

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

PROOF OF CLAIM

Indicate Debtor against which you assert a claim by checking the appropriate box. (Check only one Debtor per claim form.)

- | | |
|---|--|
| <input type="checkbox"/> Cano Petroleum, Inc. (Case No. 12-31549) | <input type="checkbox"/> Tri-Flow, Inc. (Case No. 12-31553) |
| <input type="checkbox"/> Cano Petro of New Mexico (Case No. 12-31550) | <input type="checkbox"/> W.O. Energy of Nevada, Inc (Case No. 12-31554) |
| <input type="checkbox"/> Ladder Companies, Inc. (Case No. 12-31551) | <input type="checkbox"/> W.O. Operating Company, Ltd. (Case No. 12-31556) |
| <input type="checkbox"/> Square One Energy, Inc. (Case No. 12-31552) | <input type="checkbox"/> W.O. Production Company, Ltd. (Case No. 12-31557) |
| | <input type="checkbox"/> WO Energy, Inc. (Case No. 12-31555) |

POC ID: 2554

NOTE: Do not use this form to make a claim for an administrative expense that arises after the bankruptcy filing. You may file a request for payment of an administrative expense according to 11 U.S.C. § 503.

Name of Creditor (the person or other entity to whom the debtor owes money or property) :

Lucy M. Dingel Exempt Trust

Name and address where notices should be sent:

LOUISE MORRISS C/O LUCY DINGEL
14902 PRESTON RD STE 404
DALLAS, TX 75254

29747776002554

RECEIVED

MAY 03 2012

BMC GROUP

If you have already filed a proof of claim with the Bankruptcy Court or BMC, you do not need to file again.

THIS SPACE IS FOR COURT USE ONLY

Creditor Telephone Number 214-647-1810 email: lucy.dingel@att.net

Name and address where payment should be sent (if different from above):

Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Check this box to indicate that this claim amends a previously filed claim.

Court Claim Number (if known):

Filed on:

Payment Telephone Number () email:

1. AMOUNT OF CLAIM AS OF DATE CASE FILED \$ 300.00

If all or part of your claim is secured, complete item 4.

If all or part of your claim is entitled to priority, complete item 5.

Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.

2. BASIS FOR CLAIM: mineral royalties owed by Debtor to Creditor

3. LAST FOUR DIGITS OF ANY NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR:

3a. Debtor may have scheduled account as:

3b. Uniform Claim Identifier (optional):

(See instruction #3a)

(See instruction #3b)

4. SECURED CLAIM: (See instruction #4)

Check the appropriate box if your claim is secured by a lien on property or a right of set off, attach required redacted documents, and provide the requested information.

Amount of arrearage and other charges, as of time case filed, included in secured claim, if any: \$

Nature of property or right of setoff:

Basis for Perfection:

Describe:

Amount of Secured Claim: \$

Real Estate Motor Vehicle Other

Amount Unsecured: \$

Value of Property: \$

Annual Interest Rate: % Fixed or Variable (when case was filed)

5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507(a). If any part of the claim falls into one of the following categories, check the box specifying the priority and state the amount.

Amount entitled to priority: \$

You MUST specify the priority of the claim:

- | | |
|--|---|
| <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B). | <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). |
| <input type="checkbox"/> Up to \$2,600* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7). | <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5). |
| <input type="checkbox"/> Wages, salaries, or commissions (up to \$11,725*), earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). | <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a) (). |

* Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

CANO PETROLEUM



00148

6. CREDITS: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instruction #6)

7. DOCUMENTS: Attached are redacted copies of documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. If the claim is secured, box 4 has been completed, and redacted copies of documents providing evidence of perfection of a security interest are attached. (See instruction #7, and definition of "redacted").

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain:

DATE-STAMPED COPY To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

The original of this completed proof of claim form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is actually received on or before 5:00 pm, prevailing Central Time on May 7, 2012 for All Entities and Persons including Governmental Units.

BY MAIL TO:
BMC Group, Inc.
Attn: Cano Petroleum, Inc. Claims Processing
PO Box 3020
Chanhassen, MN 55317-3020

BY MESSENGER OR OVERNIGHT DELIVERY TO:
BMC Group, Inc.
Attn: Cano Petroleum, Inc. Claims Processing
18675 Lake Drive East
Chanhassen, MN 55317

*You are encouraged to E-File your proof of claim directly by logging onto <http://www.bmcgroup.com/Cano/ClaimFiling>

8. SIGNATURE: (See instruction #8)

Check the appropriate box.

- I am the creditor. I am the creditor's authorized agent.
(Attach copy of power of attorney, if any.) I am the trustee, or the debtor,
or their authorized agent. I am a guarantor, surety, indorser, or other codebtor.
(See Bankruptcy Rule 3004.) (See Bankruptcy Rule 3005.)

