



United States Department of the Interior

BUREAU OF OCEAN ENERGY MANAGEMENT

Gulf of Mexico OCS Region
1201 Elmwood Park Boulevard
New Orleans, LA 70123-2394

In Reply Refer To: MS GM 266A
OCS-G 16036

June 6, 2019

Talos Oil and Gas LLC
333 Clay Street, Suite 3300
Houston, TX 77002
Attn: Alicia Caldwell

Dear Ms. Caldwell:

Your letter dated May 22, 2019, submitting the Name Change Bond Rider to be attached to and form a part of Outer Continental Shelf (OCS) Pipeline Right-of-Way Grant Bond No. SUR0034416, in the amount of \$1,225,033, was received by our office on May 29, 2019. This bond, conditioned to cover Right-of-Way OCS-G 16036, was executed on December 4, 2015, with Whistler Energy II, LLC as principal and Argonaut Insurance Company as surety.

Attached to and forming a part of Bond No. SUR0034416, is Increase Bond Rider, executed on June 1, 2016, which increases the bond amount by \$669,967 for a total penal amount of \$1,985,000. The rider is effective June 1, 2016.

The Bond Rider was executed on May 9, 2019, and changes the Principal's name and address from Whistler Energy II, LLC, 5205 Pine Street, Bellaire, TX 77401 to Talos Oil and Gas LLC, 333 Clay Street, Suite 3300, Houston, TX 77002. The rider is effective April 8, 2019, and has been attached to and now forms a part of the original bond.

Should you need further assistance, please contact Kathleen Lee at (504) 736-5774 or boemgomrfinancialassurance@boem.gov.

Sincerely,

Susan Vaughan, Section Chief
Leasing and Financial Responsibility Section
Leasing and Plans

cc: Argonaut Insurance Company
P.O. Box 469011
San Antonio, TX 78246
Attn: Richard Covington

Sent Via Email To: Alicia.Caldwell@talosenergy.com , Carolyn.Savoy@TalosEnergy.com ,
mhill@McGriff.com

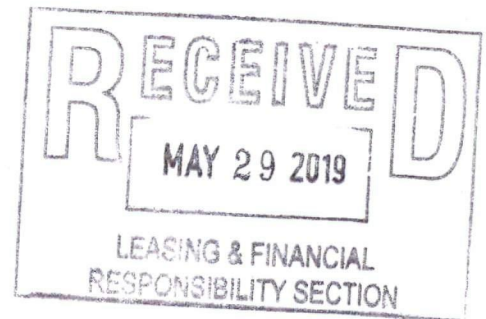
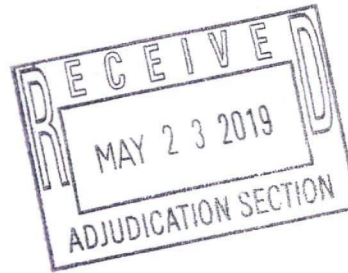
May 22, 2019

Delivery via UPS Courier Service

United States Department of the Interior
Bureau of Ocean Energy Management
Gulf of Mexico OCS Region
1201 Elmwood Park Boulevard
New Orleans, Louisiana 70123-2394

Attention: Ms. Yolanda Winslow
Chief, Adjudication Section
MS GM 276A

Re: Qualification File Update – Company Name Change
GOM Company No. 3269
From: Whistler Energy II, LLC
To: Talos Oil and Gas LLC



Ladies and Gentlemen:

Effective April 8, 2019, Whistler Energy II, LLC, a Delaware limited liability company (GOM #3269), changed its name to Talos Oil and Gas LLC, a Delaware limited liability company (herein referred to as the "Company"). Enclosed are the following documents to confirm this name change:

