July 21st, 2014

Stanton ISD
Mr. David Carr
200 North College Street
Stanton, Texas 79782

RE: Application for Section 313 – Value Limitation Agreement

Atlas Pipeline Mid-Continent Westex, LLC is considering plans to build a 200mmscf/d gas processing plant inside Stanton ISD which will allow us the ability to process raw natural gas into useable products. The estimated investment for this project will be approximately $90mm, with estimated completion in the 4th quarter of 2015.

The positive economic impact stretches beyond the investment by providing a number of jobs during the construction phase, and at least 10 full time local jobs once construction is complete.

Atlas Pipeline Mid-Continent Westtex, LLC is committed to the growth and welfare of the community. We believe our investment in Martin County affirms our dedication to maintaining a considerable presence in the area.

Attached is our application for property tax limitation. We respectfully request this 10 year limitation under The Appraised Value Limitation on Qualified Property (Chapter 313 of the Texas Tax Code).

Please feel free to contact me if you have any questions. I can be reached via telephone 469-298-1594 or by email mfry@keatax.com.

Sincerely,

Mike Fry

TAB 01

Application

Application for Appraised Value Limitation on Qualified Property
(Tax Code, Chapter 313, Subchapter B or C)

Economic Development and Analysis
Form 50-296-A

INSTRUCTIONS: This application must be completed and filed with the school district. In order for an application to be processed, the governing body (school board) must elect to consider an application, but — by Comptroller rule — the school board may elect to consider the application only after the school district has received a completed application. Texas Tax Code, Section 313.025 requires that any completed application and any supplemental materials received by the school district must be forwarded within seven days to the Comptroller of Public Accounts.

If the school board elects to consider the application, the school district must:

- notify the Comptroller that the school board has elected to consider the application. This notice must include:
  - the date on which the school district received the application;
  - the date the school district determined that the application was complete;
  - the date the school board decided to consider the application; and
  - a request that the Comptroller prepare an economic impact analysis of the application;
- provide a copy of the notice to the appraisal district;
- must complete the sections of the application reserved for the school district and provide information required in the Comptroller rules located at 34 Texas Administrative Code (TAC) Section 9.1054; and
- forward the original hard copy of the completed application to the Comptroller in a three-ring binder with tabs, as indicated on page 9 of this application, separating each section of the documents, in addition to an electronic copy on CD. See 34 TAC Chapter 9, Subchapter F.

The governing body may, at its discretion, allow the applicant to supplement or amend the application after the filing date, subject to the restrictions in 34 TAC Chapter 9, Subchapter F.

When the Comptroller receives the notice and required information from the school district, the Comptroller will publish all submitted application materials on its website. The Comptroller is authorized to treat some application information as confidential and withhold it from publication on the Internet. To do so, however, the information must be segregated and comply with the other requirements set out in the Comptroller rules. For more information, see guidelines on Comptroller's website.

The Comptroller will independently determine whether the application has been completed according to the Comptroller's rules (34 TAC Chapter 9, Subchapter F). If the Comptroller finds the application is not complete, the Comptroller will request additional materials from the school district. Pursuant to 9.1053(a)(1)(C), requested information shall be provided within 20 days of the date of the request. When the Comptroller determines that the application is complete, it will send the school district a notice indicating so. The Comptroller will determine the eligibility of the project, issue a certificate for a limitation on appraised value to the school board regarding the application and prepare an economic impact evaluation by the 90th day after the Comptroller receives a complete application—as determined by the Comptroller.

The school board must approve or disapprove the application before the 151st day after the application review start date (the date the application is finally determined to be complete), unless an extension is granted. The Comptroller and school district are authorized to request additional information from the applicant that is reasonably necessary to issue a certificate, complete the economic impact evaluation or consider the application at any time during the application review period.

Please visit the Comptroller's website to find out more about the program at www.texasahead.org/tax_programs/chapter313/. There are links on this Web page to the Chapter 313 statute, rules, guidelines and forms. Information about minimum limitation values for particular districts and wage standards may also be found at that site.

SECTION 1: School District Information

1. Authorized School District Representative

7-21-14
Date Application Received by District

David
First Name

Carr
Last Name

Superintendent
Title

Stanton Independent School District
School District Name

200 North College
Street Address

200 North College
Mailing Address

Stanton
City

Texas
State

79782
ZIP

432-756-2226
Phone Number

Fax Number

Mobile Number *(optional)*

Email Address

2. Does the district authorize the consultant to provide and obtain information related to this application? . . . . . ☑ Yes ☐ No

SECTION 1: School District Information *(continued)*

3. Authorized School District Consultant *(If Applicable)*

Kevin — First Name
O'Hanlon — Last Name
Attorney — Title
O'Hanlon, McCollom & Demerath, PC — Firm Name
512-494-9949 — Phone Number
512-494-9919 — Fax Number
kohanlon@808west.com — Email Address
Mobile Number *(optional)*

4. On what date did the district determine this application complete? 7-30-14

5. Has the district determined that the electronic copy and hard copy are identical? ..... [X] Yes [ ] No

SECTION 2: Applicant Information

1. Authorized Company Representative *(Applicant)*

Jason — First Name
Duncan — Last Name
Controller — Title
Atlas Pipeline Mid-Continent Westtex LLC — Organization
110 W 7th, Suite 2300 — Street Address
110 W 7th, Suite 2300 — Mailing Address
Tulsa — City
Oklahoma — State
74119 — ZIP
918-574-3500 — Phone Number
918-574-3987 — Fax Number
jduncan@atlaspipeline.com — Business Email Address
Mobile Number *(optional)*

2. Will a company official other than the authorized company representative be responsible for responding to future information requests? ..... [✓] Yes [ ] No

2a. If yes, please fill out contact information for that person.

Robert W. — First Name
Karlovich — Last Name
CFO & CAO — Title
Atlas Pipeline Mid-Continent Westtex LLC — Organization
110 W 7th, Suite 2300 — Street Address
110 W 7th, Suite 2300 — Mailing Address
Tulsa — City
Oklahoma — State
74119 — ZIP
918-574-3500 — Phone Number
918-574-3987 — Fax Number
rkarlovich@atlaspipeline.com — Business Email Address
Mobile Number *(optional)*

3. Does the applicant authorize the consultant to provide and obtain information related to this application? ..... [✓] Yes [ ] No

SECTION 2: Applicant Information (continued)

4. Authorized Company Consultant *(If Applicable)*

Mike — First Name
Fry — Last Name
Authorized Agent — Title
K E Andrews 1900 Dalrock Road; Rowlett, Texas 75088 — Firm Name
469-298-1594 — Phone Number
469-298-1619 — Fax Number
mfry@keatax.com — Business Email Address

SECTION 3: Fees and Payments

1. Has an application fee been paid to the school district? ☑ Yes ☐ No

The total fee shall be paid at time of the application is submitted to the school district. Any fees not accompanying the original application shall be considered supplemental payments.

1a. If yes, attach in **Tab 2** proof of application fee paid to the school district.

For the purpose of questions 2 and 3, "payments to the school district" include any and all payments or transfers of things of value made to the school district or to any person or persons in any form if such payment or transfer of thing of value being provided is in recognition of, anticipation of, or consideration for the agreement for limitation on appraised value.

2. Will any "payments to the school district" that you may make in order to receive a property tax value limitation agreement result in payments that are not in compliance with Tax Code §313.027(i)? ☐ Yes ☑ No ☐ N/A

3. If "payments to the school district" will only be determined by a formula or methodology without a specific amount being specified, could such method result in "payments to the school district" that are not in compliance with Tax Code §313.027(i)? ☐ Yes ☑ No ☐ N/A

SECTION 4: Business Applicant Information

1. What is the legal name of the applicant under which this application is made? Atlas Pipeline Mid-Continent Westtex LLC
2. List the Texas Taxpayer I.D. number of entity subject to Tax Code, Chapter 171 *(11 digits)* 1-42-1733107-4
3. List the NAICS code 325120`
4. Is the applicant a party to any other pending or active Chapter 313 agreements? ☑ Yes ☐ No

4a. If yes, please list application number, name of school district and year of agreement

#340,Rankin ISD, 2014

SECTION 5: Applicant Business Structure

1. Identify Business Organization of Applicant *(corporation, limited liability corporation, etc)* Limited Liability Corporation
2. Is applicant a combined group, or comprised of members of a combined group, as defined by Tax Code §171.0001(7)? ☑ Yes ☐ No

2a. If yes, attach in **Tab 3** a copy of Texas Comptroller Franchise Tax Form No. 05-165, No. 05-166, or any other documentation from the Franchise Tax Division to demonstrate the applicant's combined group membership and contact information.

3. Is the applicant current on all tax payments due to the State of Texas? ☑ Yes ☐ No
4. Are all applicant members of the combined group current on all tax payments due to the State of Texas? ☑ Yes ☐ No ☐ N/A
5. If the answer to question 3 or 4 is no, please explain and/or disclose any history of default, delinquencies and/or any material litigation, including litigation involving the State of Texas. *(If necessary, attach explanation in **Tab 3**)*

SECTION 6: Eligibility Under Tax Code Chapter 313.024

1.	Are you an entity subject to the tax under Tax Code, Chapter 171?	☑ Yes	☐ No
2.	The property will be used for one of the following activities:		
	(1) manufacturing	☑ Yes	☐ No
	(2) research and development	☐ Yes	☑ No
	(3) a clean coal project, as defined by Section 5.001, Water Code	☐ Yes	☑ No
	(4) an advanced clean energy project, as defined by Section 382.003, Health and Safety Code	☐ Yes	☑ No
	(5) renewable energy electric generation	☐ Yes	☑ No
	(6) electric power generation using integrated gasification combined cycle technology	☐ Yes	☑ No
	(7) nuclear electric power generation	☐ Yes	☑ No
	(8) a computer center that is used as an integral part or as a necessary auxiliary part for the activity conducted by applicant in one or more activities described by Subdivisions (1) through (7)	☐ Yes	☑ No
	(9) a Texas Priority Project, as defined by 313.024(e)(7) and TAC 9.1051	☐ Yes	☑ No
3.	Are you requesting that any of the land be classified as qualified investment?	☐ Yes	☑ No
4.	Will any of the proposed qualified investment be leased under a capitalized lease?	☐ Yes	☑ No
5.	Will any of the proposed qualified investment be leased under an operating lease?	☐ Yes	☑ No
6.	Are you including property that is owned by a person other than the applicant?	☐ Yes	☑ No
7.	Will any property be pooled or proposed to be pooled with property owned by the applicant in determining the amount of your qualified investment?	☐ Yes	☑ No

SECTION 7: Project Description

1. In **Tab 4**, attach a detailed description of the scope of the proposed project, including, at a minimum, the type and planned use of real and tangible personal property, the nature of the business, a timeline for property construction or installation, and any other relevant information.

2. Check the project characteristics that apply to the proposed project:

☑ Land has no existing improvements
☐ Land has existing improvements *(complete Section 13)*
☐ Expansion of existing operation on the land *(complete Section 13)*
☐ Relocation within Texas

SECTION 8: Limitation as Determining Factor

1.	Does the applicant currently own the land on which the proposed project will occur?	☐ Yes	☑ No
2.	Has the applicant entered into any agreements or contracts for work to be performed related to the proposed project?	☐ Yes	☑ No
3.	Does the applicant have current business activities at the location where the proposed project will occur?	☐ Yes	☑ No
4.	Has the applicant made public statements in SEC filings or other official documents regarding its intentions regarding the proposed project location?	☐ Yes	☑ No
5.	Has the applicant received any local or state permits for activities on the proposed project site?	☐ Yes	☑ No
6.	Has the applicant received commitments for state or local incentives for activities at the proposed project site?	☐ Yes	☑ No
7.	Are you submitting information to assist in the determination as to whether the limitation on appraised value is a determining factor in the applicant's decision to invest capital and construct the project in Texas?	☑ Yes	☐ No
8.	Has the applicant considered or is the applicant considering other locations not in Texas for the proposed project?	☑ Yes	☐ No
9.	Has the applicant provided capital investment or return on investment information for the proposed project in comparison with other alternative investment opportunities?	☐ Yes	☑ No
10.	Has the applicant provided information related to the applicant's inputs, transportation and markets for the proposed project?	☐ Yes	☑ No

If you answered "yes" to any of the questions in Section 8, attach supporting information in Tab 5.

SECTION 9: Projected Timeline

1. Application approval by school board ..... December, 2014
2. Beginning of qualifying time period ..... January 2015
3. First year of limitation 2016
4. Begin hiring new employees ..... May 2015
5. Commencement of commercial operations ..... August 2015
6. Do you propose to construct a new building or to erect or affix a new improvement after your application review start date *(date your application is finally determined to be complete)*? ..... ☐ Yes ☑ No

   Note: Improvements made before that time may not be considered qualified property.
7. When do you anticipate the new buildings or improvements will be placed in service? ..... August 2015

SECTION 10: The Property

1. Identify county or counties in which the proposed project will be located — Martin County
2. Identify Central Appraisal District (CAD) that will be responsible for appraising the property — Martin County CAD
3. Will this CAD be acting on behalf of another CAD to appraise this property? ..... ☐ Yes ☑ No
4. List all taxing entities that have jurisdiction for the property, the portion of project within each entity and tax rates for each entity:

County:	Martin County, .237412, 100% *(Name, tax rate and percent of project)*	City:	N/A *(Name, tax rate and percent of project)*
Hospital District:	Martin County Hospital, .129, 100% *(Name, tax rate and percent of project)*	Water District:	Martin Co Freshwater, .088230, 100% *(Name, tax rate and percent of project)*
Other *(describe)*:	N/A *(Name, tax rate and percent of project)*	Other *(describe)*:	N/A *(Name, tax rate and percent of project)*

5. Is the project located entirely within the ISD listed in Section 1? ..... ☑ Yes ☐ No

   5a. If no, attach in **Tab 6** additional information on the project scope and size to assist in the economic analysis.
6. Did you receive a determination from the Texas Economic Development and Tourism Office that this proposed project and at least one other project seeking a limitation agreement constitute a single unified project (SUP), as allowed in §313.024(d-2)? ..... ☐ Yes ☑ No

   6a. If yes, attach in **Tab 6** supporting documentation from the Office of the Governor.

SECTION 11: Investment

NOTE: The minimum amount of qualified investment required to qualify for an appraised value limitation and the minimum amount of appraised value limitation vary depending on whether the school district is classified as Subchapter B or Subchapter C, and the taxable value of the property within the school district. For assistance in determining estimates of these minimums, access the Comptroller's website at **www.texasahead.org/tax_programs/chapter313/**.

1. At the time of application, what is the estimated minimum qualified investment required for this school district? 30,000,000.00
2. What is the amount of appraised value limitation for which you are applying? 30,000,000.00

   Note: The property value limitation amount is based on property values available at the time of application and may change prior to the execution of any final agreement.
3. Does the qualified investment meet the requirements of Tax Code §313.021(1)? ..... ☑ Yes ☐ No
4. Attach a description of the qualified investment [See §313.021(1).] The description must include:
   a. a specific and detailed description of the qualified investment you propose to make on the property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (**Tab 7**);
   b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your minimum qualified investment (**Tab 7**); and
   c. a detailed map of the qualified investment showing location of new buildings or new improvements with vicinity map (**Tab 11**).
5. Do you intend to make at least the minimum qualified investment required by Tax Code §313.023 (or §313.053 for Subchapter C school districts) for the relevant school district category during the qualifying time period? ..... ☑ Yes ☐ No

SECTION 12: Qualified Property

1. Attach a detailed description of the qualified property. [See §313.021(2)] (If qualified investment describes qualified property exactly, you may skip items a, b and c below.) The description must include:
   - 1a. a specific and detailed description of the qualified property for which you are requesting an appraised value limitation as defined by Tax Code §313.021 (**Tab 8**);
   - 1b. a description of any new buildings, proposed new improvements or personal property which you intend to include as part of your qualified property (**Tab 8**); and
   - 1c. a map of the qualified property showing location of new buildings or new improvements with vicinity map (**Tab 11**).
2. Is the land upon which the new buildings or new improvements will be built part of the qualified property described by §313.021(2)(A)? ☐ Yes ☑ No
   - 2a. If yes, attach complete documentation including:
     - a. legal description of the land (**Tab 9**);
     - b. each existing appraisal parcel number of the land on which the new improvements will be constructed, regardless of whether or not all of the land described in the current parcel will become qualified property (**Tab 9**);
     - c. owner (**Tab 9**);
     - d. the current taxable value of the land. Attach estimate if land is part of larger parcel (**Tab 9**); and
     - e. a detailed map showing the location of the land with vicinity map (**Tab 11**).
3. Is the land on which you propose new construction or new improvements currently located in an area designated as a reinvestment zone under Tax Code Chapter 311 or 312 or as an enterprise zone under Government Code Chapter 2303? ☐ Yes ☑ No
   - 3a. If yes, attach the applicable supporting documentation:
     - a. evidence that the area qualifies as a enterprise zone as defined by the Governor's Office (**Tab 16**);
     - b. legal description of reinvestment zone (**Tab 16**);
     - c. order, resolution or ordinance establishing the reinvestment zone (**Tab 16**);
     - d. guidelines and criteria for creating the zone (**Tab 16**); and
     - e. a map of the reinvestment zone or enterprise zone boundaries with vicinity map (**Tab 11**)
   - 3b. If no, submit detailed description of proposed reinvestment zone or enterprise zone with a map indicating the boundaries of the zone on which you propose new construction or new improvements to the Comptroller's office within 30 days of the application date. What is the anticipated date on which you will submit final proof of a reinvestment zone or enterprise zone? December 2014

SECTION 13: Information on Property Not Eligible to Become Qualified Property

1. In **Tab 10**, attach a specific and detailed description of all **existing property**. This includes buildings and improvements existing as of the application review start date (the date the application is determined to be complete by the Comptroller). The description must provide sufficient detail to locate all existing property on the land that will be subject to the agreement and distinguish existing property from future proposed property.
2. In **Tab 10**, attach a specific and detailed description of all **proposed new property that will not become new improvements** as defined by TAC 9.1051. This includes proposed property that: functionally replaces existing or demolished/removed property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property; or is otherwise ineligible to become qualified property. The description must provide sufficient detail to distinguish existing property (question 1) and all proposed new property that cannot become qualified property from proposed qualified property that will be subject to the agreement (as described in Section 12 of this application).
3. For the property not eligible to become qualified property listed in response to questions 1 and 2 of this section, provide the following supporting information in **Tab 10**:
   - a. maps and/or detailed site plan;
   - b. surveys;
   - c. appraisal district values and parcel numbers;
   - d. inventory lists;
   - e. existing and proposed property lists;
   - f. model and serial numbers of existing property; or
   - g. other information of sufficient detail and description.
4. Total estimated market value of existing property (that property described in response to question 1): $ 0.00
5. In **Tab 10**, include an appraisal value by the CAD of all the buildings and improvements existing as of a date within 15 days of the date the application is received by the school district.
6. Total estimated market value of proposed property not eligible to become qualified property *(that property described in response to question 2)*: $ 0.00

Note: Investment for the property listed in question 2 may count towards qualified investment in Column C of Schedules A-1 and A-2, if it meets the requirements of 313.021(1). Such property cannot become qualified property on Schedule B.

