

51



STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

AGREEMENT

THIS AGREEMENT (hereinafter referred to as "Agreement") is entered into as of the 1st day of July 2016, by and between the **County of Fort Bend, Texas** (hereinafter referred to as "Fort Bend") whose address is 301 Jackson Street, Richmond, Texas 77469, and **Hilcorp Energy I, L.P.** (hereinafter referred to as "Hilcorp"), a Texas limited partnership, whose address is 1111 Travis, Houston, Texas 77002.

WHEREAS, on September 9, 1974, surface owner Fred J. Patterson, and Exxon Corporation, (hereinafter referred to as "Exxon") entered into a Surface Use Agreement which is filed in Volume 628, Page 158 of the Deed Records of Fort Bend County, Texas, (hereinafter referred to as the "Patterson Agreement"), affecting the following described tract of land situated in Fort Bend County, Texas to-wit:

A tract of land containing 81.023 acres, more or less, out of Tracts 1 and 2 of a division of the Hoyt tract of land out of the D.A. Conner, Thomas Cresap and Charles W. Schrimpf Surveys in Fort Bend County, Texas, which 81.023-acre tract is more particularly identified and described on the Exhibit A which is attached to the Patterson Agreement; and which tract is subject to all valid and subsisting easements, reservations, exceptions, and interests affecting the above described lands, properly of record in Fort Bend County, Texas (hereinafter referred to as "Subject Tract"); and

WHEREAS, Fred J. Patterson, Exxon and other parties entered into a Partial Release and Amendment of Surface Use Agreement dated June 16, 1981, which is filed in Volume 979, Page 463 of the Deed Records of Fort Bend County, Texas which amends the Patterson Agreement and for all purposes herein, references to "Patterson Agreement" shall refer to said Patterson Agreement as amended by said Partial Release and Amendment of Surface Use Agreement; and

WHEREAS, attached to the Patterson Agreement as Exhibit "A" and recorded in Volume 628, Page 163 of the Deed Records of Fort Bend County, Texas, is a survey plat which shows the Subject Tract and Surface Sites and Multipurpose Easements which are defined and described in the Patterson Agreement (hereinafter referred to as the "Patterson Plat"); and

WHEREAS, Hilcorp is successor in interest to Exxon.

NOW, THEREFORE, in consideration of the premises, the benefits to be derived therefrom, the covenants and agreements of the parties hereto and the rights hereinafter mentioned, Fort Bend and Hilcorp do hereby agree as follows:

1. - Pursuant to that certain Amendment of Surface Use Agreement by and between Wayne S. Shellenberg and Hilcorp of even date herewith (the "Amended Patterson SUA"), Hilcorp hereby releases, surrenders and abandons all of its right title and interest in and to a 0.406 acre tract of land which is a part of the 3.50 acre Surface Site described in the Patterson Agreement and labeled as "Future Drill Site 3.5 AC" on the Patterson Plat (hereinafter referred to as the "Released 0.406 Acre Tract"). The Released 0.406 Acre Tract is shown on the survey plat attached hereto as Exhibit "1" and labeled as "Released 0.406 Acre To Road Taking." The Released 0.406 Acre Tract is also described by metes and bounds in the attached Exhibit "2." Said Exhibit "1" and Exhibit "2" are made a part hereof
2. Pursuant to the Amended Patterson SUA, Hilcorp hereby releases, surrenders and abandons all of its right title and interest in and to that portion of the 70' Multipurpose Easement described in the Patterson Agreement and shown on the Patterson Plat at the western edge of the Subject Tract, insofar and only insofar as to the portion of such 70' Multipurpose Easement that lies within the Cane Island Parkway Parcel 9 Road Right-of-Way Called 1.747 Acres depicted and identified on Exhibit "1" attached hereto (hereinafter referred to as the "Cane Island ROW").
3. Notwithstanding the release of (a) the Released 0.406 Acre Tract and (b) that portion of the 70' Multipurpose Easement, each pursuant to the Amended Patterson SUA as described above, Hilcorp has, pursuant to the Amended Patterson SUA, reserved the right to install casing in, on, under or across any part or portion of said Cane Island ROW from the Adjusted 3.500 Acre Drill Site depicted and identified on the plat attached hereto as Exhibit "3" (hereinafter referred to as "Adjusted Drill Site"), to any portion of such 70' Multipurpose Easement not released by Hilcorp pursuant to the Amended Patterson SUA. Said casing shall be for the purpose of installing one or more oil, gas and produced water pipelines. Said Exhibit "3" is made a part hereof.