1. Certificate of the Sole Member of the Company, certifying a true and correct copy of the Certificate of Amendment to the Certificate of Formation as filed in the Delaware Secretary of State office on April 8, 2019 to change the name of the Company to Talos Oil and Gas LLC.
2. Certificate of the Sole Member of the Company, certifying a true and correct copy of the Written Consent of the Sole Member to authorize, approve and adopt (a) the name change of the Company to Talos Oil and Gas LLC, and (b) the Amendment to Certificate of Incorporation of the Company, effective April 8, 2019.
3. Certificate of the Sole Member of the Company certifying its organization under the laws of the State of Delaware and its authorization to hold mineral leases and rights-of-way and rights-of-use and easement on the Outer Continental Shelf.
4. Certificate of the Sole Member certifying the Company's organization under the laws of the State of Delaware and its authorization to hold mineral leases and rights-of-way and rights-of-use and easement on the Outer Continental Shelf.

May 22, 2019

Page 2

Bureau of Ocean Energy Management
Qualification Update – Company Name Change
GOM #3269 – Talos Oil and Gas LLC fka Whistler Energy II, LLC

5. Certificate of Incumbency listing the names and titles of the persons who are duly appointed and acting officers of the Company.
6. A true and correct listing of the Sole Member of the Company.
7. Exhibit "A" – Listing of Leases Affected by the Name Change, with leases listed in order by OCS number and grouped by Record Title Interest; Operating Rights Interest; Pipeline Right-of-Way grants; and Right-of-Use and Easement grants.
8. Listing of Bond Riders with eleven (11) original Bond Riders for every active bond currently posted by the Company. Each Rider reflects the name change of the principal on the original bond to that of Talos Oil and Gas LLC. For convenient review and reference, these Bond Riders are in order by OCS Number and are clipped together with a cover sheet identifying the associated Bonds.
9. A copy of Letter dated May 22, 2019 to BOEM OSFR Specialist, Tatiana D. Williams, including the Rider with Form BOEM 1016 and Underwriter's Primary Contract Endorsement with Form BOEM-1019; as submitted this date under separate cover in order to update the Oil Spill Financial Responsibility ("OSFR") coverage to reflect the Company's name change.

We respectfully request that you approve this name change for GOM Company #03269 from Whistler Energy II, LLC, a Delaware limited liability company, to Talos Oil and Gas LLC, a Delaware limited liability company, to be effective on April 8, 2019.

Please return an updated Qualification Card to my email address at: Alicia.Caldwell@talosenergy.com . You may contact me at (713) 328-3041 or by email at the above address if you have any questions. Thank you.

Sincerely,

Talos Oil and Gas LLC



Alicia Caldwell
Sr. Contract Analyst

Enclosures

RIDER

Attaching to and forming part of Outer Continental Shelf (OCS) Pipeline Right-Of-Way Grant **Supplemental ROW Bond**, Bond No. **SUR0034416**, executed **December 4, 2015**, on behalf of **Whistler Energy II, LLC**, as Principal, and **Argonaut Insurance Company**, as Surety, in favor of the United States Department of Interior, acting through and by the Bureau of Ocean Energy Management (BOEM), as Obligee, in the amount of **One Million Eight Hundred Ninety-Five Thousand and 00/100 Dollars (\$1,895,000.00)**.

Lease No: OCS-G 16036

Segment No. 10999 a pipeline right-of-way 200 feet in width and 7.66 miles in length for the operation and maintenance of a bidirectional 6 5/8-inch pipeline, to transport bulk oil and service pipeline (West flowline) from subsea Production Manifold in Block 60, across Blocks 61 and 17, to Platform A in Block 18, all located in Green Canyon Area

Date of Execution: **December 4, 2015**

In consideration of the mutual agreement contained herein, the Principal and the Surety hereby consent to the following changes:

Effective **April 8, 2019** the **Principal Name** has changed from:

Whistler Energy II, LLC

To:

Talos Oil and Gas LLC

Effective **January 29, 2019** the **Principal Address** has changed from:

5205 Pine Street, Bellaire, TX 77401

To:

333 Clay Street, Suite 3300, Houston, TX 77002

All other conditions and terms to remain as originally written.

Signed, sealed and dated this **9th** day of **May, 2019**.