I declare under penalty of perjury that the information provided in this claim is true and correct to the best of my knowledge, information, and reasonable belief.

Print Name: Lucy M. Dingel
Title: Trustee
Company: Lucy M. Dingel Exempt Trust

Lucy M. Dingel
(Signature)

4/20/12
(Date)

Address and telephone number (if different from notice address above):

Telephone number: _____ email: _____

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.



CHARLES A. GRANSTAFF *
GINA B. GAEDKE *
J. MARK EDGMON
CINDY L. TATE
CARL J. HARRIS
CHRIS C. SCHOESSOW
TODD A. WORRICH

* BOARD CERTIFIED - ESTATE PLANNING AND PROBATE LAW
TEXAS BOARD OF LEGAL SPECIALIZATION

MAIN OFFICE:
5535 FREDERICKSBURG ROAD, SUITE 110
SAN ANTONIO, TX 78229
(210) 348-6600
FAX (210) 366-0892

RIVER WALK CENTER:
260 THOMPSON DRIVE, SUITE 12
KERRVILLE, TX 78028
(830) 792-5535

January 26, 2009

Square One Energy
801 Cherry Street
Fort Worth, Texas 76102

RE: Louise Morriss, Owner # MO511
Our File No. 7897

Dear Sir or Madam:

Please be advised that the ownership of the above-referenced interest was conveyed to Lucy M. Dingel, Shelley M. Morriss and Molly Morriss, Co-Trustees, **LOUISE MORRISS TRUST**, pursuant to a Royalty and Mineral Deed dated October 11, 2007 and recorded in Eastland, Taylor, Erath, Comanché and Crockett Counties. A copy of said recorded deed is enclosed herein. Subsequently, said interest was conveyed in equal one-third (1/3) undivided interests to SHELLEY M. BROOKS, Trustee, **SHELLEY M. BROOKS EXEMPT TRUST**, federal identification number 38-6869182; MOLLY MORRISS, Trustee, **MOLLY MORRISS EXEMPT TRUST**, federal identification number 38-6869183; and LUCY M. DINGEL, **LUCY M. DINGEL EXEMPT TRUST**, federal identification number 38-6869184, by Royalty and Mineral Deed dated October 2, 2008, and recorded in Eastland, Taylor, Erath, Comanche and Crockett Counties. A copy of said recorded deed is enclosed herein.

Please adjust your records to reflect this change. Should you have additional paperwork that needs to be completed to make this change in your records, please forward same to Cindy L. Tate, Attorney at Law, Granstaff, Gaedke & Edgmon, P.C., 5535 Fredericksburg Road, Suite 100, San Antonio, Texas 78229.


Square One Energy

January 26, 2009

Page 2

Thank you for your prompt attention to this matter.

Yours very truly,


Cindy L. Tate
Attorney at Law

CLT

Enclosures

cc: Shelley M. Brooks
78 Cottonwood
Waco, Texas 76706

Molly Morriss
2621 Southland Blvd., Apt. 16
San Angelo, Texas 76904

Lucy M. Dingel
6842 Delmeta Dr.
Dallas, Texas 75248

P:\WP2\Clients G-M\Morriss, Louise\tr Square One Energy re conveyance to GST.wpd

Eastland County
Cathy Jentho
County Clerk
Eastland, Texas 76448

89207 DEC 19 8



70 2008 02804082

Instrument Number: 2008-02804082

As

Recorded On: November 26, 2008

Recordings

Billable Pages: 14

Number of Pages: 15

Comment: ROYALTY & MINERAL DEED

(Parties listed above are for Clerks reference only)

** Examined and Charged as Follows: **

Recordings	68.00
Total Recording:	68.00

***** DO NOT REMOVE. THIS PAGE IS PART OF THE INSTRUMENT *****

Any provision herein which restricts the Sale, Rental or use of the described REAL PROPERTY because of color or race is invalid and unenforceable under federal law.

File Information:

Document Number: 2008-02804082
Receipt Number: 53098
Recorded Date/Time: November 26, 2008 09:49:27A
Book-Vol/Pg: BK-OR VL-2637 PG-228
User / Station: D Nisbett - Counter WS #2

Record and Return To:

(on envelope)
GRANSTAFF, GAEDKE & EDGMON, P.C.
ATTN: DORIS PEERY
5535 FREDERICKSBURG ROAD, #110
SAN ANTONIO TX 78229



I hereby certify that this instrument was filed on the date and time stamped hereon and was duly recorded in the volume and page of the named records of Eastland County, Texas.