AS PER ORIGINAL

- 4. Fort Bend hereby GRANTS, BARGAINS, SELLS and CONVEYS unto Hilcorp the right to install casing in, on, under or across any part or portion of the Cane Island ROW from the Adjusted Drill Site to the any portion of such 70' Multipurpose Easement not released by Hilcorp pursuant to the Amended Patterson SUA. Said casing shall be not greater than an 8 inch diameter, at least schedule 40 steel and shall be buried to a minimum depth of at least 6 feet. The casing shall be used for the purpose of installing one or more oil, gas and/or produced water pipelines.
- 5. With respect to the Cane Island ROW, to the extent allowed by law, Fort Bend hereby waives any and all current or future municipal, county or State regulations, ordinances, or rules requiring a minimum surface area to drill and operate an oil and or gas well on the Adjusted Drill Site or requiring a minimum distance between an oil and or gas well or related storage tanks, facilities and equipment and the Adjusted Drill Site boundary. Such waiver shall be a covenant running with the land and shall be binding upon and inure to the benefit of the parties hereto and their respective successors and assigns.

EXECUTED this 6th day of September, 2016.

THE COUNTY OF FORT BEND accepts the foregoing Agreement and consents to its form and substance.

THE COUNTY OF FORT BEND
By: Robert E. Hebert
Robert E. Hebert, County Judge

STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

This instrument was ACKNOWLEDGED before me on the 6th day of September, 2016, by Robert E. Hebert of the **County of Fort Bend**, on behalf of said county.

[S E A L]

Luisa Maria Bowers
Notary Public in and for the State of Texas
My Commission Expires: 9-7-2016

Luisa Maria Bowers
Printed Name of Notary Public

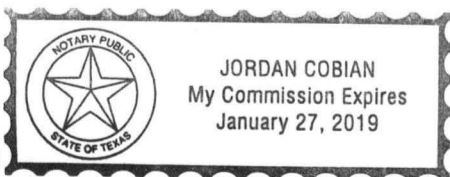


HILCORP ENERGY I, L.P.
By Hilcorp Energy Company
Its General Partner
By: Curtis D. Smith
Curtis D. Smith
Vice President - Land

STATE OF TEXAS
COUNTY OF HARRIS

The foregoing instrument was acknowledged before me this 20 day of July, 2016, by Curtis D. Smith, as Vice President of Hilcorp Energy Company, the General Partner of Hilcorp Energy I, L.P.

Witness my hand and official seal.



Jordan Cobian
Notary Public for the State of Texas
My Commission Expires: January 27, 2019

THOMAS CRESAP SURVEY
ABSTRACT 369

INTERSTATE 10 R.O.W.

