE ADDRESS                | CITY                | ST | ZIP   | Respective Percentage of the Undivided Interest |
|---|--------------------------------|---------------------|----|-------|---|
| Peggy Aguilar   | P O Box 53188                  | Lubbock             | TX | 79453 | 0.02000000                                      |
| The Patricia Ann Ainley 1986 Trust dated 6/12/86, as amended and restated on 7/17/03                  | 6020 Melvin Avenue             | Tarzana             | CA | 91356 | 0.00089309                                      |
| Douglas & Barbara J Allan   | P O Box 2218                   | Kirkland            | WA | 98083 | 0.00089309                                      |
| L & C Lusvardi Annuity Trust dtd 11-28-00   | P O Box 7138                   | Incline Village     | NY | 89452 | 0.00136196                                      |
| Bader & Son's Oil and Gas, LLC  | 8651 N 55th Place              | Paradise Valley     | AZ | 85253 | 0.00272393                                      |
| William H Barclay   | 6803 54th Avenue NE            | Seattle             | WA | 98115 | 0.00089309                                      |
| Frederick M Baron   | 5950 DeLoache Avenue           | Dallas              | TX | 75225 | 0.00669819                                      |
| The Barrett Family Trust dated July 28, 2000  | 15770 Horizon Way              | Prunedale           | CA | 93907 | 0.00404159                                      |
| Bedworth, Ltd   | 3421 S Kerckhoff Avenue        | San Pedro           | CA | 90731 | 0.00089309                                      |
| James R Berens  | 1200 35th Street, Suite 304-17 | West Des Moines     | IA | 50266 | 0.00223273                                      |
| Robert J. Bernabe   | 29041 Bouquet Canyon           | Silverado           | CA | 92676 | 0.00089309                                      |
| First Clearing Corp Cust for Richard A Bills IRA #1543-2954   | 10700 Wheat First Drive        | Glen Allen          | VA | 23060 | 0.00089309                                      |
| Y. Smith Trustee of the Flora Street Trust  | 11771 Ramona Avenue            | Chino               | CA | 91710 | 0.00133964                                      |
| John Boardman   | 628 Fairway Lane               | Iowa City           | IA | 52240 | 0.00178618                                      |
| Timothy G Boot  | 6094 Tourraine Drive           | Newark              | CA | 94560 | 0.00178618                                      |
| Horace Borbolla   | 5016 Rock River                | Fort Worth          | TX | 76103 | 0.00111636                                      |
| Howard B Boreham Revocable Family Trust dtd 12-28-1993  | 2765 Wrondei Way #1A           | Reno                | NV | 89502 | 0.00089309                                      |
| Shea Lynn Boscamp Revocable Trust dated May 16, 2005  | 4316 Echo Bluff                | Plano               | TX | 75024 | 0.01124613                                      |
| Bob Bozman  | 405 Balboa                     | Irving              | TX | 75062 | 0.00334425                                      |
| J. Douglas Bradley, LLP   | 10130 PANTHER RIDGE TRAIL      | Dallas              | TX | 75243 | 0.00330000                                      |
| The Brinkley Family Trust dated 8/12/96   | 7644 Teebird Lane              | San Diego           | CA | 92123 | 0.00089309                                      |
| Beehive Capital, Ltd.   | 1505 Holly Creek Drive         | Tyler               | TX | 75703 | 0.00089309                                      |
| Brower Family Partnership, LP   | 3342 Whitehall Drive           | Dallas              | TX | 75299 | 0.00893092                                      |
| Byron Brown MD  | 3600 Lovers Lane               | Dallas              | TX | 75225 | 0.00089309                                      |
| Brown & Brown Properties  | 65 19th Street                 | Hermosa Beach       | CA | 90254 | 0.00535855                                      |
| Browning Family Trust   | 1046 Pescador Drive            | Newport Beach       | CA | 92660 | 0.00089309                                      |
| Budd Family Limited Partnership Unit B  | 3707 Crescent                  | Dallas              | TX | 75205 | 0.00267928                                      |
| Herbert C Buie  | 2025 sterling Drive            | Tyler               | TX | 75701 | 0.00100000                                      |
| Patricia M Burbank, Trustee of the Michael L Kilgore and Patricia M Burbank Family Trust dtd 7-1-1981 | 1380 Oak Creek Drive, #420     | Palo Alto           | CA | 94304 | 0.00254022                                      |
| Ed Butowsky   | 2200 Bradbury Court            | Plano               | TX | 75093 | 0.00178618                                      |
| Thomas W Caldwell   | 5309 Village Creek, #100       | Plano               | TX | 75093 | 0.00100000                                      |
| Parish Place Management Corp.   | 1 Sandpine Drive               | Palm Coast          | FL | 32137 | 0.00156291                                      |
| Bridget M Carroll   | 55 April Point South           | Montgomery          | TX | 77356 | 0.00089309                                      |
| Beckwith Partners, LLC  | 161 Ottawa Avenue NW           | Grand Rapids        | MI | 49503 | 0.00446546                                      |
| Robert K and Carolyn J Chadwick Revocable Trust dtd 1-21-05   | 26423 Silver Spur Road         | Rancho Palos Verdes | CA | 90275 | 0.01058094                                      |
| Edward L Chaput   | 811 Patmore Road               | Coupeville          | WA | 98239 | 0.00112530                                      |
| David T Chen, Trustee, David T Chen Revocable Trust   | 2500 Wilshire Blvd, #840       | Los Angeles         | CA | 90057 | 0.00178618                                      |
| Cindy C and Robert C Chiu   | 163 University Parkway         | Pomona              | CA | 91768 | 0.00133964                                      |
| Cindy C.W. Chui Defined Benefit Plan  | 244 Calle Concordia            | San Dimas           | CA | 91773 | 0.00089309                                      |
| John Sheldon Clark  | 3701 Turtle Creek Boulevard    | Dallas              | TX | 75219 | 0.00178618                                      |
| Christy C Collins   | 4401 Grassmere                 | Dallas              | TX | 75205 | 0.00178618                                      |



| GRANTEE  | GRANTEE ADDRESS                        | CITY             | ST           | ZIP   | Respective Percentage of the Undivided Interest |
|--|--|------------------|--------------|-------|---|
| Hunter Family Partnership, Ltd.  | 5949 Sherry Lane, #780                 | Dallas           | TX           | 75225 | 0.00133964                                      |
