

LISKOW & LEWIS

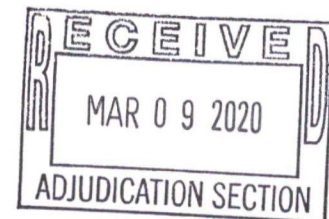
A Professional Law Corporation

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Houston, TX 77002
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(713) 651-2908 Fax

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Julie Thobae



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Post Office Box 52008
Lafayette, LA 70505
(337) 232-7424 Main
(337) 267-2399 Fax

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

March 9, 2020

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 19966

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 562 Mississippi Canyon, **OCS-G 19966**:

- 1) **PARTIAL RELEASE OF MORTGAGE (FLLO/SLTL)** dated January 20, 2020 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) **State of Louisiana Uniform Commercial Code – Amendment UCC-3 (FLLO/SLTL) to delete collateral on Initial UCC# 26-356295 – Debtors:** **Fieldwood Energy LLC, GOM Shelf LLC, Fieldwood Energy Offshore LLC, Bandon Oil and Gas, LP, Dynamic Offshore Resources NS, LLC** 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 (FLLO/SLTL) to delete collateral on Initial UCC# 26-373801 – Debtors: Fieldwood Energy LLC, GOM Shelf LLC, Fieldwood Energy Offshore LLC, Bandon Oil and Gas, LP, Dynamic Offshore Resources NS, 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

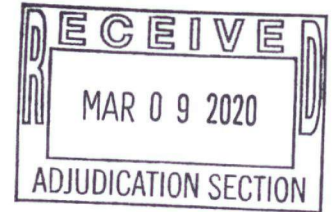
Enclosures

5025132v1

PARTIAL RELEASE OF MORTGAGE
(FLLO/SLTL)

STATE OF ILLINOIS

COUNTY OF COOK



BE IT KNOWN, that on the date set forth below, but effective as of the 27th day of January 2020, before me, the undersigned Notary Public, and in the presence of the undersigned competent witnesses,

PERSONALLY CAME AND APPEARED:

Cortland Capital Market Services LLC, as Collateral Agent, whose mailing address is 225 W. Washington Street, 9th Floor, Chicago, Illinois 60606, represented herein by its duly authorized agent ("Collateral 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 (FLLO), dated as of August 16, 2016, 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) that undivided interest in and to the record title interest specified on Exhibit A hereto in and to that certain oil, gas and mineral lease described on Exhibit A hereto (such undivided interest in and to the record title interest in and to such oil, gas, and mineral lease, the "Released Record Title Oil and Gas Properties"), (ii) Mortgagor's interest in and to 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 Record Title Oil and Gas Properties, (iii) that undivided interest in and to the operating rights interests described on Exhibit B hereto, whether now existing or created hereafter, in and to that certain oil, gas and mineral lease described on Exhibit B hereto, limited to the depths and areas of such oil, gas, and mineral lease specifically described on Exhibit B hereto and not affecting other depths and areas, which are not released (such undivided interest in and to the operating rights interest in and to such oil, gas, and mineral lease limited to the depths and areas described on Exhibit B, the "Released Operating Rights Oil and Gas Properties"), and (iv) Mortgagor's interest in and to 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 Operating Rights Oil and Gas Properties ((i), (ii), (iii), and (iv), 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 is delivering this Partial Release 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 Second Lien Loan 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, and Cortland Capital Market Services LLC, 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 meanings assigned in the Credit Agreement.

THIS PARTIAL RELEASE AND THE RIGHTS AND OBLIGATIONS OF THE PARTIES UNDER THIS PARTIAL RELEASE SHALL BE GOVERNED BY, AND CONSTRUED AND INTERPRETED IN ACCORDANCE WITH, THE LAW OF THE STATE OF NEW YORK.

Each of the Credit Agreement, the Guarantee Agreement and the Collateral Agreement is confirmed by the Mortgagor as being in full force and effect. This Partial Release may be executed in any number of counterparts, which together shall constitute one instrument, and shall bind and inure to the benefit of the parties hereto and their respective permitted successors and assigns.