SECTION 14: Wage and Employment Information

1. What is the estimated number of permanent jobs (more than 1,600 hours a year), with the applicant or a contractor of the applicant, on the proposed qualified property during the last complete quarter before the application review start date (date your application is finally determined to be complete)? 0

2. What is the last complete calendar quarter before application review start date:

   ☑ First Quarter ☐ Second Quarter ☐ Third Quarter ☐ Fourth Quarter of 2014 (year)

3. What were the number of permanent jobs (more than 1,600 hours a year) this applicant had in Texas during the most recent quarter reported to the Texas Workforce Commission (TWC)? 125

   Note: For job definitions see TAC §9.1051 and Tax Code §313.021(3).

4. What is the number of new qualifying jobs you are committing to create? 10

5. What is the number of new non-qualifying jobs you are estimating you will create? 0

6. Do you intend to request that the governing body waive the minimum new qualifying job creation requirement, as provided under Tax Code §313.025(f-1)? ..... ☐ Yes ☑ No

   6a. If yes, attach evidence in **Tab 12** documenting that the new qualifying job creation requirement above exceeds the number of employees necessary for the operation, according to industry standards.

7. Attach in **Tab 13** the four most recent quarters of data for each wage calculation below, including documentation from the TWC website. The final actual statutory minimum annual wage requirement for the applicant for each qualifying job — which may differ slightly from this estimate — will be based on information from the four quarterly periods for which data were available at the time of the application review start date (date of a completed application). See TAC §9.1051(21) and (22).

   a. Average weekly wage for all jobs (all industries) in the county is 868.00

   b. 110% of the average weekly wage for manufacturing jobs in the county is ..... no data available

   c. 110% of the average weekly wage for manufacturing jobs in the region is 1,007.01

8. Which Tax Code section are you using to estimate the qualifying job wage standard required for this project? ..... ☐ §313.021(5)(A) or ☑ §313.021(5)(B)

9. What is the minimum required annual wage for each qualifying job based on the qualified property? 52,364.40

10. What is the annual wage you are committing to pay for each of the new qualifying jobs you create on the qualified property? 52,364.40

11. Will the qualifying jobs meet all minimum requirements set out in Tax Code §313.021(3)? ..... ☑ Yes ☐ No

12. Do you intend to satisfy the minimum qualifying job requirement through a determination of cumulative economic benefits to the state as provided by §313.024(d-2)? ..... ☐ Yes ☑ No

    12a. If yes, attach in **Tab 12** supporting documentation from the TWC, pursuant to §313.021(3)(F).

13. Do you intend to rely on the project being part of a single unified project, as allowed in §313.024(d-2), in meeting the qualifying job requirements? ..... ☐ Yes ☑ No

    13a. If yes, attach in **Tab 6** supporting documentation including a list of qualifying jobs in the other school district(s).

SECTION 15: Economic Impact

1. Complete and attach Schedules A1, A2, B, C, and D in **Tab 14**. Note: Excel spreadsheet versions of schedules are available for download and printing at URL listed below.

2. Attach an Economic Impact Analysis, if supplied by other than the Comptroller's Office, in **Tab 15**. *(not required)*

3. If there are any other payments made in the state or economic information that you believe should be included in the economic analysis, attach a separate schedule showing the amount for each year affected, including an explanation, in **Tab 15**.

APPLICATION TAB ORDER FOR REQUESTED ATTACHMENTS	
TAB	**ATTACHMENT**
1	Pages 1 through 11 of Application
2	Proof of Payment of Application Fee
3	Documentation of Combined Group membership under Texas Tax Code 171.0001(7), history of tax default, delinquencies and/or material litigation *(if applicable)*
4	Detailed description of the project
5	Documentation to assist in determining if limitation is a determining factor
6	Description of how project is located in more than one district, including list of percentage in each district and, if determined to be a single unified project, documentation from the Office of the Governor *(if applicable)*
7	Description of Qualified Investment
8	Description of Qualified Property
9	Description of Land
10	Description of all property not eligible to become qualified property *(if applicable)*
11	Maps that clearly show: a) Project vicinity b) Qualified investment including location of new buildings or new improvements c) Qualified property including location of new buildings or new improvements d) Existing property e) Land location within vicinity map f) Reinvestment or Enterprise Zone within vicinity map, showing the actual or proposed boundaries and size **Note:** Electronic maps should be high resolution files. Include map legends/markers.
12	Request for Waiver of Job Creation Requirement and supporting information *(if applicable)*
13	Calculation of three possible wage requirements with TWC documentation
14	Schedules A1, A2, B, C and D completed and signed Economic Impact *(if applicable)*
15	Economic Impact Analysis, other payments made in the state or other economic information *(if applicable)*
16	Description of Reinvestment or Enterprise Zone, including: a) evidence that the area qualifies as a enterprise zone as defined by the Governor's Office b) legal description of reinvestment zone* c) order, resolution or ordinance establishing the reinvestment zone* d) guidelines and criteria for creating the zone* ***To be submitted with application or before date of final application approval by school board**
17	Signature and Certification page, signed and dated by Authorized School District Representative and Authorized Company Representative *(applicant)*

TAB 02

Proof of Payment of Application Fee

Proof of payment of filing fee received by the Comptroller of Public Accounts per TAC Rule §9.1054 (b)(5)

(Page Inserted by Office of Texas Comptroller of Public Accounts)

TAB 03

Documentation of Combined Group Membership

Documentation of Combined Group Membership

Atlas Pipeline Mid-Continent Westtex LLC is the filing entity for the APL combined group that files the Texas Margin/Franchise Tax return on an annual basis. See attached extension filed which includes the Report Year 2013 (accounting year 2012) estimated liability of $433k along with a listing of all the companies included in the combined report. The attached is based on companies owned as of 12/31/13.

795423P 380761

TX2014 05-164

Ver. 5.0 (Rev.9-13/7)

Texas Franchise Tax Extension Request

■ Tcode 13258 ANNUAL

■ Taxpayer number	■ Report year	Due date
14217331074	2014	05/15/2014

Taxpayer name ATLAS PIPELINE MID-CONTINENT WESTTEX, LLC					Secretary of State file number or Comptroller file number
Mailing address 110 WEST 7TH STREET, SUITE 2300					0800858817
City TULSA	State OK	Country USA	ZIP Code 74119	Plus 4	Check box if the address has changed ■ ☐
Check box if this is a combined report [X]					

If this extension is for a combined group, you must also complete and submit Form 05-165.

Note to mandatory Electronic Fund Transfer (EFT) payers:
When requesting a second extension do not submit an Affiliate List Form 05-165.

1. **Extension payment** *(Dollars and cents)* 1.■ 65000.00

Print or type name	Area code and phone number ( ) –
I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief.	**Mail original to:** Texas Comptroller of Public Accounts P.O. Box 149348 Austin, TX 78714-9348
sign here ▶	Date

If you have any questions regarding franchise tax, you may contact the Texas Comptroller's field office in your area or call 1-800-252-1381.
Instructions for each report year are online at www.window.state.tx.us/taxinfo/taxforms/05-forms.html.

Taxpayers who paid $10,000 or more during the preceding fiscal year (Sept. 1 thru Aug. 31) are required to electronically pay their franchise tax.
For more information visit www.window.state.tx.us/webfile/req_franchise.html.

Texas Comptroller Official Use Only

VE/DE	
PM Date	

1019

795423P 380771

TX2014 05-165

Ver. 5.0 (Rev.9-11/3)

Texas Franchise Tax Extension Affiliate List

■ Tcode 13298

■ Reporting entity taxpayer number ■ Report year Reporting entity taxpayer name

14217331074 2014 ATLAS PIPELINE MID-CONTINENT WESTTEX,

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. ATLAS PIPELINE MID-CONTINENT,LLC	13714929802	☐
2. ATLAS CHANEY DELL, LLC	421733101	X
3. ATLAS PIPELINE MID-CONTINENT WESTOK, LLC	421733110	X
4. ATLAS MIDKIFF, LLC	421733099	X
5. NOARK ENERGY SERVICES, LLC	731551901	X
6. SETTING SUN PIPELINE CORPORATION	17600003291	☐
7. SLIDER WESTOK GATHERING LLC	263063706	X
8. VELMA INTRASTATE GAS TRANSMISSION COMPANY LLC	262877615	X
9. ATLAS PIPELINE NGL HOLDINGS II, LLC	32044175597	☐
10. ATLAS PIPELINE MID-CONTINENT WESTTEX, LL	14217331074	☐
11. ATLAS PIPELINE NGL HOLDINGS, LLC	800710914	X
12. ATLAS PIPELINE MID-CONTINENT HOLDINGS LLC	455528668	X
13. APL ARKOMA HOLDINGS, LLC	900918336	X
14. APL ARKOMA, INC	273684911	X
15. APL ARKOMA MIDSTREAM, LLC	273677594	X
16. APL BARNETT, LLC	452561587	X
17. APL GAS TREATING, LLC	32040328208	☐
18. CENTRAHOMA PROCESSING LLC	261896466	X
19. PECOS PIPELINE LLC	32038285220	☐
20. TESUQUE PIPELINE LLC	32040255062	☐
21. VELMA GAS PROCESSING COMPANY LLC	451543387	X

Note: To file an extension request for a reporting entity and its affiliates, Form 05-164 (Texas Franchise Tax Extension Request) must be submitted with this affiliate list. The filing of this list by itself does not constitute a properly filed Extension Request.

Do not file this form when requesting a second extension.

Texas Comptroller Official Use Only

VE/DE ☐☐ FM ☐☐

1019

795423P 380771

TX2014 05-165

Ver. 5.0 (Rev.9-11/3)

Texas Franchise Tax Extension Affiliate List

■ Tcode 13298

■ Reporting entity taxpayer number 14217331074

■ Report year 2014

Reporting entity taxpayer name ATLAS PIPELINE MID-CONTINENT WESTTEX,

LEGAL NAME OF AFFILIATE	AFFILIATE'S TEXAS TAXPAYER NUMBER (If none, enter FEI number)	CHECK BOX IF AFFILIATE DOES NOT HAVE NEXUS IN TEXAS
1. APL SOUTHTEX MIDSTREAM LLC	32042431729	☐
2. APL SOUTHTEX PIPELINE COMPANY LLC	32028766833	☐
3. APL SOUTHTEX MIDSTREAM HOLDING COMPANY LP	208721377	☐
4. APL SOUTHTEX GAS UTILITY COMPANY LP	32035041303	☐
5. ATLAS SOUTHTEX MIDSTREAM COMPANY LP	208721274	☐
6. APL SOUTHTEX TRANSMISSION COMPANY LP	32048821469	☐
7. APL SOUTHTEX PROCESSING COMPANY LP	452502762	☐
8. T2 LASALLE GATHERING COMPANY LLC	320404177	☐
9.		☐
10.		☐
11.		☐
12.		☐
13.		☐
14.		☐
15.		☐
16.		☐
17.		☐
18.		☐
19.		☐
20.		☐
21.		☐

Note: To file an extension request for a reporting entity and its affiliates, Form 05-164 (Texas Franchise Tax Extension Request) must be submitted with this affiliate list. The filing of this list by itself does not constitute a properly filed Extension Request.

Do not file this form when requesting a second extension.

Texas Comptroller Official Use Only

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1019

TAB 04

Detailed Description of Project

DETAILED PROJECT DESCRIPTION OF QUALIFIED INVESTMENT
STANTON INDEPENDENT SCHOOL DISTRICT

Atlas Pipeline Mid-Continent Westtex LLC (or "the Company") currently has operations and assets in Colorado, Kansas, New Mexico, Oklahoma, Pennsylvania, Tennessee, and Texas. Atlas is expanding with hundreds of miles of gathering lines in multiple counties. They allocate capital investment to projects and locations that create the best economic return. The existence of a limitation on tax value is a significant factor in calculating the economic return and allocation of reserves to the project. However, Atlas Pipeline Mid-Continent Westtex LLC could redirect its expenditures to build the plant in the following States or Texas Counties mentioned below:

Midland County – Texas
Andrews County – Texas
New Mexico
Oklahoma

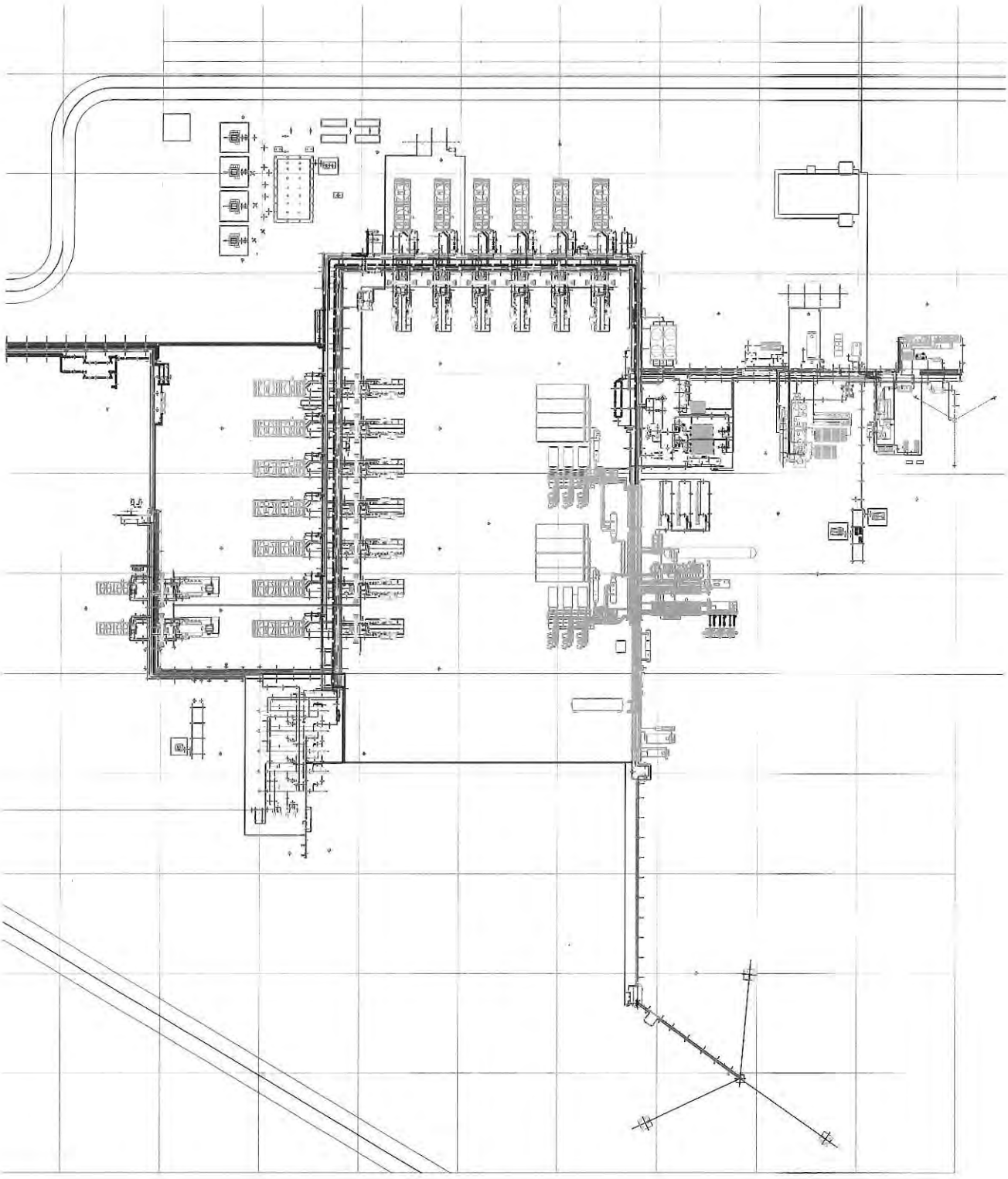
Proposed Project Description

Atlas Pipeline Mid-Continent Westtex LLC proposes to build a new 200 mmscf/d Gas Processing Plant in Martin County, Texas. This would be located within the Martin County Hospital, and Water District.

Cryogenic Natural Gas Processing Plant

The Buffalo Plant would include the installation of a refrigerated cryogenic gas plant. If completed, the Buffalo Gas Processing Plant will be designed to process 200mmcf/d of gas and would include the following components, providing long-term processing, compression and residue gas takeaway:

- Buildings, Foundations, Inlet Separator, Amine Unit, Boilers, Heat Exchangers, Natural Gas/Air/H2O Piping, Control
- Valves, Dehydration Units, Knock Out Drums, Slug Catcher, Compressors, Vessels, Heat Exchanger, SCADA plus Controls.
- ENVIRONMENTAL: (A) Flare-Stack, Scrubber, Leak Detection; (L) Liners, Containment.



