KLEIN, DENATALE, GOLDNER,

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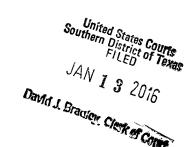
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In re:

LISA HOLDER, CSB NO. 217752
KLEIN, DENATALE, GOLDNER,
COOPER, ROSENLIEB & KIMBALL, LLP
4550 California Avenue, Second Floor
Bakersfield, California 93309
Telephone: (661) 395-1000
Facsimile: (661)326-0418
E-mail: lholder@kleinlaw.com **Pro hac vice application pending**



Attorneys for Berrenda Mesa Water District

IN THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF TEXAS HOUSTON DIVISION

RAAM GLOBAL ENERGY COMPANY,

Debtor.

CASE NO. 15-35615

Chapter 11

JOINTLY ADMINISTERED

Debtor: Century Exploration Resources, LLC, Case No. 15-35616

Claimant: Berrenda Mesa Water District

LISA HOLDER'S DECLARATION AND EXHIBITS IN SUPPORT OF BERRENDA MESA WATER DISTRICT'S REQUEST FOR ADMINISTRATIVE EXPENSE PAYMENT

I, Lisa Holder, declare:

- 1. I am an attorney licensed to practice before the courts of the State of California, all the California district courts, and the Ninth Circuit Court of Appeals. I am a partner at the law firm of Klein, DeNatale, Goldner, Cooper, Rosenlieb & Kimball, LLP ("KDG"), general counsel for Berrenda Mesa Water District ("Water District").
- 2. I prepared the *Berrenda Mesa Water District's Request for Administrative Expense Payment* (the "Request") and I am familiar with the information contained in the Request and the exhibits attached hereto.

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- Exhibit "A" is a true and correct copy of the Oil, Gas and Mineral Lease, dated 3. October 29, 2010, originally between lessor Water District and Maverick Petroleum, Inc., as lessee (the "Lease"). Using the document number and recording date found in the bankruptcy schedules, I obtained the Lease from an online service, which provides documents recorded with the county recorder in Kern County. The document number and recording date on Exhibit "A" are identical to the information provided by Debtor regarding the lease.
- 4. Exhibit "B," attached hereto, is a true and correct copy of Debtor's schedules filed December 6, 2015, document no 15, at pages 16 and 78. I obtained Debtor's schedules from the bankruptcy docket.
- 5. Exhibit "C," attached hereto, is a true and correct copy of a printout from the website for California Division of Oil, Gas & Geothermal Resources ("DOGGR"). To obtain this printout, I accessed DOGGR's online database of California oil and gas wells, entered the legal description of the property found in Exhibit "B," and called up the well described in the Lease. DOGGR is the California regulatory agency responsible for maintaining data related to each well permitted in California.
- 6. Exhibit "D," attached hereto, is a true and correct copy of an email I received from Debtor's attorney in response to my request for information from Debtor regarding the royalties owed to Water District.

The above statements are within my personal knowledge and I can testify competently regarding these statements if called as a witness.

I declare under the penalty of perjury under the laws of the State of California and of the United States that the foregoing is true and correct.

Executed this 12th day of January, 2015 at Bakersfield, California.