| Bruce Conway   | 5514 Wenonah Drive                     | Dallas           | TX           | 75209 | 0.00089309                                      |
| Mrs. Carter M Conway   | 5514 Wenonah Drive                     | Dallas           | TX           | 75209 | 0.00178618                                      |
| Edna Conway  | 17 Chadwell Place                      | Morristown       | NJ           | 07960 | 0.00178618                                      |
| Jerry and Flora Cordett  | 5151 Sanchez Drive                     | Los Angeles      | CA           | 90008 | 0.00223273                                      |
| Gayla W Coulter 1997 CRUT  | 950 CEMETARY LANE                      | Aspen            | CO           | 81611 | 0.00089309                                      |
| L William and Marilyn Cracken  | 3510 Quiver Drive                      | San Antonio      | TX           | 78238 | 0.00178618                                      |
| David Cradick  | 2705 Monarch Drive                     | Arlington        | TX           | 76006 | 0.00267928                                      |
| Cramer Family Revocable Trust udt 3/14/86  | 15030 Genesee Road                     | Apple Valley     | CA           | 92307 | 0.00446546                                      |
| M. Cramer Irrevocable Trust dated 2/4/05   | 15030 Genesee Road                     | Apple Valley     | CA           | 92307 | 0.00446546                                      |
| Jay and Virginia Crofoot Management Trust  | P O Box 53188                          | Lubbock          | TX           | 79453 | 0.04000000                                      |
| Terry Crofoot  | P O Box 53188                          | Lubbock          | TX           | 79453 | 0.01000000                                      |
| Dackiw, Vladimir   | 40 AIG/Lincoln                         | Zatecka SS/af    | e, 1 Czech R |       | 0.00500000                                      |
| Pamela C Davis and/or Albert Cercone   | 2517 Bluffton Drive                    | Plano            | TX           | 75075 | 0.00100000                                      |
| Tenairs Partners, Ltd.   | 1222 N Loop 12                         | Irving           | TX           | 75061 | 0.00089309                                      |
| The Anna DeGroot Trust dtd 01/20/00  | 1519 Indiana Avenue                    | So Pasadena      | CA           | 91030 | 0.00089309                                      |
| Howard Dean  | 700 Burnwood                           | Irving           | TX           | 75062 | 0.00050000                                      |
| Peggy Deaton   | 1917 Shari Lane                        | Garland          | TX           | 75043 | 0.00245600                                      |
| Deaton Marital Trust   | 1917 Shari Lane                        | Garland          | TX           | 75043 | 0.00066982                                      |
| Deaton Family Trust  | 1917 Shari Lane                        | Garland          | TX           | 75043 | 0.00089309                                      |
| Gary and Sharon DeCet  | 7826 Braeburn Valley Drive             | Houston          | TX           | 77074 | 0.00089309                                      |
| Mark Diem  | 4345 Oak Grove Drive                   | Bloomfield Hills | MI           | 48302 | 0.00267928                                      |
| Vincent P Dole, III Revocable Trust  | 4631 Brandywine Street NW              | Washington       | DC           | 20016 | 0.00133964                                      |
| Steven A Drucker, as Trustee of the Steve A Drucker Inter Vivos Trust Agreement, dated February 5, 1987 Amended and Fully Restated on January 27, 2005 | 7909 Bermuda Dunes Avenue              | Las Vegas        | NV           | 89113 | 0.00089309                                      |
| Cecilia Dubois   | 4701 Preston Park Boulevard, Apt #1713 | Plano            | TX           | 75093 | 0.00089309                                      |
| Richard M and Donna R Duffield   | 1014 Baltimore Road                    | Rockville        | MD           | 20851 | 0.00089309                                      |
| William H Dunham   | 3707 Gilbert, #8                       | Dallas           | TX           | 75219 | 0.00089309                                      |
| Ronald J Eadie   | 734 West 12th Street                   | Los Angeles      | CA           | 90044 | 0.00147360                                      |
| The Nathan & Harriott Trust f/b/o Edward Elkus u/a/d/ 12/7/53  | 27888 Orchard Lake Road                | Farmington Hills | MI           | 48334 | 0.00089309                                      |
| The Nathan & Harriott Trust f/b/o Florene Elkus Kuhn u/a/d 12/7/53   | 27888 Orchard Lake Road                | Farmington Hills | MI           | 48334 | 0.00089309                                      |
| Ted Engborg Trustee of the Theodore M Engborg Family Trust   | 2590 Sapra Street                      | Thousand Oaks    | CA           | 91362 | 0.00178618                                      |
| Thomas W Esgate  | 18888 Meadowlark Court                 | Penn Valley      | CA           | 95946 | 0.00125033                                      |
| R. Scott Faley, P. C. Pension Trust  | 5100 Wisconsin Avenue NW, S. 401       | Washington       | DC           | 20016 | 0.00133964                                      |
| Laura L Fanning and Joanne Fanning Andrews   | 333 S 61st Avenue Unite #1             | Pensacola        | FL           | 32506 | 0.00089309                                      |
| Farber Investment Company, LLC   | 1775 John R Road                       | Troy             | MI           | 48083 | 0.00089309                                      |
| Faw Motor Company, Inc.  | 520 Patterson                          | Cambridge NE     | NE           | 69022 | 0.00089309                                      |
| Faw's Garage, Inc.   | 620 Nebraska Avenue                    | Arapahoe         | NE           | 68922 | 0.00089309                                      |
| FEHRCO, Inc.   | P O Box 743547                         | Dallas           | TX           | 75374 | 0.00100000                                      |
| Gary Feldstein   | P O Box 1419                           | Ojai             | CA           | 93024 | 0.00446546                                      |
| Joan E Ferris 2002 Trust dated 8/29/02   | 5 Cedar Street                         | San Anselmo      | CA           | 94960 | 0.00089309                                      |
| Fairveiw Family Properties, LLC  | 1012A N Ridge Road                     | McHenry          | IL           | 60050 | 0.00357237                                      |