P.O.R.
FND. 1" IRON PIPE
N 13,843,416.720
E 2,967,489.337

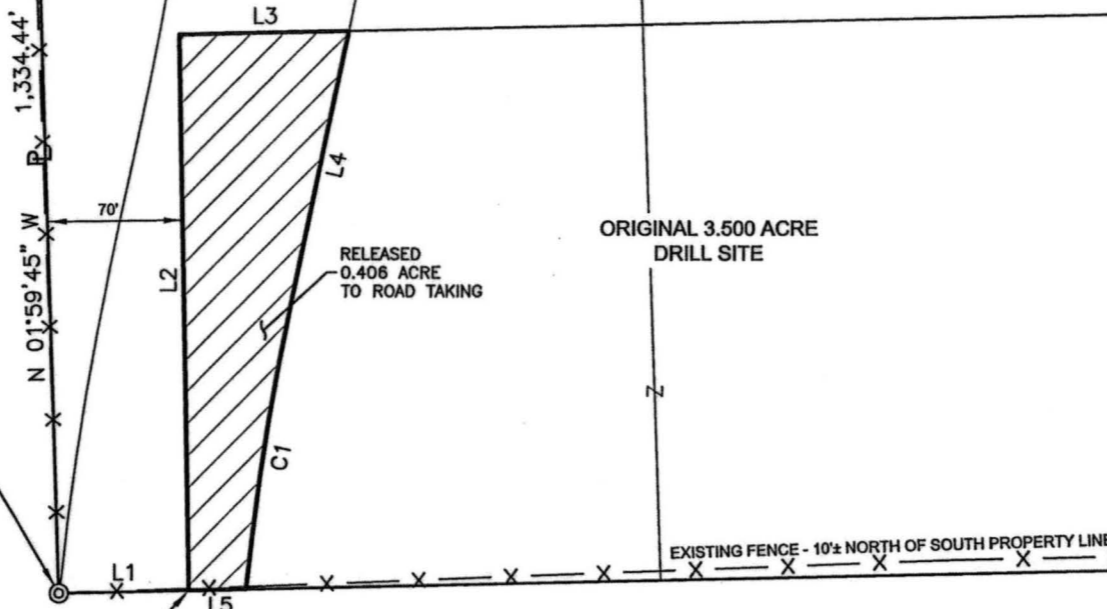
CANE ISLAND PARKWAY
PARCEL 9
ROAD RIGHT-OF-WAY
CALLED 1.747 ACRES

WAYNE SHELLENBERG
CALLED 8.5869 ACRES
VOL. 1866, PG. 1256
F,B,C,D,R,

WAYNE SHELLENBERG
CALLED 5.2477 ACRES
VOL. 2726, PG. 2071
F,B,C,D,R,



P.O.C.
FND. 3/4" IRON PIPE
W/CAP "EHRA"
N 13,842,083.090
E 2,967,535.813



LINE	BEARING	DISTANCE
L1	N 88°47'13" E	70.01'
L2	N 01°12'47" W	300.12'
L3	N 88°47'13" E	92.17'
L4	S 11°48'28" W	151.89'
L5	S 88°47'13" W	31.21'

THIS EASEMENT MAP WAS PREPARED FROM AN ACTUAL ON THE GROUND SURVEY PERFORMED UNDER MY SUPERVISION ON FEBRUARY 8, 2016.

P.O.B.
RELEASED
0.406 ACRES

CURVE	ARC LENGTH	RADIUS	DELTA ANGLE	CHORD BEARING	CHORD LENGTH
C1	154.54'	1450.00'	6°06'24"	S 08°45'16" W	154.47'

LARRY W. SMITH
REGISTERED PROFESSIONAL LAND SURVEYOR
STATE OF TEXAS NO. 4279

BEARINGS AND COORDINATES SHOWN ON THIS MAP ARE BASED ON THE TEXAS STATE PLANE COORDINATE SYSTEM, SOUTH CENTRAL ZONE, NAD 83 (GRID).

RECORDS RESEARCH WAS PROVIDED BY THE CLIENT OR CLIENT'S REPRESENTATIVES AND NO ADDITIONAL RESEARCH WAS PERFORMED BY PERCHERON SURVEY, LLC.

THIS EXHIBIT MAP WAS PREPARED IN CONJUNCTION WITH A METES AND BOUNDS DESCRIPTION OF EVEN DATE.

P = PROPERTY LINE

F.B.C.D.R. = FORT BEND COUNTY DEED RECORDS



RELEASED 0.406 ACRE DRILL SITE
FOR ROADWAY TAKING
SHELLENBERG TRACT
THOMAS CRESAP SURVEY, A-369
FORT BEND COUNTY, TEXAS

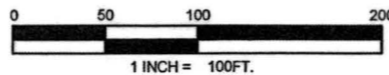


Exhibit "1"
Attached to and made a part of an
Agreement between
Fort Bend County, Texas and
Hilcorp Energy I, L.P.
dated July 1, 2016

PERCHERON
SURVEY, LLC

1904 West Grand Parkway N.,
Suite 200
Katy, Texas 77449
(832) 300-6400
TEXAS SURVEYING FIRM LICENSE:
No. 10020700

FEBRUARY 18, 2016
PROJECT 199.0001.200

SHEET 1 OF 1

RELEASE TRACT
THOMAS CRESAP SURVEY, ABSTRACT 369
FORT BEND COUNTY, TEXAS

Being a 0.406 acre tract located in the Thomas Cresap Survey, Abstract 369 Fort Bend County, Texas and being out of the following tracts of land: the called 8.5869 acres recorded under Volume 1866, Page 1256 of the Fort Bend County Deed Records, and a called 1.747 acres described by description by Robert L. Boelsche, R.P.L.S. 4446 of Edminister, Hinshaw, Russ and Associates, Inc., dated December 19, 2014 and being more particularly described by metes and bounds as follows, bearings are based on the Texas State Plane Coordinate System, South Central Zone, NAD 83:

COMMENCING at a found 3/4 inch iron pipe with a cap marked EHRA and found at the southwest corner of said 8.5869 acre tract;

THENCE North 88 Degrees 47 Minutes 13 Seconds East, a distance of 70.01 feet, along the south line of said 8.5869 acres tract, to the POINT OF BEGINNING of the herein described tract;

THENCE North 01 Degrees 12 Minutes 47 Seconds West, a distance of 300.12 feet, to a point;