TAB 05

Limitation as Determining Factor

Ability to locate or relocate:

Atlas Pipeline Mid-Continent Westtex LLC (or "the Company") currently has operations and assets in Colorado, Kansas, New Mexico, Oklahoma, Pennsylvania, Tennessee, and Texas. Atlas is expanding with hundreds of miles of gathering lines in multiple counties. They allocate capital investment to projects and locations that create the best economic return. The existence of a limitation on tax value is a significant factor in calculating the economic return and allocation of reserves to the project. However, Atlas Pipeline Mid-Continent Westtex LLC could redirect its expenditures to build the plant in the following States or Texas Counties mentioned below:

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Andrews County – Texas
New Mexico
Oklahoma

TAB 06

N/A

TAB 07

DETAILED PROJECT DESCRIPTION OF QUALIFIED INVESTMENT
STANTON INDEPENDENT SCHOOL DISTRICT

Atlas Pipeline Mid-Continent Westtex LLC (or "the Company") currently has operations and assets in Colorado, Kansas, New Mexico, Oklahoma, Pennsylvania, Tennessee, and Texas. Atlas is expanding with hundreds of miles of gathering lines in multiple counties. They allocate capital investment to projects and locations that create the best economic return. The existence of a limitation on tax value is a significant factor in calculating the economic return and allocation of reserves to the project. However, Atlas Pipeline Mid-Continent Westtex LLC could redirect its expenditures to build the plant in the following States or Texas Counties mentioned below:

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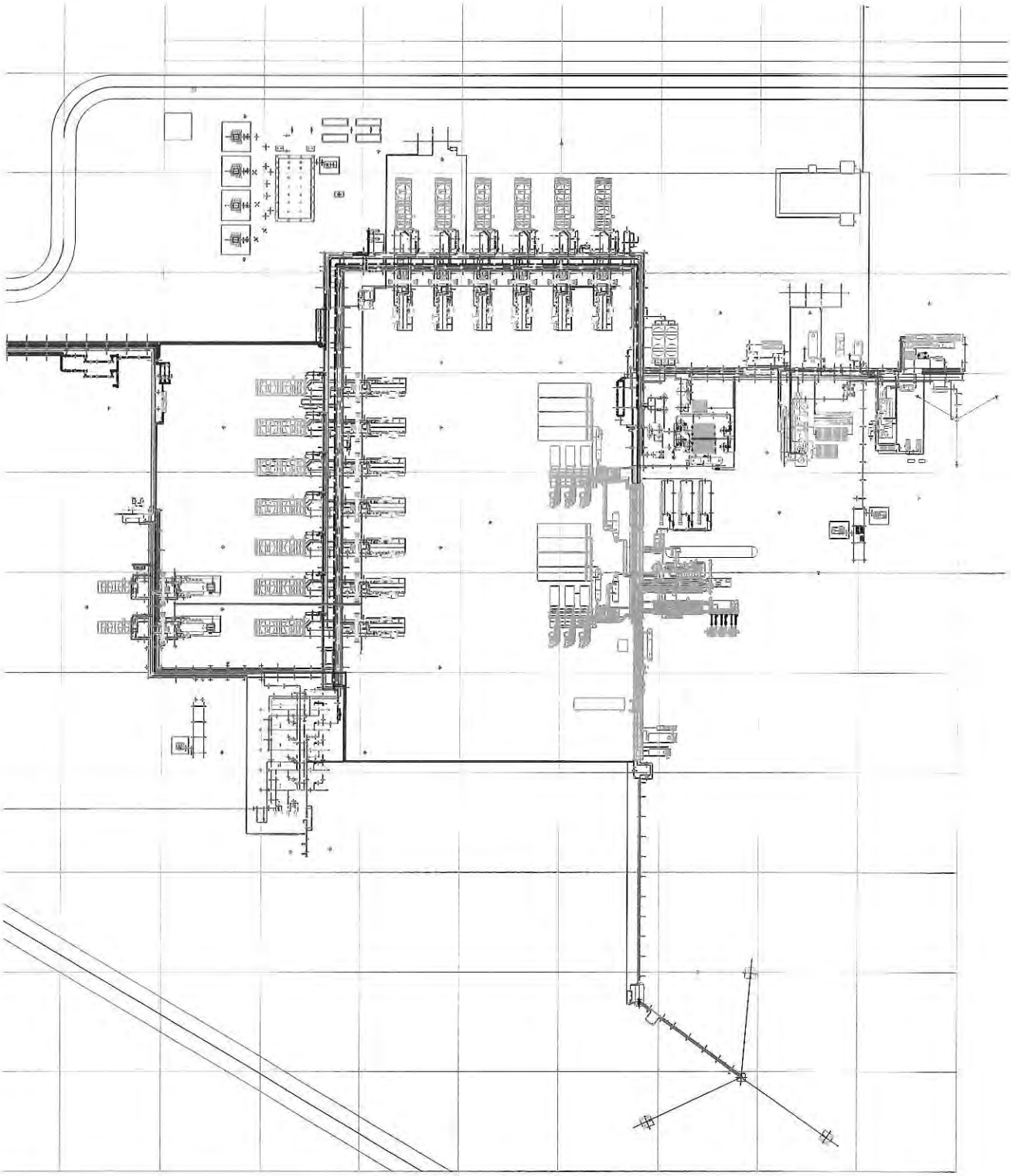
- Valves, Dehydration Units, Knock Out Drums, Slug Catcher, Compressors, Vessels, Heat Exchanger, SCADA plus Controls.
- ENVIRONMENTAL: (A) Flare-Stack, Scrubber, Leak Detection; (L) Liners, Containment.



TAB 08

Please refer to Tab 07

TAB 09

Description of Land

The land property associated with the proposed project is described as Category D land located exclusively in Martin County, Texas. The legal description of the land within the reinvestment zone can be found in Tabs 9 and 16. Currently, no structures or components related to the project reside on the designated land. A map of existing property at the site can be found in Tab 11. Associated Martin County Appraisal District accounts include:

PID: 9925

PID: 9928

PID: 9936

Martin County Appraisal District

Chief Appraiser - Marsha Graves, RPA/RTA

Official Website
Hosted By Pritchard & Abbott, Inc.

General Real Estate Property Details

New Property Search | Go To Previous Page

Property ID:	9925

Property Legal Description:
SEC 38-1-N
5 S/2
1/4 UND INT

Property Location:

Owner Information:
ADLEY PROPERTIES LLC

400 N MARIENFELD ST STE 200

MIDLAND TX 79701

Previous Owner:
COATS RICHARD HARLAN JR &

View Previous Owner Information

Account / Geo Number:
00381-00005-00203-000000

Survey / Sub Division Abstract:

Block:

Section / Lot:

View Building Detail Information

View Land Detail Information

Deed Information:

Volume:	348
Page:	201
File Number:	
Deed Date:	8/23/2012

Property Detail:

Agent:	None
Property Exempt:	
Category/SPTB Code:	D1
Total Acres:	80.000

[redacted]

Click the button above for a printable version of this record with all available details.

[redacted]

Total Living Sqft:	See I il
Owner Interest:	1.000000
Homestead Exemption:	
Homestead Cap Value:	0
Land Ag/Timber Value:	9,980
Land Market Value:	38,980
Improvement Value:	0
Property Market Value:	38,980

[redacted]

Jur Code	Description	Market Value	Homestead	Total Exemption	Taxable
00	MARTIN CO APPR DIST	38,980		0	10,000
01	MARTIN COUNTY	38,980		0	10,000
32	STANTON I.S.D.	38,980		0	10,000
60	MARTIN HOSP DIST	38,980		0	10,000
61	PERMIAN BASIN WTR DIST	38,980		0	10,000

New Property Search

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PRITCHARD & ABBOTT, INC.
VALUATION CONSULTANTS

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Version 1.9.7

Martin County Appraisal District

Chief Appraiser - Marsha Graves, RPA/RTA

Official Website
Hosted By Pritchard & Abbott, Inc.

General Real Estate Property Details

New Property Search | Go To Previous Page

Property ID:	9928

Property Legal Description:
SEC 38-1-N
14
1/4 UND INT

Property Location:

Owner Information:
ADLEY PROPERTIES LLC

400 N MARIENFELD ST STE 200

MIDLAND TX 79701

Previous Owner:
COATS RICHARD HARLAN JR &

View Previous Owner Information

Account / Geo Number:
00381-00014-00100-000004

Survey / Sub Division Abstract:

Block:

Section / Lot:

View Building Detail Information

View Land Detail Information

Deed Information:

Volume:	348
Page:	201
File Number:	
Deed Date:	8/23/2012

Property Detail:

Agent:	None
Property Exempt:	
Category/SPTB Code:	D1
Total Acres:	164.000

[redacted]

Click the button above for a printable version of this record with all available details.

[redacted]

Total Living Sqft:	See D il
Owner Interest:	1.000000
Homestead Exemption:	
Homestead Cap Value:	0
Land Ag/Timber Value:	10,450
Land Market Value:	42,890
Improvement Value:	0
Property Market Value:	42,890

[redacted]

Jur Code	Description	Market Value	Homestead	Total Exemption	Taxable
00	MARTIN CO APPR DIST	42,890		0	10,480
01	MARTIN COUNTY	42,890		0	10,480
32	STANTON I.S.D.	42,890		0	10,480
60	MARTIN HOSP DIST	42,890		0	10,480
61	PERMIAN BASIN WTR DIST	42,890		0	10,480

New Property Search

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Martin County Appraisal District

Chief Appraiser - Marsha Graves, RPA/RTA

Official Website
Hosted By Pritchard & Abbott, Inc.

General Real Estate Property Details

New Property Search | Go To Previous Page

Property ID:	9936

Property Legal Description:

SEC 38-1-N
15
1/4 UND INT

Property Location:

Owner Information:

ADLEY PROPERTIES LLC
400 N MARIENFELD ST STE 200
MIDLAND TX 79701

Previous Owner:

COATS RICHARD HARLAN JR &

View Previous Owner Information

Account / Geo Number:

00381-00015-00103-000000

Survey / Sub Division Abstract:

Block:

Section / Lot:

View Building Detail Information

View Land Detail Information

Deed Information:

Volume:	348
Page:	201
File Number:	
Deed Date:	8/23/2012

Property Detail:

Agent:	None
Property Exempt:	
Category/SPTB Code:	D1
Total Acres:	160.500

[redacted]

Click the button above for a printable version of this record with all available details.

[redacted]

Total Living Sqft:	See Detail
Owner Interest:	1.000000
Homestead Exemption:	
Homestead Cap Value:	0
Land Ag/Timber Value:	17,460
Land Market Value:	69,830
Improvement Value:	7,990
Property Market Value:	77,820

[redacted]

[redacted]

Jur Code	Description	Market Value	Homestead	Total Exemption	Taxable
00	MARTIN CO APPR DIST	77,820		0	26,600
01	MARTIN COUNTY	77,820		0	26,600
32	STANTON I.S.D.	77,820		0	26,600
60	MARTIN HOSP DIST	77,820		0	26,600
61	PERMIAN BASIN WTR DIST	77,820		0	26,600

New Property Search

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BOUNDARY SURVEY

OF 160.0 ACRES
LOCATED IN SECTION 15, BLOCK 38, TOWNSHIP 1 NORTH,
T. & P. RR. CO. SURVEY,
MARTIN COUNTY, TEXAS

VICINITY MAP
(NOT TO SCALE)

NOTES AND BOUNDS DESCRIPTION

Being a 160.0 acre tract of land situated in Section 15, Block 38, Township 1 North, T & P RR Co Survey, Abstract Number 270, Martin County, Texas and being a portion of that tract of land described in Warranty Deed to Robert C. Schlagal, Trustee of the R.C. Schlagal Trust, John L. Schlagal, Trustee of the John L. Schlagal Living Trust, Abyss, Inc. Mark Bebbington, Manager, and Adley Properties LLC. Richard Canta, Manager, as recorded in Volume 209, Page 644 of the Deed Records of Martin County, Texas, (D.R.M.C.T.), said 160.0 acre tract of land being more particularly described as follows:

COMMENCING at a found railroad spike for the common north corner of said Section 15 and Section 16, Block 37, Township 1 North;

THENCE South 13 degrees 21 minutes 12 seconds East, along the common line of said Sections 15 and 16, a distance of 592.52 feet to a point from which a found railroad spike for the common south corner of said Sections 15 and 16 bears South 13 degrees 21 minutes 12 seconds East, a distance of 4,333.73 feet;

THENCE South 76 degrees 38 minutes 48 seconds West, departing the common line of said Sections 15 and 16, a distance of 50.00 feet to a set 5/8 inch iron rod with yellow cap stamped "DUNAWAY ASSOC. LP" in the west right-of-way line of Farm to Market Highway 1212 (a 120' right-of-way) for the POINT OF BEGINNING;

THENCE South 13 degrees 21 minutes 12 seconds East, along the west right-of-way line of said Highway 1212, a distance of 2,916.83 feet to a set 5/8-inch iron rod with yellow cap stamped "DUNAWAY ASSOC. LP";

THENCE South 76 degrees 29 minutes 09 seconds West, departing said right-of-way line, a distance of 2,916.58 feet to a set 5/8-inch iron rod with yellow cap stamped "DUNAWAY ASSOC. LP";

THENCE North 13 degrees 21 minutes 12 seconds West, a distance of 2,502.69 feet to a set 5/8-inch iron rod with yellow cap stamped "DUNAWAY ASSOC. LP";

THENCE North 76 degrees 29 minutes 09 seconds East, a distance of 1,587.24 feet to a set 5/8-inch iron rod with yellow cap stamped "DUNAWAY ASSOC. LP";

THENCE North 13 degrees 21 minutes 12 seconds West, a distance of 400.32 feet to a set 5/8-inch iron rod with yellow cap stamped "DUNAWAY ASSOC. LP";

THENCE North 75 degrees 33 minutes 39 seconds East, a distance of 1,028.52 feet to the POINT OF BEGINNING and containing a computed area of 6,969,600 square feet or 160.0 acres of land.

SURVEYOR'S CERTIFICATE

The undersigned hereby certifies that this survey was performed on the ground on March 31, 2014.

Stephen R. Gleaup — April 17, 2014
Stephen R. Gleaup — Date
Registered Professional Land Surveyor No. 5570

This certificate is revoked and the survey null and void if this document is altered in any manner, used or relied upon by any person other than those addressed above or does not bear an original signature and seal of the Surveyor.

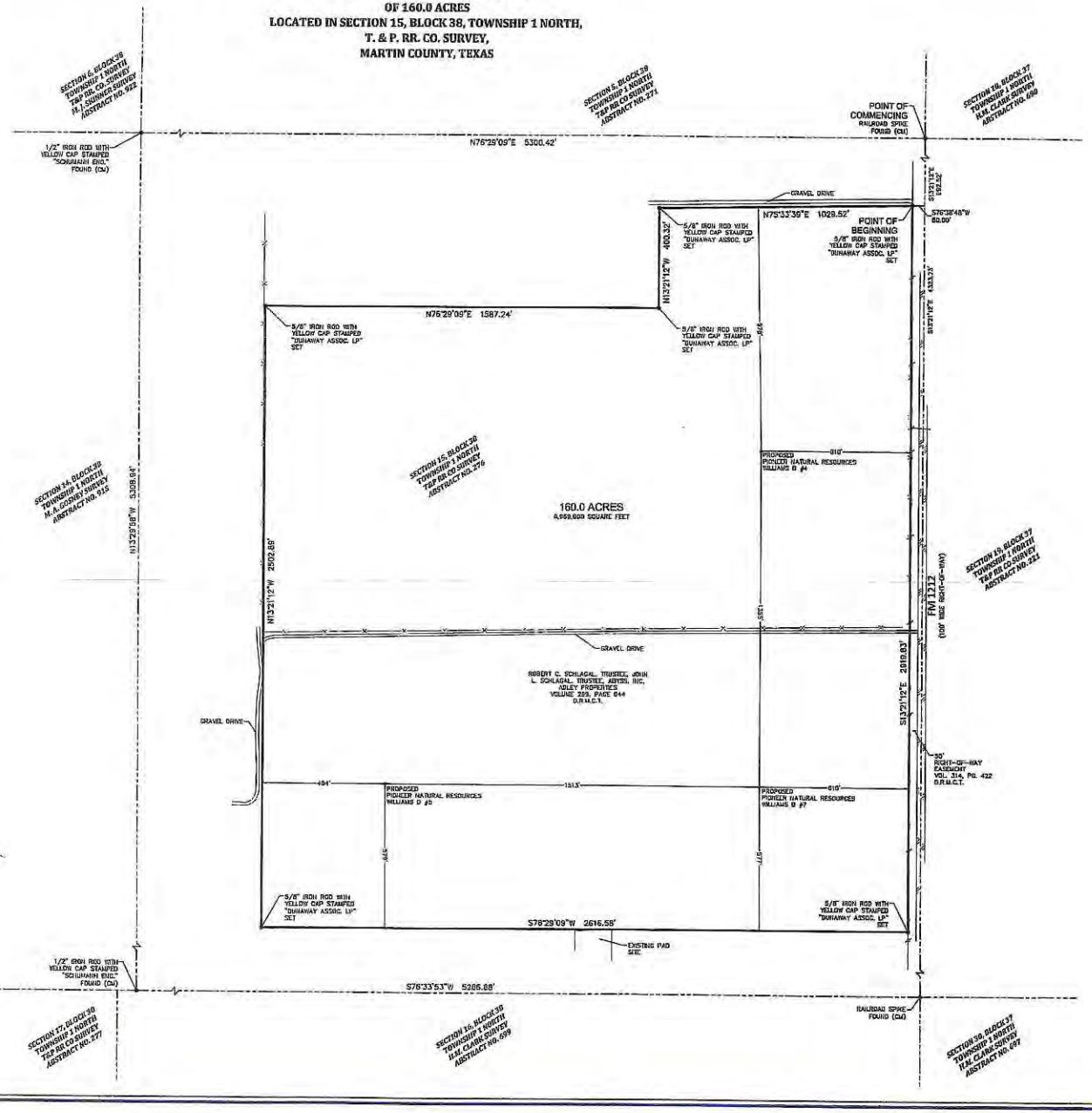
NOTES:

1. The basis of bearings for this survey is the Texas State Plane Coordinate System, North Central Zone, 4202, based upon GPS measurements, according to the Trimble GPS reference Network.
2. According to FEMA the subject property is located in an unmapped area in Martin County, Texas.
3. The surveyor has not abstracted the record title and/or easements of the subject property and assumes no liability for any easements, right-of-way dedications or other title matters affecting the subject property which may have been filed in the deed records. The surveyor prepared this survey without the benefit of a title commitment and there may be easements of record affecting the subject tract that existed at the time of this survey that are not shown hereon.

