



WALTER OIL & GAS CORPORATION



August 12, 2019

Bureau of Ocean Energy Management
ATTN: Adjudication Section
Mail Stop GM 276A
1201 Elmwood Park Blvd.
New Orleans, Louisiana 70123-2394

By UPS Delivery

Re: Non-Required Filing
Stipulation of Interest

Ladies and Gentlemen:

Please find enclosed two (2) copies of that certain Stipulation of Interest as described below which we kindly submit for filing purposes only.

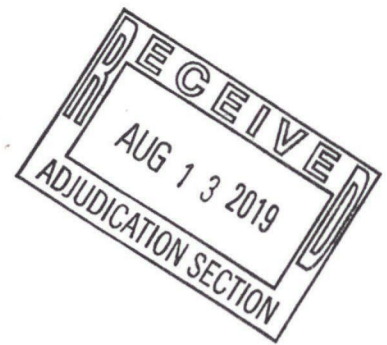
Document Title:	Stipulation of Interest
Leases Affected:	OCS-G 23736
Parties:	Castex Offshore, Inc.; Dorado Deep GP, LLC; GOME 1271 LLC; Walter Oil & Gas Corporation; CL&F Resources LP;
Filing Category:	7 - Contracts, Agreements, and Conveyances
Service Fees:	Enclosed Pay.gov receipt in the amount of \$29.00

Upon filing this document, we kindly request that one stamped copy of the recorded document be returned to the undersigned in the provided self-addressed stamped envelope. If you should have any questions, please feel free to contact me at (713) 659-1221 or by email at jdunn@walteroil.com.

Sincerely,

Jeanette C Dunn
Land Administration
Walter Oil & Gas Corporation

enclosures



STIPULATION OF INTEREST

This Stipulation of Interest is signed on the dates shown below, but made effective as of January 26, 2014 by and among, Castex Offshore, Inc., a Texas corporation, whose mailing address is 333 Clay Street, Suite 2900, Houston, Texas 77002 (“**COI**”); Dorado Deep GP, LLC, a Delaware limited partnership, whose mailing address is 333 Clay Street, Suite 2900, Houston, Texas 77002 (“**Dorado Deep**”); GOME 1271 LLC, a Delaware limited liability company, whose mailing address is 333 Clay Street, Suite 2900, Houston, Texas 77002 (“**GOME**”, together with COI and Dorado Deep, “**Castex**”); Walter Oil & Gas Corporation, whose mailing address is 1100 Louisiana, Suite 200, Houston, Texas 77002 (“**Walter**”); and CL&F Resources LP, whose mailing address is 16945 Northchase Drive, Suite 1500, Houston, TX 77060-2153 (“**CL&F**”, together with Walter, the “**Lease Owners**”).

WHEREAS, the Lease Owners own certain leasehold interests within Oil and Gas Lease of Submerged Lands bearing Serial Number OCS-G 23736, effective July 1, 2002, by and between the United States of America, as Lessor, and Newfield Exploration Company and Westport Resources Corporation, as Lessees, **INSOFAR AND ONLY INSOFAR AS** said lease covers the following:

Southwest Quarter (SW/4), West Half of the Southeast Quarter (W/2 SE/4), West Half of the East Half of the Southeast Quarter (W/2 E/2 SE/4), of Block 73, West Cameron Area, limited to those depths from the surface down to one hundred feet (100') below the stratigraphic equivalent of 17,857' TVDSS as seen in the Walter-WC 73 OCS-G 23736 002 Well, API No. 1770041308 (hereinafter, the “**Assigned Acreage**”)

WHEREAS, Lease Owners earned an Assignment of Operating Rights in the Assigned Acreage pursuant to that certain Farmout Agreement dated November 30, 2010 between McMoRan Oil & Gas, LLC (“**MMR**”), as Farmor, and Walter, et al, as Farmees (“**Farmout Agreement**”);

WHEREAS, by such Assignment of Operating Rights in Oil & Gas Lease dated effective January 26, 2014, MMR transferred all of its interest to Walter, CL&F, BTA Oil Producers, LLC (“**BTA**”) and Catapult Exploration, LLC (“**Catapult**”) in the Assigned Acreage, being 70% of 6/6ths Operating Rights interest (hereinafter referred to as “**Farmout Assignment**”), a copy of which is attached hereto as Exhibit “A” and made a part hereof;

WHEREAS, pursuant to (1) that certain Assignment and Bill of Sale dated June 1, 2018 by and between MMR, GOME and COI and (2) that certain Assignment and Bill of sale dated June 1, 2018 by and between GOME and Dorado Deep, Castex acquired all of MMR’s interest in OCS-G 23736, inclusive of an overriding royalty interest only in and to the Assigned Acreage retained by MMR in the Farmout Agreement and as set forth in the Farmout Assignment;

WHEREAS; Walter acquired Catapult’s interest in the Assigned Acreage on March 20, 2019 and Walter acquired BTA Oil Producers, LLC’s interest in the Assigned Acreage effective December 1, 2018; and

WHEREAS, given the regulations governing the Bureau of Ocean Energy Management, MMR and the Lease Owners were unable to file of record the Farmout Assignment and, as a result, wish to, along with Castex, clarify the ownership of the Lease Owners in the Assigned Acreage.