THENCE North 88 Degrees 47 Minutes 13 Seconds East, a distance of 92.18 feet, to a point in the easterly line of said 1.747 acres tract;

THENCE South 11 Degrees 48 Minutes 31 Seconds West, a distance of 151.88 feet, along the said easterly line to the point of curvature of a curve to the left;

THENCE continuing along said easterly line with a curve to the left, having a radius of 1350.00 feet, an arc length of 154.55 feet, a chord bearing of South 08 Degrees 45 Minutes 19 Seconds West, and a chord length of 154.37 feet, to a point in the south line of said 8.5869 acres tract;

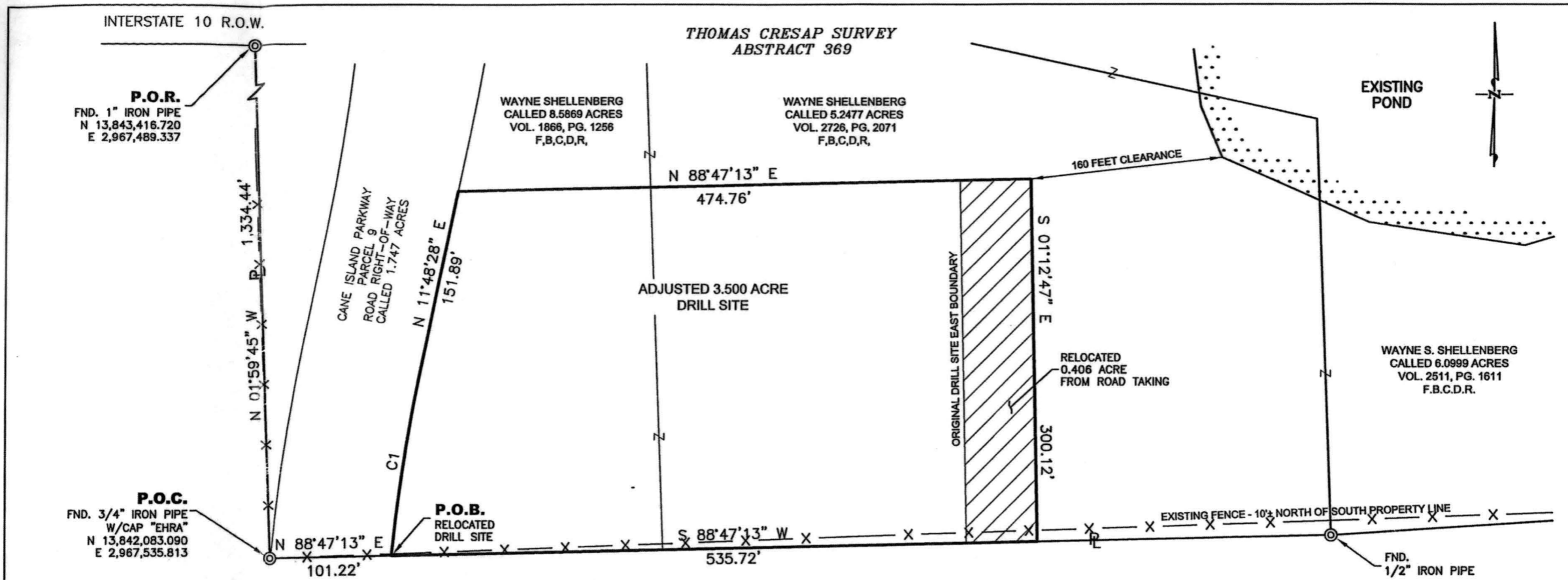
THENCE South 88 Degrees 47 Minutes 13 Seconds East, a distance of 31.21 feet, along the south line of said 8.5869 acres tract, to the POINT OF BEGINNING of the herein described tract.

This description was prepared in conjunction with a survey drawing prepared by Percheron Survey, LLC of even date.

Larry W. Smith
Registered Professional Land Surveyor
State of Texas No. 4279
February 18, 2016
Job No. 199.0001.200



Exhibit "2"
Attached to and made a part of an
Agreement between
Fort Bend County, Texas and
Hilcorp Energy I, L.P.
dated July 1, 2016



THIS EASEMENT MAP WAS PREPARED FROM AN ACTUAL ON THE GROUND SURVEY PERFORMED UNDER MY SUPERVISION ON FEBRUARY 8, 2016

CURVE	ARC LENGTH	RADIUS	DELTA ANGLE	CHORD BEARING	CHORD LENGTH
C1	154.54'	1450.00'	6°06'24"	N 08°45'16" E	154.47'

LARRY W. SMITH
REGISTERED PROFESSIONAL LAND SURVEYOR
STATE OF TEXAS NO. 4279

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THIS EXHIBIT MAP WAS PREPARED IN CONJUNCTION WITH A METES AND BOUNDS DESCRIPTION OF EVEN DATE.