Talos Oil and Gas LLC

Principal

333 Clay Street, Suite 3300
Houston, TX 77002

By: William S. Moss III

Name: William S. Moss III
Title: Executive Vice President,
General Counsel and Secretary

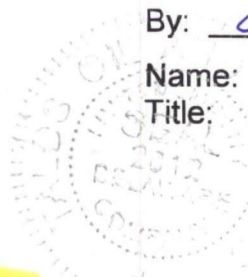
Argonaut Insurance Company

Surety

P.O. Box 469011
San Antonio, TX 78246

By: Richard Covington

Name: Richard Covington
Title: Attorney-In-Fact



**Argonaut Insurance Company
Deliveries Only: 225 W. Washington, 24th Floor
Chicago, IL 60606**

United States Postal Service: P.O. Box 469011, San Antonio, TX 78246

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That the Argonaut Insurance Company, a Corporation duly organized and existing under the laws of the State of Illinois and having its principal office in the County of Cook, Illinois does hereby nominate, constitute and appoint:

Marc W. Boots, Richard Covington, Vickie Lacy, Maria D. Zuniga, Joseph R. Aulbert, Ashley Koletar, Ryan Varela

Their true and lawful agent(s) and attorney(s)-in-fact, each in their separate capacity if more than one is named above, to make, execute, seal and deliver for and on its behalf as surety, and as its act and deed any and all bonds, contracts, agreements of indemnity and other undertakings in suretyship provided, however, that the penal sum of any one such instrument executed hereunder shall not exceed the sum of:

\$75,000,000.00

This Power of Attorney is granted and is signed and sealed under and by the authority of the following Resolution adopted by the Board of Directors of Argonaut Insurance Company:

"RESOLVED, That the President, Senior Vice President, Vice President, Assistant Vice President, Secretary, Treasurer and each of them hereby is authorized to execute powers of attorney, and such authority can be executed by use of facsimile signature, which may be attested or acknowledged by any officer or attorney, of the Company, qualifying the attorney or attorneys named in the given power of attorney, to execute in behalf of, and acknowledge as the act and deed of the Argonaut Insurance Company, all bond undertakings and contracts of suretyship, and to affix the corporate seal thereto."

IN WITNESS WHEREOF, Argonaut Insurance Company has caused its official seal to be hereunto affixed and these presents to be signed by its duly authorized officer on the 8th day of May, 2017.



Argonaut Insurance Company

by: _____

Joshua C. Betz, Senior Vice President

STATE OF TEXAS
COUNTY OF HARRIS SS:

On this 8th day of May, 2017 A.D., before me, a Notary Public of the State of Texas, in and for the County of Harris, duly commissioned and qualified, came THE ABOVE OFFICER OF THE COMPANY, to me personally known to be the individual and officer described in, and who executed the preceding instrument, and he acknowledged the execution of same, and being by me duly sworn, deposed and said that he is the officer of the said Company aforesaid, and that the seal affixed to the preceding instrument is the Corporate Seal of said Company, and the said Corporate Seal and his signature as officer were duly affixed and subscribed to the said instrument by the authority and direction of the said corporation, and that Resolution adopted by the Board of Directors of said Company, referred to in the preceding instrument is now in force.

IN TESTIMONY WHEREOF, I have hereunto set my hand, and affixed my Official Seal at the County of Harris, the day and year first above written.



Kathleen M. Mpekis

(Notary Public)

I, the undersigned Officer of the Argonaut Insurance Company, Illinois Corporation, do hereby certify that the original POWER OF ATTORNEY of which the foregoing is a full, true and correct copy is still in full force and effect and has not been revoked.

IN WITNESS WHEREOF, I have hereunto set my hand, and affixed the Seal of said Company, on the 9th day of May, 2019.



James Bluzard

James Bluzard, Vice President-Surety

THIS DOCUMENT IS NOT VALID UNLESS THE WORDS ARGO POWER OF ATTORNEY ARE IN BLUE. IF YOU HAVE QUESTIONS ON AUTHENTICITY OF THIS DOCUMENT CALL (210) 321 - 8400.