Cathy Jentho
Cathy Jentho
Eastland County Clerk

S REGISTERED
COMPARED
INDEXED *[Signature]*

VOL 409 PAGE 0108

Taylor County
Larry G Bevill
County Clerk

Doc# 153052
Book 706 Page 656
02804082

Abilene, Texas 79602 (325)674-1202



70 2008 00018042

Instrument Number: 2008-00018042

As

Recorded On: October 23, 2008

Recording Fee

Parties: DINGEL LUCY M TRUSTEE

Billable Pages: 13

To BROOKS SHELLEY M TRUSTEE

Number of Pages: 14

Comment: ROYALTY & MINERAL DEED

(Parties listed above are for Clerks reference only)

** Examined and Charged as Follows: **

Recording Fee 64.00
Total Recording: 64.00

0
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2
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2
2
9

***** DO NOT REMOVE. THIS PAGE IT IS PART OF THE INSTRUMENT *****

Any provision herein which restricts the Sale, Rental or use of the described REAL PROPERTY because of color or race is invalid and unenforceable under federal law.

File Information:

Document Number: 2008-00018042
Receipt Number: 219731
Recorded Date/Time: October 23, 2008 12:20:39P
User / Station: I Vela - CASH STATION 3

Record and Return To:

GRANSTAFF GAEDKE & EDGMON PC
ATTN: DORIS PEERY
5535 FREDERICKSBURG ROAD #110
SAN ANTONIO TX 78229



State of Texas
County of Taylor **THIS IS NOT A BILL**

Check with the State Comptroller for the date and time for deposit to the State Treasury
RETURN TO THE COUNTY CLERK'S OFFICE, TAYLOR COUNTY, TEXAS

[Signature]
County Clerk
Taylor County, Texas

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02804082

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS AN INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

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ROYALTY AND MINERAL DEED

Date: October 7, 2008

Grantor: LUCY M. DINGEL, SHELLEY M. BROOKS and MOLLY MORRISS, Co-Trustees, *LOUISE MORRISS TRUST* created under an agreement dated October 10, 2007

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Grantor's Mailing Address (including county):

LOUISE MORRISS TRUST
c/o Lucy M. Dingel, Co-Trustee
6842 Delmeta Dr.
Dallas, Texas 75248
Dallas County

Grantee: SHELLEY M. BROOKS, Trustee, *SHELLEY M. BROOKS EXEMPT TRUST*; MOLLY MORRISS, Trustee, *MOLLY MORRISS EXEMPT TRUST*; and LUCY M. DINGEL, Trustee, *LUCY M. DINGEL EXEMPT TRUST*, in equal one-third (1/3) undivided interests

Grantee's Mailing Address (including county):

SHELLEY M. BROOKS EXEMPT TRUST
SHELLEY M. BROOKS, Trustee
78 Cottonwood
Waco, Texas 76706
McLennan County

MOLLY MORRISS EXEMPT TRUST
MOLLY MORRISS, Trustee
2621 Southland Blvd., Apt. 16
San Angelo, Texas 76904
Tom Green County

Square One Energy, Inc.
801 Cherry Street Fort Worth, TX 76102 (817)698-0900

Property	Product	Date	Owner Interest	Vol/Unt Prc	Gross	Deducts	Taxes	State With	Owner Net
110000	Desdemona	Field Unit		County: Eastland			State: TX		
	Oil	6/07 ORRI	0.00030551	323.82	20,672.79	0.00	0.00		
				63.84	6.32	0.00	0.00	0.00	6.32
110000	Desdemona	Field Unit		County: Eastland			State: TX		
	Gas	6/07 ORRI	0.00030551	587.00	4,825.51	464.34	0.00		
				8.22	1.47	0.14	0.00	0.00	1.33
110000	Desdemona	Field Unit		County: Eastland			State: TX		
	Gas	6/07 ORRI	0.00030551	1,121.00	7,331.47	0.00	0.00		
				6.54	2.24	0.00	0.00	0.00	2.24
110000	Desdemona	Field Unit		County: Eastland			State: TX		
	Oil	7/07 ORRI	0.00030551	474.22	34,228.51	0.00	0.00		
				72.18	10.46	0.00	0.00	0.00	10.46
110000	Desdemona	Field Unit		County: Eastland			State: TX		
	Gas	7/07 ORRI	0.00030551	4,955.00	38,717.09	3,862.32	0.00		
				7.81	11.83	1.18	0.00	0.00	10.65
110000	Desdemona	Field Unit		County: Eastland			State: TX		
	Gas	7/07 ORRI	0.00030551	1,001.00	6,136.13	0.00	0.00		
				6.13	1.87	0.00	0.00	0.00	1.87
110000	Desdemona	Field Unit		County: Eastland			State: TX		
	Other	7/07 ORRI	0.00030551	772.00	10,013.58	0.00	0.00		
				12.97	3.06	0.00	0.00	0.00	3.06

OWNER: MO511 CHECK NUMBER: 7975 09/17/2007 TAX: \$0.65 AMOUNT: \$43.16

PLEASE DETACH THIS REMITTANCE ADVICE BEFORE DEPOSITING CHECK

Square One Energy, Inc.

