## LISKOW&LEWIS

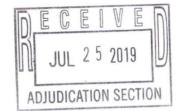
A Professional Law Corporation

1001 Fannin Street Suite 1800 Houston, TX 77002 (713) 651-2900 Main (713) 651-2908 Fax One Shell Square 701 Poydras Street, Suite 5000 New Orleans, LA 70139 (504) 581-7979 Main (504) 556-4108 Fax 822 Harding Street Post Office Box 52008 Lafayette, LA 70505 (337) 232-7424 Main (337) 267-2399 Fax

www.Liskow.com

Julie Thobae

Direct: (713) 651-2970 jthobae@Liskow.com



July 25, 2019

Our File No: 28043.0020

### BY HAND DELIVERY

U.S. Department of the Interior Bureau of Ocean Energy Management Gulf of Mexico OCS Region Adjudication Section 1201 Elmwood Park Boulevard New Orleans, LA 70123-2394 Attention: Yolanda Winslow, Chief

Re: Non-Required File for OCS-G 27278

Dear Ms. Winslow:

Enclosed please find the following documents that we ask you to file, submitted to you for filing purposes only, in the Non-Required File pertaining to Block 519 Mississippi Canyon, *OCS-G 27278*:

- 1) PARTIAL RELEASE OF MORTGAGE (RBL/LC) dated June 7, 2019 by Cantor Fitzgerald Securities, as Substitute Collateral Agent in favor of Fieldwood Energy LLC, GOM Shelf LLC, Fieldwood Energy Offshore LLC, Bandon Oil and Gas, LP, Dynamic Offshore Resources NS, LLC, (collectively, the "Mortgagor"). Please file in Category 2 Release of Mortgages and Liens;
- 2) <u>State of Louisiana Uniform Commercial Code Amendment UCC-3 (RBL/LC) to delete collateral on Initial UCC# 26-373799</u> Debtors: Fieldwood Energy LLC, GOM Shelf LLC, Fieldwood Energy Offshore LLC, Bandon Oil and Gas, LP, Dynamic Offshore Resources NS, LLC

Page 2

and Secured Party: Cantor Fitzgerald Securities, as Collateral Agent.

Please file in Category 3 – UCC Filings and Financial Statements; and

3) State of Louisiana Uniform Commercial Code – Amendment UCC-3 (RBL/LC) to delete collateral on Initial UCC# 26-355048 – Debtors: Fieldwood Energy LLC and GOM Shelf LLC; and Secured Party: Cantor Fitzgerald Securities, as Substitute Collateral Agent. Please file in Category 3 – UCC Filings and Financial Statements;

In order that third persons will be put on notice as to the execution and efficacy of the enclosed documents, please file the documents, together with a copy of this letter in the Non-Required File maintained for the lease, under the category designated above.

Enclosed are the Pay Gov receipts, in the total amount of \$87.00, for payment of the filing fees. I have included a copy of the documents and cover letter to be file-stamped and provided to the bearer of this letter.

If you should have any questions regarding this request, please contact me at (713) 651-2970. Thank you for your assistance in this matter.

Very truly yours,

Julie Thobae

Corporate Paralegal

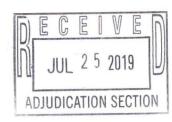
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### STATE OF LOUISIANA

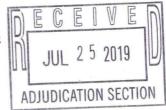
## UNIFORM COMMERCIAL CODE - AMENDMENT UCC-3