| The Joe J Fialkoff Revocable Trust Living Trust dtd 2/12/97  | 17881 Ramelle Avenue                   | Santa Ana        | CA           | 92705 | 0.00089309                                      |
| Finn Living Trust dtd 2/15/00  | 4208 Saltburn Drive                    | Plano            | TX           | 75093 | 0.00053586                                      |
| The Fitzpatrick Asset Management Trust   | 94 Suffolk Lane                        | Garden City      | CA           | 11530 | 0.00089309                                      |
| Gwen Fleishman   | 301 NORTH CLAY ST.                     | Ennis            | TX           | 75119 | 0.00050000                                      |
| Rainey Fogiel  | 4512 Lorraine                          | Dallas           | TX           | 75205 | 0.00089309                                      |



| GRANTEE   | GRANTEE ADDRESS                 | CITY                | ST | ZIP   | Respective Percentage of the Undivided Interest |
|---|---------------------------------|---------------------|----|-------|---|
| Rochelle Rosenthal Forester   | 991 Lakepark Drive              | Birmingham          | MI | 48009 | 0.00267928                                      |
| Nancy Foster  | P O Box 53188                   | Lubbock             | TX | 79453 | 0.01000000                                      |
| Dolores M Fournier and Robert J Fournier  | 213 South Ridgeway Street, #4   | Anaheim             | CA | 92804 | 0.00178618                                      |
| Ballparks Future, LLC   | 2000 WINCHESTER                 | McKinney            | TX | 75070 | 0.00010000                                      |
| Martha H Frazier  | 1708 Parkwood Drive             | Grapevine           | TX | 77077 | 0.00089309                                      |
| Becky Freeman, Trustee of the Becky Freeman Revocable Living Trust, dated January 15, 1997              | 6260 Chesapeake Circle          | Stockton            | CA | 95219 | 0.00172852                                      |
| Freymond Family Trust   | 3222 La Plaza Avenue            | Hacienda Heights    | CA | 91745 | 0.00535855                                      |
| Mrs. Franklin Frohwein  | 176 6th Avenue NE               | Lemars              | IA | 51031 | 0.00089309                                      |
| The Galatz 1977 Family Trust  | 710 North Fourth Street         | Las Vegas           | NV | 89101 | 0.00357237                                      |
| Arthur C Gay & Janet H Gay, H & W   | 7215 Anglewood Lane             | Tallahassee         | FL | 32309 | 0.00111636                                      |
| Gay Family Revocable Trust  | 22507 West FM 8                 | Dublin              | TX | 76446 | 0.00089309                                      |
| Steven E Gifford, Rev. Liv. Trust dtd 12/8/1994   | 526 Laurel Road                 | Niles               | MI | 49120 | 0.00089309                                      |
| Richard L. Gilbert  | 880 Bergen Avenue, suite 107    | Jersey City         | NJ | 07306 | 0.00089309                                      |
| Gilson of Fruita, LLC   | 950 Cemetary Lane               | Aspen               | CO | 81611 | 0.00267928                                      |
| GWC Holdings, LLC   | 950 Cemetary Lane               | Aspen               | CO | 81611 | 0.01116365                                      |
| Carl M Gillette & Martha R Gillette as Co-Trustees of the Gillette Living Trust dated December 18, 1990 | 615 Fairway Drive               | Ione                | CA | 95640 | 0.00178618                                      |
| Glad Enterprises, LLC   | 5600 Collins Avenue Apt 16F     | Miami Beach         | FL | 33140 | 0.00178618                                      |
| Mary Goepfert   | P O Box 513                     | Watertown           | SD | 57201 | 0.00196480                                      |
| James J Goggins, Trustee of the James J. Goggins Revocable Trust Dated 12/27/89                         | 150 Carondelet Plaza, Apt #1401 | Clayton             | MO | 63105 | 0.00089309                                      |
| Barrett Goldstein, MD, PA, Benefit Trust  | 5530 Wisconsin Avenue, #1550    | Chevy Chase         | MD | 20815 | 0.00089309                                      |
| Joe B and/or Nancy G Green  | 200 Patterson, #216             | San Antonio         | TX | 78209 | 0.00089309                                      |
| James R & Christeen Gregath, TTEES for the J. R. Gregath Rev. Trust dated 5/4/93                        | 12004 Maple Ridge Road          | Oklahoma City       | OK | 73120 | 0.00089309                                      |
| La Cruz LP  | 27174 Ortega Highway            | San Juan Capistrano | CA | 92675 | 0.00089309                                      |
| Charles Ray & Karen A Guilbeau, Jr.   | 639 W Hillcrest                 | Monrovia            | CA | 91016 | 0.00178618                                      |
| Rodney J and Bethany Hadfield, TIC  | 211 Arbor Park Drive            | Eules               | TX | 76039 | 0.00089309                                      |
| Bradley J Hanson  | 7202 79th Avenue SE             | Mercer Island       | WA | 98040 | 0.00089309                                      |
| The Harper Family Trust Dated July 5, 2000  | 3658 Genista Place              | Fallbrook           | CA | 92028 | 0.00089309                                      |
| Harper Family Trust, Scott and Sandra Harper, Trustees  | 3658 Genista Place              | Fallbrook           | CA | 92028 | 0.00089309                                      |
| Ashtan Royalties, LLC   | 2611 Dame Brisen Drive          | Lewisville          | TX | 75056 | 0.00100000                                      |
| Robert B Hart, Sr. / Charlott R Hart  | 4901 Argyle Lane                | Argyle              | TX | 76226 | 0.00111636                                      |
| Rip Griffin Truck Service Center, L.P.  | 5002 4th Street                 | Lubbock             | TX | 79416 | 0.06000000                                      |
| Cabaha, Ltd.  | P O Box 689                     | Georgetown          | TX | 78627 | 0.00089309                                      |
| 6-H Properties, Ltd   | P O Box 689                     | Georgetown          | TX | 78627 | 0.00089309                                      |
| Robert C and Joyce A Henricus   | 609 Fairway Drive               | Ione                | CA | 95640 | 0.00089309                                      |
| Herd Partners, Ltd  | 415 W Wall, W 300-Wilco Bldg    | Midland             | TX | 79702 | 0.00250000                                      |
| Rudolph Hermann and Albine I Hermann Rev. Trust   | 265 Bobolink Drive              | Brookfield          | WI | 53005 | 0.01089356                                      |
| BHW Charitable Trust  | 265 N Bobolink Drive            | Brookfield          | WI | 53005 | 0.00100919                                      |