Collateral Agent hereby requests, authorizes, and directs the Clerk of Court of each of Parishes described on Schedule 1 hereto to (a) record this Partial Release in the mortgage records for said Parish, (b) cancel in part from the mortgage records of said Parish the inscription of the Mortgage, and (c) notate the recordation of this Partial Release in the margin of the Mortgage as recorded in said Parish. Collateral Agent further consents to the filing by or on behalf of Mortgagor of all UCC-3 partial release financing statements 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 C hereto and pursuant to supplemental Officer's Certificates delivered to the Collateral Agent, in each case with an attached Schedule describing the Released Property in the same form as is attached to those UCC-3 partial release financing statements as are set forth on Exhibit C hereto.

[Signature page to follow.]


THUS DONE AND PASSED on this 24th day of January, 2020, but effective as of the date set forth above, in the presence of the undersigned witnesses who hereunto sign their names with the Collateral Agent and me, Notary, after due reading of the whole.


WITNESSES:


Printed Name: Emily Ergan Pappas


Printed Name: Joseph Mascherin

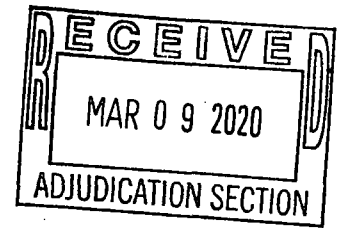
CORTLAND CAPITAL MARKET SERVICES LLC,
As Collateral Agent, as Mortgagee

By: 
Name: Jon Kirschmeier
Title: Associate Counsel


Notary Public



Name printed: Matthew A. Trybula
Notarial Identification Number 858242
My commission expires July 12, 2021.



SCHEDULE 1
[Recording Information]

1. Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement (FLLO) 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 **Joe Steinberg, Trustee** and to **Cortland Capital Market Services LLC, as Collateral Agent**.

<u>Recording Jurisdiction</u>	<u>Recording Information</u>
Baldwin County, AL	Instrument # 1594414
Mobile County, AL	BK: LR7430, Page 971, Instrument # 2016054309
Plaquemines Parish, LA	File # 2016-00003582, Book 693, Page 183
BOEM	OCS-G 19966

2. First Supplement and Amendment to Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement ("First Supplement to SLTL Mortgage") 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** (collectively, the "Mortgagor") in favor of **Joe Steinberg Trustee**, for the benefit of **Cortland Capital Market Services LLC, as Collateral Agent** ("Mortgagee").

<u>Recording Jurisdiction</u>	<u>Recording Information</u>
Baldwin County, AL	Instrument # 1707456
Mobile County, AL	BK: LR7658, Page 262, Instrument # 2018040027
Plaquemines Parish, LA	File # 2018-00002567, Book 732, Page 225
BOEM	OCS-G 19966

EXHIBIT A
Released Record Title Oil and Gas Properties

An undivided 20.83333% of 8/8ths Record Title interest to be assigned to BP Exploration & Production Inc., in and to that certain Oil and Gas Lease of Submerged Lands Under the Outer Continental Shelf Lands Act dated effective July 1, 1998, executed by the United States of America, as Lessor, to Union Oil Company of California, as Lessee, bearing Lease No. OCS-G 19966, covering all of Block 562, Mississippi Canyon, OCS Official Protraction Diagram, NH 16-10, containing approximately 5,760 acres.

EXHIBIT B
Released Operating Rights Oil and Gas Interests

An undivided 20.83333% of 8/8ths Operating Rights interest to be assigned to BP Exploration & Production Inc., in and to that certain Oil and Gas Lease of Submerged Lands Under the Outer Continental Shelf Lands Act dated effective July 1, 1998, executed by the United States of America, as Lessor, to Union Oil Company of California, as Lessee, bearing Lease No. OCS-G 19966, covering all of Block 562, Mississippi Canyon, OCS Official Protraction Diagram, NH 16-10, containing approximately 5,760 acres, insofar and only insofar as set forth below:

- (a) the North Half of Block 562, as to depths below 19,500' TVDSS down to and including 99,999' TVDSS; and
- (b) the South Half of Block 562 as to depths below 20,000' TVDSS down to and including 99,999' TVDSS.