LEGEND

SYMBOL	DESCRIPTION
⌀	UTILITY POLE
⟵	GUY
	ASPHALT PAVING
-x-x-x-	BARBED WIRE FENCE
	OVERHEAD POWER LINE
D.R.M.C.T.	DEED RECORDS MARTIN COUNTY TEXAS
O.P.R.M.C.T.	OFFICIAL PUBLIC RECORDS MARTIN COUNTY TEXAS
CM	CONTROL MONUMENT

SCALE 1"= 200' FEET



DUNAWAY
4000 Big Spring St • Suite 101 • Midland, Texas 79705
Tel: 432.699.4889 • Fax: 432.682.7722
FIRM REGISTRATION 10193782

LIMITED TITLE CERTIFICATE
for
Atlas Pipeline Mid-Continent WestTex, LLC

PROJECT: Martin County 24" Steel
AFE: 131700312

STATE OF TEXAS
COUNTY OF MARTIN

The undersigned, hereby certifies that he has examined the records pertaining to the title to the foregoing described real estate in said County & State, to-wit:

100% Section 15, Block 38, T-1-N, T & P RR. Co. Survey, Martin County, Texas

It appears the record title to such land is to the following:

25% each Undivided Interest Section 15, Block 38, T-1-N

Robert C. Schlagal, Trustee
Of the R.C. Schlagal Trust,
Dated 11-1-1992
202 North Eisenhower
Midland, TX 79703

Abyss Inc. Mark Dehlinger, Manager
2302 Culpeper Drive
Midland, TX 79705

John L. Schlagal, Trustee
Of the John L. Schlagal
Living Trust, dated 6-15-2000
5700 SCR 1200
Midland, TX 79706

Adley Properties, LLC, Richard Coats, Manager
400 Marienfeld, Suite 200
Midland, TX 79701

CHAIN OF TITLE

	100% Section 15, Block 38, T-1-N
103/772 WD 12-3-1999	FROM: Wesley W. Williams,3rd, Pamela Eames, Tracie Waters TO: Cecil E. McMorris and wife Nellie M. McMorris
	100% Section 15, Block 38,T-1-N
119/230 WD 7-26-2001	FROM: Cecil E. McMorris and wife Nellie M. McMorris TO: Cecil E. and Nellie McMorris Family Investments, L.P.
	100% Section 15, Block 38, T-1-N
190/255 WDVL 1-10-2007	FROM: Cecil E. and Nellie McMorris Family Investments, L.P. TO: Randy Swan
	25% each of Section 15, Block 38, T-1-N
299/644 WD 3-31-2011	FROM: Randy Swan TO: Robert C. Schlagal, Trustee of the R.C. Schlagal Trust John L. Schlagal, Trustee of the John L. Schlagal Living Trust Abyss, Inc. Mark Dehlinger, Manager Adley Properties LLC, Richard Coats, Manag
347/633 GWD 8-1-2012	FROM: Cactus Energy TO: Frank M. Agar, Jr., Trustee of the Richard Harlan Coats,Jr. Heritage Trust Frank M. Agar, Jr., Trustee of the Adrienne Elizabeth Coats Heritage Trust
348/201 WD 8-13-2012	FROM: Frank M. Agar, Jr., Trustee of the Richard Harlan Coats,Jr. Heritage Trust Frank M. Agar, Jr., Trustee of the Adrienne Elizabeth Coats Heritage Trust TO: Adley Properties LLC

NOTICE: **SHOULD ANY ERRORS OR OMISSIONS BE DISCOVERED IN THIS DOCUMENT, PLEASE NOTIFY THE PREPARER SO THAT IT CAN BE CORRECTED AND RE-DISTRIBUTED.**

This search is made upon the mutual understanding that the maker hereof has not examined all instruments and proceedings in the chain of title of the above described real estate; that the same is not intended to cover the legality or the sufficiency of any of the instruments or proceedings in the chain of title, and does not cover any instruments filed as a chattel only. Further, at the direction of Atlas Pipeline Mid-Continent WestTex, LLC no examination of the mortgage, lien, judgment or law suit records were searched.

John Bigley

Date: 3-26-2014

OPR103/772-774

772

1541

THE STATE OF TEXAS §

COUNTY OF MARTIN §

WARRANTY DEED

KNOW ALL MEN BY THESE PRESENTS:

That, We, **WESLEY W. WILLIAMS, III, PAMELA EAMES and TRACIE WATERS,** all not joined herein by our respective spouses, if any, for the reason that the hereinafter-described property constitutes no part of our homestead, nor any portion of our jointly-controlled community property, (hereinafter referred to as "Grantors"), for and in consideration of the sum of Three Hundred Twenty-three Thousand Eighty-five and 40/100ths ($323,085.40) Dollars, cash in hand paid by the Grantees herein, the receipt and sufficiency of which are hereby acknowledged and confessed; have **GRANTED, SOLD and CONVEYED,** and by these presents do hereby **GRANT, SELL and CONVEY** unto **CECIL E. McMORRIS** and wife, **NELLIE M. McMORRIS,** whose mailing address is 2621 Saratoga Avenue, Lubbock, Texas 79407, (hereinafter referred to as "Grantees"), all of the following-described tract or parcel of land, lying and being situated in the County of Martin, State of Texas, to-wit:

Being a 1615.427 acre tract of land being a part of the S/2 of Section 5; all of Section 14 and a part of Section 15, all in Block 38, T-1-N, T&P Ry. Co. Survey, Martin County, Texas, and being a part of those tracts of land conveyed to W.W. Williams by Deeds recorded in Volume 21, Page 266; in Volume 34, Page 179; in Volume 36, Page 150; in Volume 60, Page 347; and, in Volume 61, Page 611, Deed Records of Martin County, Texas. Said 1615.427 acres being more particularly described as follows:

BEGINNING at a 3/4" iron pipe found for the called Southwest corner of Section 6 of said Block 38, T-1-N, T&P Ry. Co. Survey, as per Corrected Field Notes recorded in Volume 3, Page 189, Surveyor's Records of Martin County, Texas, and being the Northwest corner of above mentioned Section 14 and also being the most Westerly Northwest corner of this tract;
THENCE N. 74° 31' 34" E. along the North line of Section 14 and the South line of Section 6 for a distance of 5388.89 feet to a railroad spike set in County Road No. C 2950 for a corner of this tract and being the Southeast corner of said Section 6 as conveyed to James Hollis Meek by Deeds recorded in Volume 164, Page 717 and in Volume 165, Page 461, Deed Records of Martin County, Texas;
THENCE N. 15° 19' 42" W. along the West line of Section 5 and the East line of said Section 6 for a distance of 2652.17 feet to a ½" iron rod/cap marked "Stewart Surveying" set for the Northwest corner of the S/2 of Section 5, from which point a ½" iron rod found for the Southwest corner of Section 4 of Block 38 bears N. 15° 19' 42" W. a distance of 2652.17 feet and S. 74° 30' 46" W. a distance of 108.8 feet;
THENCE N. 74° 31' 10" E. along the North line of this tract and the South line of the N/2 of Section 5 as conveyed to Richard R. Knox by Deed recorded in Volume 54, Page 487, Deed Records of Martin County, Texas for a distance of 5251.99 feet to a ½" iron rod/cap marked "Stewart Surveying" set in the West Right-of-way line of F.M. Highway No. 1212 for the Northeast corner of this tract from which point a railroad spike set for the Northeast corner of the S/2 Section 5, Block 38 bears N. 74° 31' 10" E. a distance of 30.23 feet and from said Railroad spike set a ½" iron rod with square head bolt set on top found for the Northeast corner of said Section 5 bears N. 15° 22' 34" W. a distance of 2652.78 feet;
THENCE S. 15° 17' 44" E. along the East line of this tract and the West line of F.M. Highway No. 1212 Right-of-way Easement in Section 5 as conveyed to Martin County recorded in Volume 61, Page 611, Deed Records and in Section 15 as conveyed to the State of Texas, recorded in Volume 70, Page 422 and monumeted by concrete markers found for a distance of 7958.38 feet to a ½" iron rod/cap marked "Stewart Surveying" set for the Southeast corner of this tract, from which point the Southeast corner of above mentioned Section 15 bears N. 74° 29' 25" E. a distance of 41.41 feet;
THENCE S. 74° 29' 25" W. along the South line of Section 15 and the North line of Section 16, Block 38, T-1-N, T&P Ry. Co. Survey as conveyed to Tant Lindsay by Deed recorded in Volume 48, Page 336, Deed Records of Martin County, Texas and to W.L. Lindsay by Deeds recorded in Volume 83, Pages 337 and 423, Deed Records of Martin County, Texas at a distance of 5236.66 feet pass the Southwest corner of Section 15 and the Southeast corner of above mentioned Section 14, continuing in all for a total distance of 10622.77 feet to a ½" iron rod/cap marked "Stewart Surveying" set for the Southwest corner of this tract and being the Southwest corner of said Section 14 and Northwest corner of Section 17 as conveyed to Tant Lindsay by Deed recorded in Volume 42, Page 355, Deed Records of Martin County, Texas, from which point a 1" iron pipe found for the called patent corner of Sections 17, 18, 24 and 25 as per Patent recorded in Volume 64, Page 58, Deed Records of Martin County, Texas bears S. 15° 28' 30" E. a distance of 5312.22 feet;
THENCE N. 15° 28' 30" W. along the West line of this tract and the East line of Section 13, Block 38 as conveyed to E.M. Schenecker by Deed recorded in Volume 12, Page 141, Deed Records of Martin County, Texas for a distance of 5312.23 feet to the PLACE OF BEGINNING.

This conveyance is made and accepted SUBJECT TO the following:

(a) Easement to Permian Corp. dated October 29, 1970, recorded in Volume 130, Page 262, Deed Records, Martin County, Texas.

RECORDER'S NOTE:
PORTIONS OF THE TEXT OF THIS INSTRUMENT NOT CLEARLY LEGIBLE FOR SATISFACTORY RECORDATION.

MARTIN COUNTY

(b) Easement to Adobe Resources dated June 12, 1987, recorded in Volume 285, Page 599, Deed Records, Martin County, Texas.

(c) Easement to Adobe Resources dated June 17, 1987, recorded in Volume 286, Page 49, Deed Records, Martin County, Texas.

(d) Easement to Caprock Electric Coop. dated March 2, 1987, recorded in Volume 284, Page 757, Deed Records, Martin County, Texas.

(e) Easement to Caprock Electric Coop. dated October 21, 1977, recorded in Volume 175, Page 703, Deed Records, Martin County, Texas.

(f) Right-of-way Easement to the State of Texas dated April 15, 1954, recorded in Volume 32, Page 159, Deed of Trust Records, Martin County, Texas.

(g) Easement to LG&E Natural Gas dated January 2, 1998, recorded in Volume 84, Page 518, Official Records, Martin County, Texas.

(h) Easement to Adobe Oil Co., dated January 24, 1977, recorded in Volume 172, Page 61, Deed Records, Martin County, Texas.

(i) Easement to Caprock Electric Coop. dated May 8, 1978, recorded in Volume 179, Page 369, Deed Records, Martin County, Texas.

(j) Easement to Adobe Oil Co. dated October 14, 1975, recorded in Volume 164, Page 427, Deed Records, Martin County, Texas.

(k) Easement to Permian Basin Pipeline Co. dated July 14, 1953, recorded in Volume 64, Page 629, Deed Records, Martin County, Texas.

(l) Easement to Westar Transmission Co. dated July 29, 1998, recorded in Volume 94, Page 386, Official Records, Martin County, Texas.

(m) Right-of-way Easement to the State of Texas dated April 15, 1954, recorded in Volume 70, Page 422, Deed Records, Martin County, Texas.

(n) Easement to Adobe Resources dated May 23, 1988, recorded in Volume 297, Page 387, Deed Records, Martin County, Texas.

(o) Easement to Caprock Electric Coop. dated August 22, 1984, recorded in Volume 249, Page 175, Deed Records, Martin County, Texas.

(p) Easements to Caprock Electric Coop. dated October 17, 1980, recorded in Volume 203, Pages 600 and 601, Deed Records, Martin County, Texas.

(q) Easement to Caprock Electric Coop. dated October 21, 1977, recorded in Volume 175, Page 703, Deed Records, Martin County, Texas.

(r) Easement to Adobe Oil Co. dated October 14, 1975, recorded in Volume 164, Page 427, Deed Records, Martin County, Texas.

(s) Easement to Permian Corp. dated December 17, 1970, recorded in Volume 132, Page 365, Deed Records, Martin County, Texas.

(t) Easement to Permian Corp. dated October 19, 1970, recorded in Volume 130, Page 262, Deed Records, Martin County, Texas.

(u) Easement to LG&E Natural Gas dated January 2, 1998, recorded in Volume 84, Page 518, Official Records, Martin County, Texas.

This conveyance is further made and accepted SUBJECT TO the prior reservation of certain undivided interests in and to the oil, gas and other minerals in, on and under the above-described tract of land as previously reserved in Deed from Louie M. Williams to W.W. Williams dated June 18, 1928, recorded in Volume 34, Page 179; and, in Deed from W.W. Williams to Dewey Williams, et. ux. dated August 18, 1930, recorded in Volume 34, Page 180; and, in Deed from Louie M. Williams to J.N. Williams, et. al. dated June 15, 1928, recorded in Volume 35, Page 65; and, in Deed from W.W. Williams to Denny Williams dated August 18, 1930, recorded in Volume 35, Page 68; and, in two Deeds from Denny Williams, et. vir. to R.D. Williams dated April 24, 1931, recorded in Volume 35, Pages 91 and 93, all in Deed Records, Martin County, Texas; and, as such mineral ownership was modified by Mineral Clarification Agreement dated November 18, 1948, recorded in Volume 51, Page 64, Deed Records, Martin County, Texas.

And, for the same consideration, Grantors do hereby BARGAIN, SELL, CONVEY, ASSIGN and DELIVER unto Grantees, their heirs, representatives and assigns, all of Grantors' right, title and interest in and to the oil, gas and other minerals in, on and under and that may be produced and saved from the above-described tract of land;

SAVE AND EXCEPT however, and Grantors do hereby reserve unto themselves, their heirs, representatives and assigns, all of Grantors' undivided interest in and to all of the oil royalty, gas royalty, royalty in casinghead gas and royalty in other minerals, including shut-in royalty, that may be produced and saved from the wellbore of each oil and/or gas well which is producing oil, gas and/or associated hydrocarbons as of the date of this Warranty Deed; and, this reservation of non-participating royalty shall terminate, as to each such producing well, on the earlier of: (a) ten years from and after the date of this Warranty Deed; or, (b) the date on which each such presently, producing well ceases to produce oil, gas and/or associated hydrocarbons in paying, commercial quantities, for a period of time longer than ninety (90) consecutive days. In the event any such producing well subsequently ceases to produce oil, gas and/or associated hydrocarbons in paying, commercial quantities for a period in excess of ninety (90) consecutive days; or upon the expiration of ten years from the date of this Warranty Deed (whichever is earlier); then, and in that event, this reservation of non-participating royalty interest shall *ipso facto* terminate and all royalties shall vest in Grantees herein, their heirs, representatives and assigns. Grantors hereby expressly CONVEY, ASSIGN and DELIVER unto Grantees, their heirs, representatives and assigns, all of Grantors' undivided interest in the exclusive power and right to execute Oil, Gas and Mineral Leases covering the interest hereby excepted and reserved and to receive and keep any bonus, delay rentals or other payment other than royalty attributable to each such presently, producing well.

TO HAVE AND TO HOLD the above described premises, together with all and singular the rights and appurtenances thereto in anywise belonging unto the said **CECIL E. McMORRIS** and wife, **NELLIE M. McMORRIS**, their heirs, representatives and assigns forever; and Grantors do hereby bind themselves, their heirs, representatives and assigns, to Warrant and Forever Defend all and singular the said premises unto the said **CECIL E. McMORRIS** and wife, **NELLIE M. McMORRIS**, their heirs, representatives and assigns, against every person whomsoever lawfully claiming, or to claim the same, or any part thereof.

This Warranty Deed may be executed in multiple counterparts, each of which will be binding upon any party signing same. For ease in recordation, each signature page may be detached and attached to the body of one instrument.

EXECUTED this 3rd day of December, 1999.

Wesley W. Williams

WESLEY W. WILLIAMS, III

PAMELA EAMES

TRACIE WATERS

THE STATE OF TEXAS §

COUNTY OF HARRIS §

This instrument was acknowledged before me on this the 3rd day of December, 1999, by **WESLEY W. WILLIAMS, III.**

My commission expires:
11-04-2001

Glenda R. Ita

Notary Public in and for the State of Texas

GLENDA R. ITA
Notary Public, State of Texas
My Commission Exp. 11-04-2001

THE STATE OF TEXAS §

COUNTY OF BEXAR §

This instrument was acknowledged before me on this the _____ day of December, 1999, by **PAMELA EAMES.**

My commission expires:

Notary Public in and for the State of Texas

THE STATE OF TEXAS §

COUNTY OF MIDLAND §

This instrument was acknowledged before me on this the _____ day of December, 1999, by **TRACIE WATERS.**

My commission expires:

Notary Public in and for the State of Texas

BOBBIE\REALEST\A872A

OP 119/230

906

Return to: Ronnie L. Agnew, P.O. Box 64370, Lubbock, TX 79464-4370

WARRANTY DEED

Date: The 26th day of July 2001.

Grantors: Cecil E. McMorris and his wife, Nellie M. McMorris

Grantor's Mailing Address (including county): 4421 19th Street, Lubbock, Lubbock County Texas 79407

Grantee: Cecil E. and Nellie McMorris Family Investments, L.P.

Grantee's Mailing Address (including county): 4421 19th Street Lubbock, Lubbock County Texas 79407

Consideration: TEN AND NO/100 DOLLARS ($10.00) and other good and valuable consideration.

Property (including any improvements):

Being a 1615.427 acre tract of land being a part of the S/2 of Section 5; all of Section 14 and a part of Section 15, all in Block 38, T-1-N, T&P Ry. Co. Survey, Martin County, Texas, and being a part of those tracts of land conveyed to W.W. Williams by Deeds recorded in Volume 21, Page 266; in Volume 34, Page 179; in Volume 36, Page 150; in Volume 60, Page 347; and, in Volume 61, Page 611, Deed Records of Martin County, Texas. Said 1615.427 acres being more particularly described as follows:

BEGINNING at a 3/4" iron pipe found for the called Southwest corner of Section 6 of said Block 38, T-1-N, T&P Ry. Co. Survey, as per Corrected Field Notes recorded in Volume 3, Page 189, Surveyor's Records of Martin County, Texas, and being the Northwest corner of above mentioned Section 14 and also being the most Westerly Northwest corner of this tract;
THENCE N. 74° 31' 34" E. along the North line of Section 14 and the South line of Section 6 for a distance of 5388.89 feet to a railroad spike set in County Road No. C 2950 for a corner of this tract and being the Southeast corner of said Section 6 as conveyed to James Hollis Meek by Deeds recorded in Volume 164, Page 717 and in Volume 165, Page 461, Deed Records of Martin County, Texas;
THENCE N. 15° 19' 42" W. along the West line of Section 5 and the East line of said Section 6 for a distance of 2652.17 feet to a 1/2" iron rod/cap marked "Stewart Surveying" set for the Northwest corner of the S/2 of Section 5, from which point a 1/2" iron rod found for the Southwest corner of Section 4 of Block 38 bears N. 15° 19' 42" W. a distance of 2652.17 feet and S. 74° 30' 46" W. a distance of 108.8 feet;
THENCE 74° 31' 10" E. along the North line of this tract and the South line of the N/2 of Section 5 as conveyed to Richard R. Knox by Deed recorded in Volume 54, Page 487, Deed Records of Martin County, Texas for a distance of 5251.99 feet to a 1/2' iron rod/cap marked "Stewart Surveying" set in the West Right-of-way

line of F.M. Highway No. 1212 for the Northeast corner of this tract from which point a railroad spike set for the Northeast corner of the S/2 Section 5, Block 38 bears N. 74° 31' 10" E. a distance of 30.23 feet and from said Railroad spike set a 1/2" iron rod with square head bolt set on top found for the Northeast corner of said Section 5 bears N. 15° 22' 34" W. a distance of 2652.78 feet.