Important - Read instructions Before Completing Form



OLLOW INSTRUCTIONS (FRO		EFULLY)						
. Initial Financing Statement Fi	le # 26-373799							
Termination -Effectiver authorizing this Termin		Statement identified a	above is	s terminated with I	respect to	securi	ty interest(s)	of the Secured Party
Continuation Effective Continuation Stateme					curity inter	rest(s)	of the Secure	d Party authorizing this
Assignment (full or par	tial). Give name of as	signee in Item 7a or	7b and	address of assign	ee in item	7c and	d also give na	me of assignor in item 9,
. AMENDMENT (PARTY INFO	RMATION) This amen	dment affects De	ebtor or	Secured Part	y of record	d. Che	eck only one o	f these two boxes.
Also check <u>one</u> of the CHANGE name and/or a new name (if name change) in it	address: Give current reco	ord name in item 6a or 6b; a	also give		e: Give recor			e: Complete item 7s or 7b and omplete items 7d-7g (if applicable)
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7a Organization's Name								
7b Individual's Last Name (a	and Title of Lineage (e.	g. Jr., Sr., III, if applic	cable)	First Name				Middle Name
7c Mailing Address		City			State	Posta	Code	Country
7d Tax ID #: SSN or EIN	Add'l info re Organization:	7e Type of Organiz	zation	7f Jurisdiction of	Organiza	tion	7g Organiza	tion ID if any
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NAME or SECURED PARTY of R which adds collateral or adds the s Pa Organization's Name	authorizing Debtor, or if th	is is a Termination autho						
Cantor Fitzgerald Securit	ies, as Collateral Ag	gent						
9b Individual's Last Name (a	nd Title of Lineage (e,ç	g. Jr., Sr., III), if applic	cable F	irst Name				Middle Name
0 OPTIONAL FILER REFERENCE	CE DATA 28043.0020	(RBL/LC)						
1. NAME AND PHONE OF CONT Julie Thobae 713-651-29								
2. SEND ACKNOWLEDGMENT	TO: (Name and Address)	)						
Marilyn C. Maloney								
Liskow and Lewis APLC								
1001 Fannin, Suite 1800								
Houston, Texas 77002								
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# PARTIAL RELEASE OF MORTGAGE (RBL/LC)



#### STATE OF NEW YORK

#### **COUNTY OF NEW YORK**

BE IT KNOWN, that on the date set forth below, but effective as of the day of the undersigned Notary Public, and in the presence of the undersigned competent witnesses,

#### PERSONALLY CAME AND APPEARED:

Cantor Fitzgerald Securities, as Substitute Collateral Agent, whose mailing address is 110 59<sup>th</sup> Street, New York, New York 10022, represented herein by its duly authorized agent ("<u>Collateral</u> Agent")

who, being duly sworn, did declare and say:

Fieldwood Energy LLC, a Delaware limited liability company, GOM Shelf LLC, a Delaware limited liability company, Fieldwood Energy Offshore LLC, a Delaware limited liability company, Bandon Oil and Gas, LP, a Delaware limited partnership, and Dynamic Offshore Resources NS, LLC, a Texas limited liability company (collectively, the "Mortgagor") have requested the Collateral Agent to partially release and cancel that certain Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement (RBL), dated as of September 30, 2013, as amended, recorded, inter alia, as set forth on Schedule 1 hereto (the "Mortgage") insofar and only insofar as the Mortgage encumbers and pertains to (i) the record title interest described on Exhibit A hereto, whether now existing or created hereafter, to that certain oil, gas and mineral lease described on Exhibit A hereto (the "Released Oil and Gas Property"), and (ii) Mortgagor's interest in the other Mortgaged Property and Collateral (each as defined in the Mortgage) insofar and only insofar as they are produced from or located on the Released Oil and Gas Property ((i) and (ii) collectively, the "Released Property"), and Collateral Agent consents to thereto;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Collateral Agent has RELEASED and DISCHARGED, and hereby RELEASES and DISCHARGES, without recourse, representation or warranty of any kind, the Mortgage and all liens and security interests created thereby and any other liens and security interests it may have in and to the Released Property INSOFAR and ONLY INSOFAR as the Mortgage covers and affects the Released Property and all products and proceeds thereof AND NO FURTHER.

IT IS EXPRESSLY UNDERSTOOD AND AGREED THAT THIS IS A PARTIAL RELEASE OF MORTGAGE ("PARTIAL RELEASE") RELATING SOLELY TO MORTGAGOR'S INTEREST IN THE RELEASED PROPERTY AND THAT THE SAME SHALL IN NO WAY RELEASE, AFFECT, OR IMPAIR THE UNDERSIGNED'S RIGHTS, TITLE, INTEREST, LIENS, AND SECURITY INTERESTS CREATED BY THE MORTGAGE AS TO ANY OTHER PROPERTIES OR INTERESTS DESCRIBED THEREIN OR COVERED THEREBY.

Collateral Agent hereby requests, authorizes, and directs the Clerk of Court of each of the Parishes and Counties described on <u>Schedule 1</u> hereto to (a) record this Partial Release in the mortgage records or official records, as applicable, for said Parishes and Counties, (b) cancel in part from the mortgage records or official records, as applicable, of said Parishes and Counties the inscription of the Mortgage, and (c) notate the recordation of this Partial Release in the margin of the Mortgage as recorded

in said Parishes and Counties. Collateral Agent further consents to the filing by or on behalf of Mortgagor of all UCC3 partial releases as may be necessary to delete the Released Property from the description of the Collateral, including, but not limited to those set forth on Exhibit B hereto and pursuant to supplemental Officer's Certificates delivered to the Collateral Agent, in each case with a copy of this Partial Release attached thereto to describe the Collateral released.