EXHIBIT C
UCC forms

[attach]

STATE OF LOUISIANA

UNIFORM COMMERCIAL CODE - AMENDMENT
UCC-3*Important - Read instructions Before Completing Form***FOLLOW INSTRUCTIONS (FRONT AND BACK CAREFULLY)**

1. Initial Financing Statement File # 26-356295

2. ☐ **Termination** - Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement3. ☐ **Continuation** - Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law4. ☐ **Assignment** (full or partial). Give name of assignee in item 7a or 7b and address of assignee in item 7c and also give name of assignor in item 9.5. AMENDMENT (PARTY INFORMATION) This amendment affects ☐ Debtor or ☐ Secured Party of record. Check only one of these two boxes.Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.☐ **CHANGE name and/or address:** Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c ☐ **DELETE name:** Give record name to be deleted in item 6a or 6b ☐ **ADD name:** Complete item 7a or 7b and item 7c; also complete items 7d-7g (if applicable)**6. CURRENT RECORD INFORMATION:**

6a Organization's Name

OR

6b Individual's Last Name (and Title of Lineage (e.g. Jr., Sr., III, if applicable)) First Name Middle Name

7. CHANGED (NEW) OR ADDED INFORMATION:

7a Organization's Name

OR

7b Individual's Last Name (and Title of Lineage (e.g. Jr., Sr., III, if applicable)) First Name Middle Name

7c Mailing Address City State Postal Code Country

7d Tax ID #: SSN or EIN

Add'l info re
Organization:

7e Type of Organization

7f Jurisdiction of Organization

7g Organization ID if any

None ☐8. AMENDMENT (**Collateral Change**): check only one box.Describe collateral ☒ deleted or ☐ added, or give entire ☐ restated collateral description, or describe collateral ☐ assigned.

PARTIAL RELEASE: The Secured Party hereby releases its security interest in the collateral described in Schedule I attached hereto.

9. NAME or SECURED PARTY of RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of Debtor authorizing this Amendment

9a Organization's Name

OR

Cortland Capital Market Services LLC, as Collateral Agent

9b Individual's Last Name (and Title of Lineage (e.g. Jr., Sr., III), if applicable) First Name Middle Name

10. OPTIONAL FILER REFERENCE DATA 28043.0020 Galapagos (FLLO/SLTL)

11. NAME AND PHONE OF CONTACT AT FILER (optional)

Julie Thobae 713-651-2970

12. SEND ACKNOWLEDGMENT TO: (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

SCHEDULE I TO UCC FINANCING STATEMENT

DEBTOR:

FIELDWOOD ENERGY LLC
200 West Sam Houston Parkway South
Suite 1200
Houston, TX 77042

SECURED PARTY:

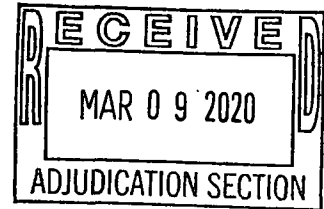
CORTLAND CAPITAL MARKET SERVICES LLC, as Collateral Agent
225 W. Washington Street
9th Floor
Chicago, IL 60606

DESCRIPTION OF COLLATERAL BEING DELETED:

The Collateral being deleted from the UCC-1 Financing Statement is described as follows:

(i) that undivided interest in and to the record title interest specified on Exhibit A hereto in and to that certain oil, gas and mineral lease described on Exhibit A hereto (such undivided interest in and to the record title interest in and to such oil, gas, and mineral lease, the "Released Record Title Oil and Gas Properties"), (ii) Debtor's interest in and to the other Mortgaged Property and Collateral (each as defined in that certain Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement (FLLO), dated as of August 16, 2016, as amended, executed by Fieldwood Energy LLC, GOM Shelf LLC, Fieldwood Energy Offshore LLC, Bandon Oil and Gas, LP, and Dynamic Offshore Resources NS, LLC, (the "Mortgage"), recorded, inter alia, as set forth on Exhibit B hereto, insofar and only insofar as they are produced from or located on the Released Record Title Oil and Gas Properties, (iii) that undivided interest in and to the operating rights interests described on Exhibit C hereto, whether now existing or created hereafter, in and to that certain oil, gas and mineral lease described on Exhibit C hereto, limited to the depths and areas of such oil, gas, and mineral lease specifically described on Exhibit C hereto and not affecting other depths and areas, which are not released (such undivided interest in and to the operating rights interest in and to such oil, gas, and mineral lease limited to the depths and areas described on Exhibit C, the "Released Operating Rights Oil and Gas Properties"), and (iv) Debtor's interest in and to 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 Operating Rights Oil and Gas Properties.