THENCE S. 15° 17' 44" E. along the East line of this tract and the West line of F.M. Highway No. 1212 Right-of-way Easement in Section 5 as conveyed to Martin County recorded in Volume 61, Page 611, Deed Records and in Section 15 as conveyed to the State of Texas, recorded in Volume 70, Page 422 and monumeted by concrete markers found for a distance of 7958.38 feet to a 1/2" iron rod/cap marked "Stewart Surveying" set for the Southeast corner of this tract, from which point the Southeast corner of above mentioned Section 15 bears N. 74° 29' 25" E. a distance of 41.41 feet;

THENCE S. 74° 29' 25" W. along the South line of Section 15 and the North line of Section 16, Block 38, T-1-N, T&P Ry. Co. Survey as conveyed to Tant Lindsay by Deed recorded in Volume 48, Page 336, Deed Records of Martin County, Texas and to W.L. Lindsay by Deeds recorded in Volume 83, Pages 337 and 423, Deed Records of Martin County, Texas at a distance of 5236.66 feet pass the Southwest corner of Section 15 and the Southeast corner of above mentioned Section 14, continuing in all for a total distance of 10622.77 feet to a 1/2" iron rod/cap marked "Stewart Surveying" set for the Southwest corner of this tract and being the Southwest corner of said Section 14 and Northwest corner of Section 17 as conveyed to Tant Lindsay by Deed recorded in Volume 42, Page 355, Deed Records of Martin County, Texas, from which point a 1" iron pipe found for the called patent corner of Sections 17, 18, 24 and 25 as per Patent recorded in Volume 64, Page 58, Deed Records of Martin County, Texas bears S. 15° 28' 30" E. a distance of 5312.22 feet;

THENCE N. 15° 28' 30" W. along the West line of this tract and the East line of Section 13, Block 38 as conveyed to E.M. Schenecker by Deed recorded in Volume 12, Page 141, Deed Records of Martin County, Texas for a distance of 5312.23 feet to the PLACE OF BEGINNING.

together with all rights, privileges, improvements and appurtenances thereto.

Reservations From and Exceptions to Conveyance and Warranty:

This conveyance is made and accepted SUBJECT TO the following:

(a) Easement to Permian Corp. dated October 29, 1970, recorded in Volume 130, Page 262, Deed Records, Martin County, Texas.

(b) Easement to Adobe Resources dated June 12, 1987, recorded in Volume 285, Page 599, Deed Records, Martin County, Texas.

(c) Easement to Adobe resources dated June 17, 1987, recorded in Volume 286, Page 49, Deed Records, Martin County, Texas.

(d) Easement to Caprock Electric Coop. dated March 2, 1987, recorded in Volume 284, Page 757, Deed Records, Martin County, Texas.

(e) Easement to Caprock Electric Coop. dated October 21, 1977, recorded in Volume 175, Page 703, Deed Records, Martin County, Texas.

(f) Right-of-way Easement to the State of Texas dated April 15, 1954, recorded in Volume 32, Page 159, Deed of Trust Records, Martin County, Texas.

(g) Easement to LG&E Natural Gas dated January 2, 1998, recorded in Volume 84, Page 518, Official Records, Martin County, Texas.

(h) Easement to Adobe Oil Co., dated January 24, 1977, recorded in Volume 172, Page 61, Deed Records, Martin County, Texas.

(i) Easement to Caprock Electric Coop. dated May 8, 1978, recorded in Volume 179, Page 369, Deed Records, Martin County, Texas.

(j) Easement to Adobe Oil Co. dated October 14, 1975, recorded in Volume 164, Page 427, Deed Records, Martin County, Texas.

(k) Easement to Permian Basin Pipeline Co. dated July 14, 1953, recorded in Volume 64, Page 629, Deed Records, Martin County, Texas.

(l) Easement to Westar Transmission Co. dated July 29, 1998, recorded in Volume 94, Page 386, Official Records, Martin County, Texas.

(m) Right-of-way Easement to the State of Texas dated April 15, 1954, recorded in Volume 70, Page 422, Deed Records, Martin County, Texas.

(n) Easement to Adobe Resources dated May 23, 1988, recorded in Volume 297, Page 387, Deed Records, Martin County, Texas.

(o) Easement to Caprock Electric Coop. dated August 22, 1984, recorded in Volume 249, Page 175, Deed Records, Martin County, Texas.

(p) Easements to Caprock Electric Coop. dated October 17, 1980, recorded in Volume 203, Pages 600 and 601, Deed Records, Martin County, Texas.

(q) Easement to Caprock Electric Coop. dated October 21, 1977, recorded in Volume 175, Page 703, Deed Records, Martin County, Texas.

(r) Easement to Adobe Oil Co. dated October 14, 1975, recorded in Volume 164, Page 427, Deed Records, Martin County, Texas.

(s) Easement to Permian Corp. dated December 17, 1970, recorded in Volume 132, Page 365, Deed Records, Martin County, Texas.

(t) Easement to Permian Corp. dated October 19, 1970, recorded in Volume 130, Page 262, Deed Records, Martin County, Texas.

(u) Easement to LG&E Natural Gas dated January 2, 1998, recorded in Volume 84, Page 518, Official Records, Martin County, Texas.

Grantors, for the consideration and subject to the reservations from and exceptions to conveyance and warranty, grant, sell, and convey to Grantees the property, together with all and singular the rights and appurtenances thereto in any wise belonging, to have and hold it to Grantees, Grantees' heirs, executors, administrators, successors, or assigns forever. Grantors bind Grantors and Grantors' heirs, executors, administrators, and successors to warrant and forever defend all and singular the property to Grantees and Grantees' heirs, executors, administrators, successors, and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, except as to the reservations from and exceptions to conveyance and warranty.

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

Cecil E. McMorris

Cecil E. McMorris

Nellie McMorris

Nellie McMorris

THE STATE OF TEXAS §
§
COUNTY OF LUBBOCK §

This instrument was acknowledged before me on the 26th day of July, 2001, by Cecil E. McMorris.

VICKI JOY HAMBLEN
MY COMMISSION EXPIRES
May 5, 2002

Vicki Joy Hamblen
Notary Public Signature

THE STATE OF TEXAS §
§
COUNTY OF LUBBOCK §

This instrument was acknowledged before me on the 26th day of July, 2001, by Nellie McMorris.

Vicki Joy Hamblen
Notary Public Signature

VICKI JOY HAMBLEN
MY COMMISSION EXPIRES
May 5, 2002

FILED FOR RECORD THE 1 **DAY OF** August **AD 2001 AT** 9:55 **O'CLOCK** A **M**
DULY RECORDED ON THE 3 **DAY OF** August **AD 2001 AT** 4:30 **O'CLOCK** P **M**

INSTRUMENT NO 906

SUSIE HULL, COUNTY CLERK
MARTIN COUNTY, TEXAS
BY Susie Hull **deputy**

OPR 190/255-258

STM 2006 2002

Return to: Randy Swan, 2217 S. County Road 1084, Midland, TX 79706

73

WARRANTY DEED WITH VENDOR'S LIEN

Date: The 10th day of January, 2007

Grantor: Cecil E. and Nellie M. McMorris Family Investments, LP

Grantor's Mailing Address (including county): 4421 19th Street, Lubbock, Lubbock County Texas 79407

Grantee: Randy Swan

Grantee's Mailing Address (including county): 2217 S. County Road 1084 Midland, Texas 79706

Consideration: TEN AND NO/100 DOLLARS ($10.00) and note of even date executed by Grantee and payable to the order of The Cecil E. and Nellie McMorris Family Investments, LP. The note is secured by a first and superior vendor's lien and superior title retained in this deed in favor of The Cecil E. and Nellie McMorris Family Investments, LP, and by a first-lien Deed of Trust of even date from Grantee to Ronnie L. Agnew, Trustee.

Property (including any improvements):

All of the following described certain tract or parcel of land located at Hwy 1212, Martin County, Texas, more specifically described as follows:

Being a 1615.427 acre tract of land being a part of the S/2 of Section 5; all of Section 14 and a part of Section 15, all in Block 38, T-1-N, T&P Ry. Co. Survey, Martin County, Texas, and being a part of those tracts of land conveyed to W.W. Williams by Deeds recorded in Volume 21, Page 266; in Volume 34, Page 179; in Volume 36, Page 150; in Volume 60, Page 347; and, in Volume 61, Page 611, Deed Records of Martin County, Texas. Said 1615.427 acres being more particularly described as follows:

BEGINNING at a 3/4" iron pipe found for the called Southwest corner of Section 6 of said Block 38, T-1-N, T&P Ry. Co. Survey, as per Corrected Field Notes recorded in Volume 3, Page 189, Surveyor's Records of Martin County, Texas, and being the Northwest corner of above mentioned Section 14 and also being the most Westerly Northwest corner of this tract;

Notice of confidentiality rights:

If you are a natural person, you may remove or strike any of the following information from this instrument before it is filed for record in the public records: your social security number or your driver's license number.

THENCE N. 74° 31' 34" E. along the North line of Section 14 and the South line of Section 6 for a distance of 5388.89 feet to a railroad spike set in County Road No. C 2950 for a corner of this tract and being the Southeast corner of said Section 6 as conveyed to James Hollis Meek by Deeds recorded in Volume 164, Page 717 and in Volume 165, Page 461, Deed Records of Martin County, Texas;

THENCE N. 15° 19' 42" W. along the West line of Section 5 and the East line of said Section 6 for a distance of 2652.17 feet to a 1/2" iron rod/cap marked "Stewart Surveying" set for the Northwest corner of the S/2 of Section 5, from which point a 1/2" iron rod found for the Southwest corner of Section 4 of Block 38 bears N. 15° 19' 42" W. a distance of 2652.17 feet and S. 74° 30' 46" W. a distance of 108.8 feet;

THENCE 74° 31' 10" E. along the North line of this tract and the South line of the N/2 of Section 5 as conveyed to Richard R. Knox by Deed recorded in Volume 54, Page 487, Deed Records of Martin County, Texas for a distance of 5251.99 feet to a 1/2' iron rod/cap marked "Stewart Surveying" set in the West Right-of-way line of F.M. Highway No. 1212 for the Northeast corner of this tract from which point a railroad spike set for the Northeast corner of the S/2 Section 5, Block 38 bears N. 74° 31' 10" E. a distance of 30.23 feet and from said Railroad spike set a 1/2" iron rod with square head bolt set on top found for the Northeast corner of said Section 5 bears N. 15° 22' 34" W. a distance of 2652.78 feet.

THENCE S. 15° 17' 44" E. along the East line of this tract and the West line of F.M. Highway No. 1212 Right-of-way Easement in Section 5 as conveyed to Martin County recorded in Volume 61, Page 611, Deed Records and in Section 15 as conveyed to the State of Texas, recorded in Volume 70, Page 422 and monumeted by concrete markers found for a distance of 7958.38 feet to a 1/2" iron rod/cap marked "Stewart Surveying" set for the Southeast corner of this tract, from which point the Southeast corner of above mentioned Section 15 bears N. 74° 29' 25" E. a distance of 41.41 feet;

THENCE S. 74° 29' 25" W. along the South line of Section 15 and the North line of Section 16, Block 38, T-1-N, T&P Ry. Co. Survey as conveyed to Tant Lindsay by Deed recorded in Volume 48, Page 336, Deed Records of Martin County, Texas and to W.L. Lindsay by Deeds recorded in Volume 83, Pages 337 and 423, Deed Records of Martin County, Texas at a distance of 5236.66 feet pass the Southwest corner of Section 15 and the Southeast corner of above mentioned Section 14, continuing in all for a total distance of 10622.77 feet to a 1/2" iron rod/cap marked "Stewart Surveying" set for the Southwest corner of this tract and being the Southwest corner of said Section 14 and Northwest

corner of Section 17 as conveyed to Tant Lindsay by Deed recorded in Volume 42, Page 355, Deed Records of Martin County, Texas, from which point a 1" iron pipe found for the called patent corner of Sections 17, 18, 24 and 25 as per Patent recorded in Volume 64, Page 58, Deed Records of Martin County, Texas bears S. 15° 28' 30" E. a distance of 5312.22 feet;

THENCE N. 15° 28' 30" W. along the West line of this tract and the East line of Section 13, Block 38 as conveyed to E.M. Schenecker by Deed recorded in Volume 12, Page 141, Deed Records of Martin County, Texas for a distance of 5312.23 feet to the PLACE OF BEGINNING.

Reservations From Conveyance:

All mineral interests owned by Seller as the result of either conveyance or contract.

Exceptions to Conveyance and Warranty:

Vendor's lien and superior title are retained herein, securing the payment of a note of even date in the principal amount of $569,437.00 (Five hundred sixty-nine thousand, four hundred thirty-seven dollars and no cents), additionally secured by a deed of trust of even date to Ronnie L. Agnew, Trustee, recorded in Volume 190 Page 249 of the real property records of Martin County, Texas.

Liens described as part of the Consideration and any other liens described in this deed as being either assumed or subject to which title is taken; validly existing easements, rights-of-way, and prescriptive rights, whether of record or not; all presently recorded and validly existing instruments, other than conveyances of the surface fee estate, that affect the Property; and taxes for 2007, which Grantee assumes and agrees to pay on a pro rata basis from the date of purchase.

Grantor, for the Consideration and subject to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty, grants, sells, and convey to Grantee the Property, together with all and singular the rights and appurtenances thereto in any way belonging, to have and 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 Grantor 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 Conveyance and the Exceptions to Conveyance and Warranty.

The vendor's lein against and superior title to the Property are retained until each note described is fully paid according to its terms, at which time this deed will become absolute.

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

Cecil E. McMorris, President,
Cecil E. and Nellie McMorris
Management, LLC,
General Partner of the Cecil E. and
Nellie McMorris Family Investments,
L.P.

The State of Texas §
§
County of Lubbock §

This instrument was acknowledged before me on the 10th day of January, 2007, by Cecil E. McMorris.

Notary Public Signature

KAY B. AGNEW
NOTARY PUBLIC
STATE OF TEXAS
EXPIRES
10-2-2007

FILED FOR RECORD THE 15 DAY OF January AD 2007 AT 8:02 O'CLOCK A M
DULY RECORDED ON THE 16 DAY OF January AD 2007 AT 4:30 O'CLOCK P M

INSTRUMENT NO 73

SUSIE HULL, COUNTY CLERK
MARTIN COUNTY, TEXAS
BY _____ deputy

OPR 299/44-646

1025

GF# 1103-004-RDP

WARRANTY DEED

"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."

Date: March 31, 2011

Grantor: Randy Swan

Grantee:

Robert C. Schlagal, Trustee of the R.C. Schlagal Trust dated November 1, 1992 202 North Eisenhower Drive Midland, Midland County, Texas 79703	25%
John L. Schlagal, Trustee of The John L. Schlagal Living Trust dated June 15, 2000 5700 South County Road 1200 Midland, Midland County, Texas 79706	25%
Abyss, Inc. 2302 Culpeper Drive Midland, Midland County, Texas 79705	25%
Cactus Energy, Inc. P.O. Box 2412 Midland, Midland County, Texas 79702	25%

Consideration:

Cash and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged.

Property (including any improvements):

BEING A 1,614.92 ACRE (RECORD 1,615.427 ACRE) TRACT OF LAND BEING A PORTION OF THE SOUTH HALF OF SECTION 5, ALL OF SECTION 14 AND PART OF SECTION 15, BLOCK 38, T-1-N, T&P RR CO SURVEY, MARTIN COUNTY, TEXAS, AND BEING A PART OF THOSE TRACTS CONVEYED TO W. W. WILLIAMS BY DEEDS RECORDED IN VOLUME 21, PAGE 266, VOLUME 34, PAGE 179, VOLUME 36, PAGE 150, VOLUME 34, PAGE 179, VOLUME 36, PAGE 150, VOLUME 60, PAGE 347 AND VOLUME 61, PAGE 611, DEED RECORDS OF MARTIN COUNTY, TEXAS, SAID 1,614.92 ACRE TRACT DESCRIBED MORE FULLY BY METES AND BOUNDS AS FOLLOWS:

BEGINNING AT A 2" IP FOUND FOR THE SW CORNER OF SECTION 6, BLOCK 38, T-1-N, SAME BEING THE NW CORNER OF SAID SECTION 14 FOR THE MOST WESTERLY NW CORNER OF THIS TRACT;

THENCE N.76°29'11"E. 5388.47 FEET ALONG THE NORTH LINE OF SAID SECTION 14 AND THE SOUTH LINE OF SAID SECTION 6 TO A RR SPIKE FOUND IN COUNTY ROAD C-2590 FOR A CORNER OF THIS TRACT, SAME BEING THE SE CORNER OF SAID SECTION 6 AND THE NE CORNER OF SAID SECTION 14 AND THE NW CORNER OF SAID SECTION 15 AND THE SW CORNER OF SAID SECTION 5 FOR A CORNER OF THIS TRACT;

THENCE N.13°21'47"W. 2653.81 FEET ALONG THE WEST LINE OF SAID SECTION 5 AND THE EAST LINE OF SAID SECTION 6 TO A POINT FOR THE MOST NORTHERLY NW CORNER OF THIS TRACT, FROM WHICH A 1/2" REINF BAR BEARS S.42°15'58"E. 36.20 FEET;

THENCE N.76°27'04"E. 5260.22 FEET ALONG THE NORTH LINE OF THIS TRACT AND THE SOUTH LINE OF THE NORTH HALF OF SECTION 5 TO A POINT FOR THE NE CORNER OF THIS TRACT IN THE WEST RIGHT-OF-WAY LINE OF F. M. HIGHWAY 1212, FROM WHICH A ROW MARKER BEARS N.50°44'59"W. 16.14 FEET AND FROM WHICH THE EAST LINE OF SAID SECTION 5 BEARS N.76°27'04"E. 30.23 FEET;

THENCE S.13°05'20"E. 7964.77 FEET ALONG THE WEST RIGHT-OF-WAY LINE OF F. M. HIGHWAY 1212 TO A POINT FOR THE SE CORNER OF THIS TRACT, FROM WHICH THE SE CORNER OF SAID SECTION 15 BEARS N.76°25'19"E. 41.14 FEET;

THENCE S.76°28'35"W. 10611.28 FEET ALONG THE SOUTH LINE OF SAID SECTION 15 AND 14 TO A 2" GIP FOUND FOR THE SW CORNER OF THIS TRACT, SAME BEING THE SW CORNER OF SAID SECTION 14;

THENCE N.13°21'20"W. 5309.37 FEET ALONG THE WEST LINE OF SAID SECTION 14 TO THE PLACE OF BEGINNING.

Reservations from Conveyance

All oil, gas and other minerals in, on or under said land reserved by prior grantors.