| Delbert L and Tamara Whitaker Houston   | 9361 Gerald Avenue              | Northridge          | CA | 91343 | 0.00178618                                      |
| Clayton Hudnall   | 837 College Blvd                | San Antonio         | TX | 78209 | 0.00050000                                      |
| John F Hudnall  | 3407 Heines Drive               | Tyler               | TX | 75701 | 0.00050000                                      |
| Sharon H Acton  | 3113 Lake Highlands Drive       | Highland Village    | TX | 75077 | 0.00133964                                      |
| Bonnie Hughes   | P O Box 1066                    | Stinson Beach       | CA | 94970 | 0.00089309                                      |
| Yat Chiu Hung and Salween Hung  | 4022 Coleman Circle             | Richmond            | CA | 94806 | 0.00089309                                      |
| MGHJR, Ltd.   | 7610 Meadow Oaks Drive          | Dallas              | TX | 75230 | 0.00125000                                      |
| Kim B Hurt  | 831 Fourth Street               | Santa Rosa          | CA | 95404 | 0.00173323                                      |



| GRANTEE  | GRANTEE ADDRESS                       | CITY             | ST       | ZIP   | Respective Percentage of the Undivided Interest |
|--|---------------------------------------|------------------|----------|-------|---|
| Thomas E Hussey, as Trustee of the Thomas E Hussey Living Trust Dated January 30, 2004 | 14811 Lenze Drive                     | Tavares          | FL       | 32778 | 0.00839506                                      |
| The Hugh M Huxtable and Karen M Huxtable Family Trust, dated November 8, 1999          | 8370 Simms Street                     | Arvada           | CO       | 80005 | 0.00267928                                      |
| Lynne Huxtable Revocable Trust dtd May 3, 2004   | 1104 S 8th                            | Fairfield        | IA       | 52556 | 0.00267928                                      |
| JoAnn Hynnek   | 2512 Wilshire Court                   | Mendota Heights  | MN       | 55120 | 0.00089309                                      |
| Arthur D Indianer Rev. Living Trust dtd 8/12/96, Arthur Indianer Trust                 | 6923 Lakemont Circle                  | West Bloomfield  | MI       | 48323 | 0.00044655                                      |
| Simon Indianer Trust u/a/d September 16, 1983  | 29870 White Hall Drive                | Farmington Hills | MI       | 48331 | 0.00044655                                      |
| Joseph Ivanyi  | 4400 McKinney Avenue, Suite 107       | Dallas           | TX       | 75205 | 0.00178618                                      |
| Drake Royalty Properties, LLC  | 1800 N Norwood, Suite 104             | Hurst            | TX       | 76054 | 0.00156291                                      |
| Janesky Trust  | 11 Fawn Meadows Lane                  | Shelton          | CT       | 6484  | 0.00089309                                      |
| L Jenkins and W Jenkins TTEES F/T Jenkins Family Trust dated 4/20/01                   | 224 Summerset Place                   | Chico            | CA       | 95973 | 0.00089309                                      |
| ELSR LP, a Texas Limited Partnership Bengal Jones Group, LLC, General Partner          | 8080 N Central Expressway, Suite 1420 | Dallas           | TX       | 75206 | 0.00100000                                      |
| Winifred S Kam Revocable Living Trust dated March 8, 2004                              | 1408 Ihiloa Loop                      | Honolulu         | HI       | 96821 | 0.00503066                                      |
| Bernt Killingstad Family Trust   | Amselstrasse 3                        | Berlin           | German   | 14195 | 0.00500006                                      |
| In Young Kim and Yoomi C Kim, Trustees of the Kim and Kim Trust dated on 1-14-2003     | 693 Via Carro                         | Newbury Park     | CA       | 91320 | 0.00178618                                      |
| Kinler Oil & Gas, Inc.   | 3122 Timber Village Drive             | Houston          | TX       | 77068 | 0.00330000                                      |
| Christine N King, TTEE datd 8/14/87  | 3400 Oak Hammock Ct                   | Bonita Springs   | FL       | 34134 | 0.00178618                                      |
| Gregory C King   | 512 Elizabeth                         | San Antonio      | TX       | 78209 | 0.00100000                                      |
| Phil E Kotter Family Living Trust  | 6432 SO 1680 E                        | Salt Lake City   | UT       | 84121 | 0.00133964                                      |
| Nitin Kumar and Veena Kumar  | 1480 University Avenue                | San Jose         | CA       | 95126 | 0.00446546                                      |
| Cheuk and Susanne Kwan Living Trust dated October 5, 2000                              | 3004 Cottonwood Court                 | Fullerton        | CA       | 92835 | 0.01786183                                      |
| Alliance Royalties, Inc.   | P O Box 687                           | The Valley       | Anguilla | BWI   | 0.04465458                                      |
| Kenlandow Associates Limited Partnership   | 1485 Warm Springs, Suite 102          | Henderson        | NV       | 89014 | 0.00267928                                      |
| Eric & Katherine Larsen Rev. Trust u/a 11/28/95 Restated 1/20/03                       | 1538 La Cresta Circle                 | Santa Barbara    | CA       | 93109 | 0.00089309                                      |
| Richard C. Latham  | 5942 Joyce Way                        | Dallas           | TX       | 75225 | 0.00100000                                      |
| Paul T Le and Mai V Le 2002 Revocable Living Trust                                     | 179 Saint Michael Court               | Daly City        | CA       | 94015 | 0.00089309                                      |
| Loy W Ledbetter Trust u/w/o  | P O Box 50305                         | Clayton          | MO       | 63105 | 0.00089309                                      |
| Ashton R Lee   | 714 Ashland Avenue                    | Wilmette         | IL       | 60091 | 0.00446546                                      |
| Garganey Properties, LLC   | 2500 Lake Whatcom Blvd                | Bellingham       | WA       | 98229 | 0.00267928                                      |
| William A Lewis, Jr.   | 10700 Wheat First Drive               | Glen Allen       | VA       | 23060 | 0.00089309                                      |
| William A Lewis, Jr.   | 611 Foxworth Lane                     | Holmes Beach     | FL       | 34217 | 0.00089309                                      |