Cantor Fitzgerald Securities is delivering this Partial Release of Mortgage in reliance on the Officers' Certificate delivered to it in connection herewith and solely in its capacity as Collateral Agent under the Amended and Restated Credit Agreement, dated as of April 11, 2018 (the "Credit Agreement") among Fieldwood Energy Inc., as Holdings, Fieldwood Energy LLC, as the Borrower, the Lenders party thereto, the Issuing Banks party hereto, and Cantor Fitzgerald Securities, as Administrative Agent and Collateral Agent, and not in its individual or corporate capacity. In acting hereunder, the Collateral Agent shall be entitled to all of the rights, privileges and immunities set forth in the Credit Agreement and the other Credit Documents (as defined in the Credit Agreement) as though fully set forth herein. Capitalized terms used herein but not defined shall have the meaning assigned in the Credit Agreement.

[Signature page to follow.]

THUS DONE AND PASSED on this the date set forth above, in the presence of the und the Collateral Agent and me, Notary, after due read	day of, 2019, but effective as of dersigned witnesses who hereunto sign their names with ding of the whole.
WITNESSES:  Printed Name THOMAS F. 4009 5	CANTOR FITZGERALD SECURITIES, As Substitute Collateral Agent, as Mortgagee
Printed Name: PACID Brown	By: Jan a Succla  Title: James Buccola  Head of Fixed Income  The Public Total Publ
Name printed: Notarial Identification Nu My commission expires _	mber LISSETTE MARTINEZ  Notary Public, State of New York  No. 0.1MA6356880  Qualified in Queens County  Commission Expires April 10, 2021

# SCHEDULE 1 [Recording Information]

1. Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement (RBL) dated effective September 30, 2013 by Fieldwood Energy LLC and GOM Shelf LLC in favor of P.R. Ballard, Trustee and to Citibank, N.A., as Collateral Agent.

Recording Jurisdiction	Recording Information
Plaquemines Parish, LA	Mortgage Book 629, Page 531, File No. 2013-00004579
Baldwin County AL	Instrument No. 1425123
Mobile, AL	BK:LR 7088, Page 995, Instrument No. 2013 063203
Hancock County, MS	Deed of Trust Book 2013, Pages 24509-24710
Harrison County, MS (1)	Instrument # 2013 10680 T-J1
Harrison County, MS (2)	Instrument # 2013 3609 T-J2
Jackson County, MS	#201318028, BK:22, Pages 1-202
BOEM	OCS-G 27278

2. First Supplement to Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing, Financing Statement and Partial Release (RBL) dated effective November 15, 2013 by Fieldwood Energy LLC and GOM Shelf LLC in favor of P.R. Ballard, Trustee and to Citibank, N.A., as Collateral Agent.

Recording Jurisdiction	Recording Information
Plaquemines Parish, LA	Mortgage Book 634, Page 466, File No. 2013-00005395
BOEM	OCS-G 27278

Third Supplement to Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement (RBL) dated effective August 16, 2016 by Fieldwood Energy LLC, GOM Shelf LLC, Fieldwood Energy Offshore LLC, Bandon Oil and Gas, LP and Dynamic Offshore Resources NS, LLC in favor of P.R. Ballard, Trustee and to Citibank, N.A., as Collateral Agent.

Recordin Jurisdiction		Recording Information
Plaquemines LA	Parish,	File No. 2016-00003579, Book 693, Page 38

BOEM	OCS-G 27278
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4. Fourth Supplement and Amendment to Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement (LC Facility) dated effective as of July 9, 2018 from Fieldwood Energy LLC, GOM Shelf LLC, Fieldwood Energy Offshore LLC, Bandon Oil and Gas, LP, and Dynamic Offshore Resources NS, LLC to Citibank, N.A., as Resigning Collateral Agent, and to Peter Graf, as Trustee for the benefit of Cantor Fitzgerald Securities, as Substitute Collateral Agent and to the Substitute Collateral Agent.