CHECK NUMBER

VOID

DATE

VOID

VOID

PAY TO THE ORDER OF LOUISE MORRISS C/O LUCY DINGEL
14902 PRESTON ROAD
SUITE 404
DALLAS, TX 75254

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Special Warranty Deed

Dated: October 11, 2007

Grantor: **LOUISE HANKINS MORRISS** (also known as **SARAH LOUISE MORRISS**), acting by and through Lucy M. Dingel, her duly appointed Agent and Attorney-in-Fact, under a durable Power of Attorney dated April 4, 1997

Grantor's Mailing Address (including county):

LOUISE HANKINS MORRISS
c/o Lucy M. Dingel, attorney-in-fact
6842 Delmeta Dr.
Dallas, Texas 75248
Dallas County

Grantee: **LUCY M. DINGEL, SHELLEY M. BROOKS and MOLLY MORRISS**, Trustees of the **LOUISE MORRISS TRUST**, under a document dated October 10, 2007

Grantee's Mailing Address (including county):

The **LOUISE MORRISS TRUST**
6842 Delmeta Dr.
Dallas, Texas 75248
Dallas County

Consideration:

Cash and other good and valuable consideration.

Property (including any improvements):

BEING the **SURFACE ESTATE ONLY** consisting of an **undivided 1,384.88 acres** out of all of that certain parcel or tract of land containing **4,026.81 acres**, more or less, situated in Edwards County, Texas, and more particularly described by metes and bounds in **Exhibit "A"** attached hereto and incorporated herein for all pertinent purposes. **TOGETHER** with all easements and rights-of-way rights Grantor has received or granted applicable for access to the Property and burdening the Property.

Reservations from and Exceptions to Conveyance and Warranty:

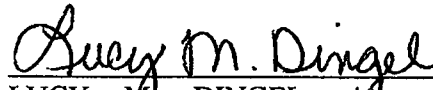
Validly existing easements, rights-of-way, and prescriptive rights, whether of record or not; all presently recorded and validly existing instruments, other than liens and conveyances, that affect the Property; and taxes for the current year, which Grantee assumes and agrees to pay.

Grantor, for the Consideration and subject to the Reservations from and Exceptions to Conveyance and Warranty, grants, sells, and conveys to Grantee the **SURFACE ESTATE ONLY** of the Property, together with all and singular the rights and appurtenances thereto in any way belonging, to have and to hold it to Grantee and Grantee's heirs, successors, and assigns forever. Grantor binds Grantor and Grantor's heirs and successors to warrant and forever defend all and singular the Property to Grantee and Grantee's heirs, successors, and assigns against every person whomsoever lawfully claiming or to claim the same or any part thereof when the claim is by, through, or under Grantor but not otherwise, except as to the Reservations from and Exceptions to Conveyance and Warranty.

When the context requires, singular nouns and pronouns include the plural.

LOUISE HANKINS MORRISS,
(also known as SARAH LOUISE MORRISS)

By:



LUCY M. DINGEL, Attorney-in-Fact
under Statutory Durable Power of Attorney
dated April 4, 1997

This instrument was administratively prepared by Granstaff, Gaedke & Edgmon, P.C. from information provided by the Grantor. No opinion as to title is made or should be construed from this instrument. Granstaff, Gaedke & Edgmon, P.C. has not examined the title to the subject property or otherwise investigated the accuracy of the information provided.

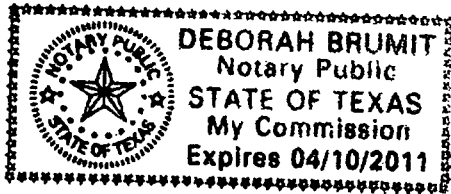
ACKNOWLEDGMENT

STATE OF TEXAS ♠

COUNTY OF McLennan ♠

On this 11th day of October in the year 2007, before me, a Notary Public of said State, personally appeared LOUISE HANKINS MORRISS, by LUCY M. DINGEL, Attorney-in-Fact under Statutory Durable Power of Attorney dated April 4, 1997, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to within this instrument, and acknowledged that she executed the same and for the purpose and consideration therein expressed.

WITNESS MY HAND and OFFICIAL SEAL.