| Premier Trust, Inc., Custodian FBO Joel Davidson, MD, IRA                              | 2700 West Sahara Ave. Suite 300       | Las Vegas        | NV       | 89102 | 0.00089309                                      |
| Ronald Licht Revocable Trust   | 31731 Northwestern Hwy, Suite 115     | Farmington Hills | MI       | 48334 | 0.00223273                                      |
| Carl Lindros TTEE of the Lindros Family Revocable Trust u/a 12/17/82                   | 747 Garden Street                     | Santa Barbara    | CA       | 93101 | 0.00089309                                      |
| Nichol Littlewood Family Trust   | 615 Milverton Road                    | Los Altos        | CA       | 94022 | 0.00312582                                      |
| SJL Limited Partnership  | 208 North Central                     | St Louis         | MO       | 63105 | 0.00089309                                      |
| Michael Litwack Revocable Trust  | 208 North Central                     | St Louis         | MO       | 63105 | 0.00089309                                      |
| Lamar Lloyd  | P O Box 90037                         | Houston          | TX       | 77290 | 0.00330000                                      |
| Aaron Wayne Ming Low Living Trust  | 1515 West Victoira Avenue             | Montebello       | CA       | 90640 | 0.00089309                                      |



| GRANTEE   | GRANTEE ADDRESS                 | CITY             | ST | ZIP      | Respective Percentage of the Undivided Interest |
|---|---------------------------------|------------------|----|----------|---|
| Lucas Drake Investment SPV, LLC   | 328 Newman Springs Road         | Redbank          | NJ | 07701    | 0.08930917                                      |
| Lucas Energy Total Return Partners, LP  | 328 Newman Springs Road         | Redbank          | NJ | 07701    | 0.02679275                                      |
| TLTG Investments, Ltd.  | 13601 Preston Road, S. 800 E    | Dallas           | TX | 75240    | 0.00250000                                      |
| The Lynch Family Trust, dtd 9-3-1991  | 1 Cavallion                     | Newport Coast    | CA | 92657    | 0.00089309                                      |
| Michael K and Linda Maher TTEE Michael Maher, DMD, PSP                        | 5 Carriage Court                | Los Altos        | CA | 84022    | 0.00089309                                      |
| Marc & Denise Maisel  | 3388 Saint Michael Drive        | Palo Alto        | CA | 94306    | 0.00133964                                      |
| First Clearing Corp Cust for Ronnie Malone IRA Rollover #1015-1630            | 10700 Wheat First Drive         | Glen Allen       | VA | 23060    | 0.00123407                                      |
| First Clearing Corp Cust for Wilma Jane Malone IRA Rollover #2718-2166        | 10700 Wheat First Drive         | Glen Allen       | VA | 23060    | 0.00125342                                      |
| Dennis P Markey Trust dtd 12/6/2001   | 25750 Franklin Park Drive       | Franklin Park    | MI | 48025    | 0.00089309                                      |
| Brent Marshall Partners Ltd.  | 505 Terrell Road                | San Antonio      | TX | 78209    | 0.00100000                                      |
| T. Marumoto Trust dtd 7-16-03   | 3037 Westwood Blvd              | Los Angeles      | CA | 90034    | 0.00089309                                      |
| Katherine C Marx and Christopher C Marx                                       | 620 Walnutshire Lane            | Chico            | CA | 95973    | 0.00111636                                      |
| Maynard Energy Partners   | 3200 Lating Stream Lane         | Austin           | TX | 78746    | 0.00178618                                      |
| Hadrian Company   | 7475 Hamilton Blvd., S 203      | Trexlertown      | PA | 18087    | 0.00089309                                      |
| Randall Thomas Mays 1999 Non-Exempt Trust                                     | P O Box 659512                  | San Antonio      | TX | 75265    | 0.00150000                                      |
| Kathryn Mays Johnson 1999 Non-Exempt Trust                                    | P O Box 659512                  | San Antonio      | TX | 78265    | 0.00150000                                      |
| Linda Mays McCaul 1999 Non Exempt Trust                                       | P O Box 659512                  | San Antonio      | TX | 78265    | 0.00150000                                      |
| Mark Pitman Mays 1999 Non Exempt Trust  | P O Box 659512                  | San Antonio      | TX | 75265    | 0.00150000                                      |
| Michael McCollum  | 1290 Butterfield                | San Anselmo      | CA | 94960    | 0.00223273                                      |
| Gibraltar Investments #2 LLC  | 741 Devon                       | Park Ridge       | IL | 60068    | 0.00089309                                      |
| H. Glenn McMenomy Charitable Remainder Trust                                  | 44489 Town Center Way, #517     | Palm Resort      | CA | 92260    | 0.00178618                                      |
| Paul E McNulty Revocable Trust  | 2101 Connecticut Ave NW, Apt 86 | Washington       | DC | 20008    | 0.00178618                                      |
| Jai Ganesh Trust  | 7001 Whisperfield Drive         | Plano            | TX | 75024    | 0.00089309                                      |
| Two CS Futures, LLC   | 5005 Albany Drive               | Plano            | TX | 75093    | 0.00050000                                      |
| Gail Johnson Miller, TTEE of the Miller Family Trust dtd 7/13/94              | 5 Wildwood Court                | Oroville         | CA | 95966    | 0.00357237                                      |
| Leonard G Miller  | 5325Elmgate Bay                 | Orchard Lake     | MI | need zip | 0.00625164                                      |
| Markham Miller Properties 1, LLC  | 3430 S 6100 W                   | Cedar City       | UT | 84720    | 0.00111636                                      |
| Elaine Montgomery Mills, Trustee, Gemm Trust Dated 3-17-2005                  | 2106 Roscomare Road             | Los Angeles      | CA | 90077    | 0.00089309                                      |
| Rick B Minter and Patricia A Minter Revocable Living Trust dated May 22, 1991 | 19301 Fiddletown Road           | Fiddletown       | CA | 95629    | 0.00446546                                      |
| Mistry Trust  | 5250 Los Franciscos Way         | Los Angeles      | CA | 90027    | 0.00268038                                      |
| Hackenbush, LLC   | 6232 N 32nd Street              | Phoenix          | AZ | 85018    | 0.00477662                                      |
| Moody Store, Inc.   | 12919 Southwest Freeway, #146   | Stafford         | TX | 7477     | 0.00267928                                      |