EXHIBIT A
Released Record Title Oil and Gas Properties



An undivided 20.83333% of 8/8ths Record Title interest to be assigned to BP Exploration & Production Inc., in and to that certain Oil and Gas Lease of Submerged Lands Under the Outer Continental Shelf Lands Act dated effective July 1, 1998, executed by the United States of America, as Lessor, to Union Oil Company of California, as Lessee, bearing Lease No. OCS-G 19966, covering all of Block 562, Mississippi Canyon, OCS Official Protraction Diagram, NH 16-10, containing approximately 5,760 acres.

EXHIBIT B
Recording Information

1. Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement (FLLO) 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 **Joe Steinberg, Trustee** and to **Cortland Capital Market Services LLC, as Collateral Agent**.

<u>Recording Jurisdiction</u>	<u>Recording Information</u>
Baldwin County, AL	Instrument # 1594414
Mobile County, AL	BK: LR7430, Page 971, Instrument # 2016054309
Plaquemines Parish, LA	File # 2016-00003582, Book 693, Page 183
BOEM	OCS-G 19966

2. First Supplement and Amendment to Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement ("First Supplement to SLTL Mortgage") 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** (collectively, the "Mortgagor") in favor of **Joe Steinberg Trustee**, for the benefit of **Cortland Capital Market Services LLC, as Collateral Agent** ("Mortgagee").

<u>Recording Jurisdiction</u>	<u>Recording Information</u>
Baldwin County, AL	Instrument # 1707456
Mobile County, AL	BK: LR7658, Page 262, Instrument # 2018040027
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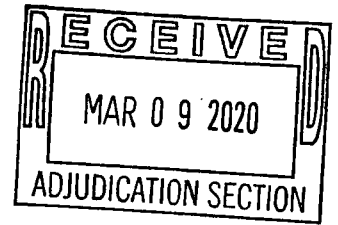


EXHIBIT C
Released Operating Rights Oil and Gas Interests

An undivided 20.83333% of 8/8ths Operating Rights interest to be assigned to BP Exploration & Production Inc., in and to that certain Oil and Gas Lease of Submerged Lands Under the Outer Continental Shelf Lands Act dated effective July 1, 1998, executed by the United States of America, as Lessor, to Union Oil Company of California, as Lessee, bearing Lease No. OCS-G 19966, covering all of Block 562, Mississippi Canyon, OCS Official Protraction Diagram, NH 16-10, containing approximately 5,760 acres, insofar and only insofar as set forth below:

- (a) the North Half of Block 562, as to depths below 19,500' TVDSS down to and including 99,999' TVDSS; and
- (b) the South Half of Block 562 as to depths below 20,000' TVDSS down to and including 99,999' TVDSS.

STATE OF LOUISIANA

UNIFORM COMMERCIAL CODE - AMENDMENT
UCC-3

Important - Read instructions Before Completing Form

FOLLOW INSTRUCTIONS (FRONT AND BACK CAREFULLY)

1. Initial Financing Statement File # 26-373801

2. ☐ **Termination** - Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement3. ☐ **Continuation** - Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law4. ☐ **Assignment** (full or partial). Give name of assignee in item 7a or 7b and address of assignee in item 7c and also give name of assignor in item 9.5. AMENDMENT (PARTY INFORMATION) This amendment affects ☐ Debtor or ☐ Secured Party of record. Check only one of these two boxes.Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.☐ **CHANGE name and/or address:** Give current record name in item 6a or 6b; also give new name (if name change) in item 7a or 7b and/or new address (if address change) in item 7c ☐ **DELETE name:** Give record name to be deleted in item 6a or 6b ☐ **ADD name:** Complete item 7a or 7b and item 7c; also complete items 7d-7g (if applicable)

6. CURRENT RECORD INFORMATION:

6a Organization's Name		
OR		
6b Individual's Last Name (and Title of Lineage (e.g. Jr., Sr., III, if applicable)	First Name	Middle Name

7. CHANGED (NEW) OR ADDED INFORMATION:

7a Organization's Name				
OR				
7b Individual's Last Name (and Title of Lineage (e.g. Jr., Sr., III, if applicable)		First Name		Middle Name
7c Mailing Address		City	State	Postal Code Country
7d Tax ID #: SSN or EIN	Add'l info re Organization:	7e Type of Organization	7f Jurisdiction of Organization	7g Organization ID if any None <input type="checkbox"/>

8. AMENDMENT (Collateral Change): check only one box.Describe collateral ☒ deleted or ☐ added, or give entire ☐ restated collateral description, or describe collateral ☐ assigned.