NOW THEREFORE, in order to clarify title to the operating rights in the Assigned Acreage, Castex and the Lease Owners hereby agree and stipulate, and further ASSIGN, GRANT, BARGAIN, SELL, CONVEY, DELIVER and TRANSFER for good and adequate consideration, the sufficiency of which is hereby acknowledged, to the extent necessary to effectuate such

division of interest so that the Lease Owners' ownership in the Assigned Acreage is as follows as of March 20, 2019:

Working Interest Owners	Working Interest
Walter Oil & Gas Corporation	0.5405919
CL&F Resources LP	0.1594081

This Stipulation and Assignment of Interest shall be governed by and construed pursuant to Louisiana Law. This Stipulation and Assignment of Interest may be signed in multiple counterparts. The executed signature pages from the various counterparts may be combined and filed of record as one document.

IN WITNESS THEREOF, this Stipulation and Assignment of Interest is made and signed on the dates shown below, in the presence of the witnesses and Notaries Public but effective as of the effective date stated above.

Thus done, read and signed on the ___ day of August 2019, in the presence of the undersigned competent witnesses, who hereunto sign their names with appearer and me, Notary.

WITNESSES:

Castex Offshore, Inc.

Vanessa V. Veltman
Print name: Vanessa V. Veltman

Robin Longron
Print name: Robin Longron

By: Ashley S. Green
Print name: Ashley S. Green
Title: Corporate Secretary

WITNESSES:

GOME 1271 LLC, by its Sole Member, Castex Energy 2014, LLC

Vanessa V. Veltman
Print name: Vanessa V. Veltman

Robin Longron
Print name: Robin Longron

By: Ashley S. Green
Print name: Ashley S. Green
Title: Corporate Secretary

WITNESSES:

Dorado Deep GP, LLC

Vanessa V. Veltman
Print name: Vanessa V. Veltman

Robin Longron
Print name: Robin Longron

By: Ashley S. Green
Print name: Ashley S. Green
Title: Corporate Secretary

WITNESSES:

Walter Oil & Gas Corporation

Print name: _____

Print name: _____

By: _____
Print name: _____
Title: _____

WITNESSES:

CL&F Resources LP
By: Piquant, Inc., as General Partner

Print name: _____

Print name: _____

By: _____
Print name: R. Paul Loveless
Title: President & CEO

Thus done, read and signed on the ___ day of August 2019, in the presence of the undersigned competent witnesses, who hereunto sign their names with appearer and me, Notary.

WITNESSES:

Castex Offshore, Inc.

Print name: _____

Print name: _____

By: _____
Print name: Ashley S. Green
Title: Corporate Secretary

WITNESSES:

GOME 1271 LLC, by its Sole Member, Castex Energy 2014, LLC

Print name: _____

Print name: _____

By: _____
Print name: Ashley S. Green
Title: Corporate Secretary

WITNESSES:

Dorado Deep GP, LLC

Print name: _____


Print name: _____


By: _____
Print name: Ashley S. Green
Title: Corporate Secretary

WITNESSES:

Walter Oil & Gas Corporation


Print name: Alicia J. Dodge


Print name: Rachel Fernandez

By:  AB
Print name: Chad E. Elias
Title: General Counsel

WITNESSES:

CL&F Resources LP
By: Piquant, Inc., as General Partner

Print name: _____

Print name: _____

By: _____
Print name: R. Paul Loveless
Title: President & CEO

Thus done, read and signed on the ___ day of August 2019, in the presence of the undersigned competent witnesses, who hereunto sign their names with appearer and me, Notary.

WITNESSES: Castex Offshore, Inc.