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RECORDING REQUESTED BY AND WHEN RECORDED MAIL TO: MAVERICK PETROLEUM, INC.	James W. Fitch, Assessor Kern County Official Records Recorded at the request of Public	r TELFORD) 11/09/201 1:10 PM	10	
1401 Commercial Way, Ste. #200 Bakersfield, California 93309	DOC#: 0210156563	Stat Types: 1	Pages: 4	
DOCUMENTARY TRANSFER TAX \$ Computed on full value of property conveyed or computed on full value less liens and encumbrances remaining at time of sale		Fees Taxes Others PAID	18.00 9.00 <u>0.00</u> \$18.00	
Ву	-			
#10-19 (34, 44, 55, 72, 73, 175, 202,280)	LINE FOR RECORDER USE APN:057-230-12; 057-250-13; 057- 057-250-23 ptn.; 0 057-230-17	250-02: 057-250)-17:	
	MINERAL LEASE ORT FORM)			
THIS LEASE AND AGREEMENT, made and by and between <u>BERRENDA MESA WATER</u> called "LESSOR" (whether one or more), are corporation, hereinafter called "LESSEE";	entered into this 25 ⁺¹ day of R DISTRICT nd MAVERICK PETROLEUM	octobe~ , he I, INC., a (, 2010, ereinafter California	
WITT	NESSETH:			
Lessor hereby leases to Lessee and Lessee here for the purposes and with the exclusive right of said land for oil, gas, other hydrocarbons, associately helium, geothermal steam and other commerciall wells on said land, whether or not similar to the a situated in <u>Kern</u> County, California, and described the situated of the situated in <u>Kern</u> County, California, and described the situated the	prospecting, exploring, mining, printed substances, sulphur, nitrolly valuable substances which may be above-mentioned substances. The	drilling and ogen, carbon	operating dioxide.	
SEE EXHIBIT "A" ATTACHED HERETO AN	ID BY THIS REFERENCE MADE A	PART HERE	OF	
This lease is made for the term and upon and and conditions set forth in the certain Oil, Gas parties hereto covering the land hereinabove desincorporated herein with the same force and effective covering the land hereinabove desincorporated herein with the same force and effective covering the land hereinabove desincorporated herein with the same force and effective covering the land hereinabove.	and Mineral Lease of even date scribed, and said Oil, Gas and M	herewith bet ineral Lease	covenants ween the is hereby	
IN WITNESS WHEREOF, said parties have first hereinabove written.	ve caused this lease to be duly e	xecuted as o	f the date	
"LESSOR"	"LESSEE"			
BERRENDA MESA WATER DISTRICT	MAVERICK PETROLEU	JM, INC.		
BY: OrlMaking JOSEPH C. MacMuzine	BY: GARY L. PLOTNER.	PRESIDENT	r	
BY:		٨		
	Exhib	<u> </u>		

#10-19 (34, 44, 55, 72, 73, 175, 202, 280)

EXHIBIT "A"

All that real property, situate in the County of Kern, State of California, more fully described as follows:

Township 26 South, Range 20 East, M.D.M.

PARCEL 1:

Section 20: The Southeast Quarter and the South Half of the Southwest Quarter.

Section 29: The North Half.

APN# 057-230-12; 057-250-03

PARCEL 2:

Section 29: The South Half

APN# 057-250-04

PARCEL 3:

Section 32: The West Half

APN# 057-250-13

PARCEL 4:

Section 30: The Southeast Quarter.

APN# 057-250-02

PARCEL 5:

Section 31: All, EXCEPTING THEREFROM the Northwest Quarter of the Northwest Quarter

APN# 057-250-17; 057-250-23 Ptn.

PARCEL 6:

Section 19: Southeast Quarter of the Southeast Quarter

APN# 057-230-17

Township 26 South, Range 19 East, M.D.M.

PARCEL 7:

Section 36: That portion lying Northeasterly of the Westside Highway, known as State Highway Route No. 33

APN# 057-180-10

PARCEL 8:

Section 4: The Southeast Quarter.