PARTIAL RELEASE: The Secured Party hereby releases its security interest in the collateral described in Schedule I attached hereto.

9. NAME or SECURED PARTY of RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment). If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here ☐ and enter name of Debtor authorizing this Amendment

9a Organization's Name Cortland Capital Market Services LLC, as Collateral Agent		
OR		
9b Individual's Last Name (and Title of Lineage (e.g. Jr., Sr., III), if applicable)	First Name	Middle Name

10. OPTIONAL FILER REFERENCE DATA 28043.0020 Galapagos (FLLO/SLTL)

11. NAME AND PHONE OF CONTACT AT FILER (optional)

Julie Thobae 713-651-2970

12. SEND ACKNOWLEDGMENT TO: (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

SCHEDULE I TO UCC FINANCING STATEMENT

DEBTOR:

FIELDWOOD ENERGY LLC
200 West Sam Houston Parkway South
Suite 1200
Houston, TX 77042

SECURED PARTY:

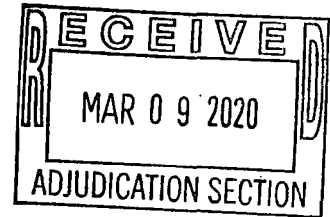
CORTLAND CAPITAL MARKET SERVICES LLC, as Collateral Agent
225 W. Washington Street
9th Floor
Chicago, IL 60606

DESCRIPTION OF COLLATERAL BEING DELETED:

The Collateral being deleted from the UCC-1 Financing Statement is described as follows:

(i) that undivided interest in and to the record title interest specified on Exhibit A hereto in and to that certain oil, gas and mineral lease described on Exhibit A hereto (such undivided interest in and to the record title interest in and to such oil, gas, and mineral lease, the "Released Record Title Oil and Gas Properties"), (ii) Debtor's interest in and to the other Mortgaged Property and Collateral (each as defined in that certain Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement (FLLO), dated as of August 16, 2016, as amended, executed by Fieldwood Energy LLC, GOM Shelf LLC, Fieldwood Energy Offshore LLC, Bandon Oil and Gas, LP, and Dynamic Offshore Resources NS, LLC, (the "Mortgage"), recorded, inter alia, as set forth on Exhibit B hereto, insofar and only insofar as they are produced from or located on the Released Record Title Oil and Gas Properties, (iii) that undivided interest in and to the operating rights interests described on Exhibit C hereto, whether now existing or created hereafter, in and to that certain oil, gas and mineral lease described on Exhibit C hereto, limited to the depths and areas of such oil, gas, and mineral lease specifically described on Exhibit C hereto and not affecting other depths and areas, which are not released (such undivided interest in and to the operating rights interest in and to such oil, gas, and mineral lease limited to the depths and areas described on Exhibit C, the "Released Operating Rights Oil and Gas Properties"), and (iv) Debtor's interest in and to 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 Operating Rights Oil and Gas Properties.

EXHIBIT A
Released Record Title Oil and Gas Properties



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BOEM	OCS-G 19966

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BOEM	OCS-G 19966

EXHIBIT C
Released Operating Rights Oil and Gas Interests

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- (a) the North Half of Block 562, as to depths below 19,500' TVDSS down to and including 99,999' TVDSS; and
- (b) the South Half of Block 562 as to depths below 20,000' TVDSS down to and including 99,999' TVDSS.