Exceptions to Conveyance and Warranty

Liens described as part of the Consideration and any other liens described in this deed as being either assumed or subject to which title is taken; validly existing easements, rights-of-way, and prescriptive rights, whether of record or not; all presently recorded and validly existing restrictions, reservations, covenants, conditions, oil and gas leases, mineral interests, and water interests outstanding in persons other than Grantor, and other instruments, other than conveyances of the surface fee estate, that affect the Property; validly existing rights of adjoining owners in any walls and fences situated on a common boundary; any discrepancies, conflicts, or shortages in area or boundary lines; any encroachments or overlapping of improvements; and taxes for 2011, which Grantee assumes and agrees to pay and subsequent assessments for that and prior years due to change in land usage, ownership, or both, the payment of which Grantee assumes. Further, this Warranty Deed is made subject to the terms and provisions of that certain letter agreement of even date between the Grantee's herein.

Grantor, for the Consideration and subject to the Reservations from Conveyance and the Exceptions to

Conveyance and Warranty, grants, sells, and conveys to Grantee 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, except as to the Reservations from Conveyance and the Exceptions to Conveyance and Warranty.

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

RANDY SWAN

STATE OF TEXAS)

COUNTY OF MIDLAND)

This instrument was acknowledged before me on March 31, 2011, by RANDY SWAN.

RANDY D. PITTMAN
MY COMMISSION EXPIRES
November 18, 2012

Notary Public, State of Texas

AFTER RECORDING RETURN TO:

West Texas Abstract & Title Company, LLC
3700 N. Big Spring Street
Midland, Texas 79705

PREPARED IN THE LAW OFFICE OF:

G. Lance Holland
3700 N. Big Spring Street
Midland, Texas 79705

L:\Docs\03.31.2011\1103-004-RDP\WD.doc

Filed and recorded the 4 **day of April, 2011 at** 8:04 **o'clock** a **.m.**

Instrument Number 1005

Susie Graham, County Clerk
Martin County, Texas
By _____ **Deputy**

OP 347/633

633

2846

GIFT WARRANTY DEED

Cactus Energy, Inc., whose address is P.O. Box 2412, Midland, Texas 79702, hereinafter referred to as **"GRANTOR"**, for good and valuable consideration, has, and does by these presents sell, convey, grant, transfer and assign to Frank M. Agar, Jr., Trustee of the Richard Harlan Coats, Jr. Heritage Trust, and Frank M. Agar, Jr., Trustee of the Adrienne Elizabeth Coats Heritage Trust, IN EQUAL SHARES, whose address is 400 N. Marienfeld St., Suite 200, Midland, Texas 79701, herein collectively referred to as **"GRANTEE"**, an undivided one-fourth (1/4th) interest in and to the following described real estate in Martin County, Texas (the "Lands"):

See Exhibit "A" attached hereto and made a part hereof, for a complete description of the Lands covered by this Gift Warranty Deed.

This conveyance is made and accepted, subject to the following:

1. All oil, gas and other minerals in, on or under the Lands are reserved from this Gift Warranty Deed, having been reserved by prior grantors.
2. All validly existing easements, rights-of-way and prescriptive rights, whether of record or not.
3. All presently recorded and validly existing restrictions, reservations, covenants, conditions, oil and gas leases, mineral interests and water interests outstanding in persons other than Grantor, that affect the Lands.
4. Any validly existing rights of adjoining owners in any walls and fences situated on a common boundary.
5. Any discrepancies, conflicts or shortages in area or boundary lines, and any encroachments or overlapping of improvements.
6. All 2012 property taxes, which Grantee assumes and agrees to pay, and subsequent assessments for that and prior years due to change in Land usage, ownership, or both, the payment of which Grantee assumes.
7. The terms and provisions of those certain Letter Agreements, dated March 31, 2011 and August 1, 2012, respectively between Cactus Energy, Inc. and R.C. Schlagal Trust, etal.

TO HAVE AND TO HOLD the interest conveyed hereby, together with all and singular the rights and appurtenances thereto in anywise belonging unto the said Grantee, its successors and assigns forever, and Grantor does hereby bind itself, its and assigns to WARRANT AND FOREVER DEFEND all and singular the interest conveyed hereby unto the said Grantee, its successors and assigns, against every person whomsoever lawfully claiming, or to claim the same, or any part thereof, subject to the reservations and exceptions set forth herein.

EXECUTED this 1st day of August, 2012.

GRANTOR:

Cactus Energy, Inc.

Richard H. Coats, President

ACKNOWLEDGEMENT

STATE OF TEXAS §
§
COUNTY OF MIDLAND §

The foregoing instrument was personally acknowledged before me on this 1st day of August, 2012, by Richard H. Coats, as President of Cactus Energy, Inc., a Texas Corporation, on behalf of said corporation.

NIKI GAULE
MY COMMISSION EXPIRES
February 5, 2015

Niki Gaule
Notary Public, State of Texas
My Commission Expires: 2-5-2015

n:\G\CactusEnergy\Deeds\GiftWarrantyDeed_CactustoTrusts

EXHIBIT "A"

BEING A 1,616.09 ACRE (RECORD 1,615.427 ACRE) TRACT OF LAND BEING THE SOUTH HALF OF SECTION 5, ALL OF SECTION 14 AND PART OF SECTION 15, BLOCK 38, T-1-N, T&P RR CO SURVEY, MARTIN COUNTY, TEXAS, AND BEING A PART OF THOSE TRACTS CONVEYED TO W. W. WILLIAMS BY DEEDS RECORDED IN VOLUME 21, PAGE 266, VOLUME 34, PAGE 179, VOLUME 36, PAGE 150, VOLUME 34, PAGE 179, VOLUME 36, PAGE 150, VOLUME 60, PAGE 347 AND VOLUME 61, PAGE 611, DEED RECORDS OF MARTIN COUNTY, TEXAS, SAID 1,616.09 ACRE TRACT DESCRIBED MORE FULLY BY METES AND BOUNDS AS FOLLOWS:

BEGINNING AT A 3/4" GIP FOUND IN CONCRETE FOR THE SW CORNER OF SECTION 6, BLOCK 38, T-1-N. SAME BEING THE NW CORNER OF SAID SECTION 14 FOR THE MOST WESTERLY NW CORNER OF THIS TRACT;

THENCE N.76°29'11"E. 5388.47 FEET ALONG THE NORTH LINE OF SAID SECTION 14 AND THE SOUTH LINE OF SAID SECTION 6 TO A 1/2" REINF BAR SET IN COUNTY ROAD C-2590 FOR A CORNER OF THIS TRACT, SAME BEING THE SE CORNER OF SAID SECTION 6 AND THE NE CORNER OF SAID SECTION 14 AND THE NW CORNER OF SAID SECTION 15 AND THE SW CORNER OF SAID SECTION 5 FOR A CORNER OF THIS TRACT;

THENCE N.13°21'47"W. 2653.81 FEET ALONG THE WEST LINE OF SAID SECTION 5 AND THE EAST LINE OF SAID SECTION 6 TO A POINT FOR THE MOST NORTHERLY NW CORNER OF THIS TRACT, FROM WHICH A 1/2" REINF BAR BEARS S.42°15'58"E. 36.20 FEET;

THENCE N.76°27'04"E. 5251 16 FEET ALONG THE NORTH LINE OF THIS TRACT AND THE SOUTH LINE OF THE NORTH HALF OF SECTION 5 TO A POINT FOR THE NE CORNER OF THIS TRACT IN THE WEST RIGHT-OF-WAY LINE OF F. M. HIGHWAY 1212 (A 100 FOOT RIGHT-OF-WAY), FROM W

THENCE S.13°23'54"E. 7963.21 FEET ALONG THE WEST RIGHT-OF-WAY LINE OF F. M. HIGHWAY 1212 TO A POINT FOR THE SE CORNER OF THIS TRACT;

THENCE S.76°28'09"W. 10629.87 FEET ALONG THE SOUTH LINE OF SAID SECTION 15 AND 14 TO A 1/2" REINF BAR SET FOR THE SW CORNER OF THIS TRACT, SAME BEING THE SW CORNER OF SAID SECTION 14, FROM WHICH A 2" GIP FOUND BEAR S.S76°28'49"W 15.38 FEET;

THENCE N.13°31'17"W 5309.37 FEET ALONG THE WEST LINE OF SAID SECTION 14 TO THE PLACE OF BEGINNING.

OP 348/701 2900

WARRANTY DEED

Frank M. Agar, Jr., Trustee of the Richard Harlan Coats, Jr. Heritage Trust, and Frank M. Agar, Jr., Trustee of the Adrienne Elizabeth Coats Heritage Trust, whose address is 400 N. Marienfeld St., Suite 200, Midland, Texas 79701, hereinafter collectively referred to as **"GRANTOR"**, for and in consideration paid, has, and does by these presents sell, convey, grant, transfer and assign to Adley Properties LLC, whose address is 400 N. Marienfeld St., Suite 200, Midland, Texas 79701, herein referred to as **"GRANTEE"**, an undivided one-fourth (1/4th) interest in and to the following described real estate in Martin County, Texas (the "Lands"):

See Exhibit "A" attached hereto and made a part hereof, for a complete description of the Lands covered by this Warranty Deed.

This conveyance is made and accepted, subject to the following:

1. All oil, gas and other minerals in, on or under the Lands are reserved from this Warranty Deed, having been reserved by prior grantors.

2. All validly existing easements, rights-of-way and prescriptive rights, whether of record or not.

3. All presently recorded and validly existing restrictions, reservations, covenants, conditions, oil and gas leases, mineral interests and water interests outstanding in persons other than Grantor, that affect the Lands.

4. Any validly existing rights of adjoining owners in any walls and fences situated on a common boundary.

5. Any discrepancies, conflicts or shortages in area or boundary lines, and any encroachments or overlapping of improvements.

6. All 2012 property taxes, which Grantee assumes and agrees to pay, and subsequent assessments for that and prior years due to change in Land usage, ownership, or both, the payment of which Grantee assumes.

7. The terms and provisions of those certain Letter Agreements, dated March 31, 2011 and August 1, 2012, respectively between Cactus Energy, Inc. and R.C. Schlagal Trust, etal.

TO HAVE AND TO HOLD the interest conveyed hereby, together with all and singular the rights and appurtenances thereto in anywise belonging unto the said Grantee, its successors and assigns forever, and Grantor does hereby bind itself, its and assigns to WARRANT AND FOREVER DEFEND all and singular the interest conveyed hereby unto the said Grantee, its successors and assigns, against every person whomsoever lawfully claiming, or to claim the same, or any part thereof, subject to the reservations and exceptions set forth herein.

xc: Pioneer 1/17/13

EXHIBIT "A"

BEING A 1,616.09 ACRE (RECORD 1,615.427 ACRE) TRACT OF LAND BEING THE SOUTH HALF OF SECTION 5, ALL OF SECTION 14 AND PART OF SECTION 15, BLOCK 38, T-1-N, T&P RR CO SURVEY, MARTIN COUNTY, TEXAS, AND BEING A PART OF THOSE TRACTS CONVEYED TO W. W. WILLIAMS BY DEEDS RECORDED IN VOLUME 21, PAGE 266, VOLUME 34, PAGE 179, VOLUME 36, PAGE 150, VOLUME 34, PAGE 179, VOLUME 36, PAGE 150, VOLUME 60, PAGE 347 AND VOLUME 61, PAGE 611, DEED RECORDS OF MARTIN COUNTY, TEXAS, SAID 1,616.09 ACRE TRACT DESCRIBED MORE FULLY BY METES AND BOUNDS AS FOLLOWS:

BEGINNING AT A 3/4" GIP FOUND IN CONCRETE FOR THE SW CORNER OF SECTION 6, BLOCK 38, T-1-N, SAME BEING THE NW CORNER OF SAID SECTION 14 FOR THE MOST WESTERLY NW CORNER OF THIS TRACT;

THENCE N.76°29'11"E. 5388.47 FEET ALONG THE NORTH LINE OF SAID SECTION 14 AND THE SOUTH LINE OF SAID SECTION 6 TO A 1/2" REINF BAR SET IN COUNTY ROAD C-2590 FOR A CORNER OF THIS TRACT, SAME BEING THE SE CORNER OF SAID SECTION 6 AND THE NE CORNER OF SAID SECTION 14 AND THE NW CORNER OF SAID SECTION 15 AND THE SW CORNER OF SAID SECTION 5 FOR A CORNER OF THIS TRACT;

THENCE N.13°21'47"W. 2653.81 FEET ALONG THE WEST LINE OF SAID SECTION 5 AND THE EAST LINE OF SAID SECTION 6 TO A POINT FOR THE MOST NORTHERLY NW CORNER OF THIS TRACT, FROM WHICH A 1/2" REINF BAR BEARS S.42°15'58"E. 36.20 FEET;

THENCE N.76°27'04"E. 5251.16 FEET ALONG THE NORTH LINE OF THIS TRACT AND THE SOUTH LINE OF THE NORTH HALF OF SECTION 5 TO A POINT FOR THE NE CORNER OF THIS TRACT IN THE WEST RIGHT-OF-WAY LINE OF F. M. HIGHWAY 1212 (A 100 FOOT RIGHT-OF-WAY), FROM W

THENCE S.13°23'54"E. 7963.21 FEET ALONG THE WEST RIGHT-OF-WAY LINE OF F. M. HIGHWAY 1212 TO A POINT FOR THE SE CORNER OF THIS TRACT;

THENCE S.76°28'09"W. 10629.87 FEET ALONG THE SOUTH LINE OF SAID SECTION 15 AND 14 TO A 1/2" REINF BAR SET FOR THE SW CORNER OF THIS TRACT, SAME BEING THE SW CORNER OF SAID SECTION 14, FROM WHICH A 2" GIP FOUND BEAR S.S76°28'49"W. 15.38 FEET;

THENCE N.13°31'17"W 5309.37 FEET ALONG THE WEST LINE OF SAID SECTION 14 TO THE PLACE OF BEGINNING.

EXECUTED this 13th day of August, 2012.

GRANTOR:

By: _____
Frank M. Agar Jr., Trustee of the Richard Harlan Coats, Jr. Heritage Trust

By: _____
Frank M. Agar Jr., Trustee of the Adrienne Elizabeth Coats Heritage Trust

ACKNOWLEDGMENTS

STATE OF TEXAS §
§
COUNTY OF MIDLAND §

The foregoing instrument was personally acknowledged before me on this 13th day of August, 2012, by Frank M. Agar, Jr., Trustee of the Richard Harlan Coats, Jr. Heritage Trust.

NIKI GAULE
MY COMMISSION EXPIRES
February 5, 2015

Niki Gaule
Notary Public, State of Texas
My Commission Expires: 2-5-2015

STATE OF TEXAS §
§
COUNTY OF MIDLAND §

The foregoing instrument was personally acknowledged before me on this 13th day of August, 2012, by Frank M. Agar, Jr., Trustee of the Adrienne Elizabeth Coats Heritage Trust.