Print name: _____

Print name: _____

By: _____
Print name: Ashley S. Green
Title: Corporate Secretary

WITNESSES: GOME 1271 LLC, by its Sole Member, Castex Energy 2014, LLC

Print name: _____

Print name: _____

By: _____
Print name: Ashley S. Green
Title: Corporate Secretary

WITNESSES: Dorado Deep GP, LLC

Print name: _____

Print name: _____

By: _____
Print name: Ashley S. Green
Title: Corporate Secretary

WITNESSES: Walter Oil & Gas Corporation

Print name: _____

Print name: _____

By: _____
Print name: _____
Title: _____

WITNESSES: Michelle P. Stanley
Print name: Michelle P. Stanley

Tommy Willis
Print name: Tommy Willis

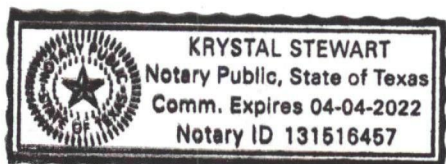
CL&F Resources LP
By: Piquant, Inc., as General Partner
By: R. Paul Loveless
Print name: R. Paul Loveless
Title: President & CEO

ACKNOWLEDGMENT

STATE OF TEXAS

COUNTY OF HARRIS

The foregoing instrument was acknowledged before me on this 2nd day of August, 2019, by Ashley S. Green, as Corporate Secretary of Castex Offshore, Inc., GOME 1271 LLC, and Dorado Deep GP, LLC, who acknowledged and attested that the above and foregoing instrument was signed on behalf of the entity and that he/she had the authority to act on its behalf.



Krystal Stewart
Notary Public in and for the State of Texas

ACKNOWLEDGMENT

STATE OF TEXAS

COUNTY OF HARRIS

The foregoing instrument was acknowledged before me on this ___ day of August 2019, by _____, as _____ of Walter Oil & Gas Corporation, on behalf of said corporation, who acknowledged and attested that the above and foregoing instrument was signed on behalf of the corporation and that he/she had the authority to act on its behalf.

Notary Public in and for the State of Texas

ACKNOWLEDGMENT

STATE OF TEXAS

COUNTY OF HARRIS

The foregoing instrument was acknowledged before me on this 1st day of August, 2019, by R. Paul Loveless, as President & CEO of Piquant, Inc., General Partner of CL&F Resources LP, who acknowledged and attested that the above and foregoing instrument was signed on behalf of the limited partnership and that he/she had the authority to act on its behalf.

Notary Public in and for the State of Texas

ACKNOWLEDGMENT

STATE OF TEXAS

COUNTY OF HARRIS

The foregoing instrument was acknowledged before me on this ___ day of August, 2019, by Ashley S. Green, as Corporate Secretary of Castex Offshore, Inc., GOME 1271 LLC, and Dorado Deep GP, LLC, who acknowledged and attested that the above and foregoing instrument was signed on behalf of the entity and that he/she had the authority to act on its behalf.

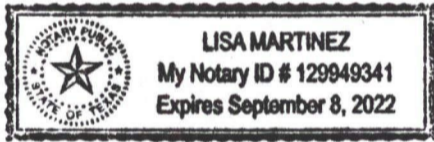
Notary Public in and for the State of Texas

ACKNOWLEDGMENT

STATE OF TEXAS

COUNTY OF HARRIS

The foregoing instrument was acknowledged before me on this 1st day of August 2019, by Chad E. Elias, as General Counsel of Walter Oil & Gas Corporation, on behalf of said corporation, who acknowledged and attested that the above and foregoing instrument was signed on behalf of the corporation and that he/she had the authority to act on its behalf.



[Signature]
Notary Public in and for the State of Texas

ACKNOWLEDGMENT

STATE OF TEXAS

COUNTY OF HARRIS

The foregoing instrument was acknowledged before me on this 1st day of August, 2019, by R. Paul Loveless, as President & CEO of Piquant, Inc., General Partner of CL&F Resources LP, who acknowledged and attested that the above and foregoing instrument was signed on behalf of the limited partnership and that he/she had the authority to act on its behalf.

Notary Public in and for the State of Texas

ACKNOWLEDGMENT

STATE OF TEXAS

COUNTY OF HARRIS

The foregoing instrument was acknowledged before me on this ___ day of August, 2019, by Ashley S. Green, as Corporate Secretary of Castex Offshore, Inc., GOME 1271 LLC, and Dorado Deep GP, LLC, who acknowledged and attested that the above and foregoing instrument was signed on behalf of the entity and that he/she had the authority to act on its behalf.

Notary Public in and for the State of Texas

ACKNOWLEDGMENT

STATE OF TEXAS

COUNTY OF HARRIS

The foregoing instrument was acknowledged before me on this ___ day of August 2019, by _____, as _____ of Walter Oil & Gas Corporation, on behalf of said corporation, who acknowledged and attested that the above and foregoing instrument was signed on behalf of the corporation and that he/she had the authority to act on its behalf.

Notary Public in and for the State of Texas

ACKNOWLEDGMENT

STATE OF TEXAS

COUNTY OF HARRIS

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Regina Ardito

Notary Public in and for the State of Texas