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) Julie Thobae 713-651-2970
B E-MAIL CONTACT AT FILER (optional) jthobae@liskow.com
C SEND ACKNOWLEDGMENT TO: (Name and Address) <div><input type="checkbox"/> Marilyn C. Maloney Liskow and Lewis APLC 1001 Fannin, Suite 1800 Houston, Texas 77002</div>

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE NUMBER

2016 3239538

1b. ☐ This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS

Filer: attach Amendment Addendum (Form UCC3Ad) and provide Debtor's name in item 13

2. ☐ TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to the security interest(s) of Secured Party authorizing this Termination Statement

3. ☐ ASSIGNMENT (full or partial): Provide name of Assignee in item 7a or 7b, and address of Assignee in item 7c and name of Assignor in item 9
For partial assignment, complete items 7 and 9 and also indicate affected collateral in item 8

4. ☐ CONTINUATION: Effectiveness of the Financing Statement identified above with respect to the security interest(s) of Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law

5. ☐ PARTY INFORMATION CHANGE:

Check one of these two boxes:

AND Check one of these three boxes to:

This Change affects ☐ Debtor or ☐ Secured Party of record

☐ CHANGE name and/or address: Complete item 6a or 6b, and item 7a or 7b and item 7c

☐ ADD name: Complete item 7a or 7b, and item 7c

☐ DELETE name: Give record name to be deleted in item 6a or 6b

6. CURRENT RECORD INFORMATION: Complete for Party Information Change - provide only one name (6a or 6b)

6a ORGANIZATION'S NAME

OR 6b INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

7 CHANGED OR ADDED INFORMATION: Complete for Assignment or Party Information Change - provide only one name (7a or 7b) (use exact, full name; do not omit, modify, or abbreviate any part of the Debtor's name)

7a ORGANIZATION'S NAME

OR 7b INDIVIDUAL'S SURNAME

INDIVIDUAL'S FIRST PERSONAL NAME

INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

7c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

8. ☒ COLLATERAL CHANGE: Also check one of these four boxes: ☐ ADD collateral ☒ DELETE collateral ☐ RESTATE covered collateral ☐ ASSIGN collateral

Indicate collateral:

PARTIAL RELEASE: The Secured Party hereby releases its security interest in the collateral described in Schedule I attached hereto.

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT: Provide only one name (9a or 9b) (name of Assignor, if this is an Assignment)

If this is an Amendment authorized by a DEBTOR, check here ☐ and provide name of authorizing Debtor

9a. ORGANIZATION'S NAME

Cortland Capital Market Services, LLC, as Collateral Agent

OR 9b INDIVIDUAL'S SURNAME

FIRST PERSONAL NAME

ADDITIONAL NAME(S)/INITIAL(S)

SUFFIX

10. OPTIONAL FILER REFERENCE DATA:

28043.0020 Galapagos (FLLO/SLTL)

SCHEDULE I TO UCC FINANCING STATEMENT

DEBTOR:

FIELDWOOD ENERGY LLC
200 West Sam Houston Parkway South
Suite 1200
Houston, TX 77042

SECURED PARTY:

CORTLAND CAPITAL MARKET SERVICES LLC, as Collateral Agent
225 W. Washington Street
9th Floor
Chicago, IL 60606

DESCRIPTION OF COLLATERAL BEING DELETED:

The Collateral being deleted from the UCC-1 Financing Statement is described as follows:

(i) that undivided interest in and to the record title interest specified on Exhibit A hereto in and to that certain oil, gas and mineral lease described on Exhibit A hereto (such undivided interest in and to the record title interest in and to such oil, gas, and mineral lease, the "Released Record Title Oil and Gas Properties"), (ii) Debtor's interest in and to the other Mortgaged Property and Collateral (each as defined in that certain Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement (FLLO), dated as of August 16, 2016, as amended, executed by Fieldwood Energy LLC, GOM Shelf LLC, Fieldwood Energy Offshore LLC, Bandon Oil and Gas, LP, and Dynamic Offshore Resources NS, LLC, (the "Mortgage"), recorded, inter alia, as set forth on Exhibit B hereto, insofar and only insofar as they are produced from or located on the Released Record Title Oil and Gas Properties, (iii) that undivided interest in and to the operating rights interests described on Exhibit C hereto, whether now existing or created hereafter, in and to that certain oil, gas and mineral lease described on Exhibit C hereto, limited to the depths and areas of such oil, gas, and mineral lease specifically described on Exhibit C hereto and not affecting other depths and areas, which are not released (such undivided interest in and to the operating rights interest in and to such oil, gas, and mineral lease limited to the depths and areas described on Exhibit C, the "Released Operating Rights Oil and Gas Properties"), and (iv) Debtor's interest in and to 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 Operating Rights Oil and Gas Properties.