NIKI GAULE
MY COMMISSION EXPIRES
February 5, 2015

Niki Gaule
Notary Public, State of Texas
My Commission Expires: 2-5-2015

ng:G/CactusEnergy/Deeds/WarrantyDeed_TruststoAdleyProperties

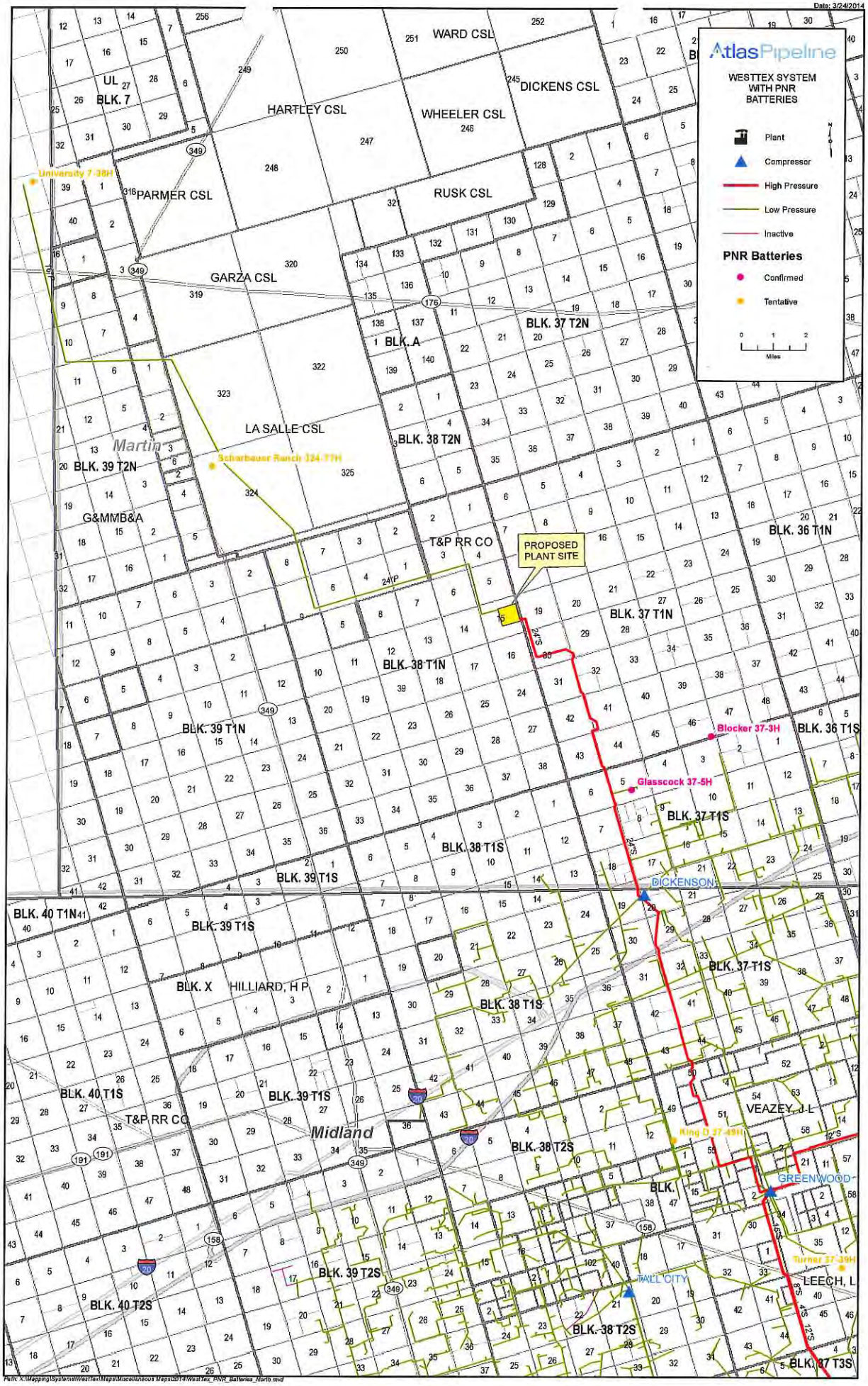
TAB 10

Description of Existing Improvements

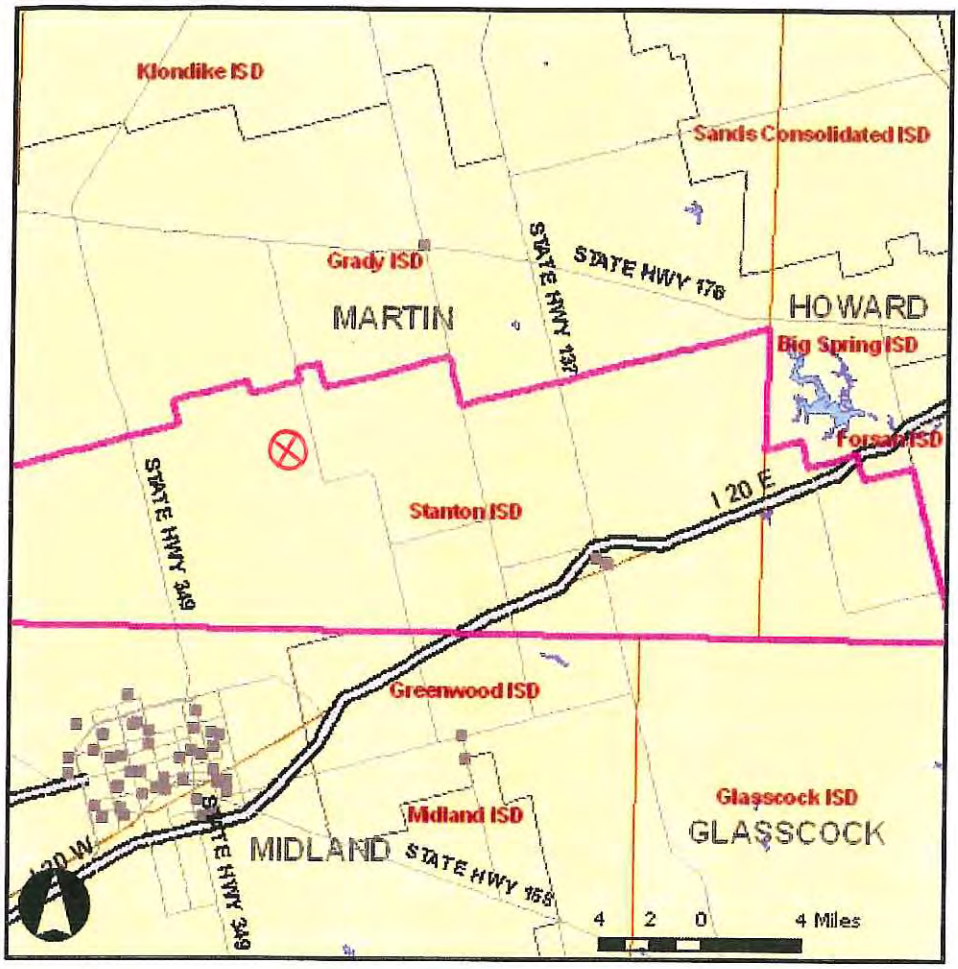
There are no existing improvements related to the proposed project at this site.

TAB 11

Maps


Date: 3/24/2014
AtlasPipeline
WESTTEX SYSTEM WITH PNR BATTERIES
Plant
Compressor
High Pressure
Low Pressure
Inactive
PNR Batteries
Confirmed
Tentative
Miles
PROPOSED PLANT SITE
University 7-38H
Scharbauer Ranch 124-7TH
Blocker 37-3H
Glasscock 37-5H
King D 37-49H
Turner 37-39H
WARD CSL
DICKENSON
HARTLEY CSL
WHEELER CSL
DICKENS CSL
PARMER CSL
RUSK CSL
GARZA CSL
LA SALLE CSL
Martin
Midland
VEAZEY, J L
GREENWOOD
TALL CITY
LEECH, L
HILLIARD, H P
T&P RR CO
G&MMB&A
BLK. 7
BLK. A
BLK. 37 T2N
BLK. 38 T2N
BLK. 39 T2N
BLK. 36 T1N
BLK. 37 T1N
BLK. 38 T1N
BLK. 39 T1N
BLK. 36 T1S
BLK. 37 T1S
BLK. 38 T1S
BLK. 39 T1S
BLK. 40 T1N
BLK. X
BLK. 40 T1S
BLK. 38 T2S
BLK. 39 T2S
BLK. 40 T2S
BLK. 37 T3S

Stanton ISD Boundary Map



Schools4
- Schools

HigherEd
- Universities

Hwys2
- Other
- A11
- A15
- A17
- A21
- A22
- A23

Hwys2 (continued)
- A25
- A27
- A60

Gulf

Counties1
- Counties

Counties3

Hydrology

PROPOSED PLANT

Districts2

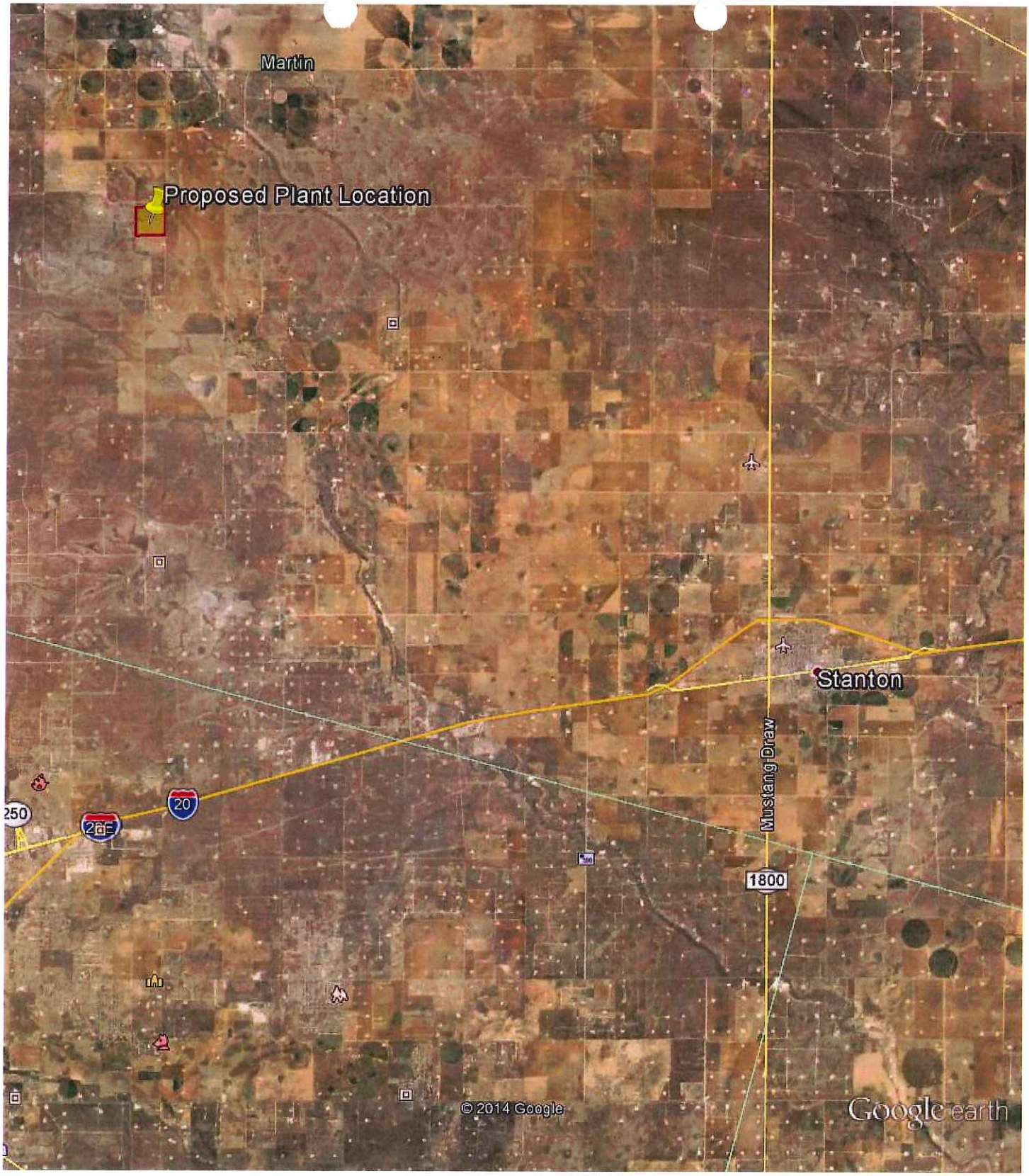
School Districts
- School Districts

Districts

Texas

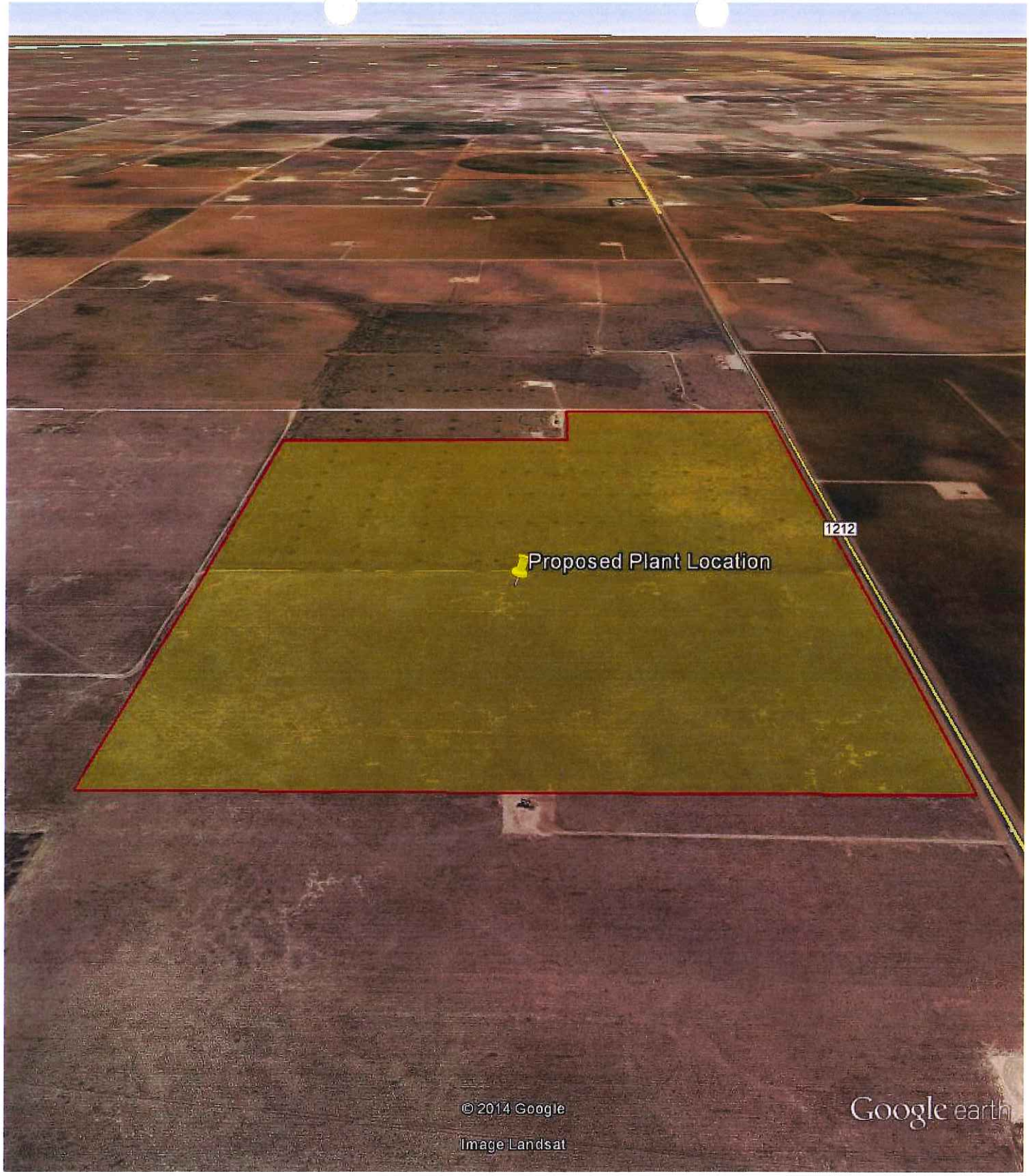
Gulf

Texas



Google earth

miles 8
km 10



Google earth

feet 1000
meters 300

TAB 12

Request for Job Waiver

N/A

TAB 13

Calculation of Wage Requirements

Calculation of Wage Information - Based on Most Recent Data Available

110% of County Average Weekly Wage for all Jobs

2014	1Q	$	868
2013	2Q	$	808
2013	3Q	$	815
2013	4Q	$	979

$ 3,470 /4 = $868 average weekly salary

x1.1 (110%)

$ 954.25

110% of County Average Weekly Wage for Manufacturing Jobs in County

2014	1Q	$	-
2013	2Q	$	-
2013	3Q	$	-
2013	4Q	$	-

NO Data Available

$ - /4 = $0 average weekly salary

x1.1 (110%)

$ -

110% of County Average Weekly Wage for Manufacturing Jobs in Region

$47,604.00 per year in Permian Basin

X1.10 (110%)

$52,364.40

$1,007.01 **Average weekly wage**

Quarterly Employment and Wages (QCEW)

Back

Page 1 of 1 (40 results/page)

Year	Period	Area	Ownership	Division	Level	Ind Code	Industry	Avg Weekly Wages
2013	1st Qtr	Martin County	Total All	00	0	10	Total, All Industries	$793
2014	1st Qtr	Martin County	Total All	00	0	10	Total, All Industries	$868
2013	2nd Qtr	Martin County	Total All	00	0	10	Total, All Industries	$808
2013	3rd Qtr	Martin County	Total All	00	0	10	Total, All Industries	$815
2013	4th Qtr	Martin County	Total All	00	0	10	Total, All Industries	$979

2013 Manufacturing Wages by Council of Government Region
Wages for All Occupations

COG	Wages	
	Hourly	Annual
Texas	**$23.73**	**$49,363**
1. Panhandle Regional Planning Commission	$20.43	$42,499
2. South Plains Association of Governments	$16.53	$34,380
3. NORTEX Regional Planning Commission	$19.15	$39,838
4. North Central Texas Council of Governments	$25.00	$51,997
5. Ark-Tex Council of Governments	$17.45	$36,298
6. East Texas Council of Governments	$19.50	$40,565
7. West Central Texas Council of Governments	$18.64	$38,779
8. Rio Grande Council of Governments	$16.27	$33,848
9. Permian Basin Regional Planning Commission	$22.89	$47,604
10. Concho Valley Council of Governments	$17.20	$35,777
11. Heart of Texas Council of Governments	$19.44	$40,444
12. Capital Area Council of Governments	$27.31	$56,805
13. Brazos Valley Council of Governments	$17.20	$35,770
14. Deep East Texas Council of Governments	$16.48	$34,287
15. South East Texas Regional Planning Commission	$29.09	$60,501
16. Houston-Galveston Area Council	$26.13	$54,350
17. Golden Crescent Regional Planning Commission	$22.23	$46,242
18. Alamo Area Council of Governments	$18.91	$39,329
19. South Texas Development Council	$13.94	$28,990
20. Coastal Bend Council of Governments	$23.78	$49,454
21. Lower Rio Grande Valley Development Council	$15.82	$32,907
22. Texoma Council of Governments	$20.93	$43,529
23. Central Texas Council of Governments	$17.33	$36,042
24. Middle Rio Grande Development Council	$19.07	$39,666

Source: Texas Occupational Employment and Wages
Data published: July 2014
Data published annually, next update will be July 31, 2015

Note: Data is not supported by the Bureau of Labor Statistics (BLS).
Wage data is produced from Texas OES data, and is not to be compared to BLS estimates.
Data intended for TAC 313 purposes only.

TAB 14

Schedules A1 - D

Schedule A1: Total Investment for Economic Impact (through the Qualifying Time Period)

Applicant Name Atlas Mid-Continent Westtex LLC
ISD Name Stanton ISD

Form 50-296A
Revised Feb 2014

PROPERTY INVESTMENT AMOUNTS

(Estimated investment in each year. Do not put cumulative totals.)

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Column A: New investment (original cost) in **tangible personal property** placed in service during this year that will become Qualified Property	Column B: New investment made during this year in **buildings or permanent nonremovable components of buildings** that will become Qualified Property	Column C: Other new investment made during this year that will not become Qualified Property [SEE NOTE]	Column D: Other new investment made during this year that may become Qualified Property [SEE NOTE]	Column E: **Total Investment** (Sum of Columns A+B+C+D)
Investment made before filing complete application with district	Year preceding the first complete tax year of the qualifying time period (assuming no deferrals of qualifying time period)	2014-2015	2014	Not eligible to become Qualified Property			The only other investment made before filing complete application with district that may become Qualified Property is land.)	
Investment made after filing complete application with district, but before final board approval of application								
Investment made after final board approval of application and before Jan. 1 of first complete tax year of qualifying time period				$ -	$ -	$ -	$ -	$ -
Complete tax years of qualifying time period	QTP1	2015-2016	2015	$ 90,000,000.00	$ -	$ -	$ -	$ 90,000,000.00
	QTP2	2016-2017	2016	$ -	$ -	$ -	$ -	$ -
Total Investment through Qualifying Time Period [ENTER this row in Schedule A2]				$ 90,000,000.00	$ -	$ -	$ -	$ 90,000,000.00
								Enter amounts from TOTAL row above in Schedule A2
Total Qualified Investment (sum of green cells)				$ 90,000,000.00				

For All Columns: List amount invested each year, not cumulative totals.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application. Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

Total Investment: Add together each cell in a column and enter the sum in the blue total investment row. Enter the data from this row into the first row in Schedule A2.

Qualified Investment: For the green qualified investment cell, enter the sum of all the green-shaded cells.

Schedule A2: Total Investment for Economic Impact (including Qualified Property and other investments)

Applicant Name Atlas Mid-Continent Westtex LLC
ISD Name Stanton ISD

Form 50-296A
Revised Feb 2014

PROPERTY INVESTMENT AMOUNTS

(Estimated investment in each year. Do not put cumulative totals.)