APN# 057-151-18

Exhibit	_A	
Page	4	

STATE OF CALIFORNIA	
COUNTY OF KERN	CAPACITY CLAIMED BY SIGNOR
ON OCTOBER 2914, 20 10, BEFORE ME,	INDIVIDUAL
JENNIFEL JONES - 2 EDEDA, A NOTARY	X CORPORATE THE OFFICER(S)
PUBLIC, PERSONALLY APPEARED.	PREGIDENT
WHO PROVED TO ME ON THE BASIS OF SATISFACTORY EVIDENCE TO BE THE PERSON(X) WHOSE NAME(X)	TITLE(S)
IS/ARE-SUBSCRIBED TO THE WITHIN INSTRUMENT AND ACKNOWLEDGED TO ME THAT HE/SHE/THEY.	TITL D(0)
EXECUTED SAME IN HIS/HER/THEIR AUTHORIZED CAPACITY (IEX), AND THAT BY HIS/HER/THEIR	TITLE(S)
SIGNATURE(S) ON SAID INSTRUMENT THE PERSON(S)	PARTNER(S)
OR THE ENTITY UPON BEHALF OF WHICH THE PERSON(S ACTED, EXECUTED SAID INSTRUMENT.	ATTORNEY-IN-FACT
I CERTIFY UNDER PENALTY OF PERJURY UNDER THE	TRUSTEE(S)
LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING PARAGRAPH IS TRUE AND CORRECT.	OTHER:
WITNESS MY HAND AND OFFICIAL SEAL	SEAL
MOTARY'S SIGNATURE	JENNIFER JONES-ZEPEDA Commission # 1736826 Notery Public - California Kern County My Comm. Expires Apr 5, 2011
STATE OF	CAPACITY CLAIMED BY SIGNOR
COUNTY OF)	INDIVIDUAL
ON, 20 <u>10</u> , BEFORE ME,, A NOTARY	CORPORATE THE OFFICER(S)
PUBLIC, PERSONALLY APPEARED	TITLE(S)
WHO PROVED TO ME ON THE BASIS OF SATISFACTORY EVIDENCE TO BE THE PERSON(S) WHOSE NAME(S)	.,
IS/ARE SUBSCRIBED TO THE WITHIN INSTRUMENT AND ACKNOWLEDGED TO ME THAT HE/SHE/THEY	TITLE(S)
EXECUTED SAME IN HIS/HER/THEIR AUTHORIZED	PARTNER(S)
CAPACITY (IES), AND THAT BY HIS/HER/THEIR SIGNATURE(S) ON SAID INSTRUMENT THE PERSON(S),	ATTORNEY-IN-FACT
OR THE ENTITY UPON BEHALF OF WHICH THE PERSON(S) ACTED, EXECUTED SAID INSTRUMENT.	TRUSTEE(S)
I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF THAT THE FOREGOING PARAGRAPH IS TRUE AND CORRECT.	OTHER:
WITNESS MY HAND AND OFFICIAL SEAL	SEAL
NOTARY'S SIGNATURE	
	Exhibit

COUNTY OF KERN)	CAPACITY CLAIMED BY SIGNOR	
ON NOVEMBER 5, 2010, BEFORE ME,	INDIVIDUAL	
NICOLE KITCHEN , A NOTARY PUBLIC, PERSONALLY APPEARED GARY L. PLOTNER , WHO PROVED TO ME ON THE BASIS OF SATISFACTORY	X CORPORATE THE OFFICER(S)	
EVIDENCE TO BE THE PERSON(S) WHOSE NAME(S) IS/ARE SUBSCRIBED TO THE WITHIN INSTRUMENT AND	PRESIDENT	
ACKNOWLEDGED TO ME THAT HE/SHE/THEY		TITLE(S)
EXECUTED SAME IN HIS/HER/THEIR AUTHORIZED CAPACITY (IES), AND THAT BY HIS/HER/THEIR		TITLE(S)
SIGNATURE(S) ON SAID INSTRUMENT THE PERSON(S), OR THE ENTITY UPON BEHALF OF WHICH THE PERSON(S) ACTED, EXECUTED SAID INSTRUMENT.	PARTNER(S)	(3)
	ATTORNEY-IN-FACT	
I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF <u>CALIFORNIA</u> THAT THE FOREGOING PARAGRAPH IS TRUE AND CORRECT.	TRUSTEE(S)	
FOREGOING PARAGRAPH IS TRUE AND CORRECT.	OTHER:	
WITNESS MY HAND AND OFFICIAL SEAL		
NOTARY'S SIGNATURE	SEAL	
NOTARI 5 SIGNATURE	NICOLE KITCHEN	
	Commission # 1750854 Notary Public - California	
	Kern County My Comm. Expires Jun 14, 2011	
STATE OF		
	CAPACITY CLAIMED BY SIGNOR	
ON, 20 <u>09</u> , BEFORE ME, , A NOTARY	INDIVIDUAL	
PUBLIC, PERSONALLY APPEARED, WHO	CORPORATE THE OFFICER(S)	
PROVED TO ME ON THE BASIS OF SATISFACTORY		
EVIDENCE TO BE THE PERSON(S) WHOSE NAME(S) IS/ARE SUBSCRIBED TO THE WITHIN INSTRUMENT AND		TITLE(S)
ACKNOWLEDGED TO ME THAT HE/SHE/THEY EXECUTED SAME IN HIS/HER/THEIR AUTHORIZED		
CAPACITY (IES), AND THAT BY HIS/HER/THEIR		TITLE(S)
SIGNATURE(S) ON SAID INSTRUMENT THE PERSON(S), OR THE ENTITY UPON BEHALF OF WHICH THE	PARTNER(S)	
PERSON(S) ACTED, EXECUTED SAID INSTRUMENT.	ATTORNEY-IN-FACT	
I CERTIFY UNDER PENALTY OF PERJURY UNDER THE	TRUSTEE(S)	
LAWS OF THE STATE OF THAT THE FOREGOING PARAGRAPH IS TRUE AND CORRECT.	OTHER:	
WITNESS MY HAND AND OFFICIAL SEAL		
	SEAL	
NOTARY'S SIGNATURE	٨	
	Exhibit	
	Page (0	