Deborah Brumit
Notary Public, State of Texas

PREPARED IN THE OFFICE OF:

GRANSTAFF, GAEDKE & EDGMON, P.C.
5535 FREDERICKSBURG RD., SUITE 110
SAN ANTONIO, TEXAS 78229
Tel: (210) 348-6600
Fax: (210) 366-0892

AFTER RECORDING RETURN TO:

GRANSTAFF, GAEDKE & EDGMON, P.C.
5535 FREDERICKSBURG RD., SUITE 110
SAN ANTONIO, TEXAS 78229
Tel: (210) 348-6600
Fax: (210) 366-0892

Doc 60245 Bk OR Vol 241 Ps 405

EXHIBIT A
 OLD RANCH

TRACT ONE:

<u>Abstract</u>	<u>Cert.</u>	<u>Survey</u>	<u>Original Grantee</u>	<u>Acres</u>
All of	350	301	65 H.E.&W.T. Ry. Co.	640
E 1/2 of	339	290	43 do.	320
E 1/2 /3	1855	299	62 do.	320
W 2/3	3218	289	42 do.	426-2/3
W 2/3	349	300	63 do.	426-2/3
W 2/3	1854	300	64 do.	426-2/3

All of the said above described lands being in a solid body, containing in the aggregate 2560 acres, and outside boundaries of which are described by metes and bounds as follows, to-wit:

Beginning at the original S.W. corner of Survey No. 65, Cert. 301, for the S.W. corner of this tract;

Thence North 1900 vrs., to the N.W. cor. of said sur. No. 65, and S.W. corner of 62 Cert. 299.

Thence East 950 vrs., to St in the South line of said sur. No. 62.

Thence North through center of said Sur. 62, and Survey 43, 3800 vrs., to the North line of said Sur. 43.

Thence East at 950 vrs. pass the N.E. corner of said Sur. 42, and the N.W. Corner of 42, in all 2216 2/3 vrs., to the N.W. corner of this tract.

Thence South through Surveys 42, 63 & 64, 5700 to the S.E. Cor. of this tract in the South line of Sur. 64.

Thence West 3166-2/3 vrs., to the place of beginning.

TRACT TWO:

All of Survey No. 17, Block O. K., containing 1280 acres of land, patented to J. J. Marsh, assignee, of J. I. Thompson by Patent No. 413, Volume 34, issued December 27th, 1883.

TRACT THREE:

<u>ACRES</u>	<u>SURVEY</u>	<u>ABST.</u>	<u>CERT.</u>	<u>BLOCK</u>	<u>ORIGINAL GRANTEE</u>	<u>PATENT</u>
						<u>No. Vol.</u>
640	108	2285	357	E 1/2	HE & WT Ry Co.	158 47A

aggregating 640 acres, more or less, together with all improvements situated thereon, and being part of the identical property conveyed by Mrs. Elizabeth Welch et vir to Ralph Leinweber, by warranty deed dated September 5th, 1941, of record in Volume 33, page 599-600, Deed Records of Edwards County, Texas, to which reference is here made for all purposes.

1 of 7

Doc	Bk	Vol	Ps
60245	OR	241	406

SAVE AND EXCEPT:

Being 453.19 acres of land out of the North part of Survey 17, Abstract 562, G.C. & S.F. R.R. Co. Block OK and being part of those lands described in Deed from Mrs. Mimmie S. Rigsby to Lowell F. Hankins dated November 4, 1959 and recorded in Volume 41 at page 624 of the Deed Records of said Edwards County, Texas. Said 453.19 acres is described by metes and bounds as follows:

Beginning at a point for the N.E. corner of said Survey 17 and the S.E. corner of Survey 15, Abstract 555, G.C. & S.F. R.R. Co. Block OK located 7,032.58 feet S.0°11'37"W. from a large rock mound found for the N.E. corner of said Survey 15 which rock mound has Coordinates on the Texas Coordinate System of 1927 - South Central Zone of Y=861,382.75 feet and X=1,710,374.63 feet. From said large rock mound at the N.E. corner of said Survey 15 found a corner fence post bears S.5°34'W. 19.9 feet and a 1/2" rebar bears S.6°18"W. 20.4 feet.

Thence with the East line of said Survey 17 same being a West line of "FORTY ONE RANCH" Subdivision as recorded in Volume 1 at page 59 of the Plat Records of Edwards County, also being the West line of Survey 18 in said Block OK, S.0°11'37"W. 2,501.18 feet to a 5/8" iron rod with cap marked "RPLS 963" for the S.E. corner of this tract and the N.E. corner of the South part of said Survey 17 from which the S.E. corner of said Survey 17 and the S.W. corner of said Survey 18 bears S.0°11'37"W. 4,531.39 feet.