Recording Jurisdiction	Recording Information					
Plaquemines Parish, LA	File No. 2048-00002565, Book 732, Page 134					
Baldwin County, AL	Instrument No. 1707454					
Mobile County, AL	Book:LR 7658, Page 25, Instrument No. 2018 040025,					
Hancock County, MS	Deed of Trust, Book 2018, Page 15082					
Harrison County, MS (1)	Instrument # 2018-6032-T-J1					
Harrison County, MS (2)	Instrument # 2018-2162-T-J2					
Jackson County, MS	#201813273, Book: 26, Pages 100-144					
BOEM	OCS-G 27278					

# EXHIBIT A Released Oil and Gas Properties

A 7.25% Record Title interest to be assigned to Red Willow Offshore, LLC in that certain Oil and Gas Lease of Submerged Lands Under the Outer Continental Shelf Lands Act dated effective July 1, 2005 executed by the United States of America, as Lessor, Helis Oil & Gas Company, L.L.C., Houston Energy, L.P., and Red Willow Offshore, LLC, as Lessee, bearing Lease No. OCS-G 27278 covering all of Block 519, Mississippi Canyon Area, as shown on OCS Leasing Map La. No. NH 16-10, containing approximately 5,760 acres.

### EXHIBIT B **UCC3 Forms**

### STATE OF LOUISIANA

### UNFORM COMMERCIAL CODE - AMENDMENT UCG-3 Impartant - Read instructions finders Completing Form

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FILING OFFICE COPY — UCC FINANCING STATEMENT AMENDMENT (Fore UCC)) (Rev. OLGS) 1)

### STATE OF LOUISIANA

## UNIFORM COMMERCIAL CODE - AMENDMENT UCC-3

Important - Read instructions Before Completing Form

FOLLOW INSTRUCTIONS (FRO	ONT AND BACK CAR	EFULLY)						
<ol> <li>Initial Financing Statement Fi</li> </ol>	le # 26-373799							
2. <u>Termination</u> -Effectiver authorizing this Termin		Statement identified above	is terminated with	respect to	secur	ity interest(s)	of the Secured Party	
		Statement identified above additional period provided		curity inte	rest(s)	of the Secure	ed Party authorizing	this
4. Assignment (full or par	rtial). Give name of as	signee in Item 7a or 7b an	d address of assign	ee in Item	7c and	d also give na	me of assignor in ite	m 9.
5. AMENDMENT (PARTY INFO	RMATION) This amen	dment affects Deblor	Secured Par	ty of recor	d. Ch	ack only one	of these two boxes.	
Also check one of the	following three boxes	and provide appropriate in	formation in items 6	and/or 7.				
CHANGE name and/or					rd name			
new name (if name change) in it	tern 7a or 7b and/or new address	ess (if address change) in liem 7c	to be detailed in its	um 6a or 6b		Rem 7c; also	complete items 7d-7g (if app	(icable)
6. CURRENT RECORD INFOR	MATION:							
6a Organization's Name								
OR			Te:				1	
6b Individual's Last Name (a	nd Title of Lineage (e.	g. Jr., Sr., III, if applicable)	First Name				Middle Name	
7. CHANGED (NEW) OR ADDE	D INCORMATION.						1	
7. CHANGED (NEW) OR ADDE	D INFORMATION:							
7a Organization's Name								
OR							T	
7b Individual's Last Name (a	and Title of Lineage (e.	g. Jr., Sr., III, if applicable)	First Name				Middle Name	
		To:		1-	1-			
7c Mailing Address		City		State	Poste	al Code	Country	
	T		T		1			
7d Tax ID #: SSN or EIN	Add'I info re Organization:	7e Type of Organization	7f Jurisdiction of	f Organiza	tion	7g Organiza	tion ID if any	
	Organization.						Non	e
8. AMENDMENT (Collateral Ch	anne): check only on	a box.						
	lateral X deleted or		restated collat	eral descr	iption,	or describe o	ollateral assigne	id.
The collateral deleted is the	"Released Property"	more fully described in	the attached Pa	rtial Rele	ase of	f Mortgage (	RBL/LC).	
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9. NAME or SECURED PARTY of RE	ECORD AUTHORIZMG	THIS AMENDMENT (name of	sectorar Within to se	Antono	and) If	this is an Amena	mant subharized by a D	ahlor
which adds collateral or adds the a								
9a Organization's Name	ion an Colleteral An	ant.						
Cantor Fitzgerald Securiti								
9b Individual's Last Name (ar	nd Title of Lineage (e,g	J. Jr., Sr., III), if applicable	First Name				Middle Name	
10. OPTIONAL FILER REFERENCE	E DATA 28043.0020	(RBL/LC)						
11. NAME AND PHONE OF CONTA Julie Thobae 713-651-29								
12. SEND ACKNOWLEDGMENT T	O: (Name and Address)							
Marilyn C. Maloney	•							
Liskow and Lewis APLC								
1001 Fannin, Suite 1800								
Houston, Texas 77002								
			The above space	is for filing	office	use only		
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