Centary Exploration Resources, LLC	Control Europetion Resources, LLC	Century Exploration Resources, LLC	Contury Exploration Remountable, LLC	Cartley Exploration Resources, LLC	Corduy Exploration Resources, LLC	Contary European Resources, LLC	Century Exploration Resources, LLC	Carriary Egyforston Ramourope, LLC	Century Exploration Resources, LLC	Corney Exploration Resources. LLC	Century Exploration Resources, LLC	Century Exploration Resources LLC	Certary Exploration Resources, LLC	Century Exploration Resources, LLC	Century Exploration Resourcest, LLC	Cartary Exploration Resources, LLC	Contary Employeesian Resources, LLC	Century Exploration Resources. LLC	Contary Exploration Resources, LLC	Century Exploration Resources, LLC	Century Exploration Resources, LLC	Century Exploration Resources, LLC	Carriery Exploration Resources. LLC	Century Exploration Resources, ELC	Cortury Exprovation Resources, LLC	Cantary Exploration Resources, ILC	Century Exploration Resources, LLC		Century Exploration Resources, LLC	Century Exploration Resources. U.C.	Century (Epiforation Resources, LLC	Centary Egilbration Resources, LLC	Century Exploration Resources, LLC	Cookey Exploration Resources, LLC	Century Exploration Resources, LLC	Cartury Exploration Resources, U.C.	Century Exploration Rysources, LLC	Contary Exploration Resources, LLC	Century Exploration Resources, LLC	Centary Egolimbon Resources, LLC	Cantary Exploration Resources, LLC	Carbay Exploration Resources, LLC	Contary Exploration Resources, LLC	Century Exploration Resources, LLC	Cartury Egitoriton Paneuropi, LLC	Century Exploration Resources, LLC	Century Essteration Resources, LLC	Certity Egitoriton Resources, LLC	Cartary Estimaton Resources, LLC	Dator
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Case 15-35615 Document 336 Filed in TXSB on 01/13/16 Page 8 of 11 Case 15-35616 Document 15 Filed in TXSB on 12/06/15 Page 78 of 172

In re	Case No.	15-35616
Debtor		(If known)