Thence N.89°51'32"W., at 1.0 foot cross existing North-South fence, at 15.00 feet point for the North end of the centerline of easement NUMBER THREE, 30.00 feet in width, granted with this tract, at 3,113.09 feet cross existing track road and the centerline of the North end of easement NUMBER ONE, 30.00 feet in width, granted with this tract, at 7,870.06 feet cross existing track road and North end of centerline of easement NUMBER TWO, 30.00 feet in width, granted with this tract, at 7,885.06 feet cross existing North-South fence in all 7,896.76 feet to a 5/8" iron rod with cap marked "RPLS 963" for the S.W. corner of this tract and the N.W. corner of the South part of said Survey 17 from which point for the S.W. corner of Survey 17 which has Coordinates on the Texas Coordinate System of 1927 - South Central Zone of

1287

Y=847,342.95 feet and X=1,702.410.14 feet, bears S.0°27'00"W. 4,525.70 feet. From said point for the S.W. corner of Survey 17 which is also the S.E. corner of Survey 41 and the N.E. corner of Survey 42, H.E. & W.T. R.R. Co. Block E, found 12" dead Oak N.87°11'W. 177.5 feet and 16" dead Cedar N.85°09'W. 181.1 feet and a 10" corner post at the South end of existing fence and in East-West existing fence bears S.80°38'E. 18.0 feet.

Thence with the West line of said Survey 17 and the East line of said Survey 41, Block E, N.0°27'00"E. 752.68 feet to an old stone mound found for the N.E. corner of said Survey 41 and the S.E. corner of Survey 20 in said Block E from which found 8" L.O. bears S.54°E. 109.4 feet and L.O. Mott bears S.74°1/2'E. 187.0 feet.

Thence continuing with the West line of said Survey 17 and the East line of said Survey 20, N.0°18'34"E. 1,748.52 feet to a point for the N.W. corner of said Survey 17 and the S.W. corner of said Survey 15 Block OK same being the N.W. corner of this tract from which point for the N.W. corner of said Survey 15 bears N.0°18'34"E. 7,026.94 feet. From said point for the N.W. corner of said Survey 15 found 1" iron pipe marked "12, 15, 19," in fence bears N.12°56'08"W. 28.66 feet and a corner fence post bears N.28°49'W. 13.3 feet.

Thence with the North line of said Survey 17 and the South line of said Survey 15 Block OK, S.89°51'32"E. 7,889.86 feet to the place of beginning, and containing 453.19 acres of land.

EASEMENT NUMBER ONE GRANTED WITH ABOVE 453.19 ACRE TRACT

Being an easement 30.00 feet in width over and across the South Part of Survey 17, Abstract 562, G.C. & S.F. R.R. Co. Block OK and being 15.00 feet on each side of the following described centerline:

Beginning at a point on the South line of the above described 453.19 acre tract located 3,113.09 feet N.89°51'32"W. from 5/8" iron rod with cap marked "RPLS 963" at the S.E. corner of said above described 453.19 acre tract.

Thence with the centerline of this easement as follows:
 S.5°17'23"E. 205.62 feet; S.21°43'35"W. 88.05 feet;
 S.55°10'30"W. 219.83 feet; S.31°54'59"W. 114.62 feet; S.5°42'00"W. 217.62 feet; S.20°58'22"E. 362.19 feet; S.44'23'18"E. 473.29 feet;
 S.51°02'33"E. 269.97 feet; S.0°28'57"E. 213.01 feet; S.14°29'11"E. 112.95 feet; S.39°30'11"E. 329.02 feet; S.21°12'50"W. 413.91 feet;
 S.22°20'24"E. 171.83 feet; S.0°09'08"E. 450.14 feet; S.15°20'36"W. 556.95 feet and S.31°30'01"W. 709.75 feet to a sharp angle to the right in this centerline.

Thence continuing with the centerline of this easement as

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follows: N.85°57'39"W. 282.82 feet; S.69°10'19"W. 101.29 feet; N.88°41'28"W. 515.69 feet; N.70°05'51"W. 671.30 feet; S.84°12'50"W. 534.37 feet; S.73°31'20"W. 224.65 feet; S.55°22'48"W. 331.27 feet; S.79°19'37"W. 112.18 feet; N.78°14'32"W. 104.97 feet; S.80°06'44"W. 109.36 feet; N.89°55'40"W. 511.88 feet; N.59°37'10"W. 420.99 feet; S.89°17'35"W. 622.63 feet; S.72°44'25"W. 332.15 feet; S.41°04'57"W. 212.28 feet; and S.0°15'47"W. 78.81 feet to the end of this centerline at the North end of centerline of existing 30.00 feet wide easement described by document dated March 21, 2003 and recorded in Volume 211 at page 397 of the Official Public Records of Edwards County, Texas being a point in existing gate from which 10" corner post at corner of fences East-West and North bears N.89°49'01"W. 15.0 feet and hereinabove described S.W. corner of Survey 17 G.C. & S.F. R.R. Co. Block OK bears N.84°48'39"W. 32.85 feet.