| Michelle Mulaney  | 4519 Burnhill                   | Plano            | TX | 75024    | 0.00250000                                      |
| Richard W Munn  | 63 N Greenvine Circle           | The Woodlands    | TX | 77382    | 0.01000000                                      |
| Barbara Naudain   | 3 Egret Nest Drive              | Savannah         | GA | 31406    | 0.00089309                                      |
| Nordling Family Trust   | P O Box 71041                   | Reno             | NV | 89570    | 0.00178618                                      |
| OCA Oil & Gas Royalties, LLC  | 3225 S McLeod Drive, S. 100     | Las Vegas        | NV | 89121    | 0.00165000                                      |
| LDA Limited Partnership   | 30301 Northwestern Hwy          | Farmington Hills | MI | 48334    | 0.00223273                                      |
| The Bernarr G Pardo and Claudia L Fihe Family Trust                           | 3617 Genista Place              | Fallbrook        | CA | 92028    | 0.00089309                                      |
| Byron Parsons TTEE First Responder Emergency Medical Services, PSP dtd 4-1-92 | 4171 Rio Bravo                  | Chico            | CA | 95973    | 0.00089309                                      |
| Byron and LouAnne Parsons   | 4171 Rio Bravo                  | Chico            | CA | 95973    | 0.00089309                                      |
| Richard R Paul, Jr. Revocable Living Trust                                    | 40516 Tonopah Road              | Rancho Mirage    | CA | 92270    | 0.00357237                                      |



| GRANTEE  | GRANTEE ADDRESS               | CITY             | ST     | ZIP   | Respective Percentage of the Undivided Interest |
|--|-------------------------------|------------------|--------|-------|---|
| J. Fred and Margaret Perry   | 2501 11th Street              | Brownwood        | TX     | 76801 | 0.00089309                                      |
| Dale M Pescatrice  | 3720 Interlaken Drive         | Plano            | TX     | 75075 | 0.00100000                                      |
| William Carl Pfluger   | 2133 Office Park Drive        | San Angelo       | TX     | 76904 | 0.00189903                                      |
| Cheryl Pinkston  | P O Box 53188                 | Lubbock          | TX     | 79453 | 0.02000000                                      |
| Paul Plantenga & Sandra Plantenga Revocable Living Trust               | 10325 Hamilton Street         | Alta Loma        | CA     | 91701 | 0.00637891                                      |
| J Blake Pogue  | 2626 Howell, Suite 800        | Dallas           | TX     | 75204 | 0.00100000                                      |
| Polos 1984 Family Trust (Decedent's Trust)<br>Roberta T Polos, Trustee | 428 West Huntington Drive, #4 | Arcadia          | CA     | 91007 | 0.00093775                                      |
| Robert G Porter  | 4501 River Oaks Drive         | Brownwood        | TX     | 76801 | 0.00089309                                      |
| Ezzelino Pozzato   | 44 Camino Alto                | Santa Barbara    | CA     | 93103 | 0.00151826                                      |
| The Prue Family Limited Partnership                                    | 31693 S River Road Unit F     | Harrison TWP     | MI     | 48045 | 0.00089309                                      |
| Robert and Margaret Quinn  | 1903 North Quebec Street      | Arlington        | VA     | 22207 | 0.00089309                                      |
| Wendy Rainbolt   | 1402 Fieldstone Drive         | Allen            | TX     | 75002 | 0.00050000                                      |
| Javier & Melinda Ramos, LLC  | 961 Collier Drive             | Leandro          | CA     | 94577 | 0.00178618                                      |
| Venturian Holdings, LLC  | 11111 Excelsor Blvd           | Hopkins          | MN     | 55391 | 0.02500000                                      |
| Robert Rayburn   | 1058 Monterey Blvd            | Hermosa Beach    | CA     | 90254 | 0.00089309                                      |
| Raymond, Raymond Et Al Partnership                                     | P O B 595                     | Wilson           | WY     | 83014 | 0.01000000                                      |
| Aloha Partners, L.P.   | P O Box 2127                  | Midland          | TX     | 79702 | 0.00250000                                      |
| R Richard Rhodes, Jr.  | 7103 Nicki Court              | Dallas           | TX     | 75252 | 0.00133964                                      |
| Ridgley Partners, Ltd.   | P O Box 803544                | Dallas           | TX     | 75380 | 0.00250000                                      |
| Harold T Robbins   | 2210 Bayview Road             | Punta Gorda      | FL     | 33950 | 0.01680000                                      |
| Marks Family Trust dtd 6-30-97   | 157 Pflueger                  | Glendora         | CA     | 91741 | 0.00089309                                      |
| Gerald Roberts Trust   | 34026 Americana Ave           | Dade City        | FL     | 33525 | 0.00089309                                      |
| John T Robinson and Judy Robinson, TIC                                 | 2704 Sherwood Drive           | Sherman          | TX     | 75092 | 0.00089309                                      |
| Rodenburg, Inc.  | 540 Snead Drive North         | Keizer           | OR     | 97303 | 0.00379564                                      |
| DBP dtd 7/17/80 for Employees of TS Roy II,<br>MDPA                    | 6 Park Avenue                 | Worcester        | MA     | 01605 | 0.00178618                                      |
| T & W Roy, L.P.  | 9 Sunset Trail                | Rockwall         | TX     | 75032 | 0.00178618                                      |
| Harold Edward Ruhlman  | 107 Azinger Driver            | Laredo           | TX     | 78045 | 0.00500000                                      |
| Julia Bird Ruhlman   | 107 Azinger Driver            | Laredo           | TX     | 78045 | 0.00250000                                      |
| Revell Ruttenberg  | 5885 Forest View Road, #115   | Lisle            | IL     | 60532 | 0.00312582                                      |
| Ryan Separate Partnership, L.P.  | 5414 Lobello Drive            | Dallas           | TX     | 75229 | 0.00500000                                      |
| Vic Salvino  | 1610 Dowling Drive            | Irving           | TX     | 75038 | 0.01000000                                      |
| Robert Harp TTEE David J Sayles Trst dtd<br>1/20/83 FBO Sheila Sayles  | P O Box 982                   | Hayden           | ID     | 83835 | 0.00089309                                      |
| Santi A Belenchia Trust  | 180635th Street NW            | Washington       | DC     | 20007 | 0.00089309                                      |
