U. S. Department of the Interior Bureau of Safety and Environmental Enforcement (BSEE)

OMB Control Number: 1014-0016 OMB Approval Expires: August 31, 2018

ASSIGNMENT OF FEDERAL OCS PIPELINE RIGHT-OF-WAY GRANT

Part A: Assignment

Legal description of the Pipeline Right-of-Way Grant being assigned (Please include Segment Number and any accessory information):

Pipeline Right-of-way (ROW) OCS-G 28512 is a 200-foot wide and approximately 1.58 miles (8,339 feet) long corridor associated with the 6-inch Pipeline Segment No. (PSN) 17623. The purpose of the pipeline ROW OCS-G 28512 is to maintain and operate PSN 17623 and to transport gas and condensate originating at J Platform in Block 246 and terminating at a 24-inch SSTI in Block 267 in Eugene Island Area, South Addition.

Assignor(s) does hereby sell, assign, transfer, and convey unto Assignee(s) the following undivided right, title and interest:

Insert name and Company number of each Assignor and Assignee.

Assignor(s):

Percentage Interest Conveyed

Bureau of Safety and Environmental Enforcement (BSEE)

PetroQuest Energy, L.L.C. (2222)

100%

APR 16 2018

Assignee(s):

By

Office of Field Operations
Pipeline Section

Percentage Interest Received

Northstar Offshore Ventures LLC (3520)

100%

Exhibit "A," which sets forth other provisions between Assignor(s) and Assignee(s), is attached to and made a part of this assignment.

For BSEE Use only – Do Not Type Below This Line UNITED STATES OF AMERICA

This Assignment of Federal OCS Pipeline Right-of-Way Grant has been filed as of the date stamped on this document and hereby approved by the Bureau of Safety and Environmental Enforcement on the date below.

Authorized Official for BSEE

Chief, Pipeline Section

APR 2 3 2018

Approval Date

Paperwork Reduction Act of 1995 (PRA) Statement: The PRA (44 U.S.C. 3501 et seq.) requires us to inform you that we collect this information to use in the adjudication process involved in leasing and lease operations. BSEE uses the information to track ownership of leases in the Federal OCS. Responses are required to obtain or retain a benefit (43 U.S.C. 1334). Proprietary data are covered under 30 CFR 250.197. An agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid OMB Control Number. Public reporting burden of this form is estimated to average 30 minutes per response, including the time for reviewing instructions, gathering and maintaining data, and completing and reviewing the form. Direct comments regarding the burden estimate, or any other aspect of this form, to the BSEE Information Collection Clearance Officer, 381 Elden Street, Herndon VA 20170

Title

BSEE FORM BSEE-0149 (August 2015 – Supersedes all previous versions of this form which may not be used). Page 1 of 2

Part B - Certification and Acceptance

- 1. Assignor(s) certifies it is the owner of the interest in the above-described Federal OCS Pipeline Right-of-Way Grant that is hereby assigned to the Assignee(s) specified above.
- 2. **DEBARMENT COMPLIANCE**: Assignee shall comply with the Department of the Interior's nonprocurement debarment and suspension regulations as required by Subpart B of 2 CFR Part 1400 and shall communicate the requirement to comply with these regulations to persons with whom it does business related to this record title interest assignment by including this term in its contracts and transactions.
- 3. EQUAL OPPORTUNITY AND AFFIRMATIVE ACTION COMPLIANCE CERTIFICATION: Assignor(s) and Assignee(s) certify that they are in full compliance with Equal Opportunity Executive Order 11246, as amended, and the implementing regulations at 41 CFR 60-01 - Obligations of Contractors and Subcontractors; and 41 CFR 60-2 - Affirmative Action Programs. These requirements are for the purpose of preventing discrimination against persons on the basis of race, color, religion, sex, or national origin. These regulations have specific performance requirements.
- 4. Assignee's execution of this assignment constitutes acceptance of all applicable terms, conditions, stipulations and restrictions pertaining to the right-of-way grant described herein. Applicable terms and conditions include, but are not limited to, an obligation to conduct all operations in accordance with 30 CFR 250 and 550, Subpart J and to furnish and maintain such bond(s) as may be required by the Lessor pursuant to regulations at 30 CFR 556. This assignment is subject to the Outer Continental Shelf Lands Act of August 7, 1953, 67 Stat. 462; 43 U.S.C. 1331 et seq., as amended (the "Act"), and Assignee(s) is subject to, and must fully comply with, all applicable regulations now or to be issued under the Act. Notwithstanding any agreement between the Assignor(s) and Assignee(s), the parties' liability to the Bureau of Safety and Environmental Enforcement is governed by 30 CFR 250.

This Assignment of Federal OCS Pipeline Right-of-Way Grant will be made effective between the parties hereto as of December 1, 2017, upon approval by the Bureau of Safety and Environmental Enforcement, United States Department of the

This instrument may be executed in any number of counterparts, each of which will be deemed an original instrument, but all of which together will constitute but one and the same instrument provided. However, this instrument and any other counterpart hereof, will not be binding unless and until executed by all of the parties, and will not be accepted by the Bureau of Safety and Environmental Enforcement unless all counterparts are filed simultaneously.