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year below) YYYY	Column A: New investment (original cost) in **tangible personal property** placed in service during this year that will become Qualified Property	Column B: New investment made during this year in **buildings or permanent nonremovable components of buildings** that will become Qualified Property	Column C: Other investment made during this year that will not become Qualified Property [SEE NOTE]	Column D: Other investment made during this year that will become Qualified Property [SEE NOTE]	Column E: **Total Investment** (A+B+C+D)
Total Investment from Schedule A1*	–	**TOTALS FROM SCHEDULE A1**		Enter amounts from TOTAL row in Schedule A1 in the row below				
				$ 90,000,000.00				$ 90,000,000.00
Each year prior to start of value limitation period** *Insert as many rows as necessary*	0	2014-2015	2014					
Each year prior to start of value limitation period** *Insert as many rows as necessary*	0	2015-2016	2015	$ 90,000,000.00				$ 90,000,000.00
Value limitation period***	1	2016-2017	2016					
	2	2017-2018	2017					
	3	2018-2019	2018					
	4	2019-2020	2019					
	5	2020-2021	2020					
	6	2021-2022	2021					
	7	2022-2023	2022					
	8	2023-2024	2023					
	9	2024-2025	2024					
	10	2025-2026	2025					
Total Investment made through limitation				$ 90,000,000.00				$ 90,000,000.00
Continue to maintain viable presence	11	2026-2027	2026					
	12	2027-2028	2027					
	13	2028-2029	2028					
	14	2029-2030	2029					
	15	2030-2031	2030					
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2031-2032	2031					
	17	2032-2033	2032					
	18	2033-2034	2033					
	19	2034-2035	2034					
	20	2035-2036	2035					
	21	2036-2037	2036					
	22	2037-2038	2037					
	23	2038-2039	2038					
	24	2039-2040	2039					
	25	2040-2041	2040					

* All investments made through the qualifying time period are captured and totaled on Schedule A1 [blue box] and incorporated into this schedule in the **first row.**

** Only investment made during deferrals of the start of the limitation (after the end of qualifying time period but before the start of the Value Limitation Period) should be included in the "year prior to start of value limitation period" row(s). If the limitation starts at the end of the qualifying time period or the qualifying time period overlaps the limitation, no investment should be included on this line.

*** If your qualifying time period will overlap your value limitation period, do not also include investment made during the qualifying time period in years 1 and/or 2 of the value limitation period, depending on the overlap. Only include investments/years that were **not** captured on Schedule A1.

For All Columns: List amount invested each year, not cumulative totals. Only include investments in the remaining rows of Schedule A2 that were not captured on Schedule A1.

Column A: This represents the total dollar amount of planned investment in tangible personal property. Only include estimates of investment for "replacement" property if the property is specifically described in the application. Only tangible personal property that is specifically described in the application can become qualified property.

Column B: The total dollar amount of planned investment each year in buildings or nonremovable component of buildings.

Column C: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that will not become qualified property include investment meeting the definition of 313.021(1) but not creating a new improvement as defined by TAC 9.1051. This is proposed property that functionally replaces existing property; is used to maintain, refurbish, renovate, modify or upgrade existing property; or is affixed to existing property—described in SECTION 13, question #5 of the application.

Column D: Dollar value of other investment that may affect economic impact and total value. Examples of other investment that may result in qualified property are land or professional services.

Schedule B: Estimated Market And Taxable Value (of Qualified Property Only)

Applicant Name Atlas Mid-Continent Westtex LLC

ISD Name Stanton ISD

Form 50-296A

Revised Feb 2014

	Year	School Year (YYYY-YYYY)	Tax Year (Fill in actual tax year) YYYY	Qualified Property: Estimated Market Value of Land	Qualified Property: Estimated Total Market Value of new buildings or other new improvements	Qualified Property: Estimated Total Market Value of tangible personal property in the new buildings or "in or on the new improvements"	Estimated Taxable Value: Market Value less any exemptions (such as pollution control) and before limitation	Estimated Taxable Value: Final taxable value for I&S after all reductions	Estimated Taxable Value: Final taxable value for M&O after all reductions
Each year prior to start of Value Limitation Period *Insert as many rows as necessary*	0	2014-2015	2014	$ 77,920.00	$ -	$ -	$ -	$ 77,920.00	$ 77,920.00
	0	2015-2016	2015	$ 77,920.00	$ -	$ -	$ -	$ 77,920.00	$ 77,920.00
Value Limitation Period	1	2016-2017	2016	$ 77,920.00	$ -	$ 90,000,000.00	$ 90,077,920.00	$ 90,077,920.00	$ 30,000,000.00
	2	2017-2018	2017	$ 77,920.00	$ -	$ 85,500,000.00	$ 85,577,920.00	$ 85,577,920.00	$ 30,000,000.00
	3	2018-2019	2018	$ 77,920.00	$ -	$ 81,000,000.00	$ 81,077,920.00	$ 81,077,920.00	$ 30,000,000.00
	4	2019-2020	2019	$ 77,920.00	$ -	$ 76,500,000.00	$ 76,577,920.00	$ 76,577,920.00	$ 30,000,000.00
	5	2020-2021	2020	$ 77,920.00	$ -	$ 72,000,000.00	$ 72,077,920.00	$ 72,077,920.00	$ 30,000,000.00
	6	2021-2022	2021	$ 77,920.00	$ -	$ 67,500,000.00	$ 67,577,920.00	$ 67,577,920.00	$ 30,000,000.00
	7	2022-2023	2022	$ 77,920.00	$ -	$ 63,000,000.00	$ 63,077,920.00	$ 63,077,920.00	$ 30,000,000.00
	8	2023-2024	2023	$ 77,920.00	$ -	$ 58,500,000.00	$ 58,577,920.00	$ 58,577,920.00	$ 30,000,000.00
	9	2024-2025	2024	$ 77,920.00	$ -	$ 54,000,000.00	$ 54,077,920.00	$ 54,077,920.00	$ 30,000,000.00
	10	2025-2026	2025	$ 77,920.00	$ -	$ 49,500,000.00	$ 49,577,920.00	$ 49,577,920.00	$ 30,000,000.00
Continue to maintain viable presence	11	2026-2027	2026	$ 77,920.00	$ -	$ 45,000,000.00	$ 45,077,920.00	$ 45,077,920.00	$ 45,077,920.00
	12	2027-2028	2027	$ 77,920.00	$ -	$ 40,500,000.00	$ 40,577,920.00	$ 40,577,920.00	$ 40,577,920.00
	13	2028-2029	2030	$ 77,920.00	$ -	$ 36,000,000.00	$ 36,077,920.00	$ 36,077,920.00	$ 36,077,920.00
	14	2029-2030	2031	$ 77,920.00	$ -	$ 31,500,000.00	$ 31,577,920.00	$ 31,577,920.00	$ 31,577,920.00
	15	2030-2031	2030	$ 77,920.00	$ -	$ 27,000,000.00	$ 27,077,920.00	$ 27,077,920.00	$ 27,077,920.00
Additional years for 25 year economic impact as required by 313.026(c)(1)	16	2031-2032	2031	$ 77,920.00	$ -	$ 22,500,000.00	$ 22,577,920.00	$ 22,577,920.00	$ 22,577,920.00
	17	2032-2033	2032	$ 77,920.00	$ -	$ 22,500,000.00	$ 22,577,920.00	$ 22,577,920.00	$ 22,577,920.00
	18	2033-2034	2033	$ 77,920.00	$ -	$ 22,500,000.00	$ 22,577,920.00	$ 22,577,920.00	$ 22,577,920.00
	19	2034-2035	2034	$ 77,920.00	$ -	$ 22,500,000.00	$ 22,577,920.00	$ 22,577,920.00	$ 22,577,920.00
	20	2035-2036	2035	$ 77,920.00	$ -	$ 22,500,000.00	$ 22,577,920.00	$ 22,577,920.00	$ 22,577,920.00
	21	2036-2037	2036	$ 77,920.00	$ -	$ 22,500,000.00	$ 22,577,920.00	$ 22,577,920.00	$ 22,577,920.00
	22	2037-2038	2037	$ 77,920.00	$ -	$ 22,500,000.00	$ 22,577,920.00	$ 22,577,920.00	$ 22,577,920.00
	23	2038-2039	2038	$ 77,920.00	$ -	$ 22,500,000.00	$ 22,577,920.00	$ 22,577,920.00	$ 22,577,920.00
	24	2039-2040	2039	$ 77,920.00	$ -	$ 22,500,000.00	$ 22,577,920.00	$ 22,577,920.00	$ 22,577,920.00
	25	2040-2041	2040	$ 77,920.00	$ -	$ 22,500,000.00	$ 22,577,920.00	$ 22,577,920.00	$ 22,577,920.00

Notes: Market value in future years is good faith estimate of future taxable value for the purposes of property taxation.
Only include market value for eligible property on this schedule.

Schedule C: Employment Information

Applicant Name Atlas Mid-Continent Westtex LLC
ISD Name Stanton ISD

Form 50-296A
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				Construction		Non-Qualifying Jobs	Qualifying Jobs	
				Column A	Column B	Column C	Column D	Column E
	Year	**School Year** (YYYY-YYYY)	**Tax Year** (Actual tax year) YYYY	Number of Construction FTE's or man-hours (specify)	**Average** annual wage rates for construction workers	Number of non-qualifying jobs applicant estimates it will create (cumulative)	Number of new qualifying jobs applicant commits to create meeting all criteria of Sec. 313.021(3) (cumulative)	**Average** annual wage of new qualifying jobs
Each year prior to start of Value Limitation Period *Insert as many rows as necessary*	0	2014-2015	2014	0	$ -	N/A	0	N/A
Each year prior to start of Value Limitation Period *Insert as many rows as necessary*	0	2015-2016	2015	175 FTE	$ 50,185.40	N/A	0	N/A
Value Limitation Period *The qualifying time period could overlap the value limitation period.*	1	2016-2017	2016			N/A	10	$ 50,185.40
	2	2017-2018	2017			N/A	10	$ 50,185.40
	3	2018-2019	2018			N/A	10	$ 50,185.40
	4	2019-2020	2019			N/A	10	$ 50,185.40
	5	2020-2021	2020			N/A	10	$ 50,185.40
	6	2021-2022	2021			N/A	10	$ 50,185.40
	7	2022-2023	2022			N/A	10	$ 50,185.40
	8	2023-2024	2023			N/A	10	$ 50,185.40
	9	2024-2025	2024			N/A	10	$ 50,185.40
	10	2025-2026	2025			N/A	10	$ 50,185.40
Years Following Value Limitation Period	11 through 26	2026-2027	2026			N/A	10	$ 50,185.40

Notes: See TAC 9.1051 for definition of non-qualifying jobs.
Only include jobs on the project site in this school district.

C1. Are the cumulative number of qualifying jobs listed in Column D less than the number of qualifying jobs required by statute? (25 qualifying jobs in Subchapter B districts, 10 qualifying jobs in Subchapter C districts) ☐ Yes ☒ No

If yes, answer the following two questions:

C1a. Will the applicant request a job waiver, as provided under 313.025(f-1)? ☐ Yes ☒ No

C1b. Will the applicant avail itself of the provision in 313.021(3)(F)? ☐ Yes ☒ No

Schedule D: Other Incentives (Estimated)

Applicant Name Atlas Mid-Continent Westtex LLC

ISD Name Stanton ISD

Form 50-296A

Revised Feb 2014

State and Local Incentives for which the Applicant intends to apply (Estimated)						
Incentive Description	**Taxing Entity (as applicable)**	**Beginning Year of Benefit**	**Duration of Benefit**	**Annual Tax Levy without Incentive**	**Annual Incentive**	**Annual Net Tax Levy**
Tax Code Chapter 311	County:					
	City:					
	Other:					
Tax Code Chapter 312	County: Martin (Application Pending)	2016	2020	$ 409,140.00	Avg 50% Per Yr	$ 204,570.00
	City:					
	Other:					
Local Government Code Chapters 380/381	County:					
	City:					
	Other:					
Freeport Exemptions						
Non-Annexation Agreements						
Enterprise Zone/Project						
Economic Development Corporation						
Texas Enterprise Fund						
Employee Recruitment						
Skills Development Fund						
Training Facility Space and Equipment						
Infrastructure Incentives						
Permitting Assistance						
Other:						
Other:						
Other:						
Other:						
			TOTAL	$ 409,140.00		$ 204,570.00

Additional information on incentives for this project:

TAB 15

Economic Impact Study

Pending

BOUNDARY SURVEY

OF 160.0 ACRES
LOCATED IN SECTION 15, BLOCK 38, TOWNSHIP 1 NORTH,
T. & P. RR. CO. SURVEY,
MARTIN COUNTY, TEXAS

Proposed RZ Legal Description

Proposed RZ Boundary

NOTES AND BOUNDS DESCRIPTION

Being a 160.0 acre tract of land situated in Section 15, Block 38, Township 1 North, T & P RR Co Survey, Abstract Number 270, Martin County, Texas and being a portion of that tract of land described in Warranty Deed to Robert C. Schlagal, Trustee of the R.C. Schlagal Trust, John L. Schlagal, Trustee of the John L. Schlagal Lifetime Trust, Abyss, Inc. Mark Bebbington, Manager, and Adley Properties LLC. Richard Canta, Manager, as recorded in Volume 209, Page 644 of the Deed Records of Martin County, Texas, (D.R.M.C.T.), said 160.0 acre tract of land being more particularly described as follows:

COMMENCING at a found railroad spike for the common north corner of said Section 15 and Section 16, Block 37, Township 1 North;

THENCE South 13 degrees 21 minutes 12 seconds East, along the common line of said Sections 15 and 16, a distance of 592.52 feet to a point from which a found railroad spike for the common south corner of said Sections 15 and 16 bears South 13 degrees 21 minutes 12 seconds East, a distance of 4,333.73 feet;

THENCE South 76 degrees 38 minutes 48 seconds West, departing the common line of said Sections 15 and 16, a distance of 50.00 feet to a set 5/8 inch iron rod with yellow cap stamped "DUNAWAY ASSOC. LP" in the west right-of-way line of Farm to Market Highway 1212 (a 120' right-of-way) for the POINT OF BEGINNING;

THENCE South 13 degrees 21 minutes 12 seconds East, along the west right-of-way line of said Highway 1212, a distance of 2,916.83 feet to a set 5/8-inch iron rod with yellow cap stamped "DUNAWAY ASSOC. LP";

THENCE South 76 degrees 29 minutes 09 seconds West, departing said right-of-way line, a distance of 2,616.58 feet to a set 5/8-inch iron rod with yellow cap stamped "DUNAWAY ASSOC. LP";

THENCE North 13 degrees 21 minutes 12 seconds West, a distance of 2,502.69 feet to a set 5/8-inch iron rod with yellow cap stamped "DUNAWAY ASSOC. LP";

THENCE North 76 degrees 29 minutes 09 seconds East, a distance of 1,587.24 feet to a set 5/8-inch iron rod with yellow cap stamped "DUNAWAY ASSOC. LP";

THENCE North 13 degrees 21 minutes 12 seconds West, a distance of 400.32 feet to a set 5/8-inch iron rod with yellow cap stamped "DUNAWAY ASSOC. LP";

THENCE North 76 degrees 33 minutes 39 seconds East, a distance of 1,028.52 feet to the POINT OF BEGINNING and containing a computed area of 6,969,600 square feet or 160.0 acres of land.

SURVEYOR'S CERTIFICATE

The undersigned hereby certifies that this survey was performed on the ground on March 31, 2014.

Stephen R. Gleaup — Date: April 17, 2014

Stephen R. Gleaup
Registered Professional Land Surveyor No. 5570

This certificate is revoked and the survey null and void if this document is altered in any manner, used or relied upon by any person other than those addressed above or does not bear an original signature and seal of the Surveyor.

NOTES:

1. The basis of bearings for this survey is the Texas State Plane Coordinate System, North Central Zone, 4202, based upon GPS measurements, according to the Trimble GPS reference Network.
2. According to FEMA the subject property is located in an unmapped area in Martin County, Texas.
3. The surveyor has not abstracted the record title and/or easements of the subject property and assumes no liability for any easements, right-of-way dedications or other title matters affecting the subject property which may have been filed in the deed records. The surveyor prepared this survey without the benefit of a title commitment and there may be easements of record affecting the subject tract that existed at the time of this survey that are not shown hereon.

LEGEND

SYMBOL	DESCRIPTION
⌀	UTILITY POLE
⟵	GUY
	ASPHALT PAVING
-x-x-x-	BARBED WIRE FENCE
-o-o-o-	OVERHEAD POWER LINE
D.R.M.C.T.	DEED RECORDS MARTIN COUNTY TEXAS
O.P.R.M.C.T.	OFFICIAL PUBLIC RECORDS MARTIN COUNTY TEXAS
CM	CONTROL MONUMENT

SCALE 1"= 200' FEET

DUNAWAY
4000 Big Spring St • Suite 101 • Midland, Texas 79705
Tel: 432.699.4889 • Fax: 432.682.7722
FIRM REGISTRATION 10193782

TAB 16

Description of Reinvestment Zone

Pending, to be added before final approval.

TAB 17

Signature and Certification Page

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in **Tab 17. NOTE:** If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

print here David Carr
Print Name *(Authorized School District Representative)*

Superintendent
Title

sign here David Carr
Signature *(Authorized School District Representative)*

7-22-2014
Date

2. Authorized Company Representative (Applicant) Signature and Notarization

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

print here JOHN DUNCAN
Print Name *(Authorized Company Representative (Applicant))*

CONTRACTOR
Title

sign here
Signature *(Authorized Company Representative (Applicant))*

7/15/2014
Date

M. K. STEELE
NOTARY
No.
01011753
Expires
Aug. 14, 2017
PUBLIC
STATE OF OKLAHOMA
(Notary Seal)

GIVEN under my hand and seal of office this, the

15th day of July, 2014

M K Steele
Notary Public in and for the State of Texas

My Commission expires: Aug. 14, 2017

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code Section 37.10.

SECTION 16: Authorized Signatures and Applicant Certification

After the application and schedules are complete, an authorized representative from the school district and the business should review the application documents and complete this authorization page. Attach the completed authorization page in **Tab 17**. **NOTE:** If you amend your application, you will need to obtain new signatures and resubmit this page, Section 16, with the amendment request.

1. Authorized School District Representative Signature

I am the authorized representative for the school district to which this application is being submitted. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code.

print here David Carr
Print Name *(Authorized School District Representative)*

Superintendent
Title

sign here David Carr
Signature *(Authorized School District Representative)*

8/14/14
Date

2. Authorized Company Representative (Applicant) Signature and Notarization

I am the authorized representative for the business entity for the purpose of filing this application. I understand that this application is a government record as defined in Chapter 37 of the Texas Penal Code. The information contained in this application and schedules is true and correct to the best of my knowledge and belief.

I hereby certify and affirm that the business entity I represent is in good standing under the laws of the state in which the business entity was organized and that no delinquent taxes are owed to the State of Texas.

print here JASON DUNCAN
Print Name *(Authorized Company Representative (Applicant))*

CONTROLLER
Title

sign here
Signature *(Authorized Company Representative (Applicant))*

8/12/2014
Date

GIVEN under my hand and seal of office this, the

____ day of _____, ____

_____
Notary Public in and for the State of Texas

(Notary Seal)

My Commission expires:

If you make a false statement on this application, you could be found guilty of a Class A misdemeanor or a state jail felony under Texas Penal Code Section 37.10.