| James Scarff   | 3131 Esplanade                | Chico            | CA     | 95973 | 0.00089309                                      |
| J. Scarff TTEE Ray Morgan Profit Share Plan<br>dtd 9-1-68              | 3131 Esplanade                | Chico            | CA     | 95973 | 0.00089309                                      |
| Klaus A Schmidt  | Ida Strasse 15                | Muenchen         | German | 81479 | 0.00111636                                      |
| Thomas M Schott  | 6042 Desco Drive              | Dallas           | TX     | 75225 | 0.00089309                                      |
| William E Schultz Jr and Pamela M Schultz                              | 4602 Black Oak Woods          | San Antonio      | TX     | 78249 | 0.00100000                                      |
| Gesine Mund Schmidt  | Ida Strasse 15                | Muenchen         | German | 81479 | 0.00111636                                      |
| Mardot, LP   | 50885 Walden Park Lane        | Granger          | IN     | 46530 | 0.03000000                                      |
| Alfred Theodore Scott  | 4502 Franklin Road            | Yoba City        | CA     | 95993 | 0.00267928                                      |
| Scott T Svenson and Allyson Svenson                                    | P O Box 164                   | Medina           | WA     | 98039 | 0.00133964                                      |
| Airpark Mini Storage, LLC  | 1009 Roble Lane               | Santa Barbara    | CA     | 93103 | 0.00312582                                      |
| Garfield Plaza Apartments  | 17050 Clinton River Road      | Clinton Township | MI     | 48038 | 0.00893092                                      |
| John Paul Shaby  | 12063 Jefferson Boulevard     | Culver City      | CA     | 90230 | 0.00089309                                      |
| John William Shaw  | 727 Fairview Avenue, Suite C  | Arcadia          | CA     | 91007 | 0.00089309                                      |
| The Shepard Family Trust   | 20 Marialinda Court           | Hillsborough     | CA     | 94010 | 0.00089702                                      |
| Todd Silverstein, as a single man                                      | 11012 Ventura Blvd, #351      | Studio City      | CA     | 91604 | 0.00133964                                      |
| Paula K Simmons Revocable Trust  | 716 Herrmleigh Road           | Silver Spring    | MD     | 20902 | 0.00089309                                      |



| GRANTEE  | GRANTEE ADDRESS               | CITY                  | ST     | ZIP   | Respective Percentage of the Undivided Interest |
|--|-------------------------------|-----------------------|--------|-------|---|
| Michael Sluszka and Janet Sluszka Living Trust dtd 5/10/99 Restated 1/6/05   | 3225 Teton Pines Drive        | Wilson                | WY     | 83014 | 0.00178618                                      |
| Vail Consulting, Inc.  | 5019 Morris Ave.              | Addison               | TX     | 75001 | 0.00196211                                      |
| The Gary & Suzanne Smith Trust dtd 8-25-93   | 2125 John Dewitt Place        | Alpine                | CA     | 91903 | 0.00089309                                      |
| Joseph L. Spychaj, Sr. Trust dtd 6/30/92   | 1420 Via Vista                | Fallbrook             | CA     | 92028 | 0.00133964                                      |
| Stangl Living Trust dated 8-2-94   | 8 Ranchview Road              | Rolling Hills Estates | CA     | 90274 | 0.00089309                                      |
| Steve and Elizabeth Sterzer  | 621 Langel Court              | Chico                 | CA     | 95973 | 0.00089309                                      |
| The Floyd S Stevens and Kathryn A Stevens Family Trust dated October 8, 1984 Separate Property of Floyd S Stevens, Jr. | 42750 Darien Drive            | Bermuda Dunes         | CA     | 92203 | 0.00089309                                      |
| Winthrop & Sue Stiles H/W as Community Property  | 3075 Hendricks Road           | Lakeport              | CA     | 95453 | 0.00089309                                      |
| Janyss J Sullivan 1999 Trust   | 4623 Rock Meadow Place        | Santa Rosa            | CA     | 95405 | 0.00223273                                      |
| International Interactive Ventures   | Teffen Industrial Park Box 35 | Midgal Teffen         | Isreal |       | 0.00700000                                      |
| Kuy Bun Ta & Nenita Castro Ta  | 19638 Vega Way                | Rowland Heights       | CA     | 91748 | 0.00089309                                      |
| Joseph W Tallman Family Trust  | 11713 Harrington Street       | Bakersfield           | CA     | 53311 | 0.00267928                                      |
| Cheryl K Templeton, or Successor, Trustee of the 2005 Trinity Trust  | 8619 Reseda Blvd, Suite 106   | Northridge            | CA     | 91324 | 0.00495666                                      |
| Matthew J Therrell   | 428 E Cowan Drive             | Houston               | TX     | 77007 | 0.00491200                                      |
| The Richard V Treakle and Carolyn C. Treakle Family Trust dated 7-6-91   | 510 Pine Lane                 | Los Altos             | CA     | 94022 | 0.00089309                                      |
| Clearwater Partners, Ltd.  | 6412 Stone Canyon Road        | Plano                 | TX     | 75024 | 0.00250000                                      |
| Trester Family Foundation  | 6412 Stone Canyon Road        | Plano                 | TX     | 75024 | 0.00250000                                      |
| Braden & Darlene Turek H/W Jointly   | 8572 Sable Drive              | Huntington Beach      | CA     | 92646 | 0.00248774                                      |
| Bennett & Paulette Tyson   | 1534 Albatross Drive          | Sunnyvale             | CA     | 94087 | 0.00089309                                      |
| Kazuo Utsumi & Kusuko Utsumi Family Trust  | 794 Colleen Drive             | San Jose              | CA     | 95123 | 0.00140556                                      |
| Robert W Vatter & Yasmine C Vatter TTEES of the Vatter Family Trust dtd 12-11  | P O Box 61909                 | Santa Barbara         | CA     | 93160 | 0.00446546                                      |
| Viole Properties   | 18716 Oxnard Street           | Tarzana               | CA     | 91356 | 0.00089309                                      |
| Southwest Federated North Texas, LP  | 8117 Preston Road, Suite 160  | Dallas                | TX     | 75225 | 0.00223273                                      |
| Kevin Wang and Victoria Wang   | 127 Segovia Avenue            | San Gabriel           | CA     | 91775 | 0.00111636                                      |