EXHIBIT A
Released Record Title Oil and Gas Properties

An undivided 20.83333% of 8/8ths Record Title interest to be assigned to BP Exploration & Production Inc., in and to that certain Oil and Gas Lease of Submerged Lands Under the Outer Continental Shelf Lands Act dated effective July 1, 1998, executed by the United States of America, as Lessor, to Union Oil Company of California, as Lessee, bearing Lease No. OCS-G 19966, covering all of Block 562, Mississippi Canyon, OCS Official Protraction Diagram, NH 16-10, containing approximately 5,760 acres.

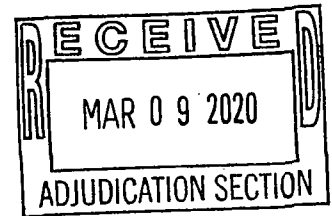


EXHIBIT B
Recording Information

1. Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement (FLLO) 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 **Joe Steinberg, Trustee** and to **Cortland Capital Market Services LLC, as Collateral Agent**.

<u>Recording Jurisdiction</u>	<u>Recording Information</u>
Baldwin County, AL	Instrument # 1594414
Mobile County, AL	BK: LR7430, Page 971, Instrument # 2016054309
Plaquemines Parish, LA	File # 2016-00003582, Book 693, Page 183
BOEM	OCS-G 19966

2. First Supplement and Amendment to Mortgage, Deed of Trust, Assignment of As-Extracted Collateral, Security Agreement, Fixture Filing and Financing Statement ("First Supplement to SLTL Mortgage") 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** (collectively, the "Mortgagor") in favor of **Joe Steinberg Trustee**, for the benefit of **Cortland Capital Market Services LLC, as Collateral Agent ("Mortgagee")**.

<u>Recording Jurisdiction</u>	<u>Recording Information</u>
Baldwin County, AL	Instrument # 1707456
Mobile County, AL	BK: LR7658, Page 262, Instrument # 2018040027
Plaquemines Parish, LA	File # 2018-00002567, Book 732, Page 225
BOEM	OCS-G 19966

EXHIBIT C
Released Operating Rights Oil and Gas Interests

An undivided 20.83333% of 8/8ths Operating Rights interest to be assigned to BP Exploration & Production Inc., in and to that certain Oil and Gas Lease of Submerged Lands Under the Outer Continental Shelf Lands Act dated effective July 1, 1998, executed by the United States of America, as Lessor, to Union Oil Company of California, as Lessee, bearing Lease No. OCS-G 19966, covering all of Block 562, Mississippi Canyon, OCS Official Protraction Diagram, NH 16-10, containing approximately 5,760 acres, insofar and only insofar as set forth below:

- (a) the North Half of Block 562, as to depths below 19,500' TVDSS down to and including 99,999' TVDSS; and
- (b) the South Half of Block 562 as to depths below 20,000' TVDSS down to and including 99,999' TVDSS.

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS

A. NAME & PHONE OF CONTACT AT FILER (optional) Julie Thobae 713-651-2970
B. E-MAIL CONTACT AT FILER (optional) jthobae@liskow.com
C. SEND ACKNOWLEDGMENT TO: (Name and Address) <div style="border: 1px solid black; padding: 5px;">Marilyn C. Maloney Liskow and Lewis APLC 1001 Fannin, Suite 1800 Houston, Texas 77002</div>

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1a. INITIAL FINANCING STATEMENT FILE NUMBER

2018 2477152

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6a. ORGANIZATION'S NAME

OR

6b. INDIVIDUAL'S SURNAME

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OR

7b. INDIVIDUAL'S SURNAME

INDIVIDUAL'S FIRST PERSONAL NAME

INDIVIDUAL'S ADDITIONAL NAME(S)/INITIAL(S)

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28043.0020 Galapagos (FLLO/SLTL)

International Association of Commercial Administrators (IACA)

SCHEDULE I TO UCC FINANCING STATEMENT

DEBTOR:

FIELDWOOD ENERGY LLC
200 West Sam Houston Parkway South
Suite 1200
Houston, TX 77042

SECURED PARTY:

CORTLAND CAPITAL MARKET SERVICES LLC, as Collateral Agent
225 W. Washington Street
9th Floor
Chicago, IL 60606

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