AMENDED AND RESTATED SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

	NAME AND MAILING ADDRESS, INCLUDING ZIF CODE. OF OTHER PARTIES TO LEASE OR CONTRACT	DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR
612	BEN DONEGAN 3224 CANDELARIA NE ALBUQUERQUE, NM 87107	MINERAL LEASE OVERRIDE TUCUMCARI BASIS (NM) - CUERVO/ P23500137.001/ RAMONA SENA 115.12 AC LOCATED IN SEC.18, T11N-R24E, GUADALUPE COUNTY, NEW MEXICO.
624	BEN DONEGAN 3224 CANDELARIA NE ALBUQUERQUE, NM 87107	MINERAL LEASE OVERRIDE TUCUMCARI BASIS (NM) - CUERVO/ P23500137.004/ BILL ROSS & ELAINE ROSS 115.12 AC LOCATED IN SEC.18, T11N-R24E, GUADALUPE COUNTY, NEW MEXICO.
620	BEN DONEGAN 3224 CANDELARIA NE ALBUQUERQUE, NM 87107	MINERAL LEASE OVERRIDE TUCUMCARI BASIS (NM) - CUERVO/ P23500137.003/ JOHN SENA & ROSE SENA 115.12 AC LOCATED IN SEC.18, T11N-R24E, GUADALUPE COUNTY, NEW MEXICO.
439	BEN DONEGAN 3224 CANDELARIA NE ALBUQUERQUE, NM 87107	MINERAL LEASE OVERRIDE TUCUMCARI BASIS (NM) - CUERVO/ P23500091.003/ RALPH R DEOLIVIERA 392.53 GROSS ACRES, MORE OR LESS, IN SEC 30, T11N- R24E NMPM, GUADALUPE COUNTY, NEW MEXICO
1115	BERENDA MESA WATER DISTRICT 14823 HIGHWAY 33 LOST HILLS, CA 93249	MINERAL LEASE ROYALTY CA - BLOEMER/ P31900027.000/ BERRENDA MESA WATER DISTRICT 2,334.09 ACRES, MORE OR LESS, SITUATED IN SECS 19, 20, 29, 30, 31 & 32, , T26S-R20E, M.D.M, AND SECS 4 & 36, T26S-R19E, M.D.M., KERN COUNTY, CALIFORNIA.
551	BERNADETTE SNAGEL 6017 DEL CAMPO PL NE ALBUQUERQUE, NM 87109	MINERAL LEASE ROYALTY TUCUMCARI BASIS (NM) - CUERVO/ P23500132.010/ BERNADETTE SNAGEL 301.12 ACRES, BEING THE W2SW OF SEC.3, THE S2SW AND S 26 AC OF NESW OF SEC. 9 & LOT 1 & 2 AND SENW OF SEC.18, T11N-R24E, GUADALUPE COUNTY, NEW MEXICO.
2806	BERRENDA MESA WATER DISTRICT 14823 HWY 33 LOST HILLS, CA 93249-9734	CONTRACT MASTER SERVICE AGREEMENT

Page S

Page 13 of 105

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Lisa Holder

From:

O'Connor, Reese < roconnor@velaw.com>

Sent:

Monday, January 11, 2016 3:55 PM

To: Cc: Lisa Holder

Cc: Subject: Foxman, Bradley
RE: RAAM Global / Century Exploration - Royalty

Lisa-

Please see the latest data from the Company. The highlighted portion represents the royalties payable to your client.

09/2015	0615.1	BMWD #36-1 (ZON	IE .					
1)		09/2015	R1	MIN		UNPD		
	Yes 13	803 Berenda Mesa	a Water					
District	0.11667000	0.11667000	0.00	000000	40.59	40.59	0.00	1,747.86
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District	0.11667000	0.11667000	0.00	000000	1.12	1.12	1.34	2.63
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1)	0013.1	10/2015	R1	MIN		UNPD		
•		•	R1	MIN		UNPD		

Best, Reese

Reese A. O'Connor

Associate Vinson & Elkins LLP
1001 Fannin Street, Suite 2500
Houston, Texas 77002-6760
Tel 713.758.2551
Fax 713.615.5037
roconnor@velaw.com

From: Lisa Holder [mailto:lholder@KleinLaw.com]

Sent: Monday, January 11, 2016 2:48 PM

To: Foxman, Bradley

Subject: RAAM Global / Century Exploration - Royalty

Dear Mr. Foxman,

I represent the Berrenda Mesa Water District in California. BMWD receives royalty payments from Century Exploration Resources, LLC. I am trying to determine the administrative claim Century owes to BMWD. Below is the property description. According to DOGGR, there was production. BMWD's last royalty payment was for the period ending August 2015. Please advise. Thank you.

http://opi.consrv.ca.gov/opi/opi.dll/Search?UsrP ID=100100100&WMtr APINumber=03047867

Exhibit_____

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CENTURY EXPLORATION RESOURCES LLC

CA Kem

1537 BULL LEA ROAD, SUITE 200 LEXINGTON KY 40511 (859) 253-1300

Check Number Gross Deducts

Dist Domi Owner Volume BMWD #36-1 (ZONE 1)

Gross Value Owner Value

Rity Chargebacks

Owner Taxes Section: 36

0.00

Township: 026-S 11.45

Lisa Holder / Attorney

Klein · DeNatale · Goldner

- ATTORNEYS AT LAW -

4550 California Ave., 2nd Floor | Bakersfield, California 93309 General: 661.395.1000 | Direct: 661.328.5249 | Fax: 661.326.0418

Assistant: Cynthia M. Öliver | Direct: 661.328.5211 | coliver@kleinlaw.com

www.KleinLaw.com

Property: 0615.1

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Thank You.

Exhibit	
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