I certify that the statements made herein by the undersigned are true, complete, correct to the best of my knowledge and belief, and are made in good faith.

Title 18 U.S.C. Sec. 1001 makes it a crime for any person knowingly and willfully to make to any Department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

ASSIGNOR PetroQuest Energy, L.L.C. (2222)	ASSIGNOR
By Arthur M. Mixon, III Title: Executive Vice President - Operations & Production	By: Name: Title:
1 - 31 - 2018 Execution Date	Execution Date
ASSIGNEE Northstar Offshore Ventures LLC (3520)	ASSIGNEE
By: Name: David Dean Title: President and Chief Executive Officer	By: Name: Title:
1-31-2018 Execution Date	Execution Date
Attach Notary Acknowledgement (not mandatory)	

Page 2 of 2

Part B - Certification and Acceptance

- Assignor(s) certifies it is the owner of the interest in the above-described Federal OCS Pipeline Right-of-Way Grant that is hereby assigned to the Assignee(s) specified above.
- 2. DEBARMENT COMPLIANCE: Assignee shall comply with the Department of the Interior's nonprocurement debarment and suspension regulations as required by Subpart B of 2 CFR Part 1400 and shall communicate the requirement to comply with these regulations to persons with whom it does business related to this record title interest assignment by including this term in its contracts and transactions.
- 3. EQUAL OPPORTUNITY AND AFFIRMATIVE ACTION COMPLIANCE CERTIFICATION: Assignor(s) and Assignee(s) certify that they are in full compliance with Equal Opportunity Executive Order 11246, as amended, and the implementing regulations at 41 CFR 60-01 - Obligations of Contractors and Subcontractors; and 41 CFR 60-2 - Affirmative Action Programs. These requirements are for the purpose of preventing discrimination against persons on the basis of race, color, religion, sex, or national origin. These regulations have specific performance requirements.
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ASSIGNOR	ASSIGNOR	
By: Name: Title:	By: Name: Title:	
Execution Date	Execution Date	
ASSIGNEE Northstar Offshore Ventures LLC (3520)	ASSIGNEE	
By: David L. Dean Title: President and Chief Executive Officer	By: Name: Title:	
Execution Date	Execution Date	
Attach Notary Acknowledgement (not mandatory)		



(713) 626-9696

11 Greenway Plaza Suite 2800 Houston, Texas 77046

FAX (713) 626-3444

Bureau of Safety and Environmental Enforcement (BSEE)

- Via Federal Express -

APR 16 2018

Office of Field Operations Pipeline Section

April 12, 2018

Bureau of Safety and Environmental Enforcement

Attn: Pipeline Section

1201 Elmwood Park Blvd.,

New Orleans, Louisiana 70123-2390

Re: Assignment of Pipeline Right-of-Way, OCS-G 28512, Segment #17623

Eugene Island Area, South Addition, Block 246 and Terminating in Block 267

Transfer of Interest

Dear Sir or Madam:

Northstar Offshore Ventures LLC ("NOV"), submits for your approval an *Assignment of Pipeline Right-of-Way Grant* whereby **PetroQuest Energy, L.L.C. (2222)** conveys 100% of its ownership to **Northstar Offshore Ventures LLC (3520)**. This assignment has been fully executed in triplicate and is accompanied by a Pay-Gov receipt representing the cost recovery fee of \$201.

All required OSFR forms associated with the transfer of interest into NOV have been submitted in advance to the Office of Leasing & Plans.

NOV will operate this pipeline R-O-W and Supplemental Bond #N-7000938 has been submitted and approved in advance of this assignment.

Should you have any questions regarding these submittals, please contact the undersigned at (713) 386-1040. Thank you for your assistance in this matter.

Very truly yours,

Sherry Gosnell

Property Administration Manager

sg /Acquisitions/NOV 2018/BSEE-EI 246-267 ROW G-28512 Cover Ltr.doc



Receipt

Your payment is submitted

Pay.gov Tracking ID: 268UGEL5 Agency Tracking ID: 75462374029

Form Name: BSEE Pipeline ROW Grant Assignment

Application Name: BSEE Pipeline ROW Grant Assignment - CH/CH

Payment Information

Payment Type: Bank account (ACH)

Payment Amount: \$201.00

Transaction Date: 04/09/2018 05:06:43 PM EDT

Payment Date: 04/10/2018 Region: Gulf of Mexico

Contact: Sherry Gosnell 713-386-1040

Applicant Company Name: Northstar Offshore Ventures LLC

Company Code: 3520

Assignor: PetroQuest Energy, L.L.C. 2222

Assignee: Northstar Offshore Ventures LLC 3520

ROW Number: 28512

Email Address: sgosnell@nstaroffshore.com

Account Information

Account Holder Name: Northstar Offshore Ventures LLC

Routing Number: 111000753 Account Number: ********1754

Email Confirmation Receipt

Confirmation Receipts have been emailed to:

sgosnell@nstaroffshore.com

EI 246-267 ROW 6 28512