PL = PROPERTY LINE
F.B.C.D.R. = FORT BEND COUNTY DEED RECORDS



3.500 ACRE DRILL SITE
SHELLENBERG TRACT
THOMAS CRESAP SURVEY, A-369
FORT BEND COUNTY, TEXAS

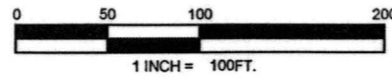


Exhibit "3"
Attached to and made a part of an Agreement between Fort Bend County, Texas and Hilcorp Energy I, L.P. dated July 1, 2016

PERCHERON
SURVEY, LLC

1904 West Grand Parkway N., Suite 200
Katy, Texas 77449
(832) 300-6400
TEXAS SURVEYING FIRM LICENSE: No. 10020700

FEBRUARY 18, 2016
PROJECT 199.0001.200

RAC

FORT BEND COUNTY CLERK

RETURN ADMIN SERV COORD

FILED AND RECORDED
OFFICIAL PUBLIC RECORDS

Laura Richard



Laura Richard, County Clerk
Fort Bend County, Texas

September 08, 2016 03:10:03 PM

FEE: \$0.00 PG1
AGREEMNT

2016099652

CERTIFICATE OF INTERESTED PARTIES

FORM 1295

1 of 1

Complete Nos. 1 - 4 and 6 if there are interested parties.
 Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

**OFFICE USE ONLY
 CERTIFICATION OF FILING**

Certificate Number:
 2016-95475

Date Filed:
 08/05/2016

Date Acknowledged:

1 Name of business entity filing form, and the city, state and country of the business entity's place of business.

Hilcorp Energy I, L.P.
 Houston, TX United States

2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.

County of Fort Bend

3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the services, goods, or other property to be provided under the contract.

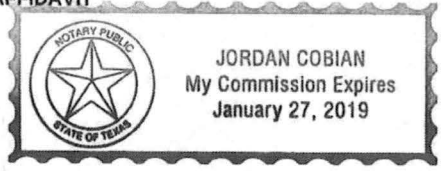
TX-FB-0000.00100-Cane Island
 Right of Way

4	Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
			Controlling	Intermediary

5 Check only if there is NO Interested Party.

6 AFFIDAVIT

I swear, or affirm, under penalty of perjury, that the above disclosure is true and correct.



Donald H. Spicer
 Signature of authorized agent of contracting business entity

AFFIX NOTARY STAMP / SEAL ABOVE

Sworn to and subscribed before me, by the said Donald H. Spicer, this the 24th day of August, 2016, to certify which, witness my hand and seal of office.

Jordan Cobian Jordan Cobian Notary Public
 Signature of officer administering oath Printed name of officer administering oath Title of officer administering oath

CERTIFICATE OF INTERESTED PARTIES

FORM 1295

1 of 1

Complete Nos. 1 - 4 and 6 if there are interested parties.
 Complete Nos. 1, 2, 3, 5, and 6 if there are no interested parties.

OFFICE USE ONLY CERTIFICATION OF FILING

1 Name of business entity filing form, and the city, state and country of the business entity's place of business.
 Hilcorp Energy I, L.P.
 Houston, TX United States

Certificate Number:
 2016-95475

Date Filed:
 08/05/2016

Date Acknowledged:
 09/06/2016

2 Name of governmental entity or state agency that is a party to the contract for which the form is being filed.
 County of Fort Bend

3 Provide the identification number used by the governmental entity or state agency to track or identify the contract, and provide a description of the services, goods, or other property to be provided under the contract.
 TX-FB-0000.00100-Cane Island
 Right of Way

4	Name of Interested Party	City, State, Country (place of business)	Nature of interest (check applicable)	
			Controlling	Intermediary

5 Check only if there is NO Interested Party.

6 AFFIDAVIT I swear, or affirm, under penalty of perjury, that the above disclosure is true and correct.

 Signature of authorized agent of contracting business entity

AFFIX NOTARY STAMP / SEAL ABOVE

Sworn to and subscribed before me, by the said _____, this the _____ day of _____, 20_____, to certify which, witness my hand and seal of office.

 Signature of officer administering oath Printed name of officer administering oath Title of officer administering oath