EASEMENT NUMBER TWO GRANTED WITH THE ABOVE 453.19 ACRE TRACT

Being an easement 30.00 feet in width over and across the South Part of Survey 17, Abstract 562, G.C. & S.F. R.R. Co. Block OK and being 15.00 feet on each side of the following described centerline:

Beginning at a point located in the centerline of EASEMENT NUMBER ONE ABOVE, N.0°15'47"E. 78.81 feet from the end of said EASEMENT NUMBER ONE.

Thence with the centerline of this easement 15.00 feet Eastward from and parallel to existing fence, N.0°22'32"E. 4,449.75 feet to point for the end of this centerline on the South line of above described 453.19 acre tract from which the S.W. corner of said 453.19 acre tract which is a 5/8" iron rod with cap marked "RPLS 963" set 11.7 feet West of said North-South fence bears N.89°51'32"W. 26.70 feet.

EASEMENT NUMBER THREE GRANTED WITH THE ABOVE 453.19 ACRE TRACT

Being an easement 30.00 feet in width over and across the South Part of Survey 17, Abstract 562, G.C. & S.F. R.R. Co. Block OK and being 15.00 feet on each side of the following described centerline:

Beginning at point on the centerline of EASEMENT NUMBER ONE, above described, at the end of a course therein which is S.31°30'01"W. 709.75 feet to a sharp angle to the right in said centerline which point of sharp angle to the right is the beginning of this centerline.

Thence with the centerline of this easement, S.32°20'28"W. 181.96 feet and S.8°14'26"W. 75.47 feet to a point located 15.00 feet Northward from a gate in existing East-West fence.

Thence parallel to and 15.00 feet Northward from said existing East-West fence; S.89°49'01"E. 3,158.80 feet to point of angle in this centerline from which the S.E. corner of said Survey 17 bears S.44°48'42"E. 21.21 feet.

Thence continuing with the centerline of this easement 15.00 feet Westward from and parallel to the East line of said Survey 17, N.0°11'37"E. 2,485.43 feet to an angle point in this centerline.

Thence continuing with the centerline of this easement as follows: N.12°33'31"W. 52.85 feet; N.36°30'36"W. 105.33 feet; N.6°21'49"W. 104.44 feet; N.44°57'10"E. 113.31 feet and N.7°55'12"E. 50.28 feet to an angle point located 15.00 feet Westward from the East line of said Survey 17.

Thence continuing with the centerline of this easement 15.00 feet Westward from and parallel to the East line of said Survey 17, N.0°11'37"E. 1,660.91 feet to point for the end of this centerline on the South line of said 453.19 acre tract from which its S.E. corner, a 5/8" iron rod with cap marked "RPLS 963" set 1.0 foot East of existing North-South fence bears S.89°51'32"E. 15.00 feet.

EASEMENT NUMBER FOUR GRANTED WITH THE ABOVE 453.19 ACRE TRACT

Being and easement 30.00 feet in width over and across Survey 42, Abstract 3218, Survey 63, Abstract 349, and Survey 64, Abstract 1854, all in H.E. & W.T. R.R. Co. Block E, Edwards County, Texas, said easement being 15.00 feet on each side of the following described centerline:

Beginning at the centerline of the Western end of an existing easement which is 30.00 feet wide as described in Document dated March 21, 2003 from J.L. Hankins, et al to Lorelei Hankins and recorded in Volume 211 at page 397 of the Official Public Records of Edwards County, said beginning point of this easement also being at the center of gate in an existing North-South fence accepted as being along and near the West line of that certain 2,560 acres of land described in Deed dated February 10, 1931 from Emma Hankins and husband to James Otto Hankins and recorded in Volume 29 at page 435 of the Deed Records of said Edwards County and also accepted as being along and near the East line of that certain 2,560 acre tract described in Deed dated February 10, 1931 from Emma Hankins and husband to Lowell F. Hankins and recorded in Volume 29 at page 419 of the said Deed Records of Edwards County. From said beginning point the N.E. corner of Survey 42 bears N.58°04'42"E. 1983.49 feet.

Thence with the centerline of this easement along the approximate centerline of existing road as follows:
S.72°43'30"W. 106.75 feet; S.85°27'32"W. 202.63 feet; S.61°31'13"W. 48.50 feet; S.14°25'30"W. 182.29 feet; S.9°05'04"W. 133.64 feet;

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S.16°26'51"E. 313.07 feet; S.13°28'04"E. 617.86 feet; and S.15°31'26"E. 315.95 feet to point where this easement begins to be 75.00 feet wide, 37.50 feet on each side of the centerline.

