

Scan G28439
SN 17381

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

OMB Control Number: 1014-0016
OMB Approval Expires: 06/30/2012

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): Right-of-Way OCS-G 28439

Segment No. 17381, a 200 foot wide right-of-way to operate and maintain a 4 1/2 inch pipeline, 2.65 miles, 2.64 miles as-built, in length to transport gas and condensate from Block 201, B-Aux Platform, to Block 200, A Platform, all located in Vermilion Area.

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

Newfield Exploration Company (GOM CO No 1364) 100.0000%

Assignee(s): Percentage Interest Received

W & T Offshore, Inc. (GOM CO No 1284) 100.0000%

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Office of Field Operations
Pipeline Section

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.

B. Angela D. Deibert Chief, Pipeline Section 12/19/12
Authorized Official for BSEE Title 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 Information Collection Clearance Officer, 381 Elden Street, Herndon, VA 20170.

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 Parts 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.

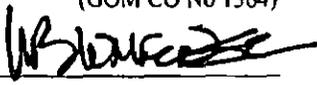
This Assignment of Federal OCS Pipeline Right-of-Way Grant will be made effective between the parties hereto as of 7/1/2012, upon approval by the Bureau of Safety and Environmental Enforcement, United States Department of the Interior.

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 Newfield Exploration Company
(GOM CO No 1364)

By: 
Name: W. M. Blumenshine
Title: Vice President - Land

10/5/2012

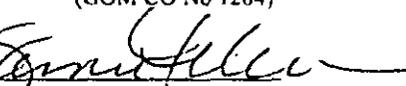
Execution Date

ASSIGNOR

By: _____
Name:
Title:

Execution Date

ASSIGNEE W & T Offshore, Inc.
(GOM CO No 1284)

By: 
Name: Jamie L. Vazquez
Title: President

10/5/2012

Execution Date

ASSIGNEE

By: _____
Name:
Title:

Execution Date

Attach Notary Acknowledgement (not mandatory)

EXHIBIT "A"

TO ASSIGNMENT OF FEDERAL OCS PIPELINE RIGHT-OF-WAY
GRANT FROM
NEWFIELD EXPLORATION COMPANY, AS ASSIGNOR,
TO W&T OFFSHORE, INC., AS ASSIGNEE

The Assignment of Federal OCS Pipeline Right-Of-Way Grant to which this Exhibit "A" is attached is subject to the following:

- 1) The terms and provisions of that certain Purchase and Sale Agreement dated September 17, 2012, as amended by instrument dated October 5, 2012 (the "Agreement") by and between Newfield Exploration Company and Newfield Exploration Gulf Coast LLC, as Seller, and W&T Offshore, Inc., as Buyer.
- 2) The terms and provisions of that certain Assignment and Bill of Sale effective July 1, 2012 from Newfield Exploration Company and Newfield Exploration Gulf Coast LLC, collectively as Assignor, to W&T Offshore, Inc., as Assignee ("Assignment and Bill of Sale"). Pursuant to the Assignment and Bill of Sale, Newfield Exploration Company and Newfield Exploration Gulf Coast LLC, as Assignor, conveyed all of their respective right, title and interest in and to, among other things, the Pipeline Right-of-Way described in the Assignment of Federal OCS Pipeline Right-Of-Way Grant to which this Exhibit "A" is attached, to W&T Offshore, Inc., as Assignee. The Assignment and Bill of Sale is to be filed in the Non-Required filing records of the Bureau of Ocean Energy Management, and in the official public records of Plaquemines Parish, Louisiana, among other jurisdictions.

The Assignment of Federal OCS Pipeline Right-Of-Way Grant to which this Exhibit "A" is attached is delivered by the Assignor and accepted by the Assignee in furtherance of the purposes and intentions expressed in the Agreement and the Assignment and Bill of Sale.



W&T OFFSHORE

November 13, 2012

Via Federal Express

United States Department of Interior
Bureau of Safety and Environmental Enforcement
1201 Elmwood Park Boulevard
New Orleans, LA 70123-2394

Attn: Pipeline Section

RE: Assignment of Federal OCS Pipeline Right-of-Way Grant
Right-of-Way OCS-G 28439, Segment # 17381

Ladies and Gentlemen:

Enclosed for your further handling and approval are:

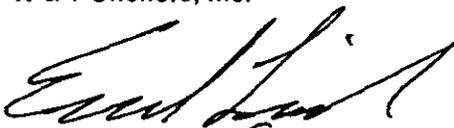
1. Three (3) originals of an Assignment of Federal OCS Pipeline Right-of-Way Grant dated effective July 1, 2012, from Newfield Exploration Company (GOM #1364), as Assignor, to W & T Offshore, Inc. (GOM #1284), as Assignee, covering the Right-of-Way OCS-G 28439, Segment # 17381 ("ROW").
2. Pay.gov receipt in the amount of \$186.00.
3. W & T Offshore, Inc. has filed the corresponding Form BOEM-1022 adding this ROW to its OSFR coverage with the Leasing & Financial Responsibility Section.

We request that this Assignment of Federal OCS Pipeline Right-of-Way Grant be approved effective July 1, 2012, and one (1) approved copy be returned to the undersigned.

We thank you for your assistance in this matter and please do not hesitate to contact Sira Pineiro at 713/513-8607 or spineiro@wt offshore.com if you have any questions regarding this request.

Very truly yours,

W & T Offshore, Inc.


Eugene J. Linscomb
Division Land Manager - Offshore

Enclosures

U.S. DEPARTMENT OF THE INTERIOR
BUREAU OF SAFETY AND ENVIRONMENTAL ENFORCEMENT
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Office of Field Operations
Pipeline Section