| Ernest James Warner TTEE   | 21 Palm Via                   | Anaheim               | CA     | 92801 | 0.00092281                                      |
| Billy D Watkins-Trustee  | 27116 Indian Peak Road        | Rancho Palos Verdes   | CA     | 90275 | 0.00133964                                      |
| David R Wehrly and Lisa Ishizaki-Wehrly, TTEES of the Wehrly Family Trust, dtd 7-8-89                                  | 319 Main Street               | El Segundo            | CA     | 90245 | 0.00089309                                      |
| Whann Family Partnership, LP by Whann Management, LLC  | 3924 Centenary                | Dallas                | TX     | 75225 | 0.00125000                                      |
| Benjamin White   | 4885 Franklin Pond Road       | Atlanta               | GA     | 30342 | 0.00089309                                      |
| Trinity FP Management, LLC   | 3878 Oak Lawn, Suite 550      | Dallas                | TX     | 75219 | 0.00098240                                      |
| Rogers Wilson Investments  | 4210 Spicewood Springs, #103  | Austin                | TX     | 78759 | 0.00100000                                      |
| Margaret and or Frank Wintroub   | 1000 E Burlington Avenue      | Fairfield             | IA     | 52556 | 0.00089309                                      |
| P R Wisdom   | P O Box 296                   | Granbury              | TX     | 76048 | 0.00089309                                      |
| Pacific Security Income Partners II, LP  | 1334 3rd Street, #200         | Santa Monica          | CA     | 90401 | 0.00946677                                      |
| The Woo Family Trust dated 12/15/87  | 157 Christinia Street         | Arcadia               | CA     | 91006 | 0.00098240                                      |
| William Woodall  | 8201 Preston Road, #280       | Dallas                | TX     | 75225 | 0.00089309                                      |
| JIL Oil Corp   | 10500 Heritage St             | San Antonio           | TX     | 78216 | 0.01000000                                      |
| Theodore V Yuhans, VMD P.C.  | 115 Camelot Lane              | Newtown Square        | PA     | 19073 | 0.00089309                                      |
| Noble Royalties  | 15601 N. Dallas Parkway #900  | Addison               | TX     | 75001 | 0.00575408                                      |



**EXHIBIT C**  
**Terms, Conditions and Disclaimers**

This Quit Claim Deed and the conveyance of the Interest hereof are expressly made subject to, and the Interests herein assigned and conveyed shall bear, their proportionate share of all of the terms, provisions, reservations and obligations contained in the Assignments, and further subject to all interests and matters burdening the Interests, whether or not appearing of record, whether now in existence or hereafter arising. All warranties that might arise by common law, as well as the warranties in Oklahoma Statutes Annotated Title 16: Conveyances (or its successor), are excluded.

This Quit Claim Deed is being executed pursuant to, and is subject to the terms and provisions of, those certain Participation Agreements dated as of the Effective Time, by and between Grantor and those individual entities comprising the Grantees, reference to which is here made for all purposes.

Notwithstanding anything contained herein to the contrary, by delivery of this Quit Claim Deed by Grantor and acceptance of this Quit Claim Deed by Grantees, the parties do hereby UNDERSTAND, ACKNOWLEDGE and AGREE as follows:

1. Grantor has not made, and Grantor hereby expressly disclaims and negates, and Grantees hereby expressly waives any representation or warranty, express, implied, at common law, by statute or otherwise relating to (a) the accuracy, completeness or materiality or any information, data or other materials (written or oral) now, heretofore or hereafter furnished to Grantees by or on behalf of Grantor, (b) the accuracy of any data or records concerning the quality or quantity of oil, gas or other hydrocarbon reserves, if any, attributable to the Interests, (c) the environmental condition of the Interests, (d) any statutory, express or implied warranty of merchantability, (e) any statutory, express or implied warranty of fitness for a particular purpose, (f) any statutory, express or implied warranty of conformity to models or samples of materials and (g) any and all statutory, express or implied warranties existing under applicable law. It is the express intention of both Grantor and Grantees that the undivided interest in and to the Interests being conveyed hereunder is hereby conveyed to Grantees in its present condition and state of repair "as is" and "where is" and "with all faults", that with respect to such matters Grantees are relying solely upon their own investigation and that as of the acceptance of delivery of this conveyance Grantees will have made or caused to be made such inspections as Grantees deem necessary, advisable or appropriate. Grantor and Grantees agree that this provision has been negotiated at arms length and that the purchase price reflects the inclusion of this provision. Grantor and Grantees agree that, to the extent required by applicable law to be effective, the disclaimers of certain warranties contained herein are "conspicuous" disclaimers for the purposes of any applicable law, rule or order.

2. Notwithstanding anything contained herein to the contrary, the parties agree that (i) the effective date and time as to the undivided interest in the Interests covered by the Assignments shall be the Effective Time; (ii) Grantor reserves all "Executive Rights", as defined hereafter, insofar as Grantor has such executive rights, in and to the Interests; the "Executive Rights," as used herein include without limitation, all executive rights as defined under applicable law, the right to grant, amend, ratify, correct or otherwise modify oil and gas leases covering any of the Interests, the right to execute pooling agreements or ratifications thereof, the right to execute division orders or stipulations of interest covering any of the Interests, and the right to execute all manner of instruments intended to cure existing or after-discovered title defects affecting the Interests; (iii) Grantor hereby reserves any and all surface rights, possessory



rights and so-called "working interests" which rights and interests are not intended to be transferred to the Grantees, and (iv) Grantor does not reserve the ownership of bonus and delay rental or other rental payments. Notwithstanding anything to the contrary herein, the terms and conditions of this provision shall not create a fiduciary relationship, or any other relationship, whether legal or quasi-legal, whereby Grantor could be held liable for a breach of such relationship.

UNOFFICIAL