Thence with the centerline of the portion of this easement which is 75.00 wide, S.0°21'25"E. 276.65 feet to point where this easement reduces to 30.00 feet wide, 15.00 feet on each side of the centerline as follows: S.8°01'19"W. 348.11 feet; S.13°12'11"W. 110.91 feet; S.8°50'28"E. 348.04 feet; S.7°59'41"W. 226.02 feet; S.13°10'13"W. 102.13 feet; S.26°09'51"W. 231.65 feet; S.41°44'12"W. 224.23 feet; S.54°21'42"W. 344.56 feet; S.41°47'45"W. 124.69 feet; S.30°02'12"W. 344.56 feet; S.39°39'15"W. 202.59 feet; and S.18°52'28"W. 107.63 feet to a point on the approximate South line of said Survey 42 and the approximate North line of said Survey 63.

Thence continuing with the centerline of this easement, S.0°36'32"W. 104.07 feet; S.3°31'16"W. 129.87 feet; S.14°44'31"E. 52.73 feet; S.43°37'53"E. 56.59 feet; S.52°53'23"E. 538.08 feet; S.38°30'36"E. 208.77 feet; S.6°16'15"E. 107.29 feet; S.16°10'56"W. 107.08 feet; S.12°04'31"E. 100.43 feet; S.53°44'14"E. 266.77 feet; S.39°46'31"E. 106.16 feet; S.9°18'02"E. 321.48 feet; S.0°42'36"W. 219.18 feet; S.6°08'16"W. 101.64 feet; S.5°06'30"E. 100.30 feet; and S.20°51'25"E. 175.38 feet to angle point where this easement begins to be 170.00 feet wide, 85.00 feet on each side of the centerline.

Thence continuing with the centerline of this easement S.0°21'18"W. 821.80 feet to point where this easement reduces to 30.00 feet wide, 15.00 feet on each side of the centerline as follows: S.52°22'56"W. 619.23 feet; S.55°09'10"W. 409.37 feet; S.46°09'32"W. 101.61 feet; S.12°47'32"W. 122.37 feet; S.16°24'53"W. 206.83 feet; S.0°32'00"E. 104.76 feet; S.24°01'38"W. 106.47 feet; S.35°39'32"W. 228.27 feet; S.5°47'44"W. 374.57 feet; S.7°48'43"W. crossing the approximate South line of said Survey 63 and the approximate North line of said Survey 64, in all 550.18 feet; S.11°45'29"W. 150.59 feet; S.11°31'28"E. 385.56 feet; S.10°20'48"W. 361.50 feet; S.23°58'07"W. 316.84 feet; S.5°52'26"W. 145.98 feet; S.7°38'04"E. 321.56 feet; S.3°27'24"W. 135.81 feet; S.38°39'12"W. 103.71 feet; S.67°27'43"W. 449.01 feet; S.36°37'35"W. 139.80 feet; S.11°22'32"E. 354.76 feet; S.1°33'35"E. 168.04 feet; S.11°40'42"W. 121.76 feet; S.6°31'57"E. 331.22 feet; S.6°29'53"W. 113.27; S.33°44'58"W. 283.93 feet; and S.63°03'14"E. passing through gate in all 181.19 feet to an angle point in this centerline.

Thence continuing with the centerline of this easement S.15°34'30"W. 104.27 feet to point at gate.

Thence continuing with this centerline S.8°16'13"W. passing through another gate in all 153.95 feet to an angle point in this centerline.

Thence continuing with the centerline of this easement along

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the approximate centerline of existing road, S.79°55'53"E. 1,555.76 feet; S.77°51'19"E. 314.00 feet; S.67°35'15"E. 116.72 feet; and S.46°46'49"E. 60.42 feet to the end of this centerline on the West line of a "10.64 acre" tract described in Deed dated March 21, 2003 from Clark Hankins to Lorelei Hankins and recorded in Volume 211 at page 403 of the Deed Records of Edwards County. From the point for the end of said centerline a corner post found for the S.E. corner of said "10.64 acre" tract bears S.0°30'44"W. 933.72 feet and S.89°30'16"E. 1,067.42 feet.

NOTE: All courses, distances and coordinates recited herein refer to the Texas Coordinate System of 1927 - South Central Zone. Control used was U.S.C. & G.S. Triangulation Station RIGSBY.

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BMC GROUP

BMC Group, Inc.

Attn: Conoco Petroleum, Inc. Claims Processing

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